

To the shareholders
of CREDIT SUISSE GROUP

INVITATION TO THE ANNUAL GENERAL MEETING OF SHAREHOLDERS

Friday, May 4, 2007, 10.30 a.m.
(doors open at 9.00 a.m.)
Hallenstadion, Wallisellenstrasse 45,
Zurich-Oerlikon

AGENDA

1. Presentation and approval of the annual report, the parent company's 2006 financial statements and the Group's 2006 consolidated financial statements
2. Discharge of the acts of the Members of the Board of Directors and Executive Board
3. Capital reduction owing to completion of the share buy back program
4. Resolution on the appropriation of retained earnings and repayment of par value to shareholders
 - 4.1 Resolution on the appropriation of retained earnings
 - 4.2 Reduction of share capital by repayment of par value to shareholders
5. Approval of a further share buy back program
6. Additional amendments to the articles of association
 - 6.1 Renewal of authorized capital
 - 6.2 Amendment of Art. 7 paras. 4 and 5 (right to add an item to the agenda)
 - 6.3 Amendments as a result of item 4.2
7. Elections
 - 7.1 Elections to the Board of Directors
 - 7.2 Election of the parent company's independent auditors and the Group's independent auditors
 - 7.3 Election of special auditors

1. Presentation and approval of the annual report, the parent company's 2006 financial statements and the Group's 2006 consolidated financial statements

Motion proposed by the Board of Directors

The Board of Directors proposes that the annual report, the parent company's 2006 financial statements and the Group's 2006 consolidated financial statements be approved.

2. Discharge of the acts of the Members of the Board of Directors and Executive Board

Motion proposed by the Board of Directors

The Board of Directors proposes that the acts of the members of the Board of Directors and the Executive Board during the 2006 financial year be discharged.

3. Capital reduction owing to completion of the share buy back program

A Motions proposed by the Board of Directors

The Board of Directors proposes

- (a) that the share capital be reduced by CHF 26,894,500 from CHF 607,431,006.50 to CHF 580,536,506.50 by canceling 53,789,000 shares with a par value of CHF 0.50 each, which were acquired in the period between March 16, 2006 and March 15, 2007 pursuant to the buy back program approved by the General Meeting of Shareholders on April 29, 2005;
- (b) that it be acknowledged that, according to the special report of the auditors KPMG Klynveld Peat Marwick Goerdeler SA the obligees' claims are fully covered even after the share capital reduction as required by Art. 732 para. 2 CO;
- (c) that as of the date of the entry of the capital reduction in the Commercial Register, Art. 3 para. 1 of the articles of association be amended as follows:

Art. 3 para 1

previous version

- 1 The fully paid-in share capital amounts to CHF 607,431,006.50 and is divided into 1,214,862,013 registered shares with a par value of CHF 0.50 each.

proposed new version

- 1 The fully paid-in share capital amounts to CHF 580,536,506.50 and is divided into 1,161,073,013 registered shares with a par value or CHF 0.50 each.

B Explanation by the Board of Directors

As part of a share repurchase program approved by the General Meeting of Shareholders of April 29, 2005, 53,789,000 shares were repurchased via a second trading line on the stock exchange between March 16, 2006 and March 15, 2007 for subsequent cancellation. The share repurchase program approved by the General Meeting of Shareholders on April 29, 2005 for a maximum of CHF 6 billion was completed on March 15, 2007. A total of 87,789,000 shares were repurchased. Of these, 34 million shares were cancelled following the 2006 General Meeting of Shareholders.

The General Meeting of Shareholders is asked to approve the cancellation of the 53,789,000 shares repurchased in the period between March 16, 2006 and March 15, 2007 and the corresponding amendments to the articles of association.

4. Resolution on the appropriation of retained earnings and repayment of par value to shareholders

4.1 Resolution on the appropriation of retained earnings

A Motions proposed by the Board of Directors

The Board of Directors proposes that the retained earnings of CHF 14,337,238,095 (comprising retained earnings brought forward from the previous year of CHF 3,327,390,120 and net profit for 2006 of CHF 11,009,847,975) be allocated as follows:

- Distribution of a dividend: CHF 2.24 per registered share with a par value of CHF 0.50:
CHF 2.24 gross per share, less Swiss federal withholding tax of 35% (= CHF 0.784)
CHF 1.456 net against an order authorizing dividend payment
- Balance to be carried forward (retained earnings minus dividend)

B Explanations by the Board of Directors

The company will not pay out a dividend on its own shares repurchased as part of its share repurchase program. If the Board of Directors' proposal for the appropriation of retained earnings is approved, the dividend for the 2006 financial year pursuant to item 3 will be payable free of commissions from May 10, 2007 at all Swiss offices of Credit Suisse, Clariden Leu AG and Neue Aargauer Bank.

4.2 Reduction of share capital by repayment of par value to shareholders

A Motions proposed by the Board of Directors

The Board of Directors proposes

- (a) that the share capital be reduced by CHF 534,093,585.98 from CHF 580,536,506.50 to CHF 46,442,920.52 by reducing the par value of the shares from CHF 0.50 to CHF 0.04 and by remitting the amount of the reduction to the shareholders;
- (b) that it be acknowledged that, according to the special report of the auditors KPMG Klynveld Peat Marwick Goerdeler SA the obligees' claims are fully covered even after the share capital reduction as required by Art. 732 para. 2 CO;
- (c) that as of the date of the entry of the capital reduction in the Commercial Register, Art. 3 para. 1 of the articles of association be amended as follows:

Art. 3 para 1

previous version	proposed new version
1 The fully paid-in share capital amounts to CHF 580,536,506.50 and is divided into 1,161,073,013 registered shares with a par value of CHF 0.50 each.	1 The fully paid-in share capital amounts to CHF 46,442,920.52 and is divided into 1,161,073,013 registered shares with a par value of CHF 0.04 each.

B Explanations by the Board of Directors

The Board of Directors proposes that in addition to the dividend payment pursuant to item 4.1, shareholders receive a tax-privileged repayment of CHF 0.46 per registered share by reducing the par value per share from CHF 0.50 to CHF 0.04. This distribution is not subject to the 35% federal withholding tax; nor is it subject to Swiss income tax for private investors domiciled in Switzerland.

Subject to the approval of this item by the General Meeting of Shareholders and to the entry of the share capital reduction in the Commercial Register, CHF 0.46 per share will be paid out to shareholders (including those who acquired their shares out of conditional or authorized capital between January 1, 2007 and July 17, 2007) or their custodian banks on July 18, 2007 free of charge at all Swiss branches of Credit Suisse, Clariden Leu AG and Neue Aargauer Bank.

The total amount of the capital reduction will increase as a result of the reduction in the par value of shares issued out of conditional and authorized capital between January 1, 2007 and July 17, 2007.

As a result of the par value reduction, the amount of conditional and authorized capital mentioned in articles 26, 26b, 26c, and 27 of the articles of association shall also be reduced by CHF 0.46 per registered share pursuant to item 6.3, as of the date when the capital reduction is entered in the Commercial Register.

5. Approval of a further share buy back program

A Motion proposed by the Board of Directors

The Board of Directors proposes that the buy back of own shares of up to a maximum value of CHF 8 billion be approved for a period of three years.

B Explanations by the Board of Directors

As announced at the Investor Day on January 22, 2007, Credit Suisse Group intends to continue its share buy back program from May 2007, and over the next three years to carry out a share repurchase program worth up to CHF 8 billion. These shares shall be repurchased via a second trading line on the stock exchange. At the next General Meeting of Shareholders it will be proposed that these shares be cancelled and the share capital reduced accordingly.

6. Additional amendments to the articles of association

6.1 Renewal of authorized capital

A Motion and explanation by the Board of Directors

The Board of Directors proposes that the authorized capital be renewed and that the following amendment be made to Art. 27 para.1 of the articles of association:

Art. 27 para. 1

previous version

- 1 The Board of Directors is authorized, at any time until April 29, 2007 to increase the share capital, as per Art. 3 of the articles of association, in the maximum amount of CHF 22,740,000 through the issuance of a maximum of 45,480,000 registered shares, to be fully paid up, with a par value of CHF 0.50. Increases by underwriting as well as partial increases are permissible. The issue price, the time of effect of the right to a dividend, and the type of contribution will be determined by the Board of Directors. Upon acquisition, the new shares will be subject to the transfer restrictions pursuant to Art. 4 of the articles of association.

proposed new version

- 1 The Board of Directors is authorized, at any time until May 4, 2009 to increase the share capital, as per Art. 3 of the articles of association, in the maximum amount of CHF 22,740,000 through the issuance of a maximum of 45,480,000 registered shares, to be fully paid up, with a par value of CHF 0.50. Increases by underwriting as well as partial increases are permissible. The issue price, the time of effect of the right to a dividend, and the type of contribution will be determined by the Board of Directors. Upon acquisition, the new shares will be subject to the transfer restrictions pursuant to Art. 4 of the articles of association.

B Explanation by the Board of Directors

The authorized capital available until April 29, 2007 should be extended at the same level until May 4, 2009. Following the reduction in the par value of shares pursuant to item 4.2, this gives a maximum of CHF 1.82 million (45.48 million registered shares at CHF 0.04 par value each).

6.2 Amendment of Art. 7 paras. 4 and 5 (right to add items to the agenda)

A Motion proposed by the Board of Directors

The Board of Directors proposes that on the date that the capital reduction is entered in the Commercial Register, Art. 7 para. 4 and 5 of the articles of association be amended as follows:

Art. 7 paras. 4 and 5

previous version	proposed new version
4 Shareholders representing shares with a par value of CHF 0.5 million may require that a particular item appears on the agenda of the meeting.	4 Shareholders representing shares with a par value of CHF 40,000 may require that a particular item appears on the agenda of the meeting.
5 The request to call a General Meeting of Shareholders must be submitted in writing; at the same time, shares of the Company representing at least 10% of the share capital are to be deposited for safekeeping. The request to include a particular item on the agenda of the meeting together with the relevant proposals, must be submitted in writing and at the same time shares of the Company with a par value of at least CHF 0.5 million are to be deposited for safekeeping. The shares are to remain in safekeeping until the day after the General Meeting of Shareholders.	5 The request to call a General Meeting of Shareholders must be submitted in writing; at the same time, shares of the Company representing at least 10% of the share capital are to be deposited for safekeeping. The request to include a particular item on the agenda of the meeting together with the relevant proposals, must be submitted in writing and at the same time shares of the Company with a par value of at least CHF 40,000 are to be deposited for safekeeping. The shares are to remain in safekeeping until the day after the General Meeting of Shareholders.

B Explanation by the Board of Directors

Shareholders representing shares with a par value of CHF 0.5 million, i.e. one million shares, may require that a particular item appear on the agenda of a General Meeting of Shareholders. Furthermore, shares of the company with a par value of at least CHF 0.5 million are to be deposited for safekeeping. Following the reduction of par value pursuant to item 4.2, the requirements for adding an item to the agenda should be reduced so that the ability to require that a particular item appears on the agenda is not impeded as result of the par value reduction. Consequently, if this motion is approved by the General Meeting of Shareholders, in future shareholders representing shares with a par value of CHF 40,000 (i.e. one million shares), may require that a particular item appear on the agenda of a General Meeting of Shareholders. The Board of Directors' proposal and the General Meeting of Shareholders' resolution on this item are subject to the General Meeting of Shareholders approving the capital reduction by means of repayment of par value to the shareholders pursuant to item 4.2.

6.3 Amendments as a result of item 4.2

A Motion proposed by the Board of Directors

The Board of Directors proposes that, at the time of the entry of the share capital reduction in the Commercial Register, Articles 26, 26b, 26c and 27 of the articles of association be amended as follows:

Art. 26, para. 1

(conditional capital for existing convertible bonds)

previous version	proposed new version
1 The share capital pursuant to Art. 3 of the articles of association shall be increased by no more than CHF 25,000,000 through the issue of no more than 50,000,000 fully paid in registered shares of CHF 0.50 par value each through the exercise of conversion and/or warrant rights issued in connection with bonds or other financial market instruments issued by	1 The share capital pursuant to Art. 3 of the articles of association shall be increased by no more than CHF 2,000,000 through the issue of no more than 50,000,000 fully paid in registered shares of CHF 0.04 par value each through the exercise of conversion and/or warrant rights issued in connection with bonds or other financial market instruments issued by Credit

Credit Suisse Group or any of its Group companies. Shareholder's preemption rights are excluded. Holders of conversion and/or warrant rights are entitled to subscribe to the new shares. The Board of Directors shall set the conversion and/or warrant conditions.

(paragraphs 2 and 3 are unchanged)

Art. 26b para. 1

(conditional capital for employee shares)

previous version

- 1 By exercising preemption rights, the share capital as per Art. 3 of the articles of association is to be increased by not more than CHF 48,254,860.50 through the issue of a maximum of 96,509,721 registered shares with a par value of CHF 0.50 each, to be fully paid in. Upon acquisition, the new registered shares will be subject to the transfer restrictions pursuant to Art. 4 of the articles of association.

(paragraph 2 is unchanged)

Art. 26c para. 1

(conditional capital for employees of the former DLJ)

previous version

- 1 The share capital pursuant to Art. 3 of the articles of association is to be increased by no more than CHF 3,645,076.50, corresponding to no more than 7,290,153 registered shares with a par value of CHF 0.50 each to be fully paid in, through the exercise of options granted to employees at all levels of Donaldson, Lufkin & Jenrette, Inc. and its Group companies, which were rolled over in accordance with the merger agreement between Credit Suisse Group, Diamond Acquisition Corp. and Donaldson, Lufkin & Jenrette, Inc. dated August 30, 2000. The subscription ratio, time limits and further terms will be determined by the Board of Directors in accordance with the provisions of the merger agreement dated August 30, 2000. The acquisition of shares through the exercise of option rights, and any subsequent transfer of the new shares is subject after issue to the transfer restrictions laid down in Art. 4 of the articles of association.

(paragraph 2 is unchanged)

Suisse Group or any of its Group companies. Shareholder's preemption rights are excluded. Holders of conversion and/or warrant rights are entitled to subscribe to the new shares. The Board of Directors shall set the conversion and/or warrant conditions.

proposed new version

- 1 By exercising preemption rights, the share capital as per Art. 3 of the articles of association is to be increased by not more than CHF 3,860,388.84 through the issue of a maximum of 96,509,721 registered shares with a par value of CHF 0.04 each, to be fully paid in. Upon acquisition, the new registered shares will be subject to the transfer restrictions pursuant to Art. 4 of the articles of association.

proposed new version

- 1 The share capital pursuant to Art. 3 of the articles of association is to be increased by no more than CHF 291,606.12, corresponding to no more than 7,290,153 registered shares with a par value of CHF 0.04 each to be fully paid in, through the exercise of options granted to employees at all levels of Donaldson, Lufkin & Jenrette, Inc. and its Group companies, which were rolled over in accordance with the merger agreement between Credit Suisse Group, Diamond Acquisition Corp. and Donaldson, Lufkin & Jenrette, Inc. dated August 30, 2000. The subscription ratio, time limits and further terms will be determined by the Board of Directors in accordance with the provisions of the merger agreement dated August 30, 2000. The acquisition of shares through the exercise of option rights, and any subsequent transfer of the new shares is subject after issue to the transfer restrictions laid down in Art. 4 of the articles of association.

Art. 27 para. 1

(approved capital)

previous version

- 1 The Board of Directors is authorized, at any time until April 29, 2007, to increase the share capital, pursuant to Art. 3 of the articles of association by no more than CHF 22,740,000 by issuing no more than 45,480,000 registered shares with a par value of CHF 0.50 each, to be fully paid in. Increases by firm underwriting, as well as partial increases, are permissible. The issue price, the starting date for dividend entitlement and the type of contribution will be determined by the Board of Directors. Upon acquisition, the new registered shares are subject to the transfer restrictions laid down in Art. 4 of the articles of association.

(paragraphs 2 and 3 are unchanged)

proposed new version

- 1 The Board of Directors is authorized at any time until May 4, 2009, to increase the share capital, pursuant to Art. 3 of the articles of association by no more than CHF 1,819,200 by issuing no more than 45,480,000 registered shares with a par value of CHF 0.04 each, to be fully paid in. Increases by firm underwriting, as well as partial increases, are permissible. The issue price, the starting date for dividend entitlement and the type of contribution will be determined by the Board of Directors. Upon acquisition, the new registered shares are subject to the transfer restrictions laid down in Art. 4 of the articles of association.

B Explanation by the Board of Directors

The proposed amendments to the articles of association are a consequence of the par value reduction detailed under item 4.2. The Board of Directors' proposal and the General Meeting of Shareholders' resolution with regard to item 6.3 are subject to the General Meeting of Shareholders approving item 4.2.

7. Elections

7.1 Elections to the Board of Directors

A Motions proposed by the Board of Directors

The Board of Directors proposes that Noreen Doyle, Aziz R. D. Syriani, David W. Syz and Peter Weibel be re-elected to the Board of Directors for a term of three years as stipulated in the articles of association.

B Explanations by the Board of Directors

Noreen Doyle, Aziz R.D. Syriani, David W. Syz and Peter F. Weibel, whose terms as members of the Board of Directors expire at the 2007 General Meeting of Shareholders, are making themselves available for re-election.

- (a) Noreen Doyle has been a member of the Board and the Risk Committee since 2004. The Board has determined her to be independent under the Group's independence standards.
- (b) Aziz R. D. Syriani has been a member of the Board since 1998. He is Chairman of the Compensation Committee (since 2004) as well as a member of the Chairman's and Governance Committee (since 2003) and the Audit Committee (since 2003), which he chaired from 2003 to 2004. The Board has determined him to be independent under the Group's independence standards.
- (c) David W. Syz has been a member of the Board of Directors and the Audit Committee since 2004. The Board has determined him to be independent under the Group's independence standards.

- (d) Peter F. Weibel has been a member of the Board of Directors, the Chairman's and Governance Committee and the Audit Committee, which he chairs, since 2004. The Board has determined him to be independent under the Group's independence standards. He is also a Financial Expert as defined by the US Sarbanes-Oxley Act of 2002.

7.2 Election of the parent company's independent auditors and the Group's independent auditors

A Motion proposed by the Board of Directors

The Board of Directors proposes that KPMG Klynveld Peat Marwick Goerdeler SA, Zurich, be re-elected as the independent auditors of the parent company and of the Group for a further term of one year.

B Explanation by the Board of Directors

KPMG Klynveld Peat Marwick Goerdeler SA has confirmed to the Board of Directors' Audit Committee that it has the necessary independence to carry out the mandate and that it meets the requirements of independence stipulated by the US Securities and Exchange Commission (SEC).

7.3 Election of special auditors

A Motion proposed by the Board of Directors

The Board of Directors proposes that BDO Visura, Zurich, be elected as special auditors for a term of one year.

B Explanation by the Board of Directors

The rules of the United States Securities and Exchange Commission (SEC) require that statutory auditors be independent. In the SEC's view, it is not admissible for the statutory auditors to undertake (among other things) the valuation of companies in connection with qualified capital increases involving contributions in kind. Accordingly, the Board of Directors proposes that BDO Visura be elected this year as special auditors to perform the special audits required in connection with qualified capital increases (Art. 652f CO).

2006 Business Report and audiovisual broadcast of the General Meeting of Shareholders

The 2006 business report, including the annual report, the parent company's 2006 financial statements, the Group's 2006 consolidated financial statements and the reports of the independent auditors of the parent company and the Group will be available for inspection from April 10, 2007 at the company's head office, Paradeplatz 8, 8001 Zurich. Shareholders may request a copy of these documents. All documents are also available on the Internet at:

www.credit-suisse.com/annualreport2006.

On May 4, 2007 the Annual General Meeting will be broadcast live over the Internet at www.credit-suisse.com.

How shareholders can exercise their voting rights

Shareholders of Credit Suisse Group will find a form enclosed with this invitation, which can be used as follows:

- (a) to order admission cards and voting documents, which they may use to attend the General Meeting of Shareholders in person or to designate another person as their proxy, or
- (b) to designate Credit Suisse Group as their proxy, or
- (c) to designate the independent proxy as their proxy.

Shareholders are kindly requested to return their reply cards to Credit Suisse Group, Share Register, P.O. Box 200, CH-8070 Zurich, Switzerland by **April 25, 2007** at the latest, so that their admission card and voting documents can be dispatched to them in good time. Cards and documents will be sent out from April 26, 2007.

The **independent proxy** can be designated and instructed by sending the form or the admission card and voting documents, in each case with written voting instructions, under separate cover to **Christoph Reinhardt**, Attorney, P.O. Box, CH-8070 Zurich, Switzerland, by no later than April 30, 2007. If the independent proxy does not receive written voting instructions for some or all of the agenda items, he will vote in line with the proposals of the Board of Directors. Credit Suisse Group will only represent shareholders if they wish to approve the proposals of the Board of Directors. All instructions contrary to the proposals of the Board of Directors will be forwarded to the independent proxy.

Institutions subject to the Swiss Federal Law on Banks and Saving Banks, as well as professional asset managers, are obliged to inform Credit Suisse Group of the number and par value of the registered shares they represent.

Zurich, March 22, 2007

For the Board of Directors
Chairman
Walter B. Kielholz

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