

CREDIT SUISSE AG

Certificate

We, Urs Rohner, Chairman of the Board of Directors and Pierre Schreiber, Corporate Secretary, both of CREDIT SUISSE AG, (the '**Bank**') a bank organized and existing under the laws of Switzerland with registered head office in Zurich, Switzerland, DO HEREBY CERTIFY, that:

1. at an Extra-ordinary General Meeting of the Bank held on May 2, 2011, the following resolutions for amending the Articles of Association of the Bank were passed:

"The following clauses relating to conditional capital be added to the Articles of Association to become 4d.1 and 4d.2 and read as follows:

4(d) (1) The Company's share capital pursuant to Article 3 shall be increased by an amount not exceeding CHF2,000,000,000 through the issue of a maximum of 20,000,000 registered shares, to be fully paid in, each with a par value of CHF100 through the voluntary or compulsory exercise of conversion rights and/or warrants granted in connection with bonds or other financial market instruments of Credit Suisse AG, or any of its subsidiaries through compulsory conversion of contingent convertible bonds (CoCos) or other financial market instruments of Credit Suisse AG, or any of its subsidiaries, that allow for contingent compulsory conversion into shares of the Company.

Shareholders' subscription rights are excluded. Holders of financial market instruments with conversion features and/or of warrants are entitled to subscribe to the new shares. The Board of Directors fixes the conversion/warrant conditions.

The acquisition of shares through the exercise of conversion rights and/or warrants, or through the conversion of financial market instruments with conversion features, and any subsequent transfer of shares are subject to the restrictions set out order Article 4.

4(d)(2) Contingent capital pursuant to Article 4d.1 is made available, exclusively for the purpose of increasing share capital through the conversion of bonds or other financial market instruments of Credit Suisse AG, or any of its subsidiaries, that allow for contingent compulsory conversion into the Company's shares and that are issued in order to fulfil or maintain compliance with regulatory of the Company and/or any its subsidiaries (contingent convertible bonds, CoCos).

The relevant clause (6.6) in the Articles of Association relating to he Board of Directors attendance quorum be amended to read as follows:

'For the board of directors to pass resolutions a quorum, or in case of circular resolutions, the consent of a majority of the board members is required. No attendance quorum shall be required for resolutions of the Board of Directors providing for the confirmation of capital increases or for the amendment of the articles of association in connection therewith.'

As a housekeeping matter the relevant clauses (12.6 and 12.7) in the Articles of Association relating to acquisition of Warburg Pincus Asset Management Holdings, Inc. (in 1999) and Donadson, Lufkin & Jenrette, Inc. (in 2000) be deleted."

2. the revised Articles of Association of the Bank came into effect on May 23, 2011 and attached is a true and complete copy of the revised Articles of Association of the Bank currently in force and effect.

IN WITNESS WHEREOF, we have signed this Certificate on behalf of Credit Suisse AG this 15th day of June 2011.



Urs Rohner
Chairman of the Board of Directors
Credit Suisse AG



Pierre Schreiber
Corporate Secretary
Credit Suisse AG