



giving our
community
a lift

2008

FIFTH THIRD BANCORP

COMMUNITY INVESTMENTS
ANNUAL REPORT

giving our community *a lift*

I am continually impressed at how the people in our great country come together when times get rough. Last year was certainly one of those rough years, especially for those of us who work in financial services. We saw many consolidations among our competitors and, even with an influx of capital from the U.S. Treasury, still saw financial earnings diminish and stock prices plummet across our industry. Fifth Third was able to persevere, though we are intimately familiar with the hardships the current economy has wrought.

Within this context, I am extremely proud that Fifth Third was able to continue its commitment to the communities we serve. Thanks to the foresight of some of our early leaders, the foundation we started in 1948 continues to make a positive difference in the regions where we operate. We also continued to invest in community development through our Fifth Third Community Development Corporation, and sponsor and support a variety of community events which serve to bring people together and strengthen our local economies.

The theme of this year's Community Investments Annual Report is "Giving Our Community a Lift." I think it's an appropriate message as it speaks to this coming together that I have witnessed over the past year. Everybody suffers when the economy experiences a significant downturn: Businesses struggle to generate shareholder value; and not-for-profits and the families and individuals who rely on them suffer when there is a decrease in funding for the jobs, products and services they provide.

It's clear that all of those affected need a lift sometimes. Sometimes it's help getting off the ground after we've been knocked down. Sometimes it's help when we're trying to take off into uncharted territory. And sometimes, you need help to keep flying. We hope that our efforts made a difference in this area. Thank you for your continued support of Fifth Third Bank.

Sincerely,



Kevin T. Kabat
Chairman, President & CEO



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The Fifth Third Foundation

Despite the blustering winds and darkening clouds that marred the U.S. economy, the Fifth Third Foundation kept flying in 2008, working hard to provide uplifting support to charitable entities throughout Fifth Third's market areas. Led by Vice President **Heidi B. Jark**, the Fifth Third Foundation's resources were leveraged to provide the maximum impact for the organizations that needed them most.

The Fifth Third Foundation made over 200 grants last year to deserving organizations which work constantly to give hope to the people they serve. The grants represented nearly \$3.4 million in community support of education, health and human services, community development and arts and culture. The Foundation also spread its wings in 2008, extending financial support into new geographic areas where Fifth Third Bank has grown, including North Carolina.

Among the grants made were:

- \$5,000 to **Frontier Community Services** in Chillicothe, OH, to provide low-income individuals and families with first-time homebuyer education.
- \$17,000 to **Local Initiatives Support Corporation (LISC)** in Indianapolis, IN, to support the GINI project, a three-year, city-wide collaboration to promote resident-driven civic, social, physical and economic development in the city's struggling neighborhoods.

- \$5,000 to **La Voz Latina** in Rockford, IL, to support its Achieving Financial Freedom program to encourage family financial management and wealth building.
- \$100,000 to **Detroit Renaissance** in Detroit, MI, to encourage residential development downtown.
- \$10,000 to **Fun Time Early Childhood Academy** in Naples, FL, to ensure it has the capability to continue its care of 50 pre-school children.
- \$2,000 to the **Student Conservation Association – Three Rivers** in Pittsburgh, PA, to provide low- and moderate-income high school students the opportunity to learn about conservation, environmental education, personal leadership and career development.
- \$15,000 to **Culture Works** in Dayton, OH, to support its United Arts campaign.

In addition to providing crucial grant funding, the Fifth Third Foundation Office also advises not-for-profit organizations on ways to accomplish their missions in the most efficient and effective ways possible. Through site visits, grant writing assistance and suggestions for additional funding sources, the Foundation works behind the scenes to make a positive difference.

In 2008, the Fifth Third Foundation continued its commitment to support the philanthropic giving of Fifth Third employees.



Through the Employee Gift Matching Program, the Foundation made gifts totaling \$121,000, matching 566 employee gifts to high schools and institutes of higher learning throughout the United States.

Likewise, the Fifth Third Foundation augmented employee giving to United Way. Fifth Third Bank leaders, like Greater Cincinnati President & CEO **Robert Sullivan**, led local campaigns and employees gave generously throughout the Bank's affiliates. The Fifth Third Foundation's donations in each of the Bank's markets supported that generosity. Total giving to United Way in 2008 was nearly \$7.6 million.

Fun Time Early Childhood Academy in Naples, FL, provides safe, affordable, quality childcare and early education for the children of working families. With its "ready to read, ready to learn" program, Fun Time Early Childhood Academy also prepares the children for kindergarten.

Community Affairs



In addition to grant funding and philanthropy through its foundation, Fifth Third employed several outreach strategies to help community members, including the underserved, maneuver through the complicated world of financial services during challenging times.

The Bank's Community Affairs department took on the cause of financial literacy again in 2008 and traveled throughout the Bank's markets to educate individuals of all ages. Its programs begin at an early age with the Fifth Third Bank Young Bankers Club.

The Bank's signature financial literacy program for youth, the Young Bankers Club is taught to fifth-graders by employee volunteers. They teach a customized curriculum that meets local and state educational standards in mathematics and social studies and cover topics like the importance of saving, needs versus wants,

budgeting, and managing a checking account. Young Bankers Club is designed to instill good money management habits early in life.

Over 765 students graduated from the Young Bankers Club program in 2008. It also expanded into new markets, including Fifth Third Bank (Central Florida), headquartered in Orlando. More than 4,000 fifth-graders have learned financial basics since the program's inception in 2004.

The Community Affairs department also helps give flight to dreams of homeownership and access to financial services through its eBus, a 40-foot retrofitted bus staffed by knowledgeable employees. The bus visits local communities to educate and advise consumers on smart ways to manage money and make good financial decisions. Employees provide one-on-one counseling services, including personalized discussions on how to manage debt and restore good credit.

In 2008, Fifth Third Bank's eBus spent 150 days on the road visiting cities in Ohio, Indiana, Kentucky, West Virginia, Florida, Pennsylvania, Illinois, Tennessee and North Carolina. Over 80,000 people attended eBus events and Fifth Third representatives were able to sit down and provide one-on-one credit counseling with nearly 2,600 people.

The eBus tours throughout Fifth Third's markets are often collaborations between the Bank and not-for-profit community organizations. These partnerships enable the community to come together for a variety of services in one convenient venue. It is one of the ways in which the Bank strives to become an integral part of the solution to challenges faced by families and individuals.

These smiling graduates of the Young Bankers Club spent 10 weeks learning the basics of money management, including how people get money, how to use saving and checking accounts, and understanding interest and the concept of paying to borrow money. They also spent time with their Fifth Third employee teachers learning about the difference between a job and a career and the importance of their word and signature.

The Fifth Third Community Development Corporation

Just as a butterfly doesn't enter life knowing how to fly, revitalization projects don't come to fruition without a significant amount of capital and know-how. The Fifth Third Community Development Corporation (CDC) brings both to the table when it invests in projects to create affordable housing, revitalize business and residential areas, or preserve historic landmarks.

In 2008, the Fifth Third CDC invested \$225 million in such projects to revitalize and bring hope to local communities. One such project was Weatherly Ridge Apartments in Nashville, TN. The CDC invested \$7.8 million in this 192-unit, low-income housing tax credit apartment project. Weatherly Ridge Apartments are reserved for families earning at or below 60% of the Area Median Income (AMI). The 13-building complex consists of two-story, wood-framed buildings and includes a large community space and

laundry room as well as outdoor amenities like a playground and lake. The CDC's investment is helping good people afford quality housing and improve their quality of life.

The CDC also made its first investments in North Carolina where Fifth Third established an affiliate last year. One investment was \$4.7 million in the Curlin Commons Apartments in Mooresville, which is being developed by the Affordable Housing Group of North Carolina and the Catholic Diocese of Charlotte. Curlin Commons is a new construction of a single building containing 40 apartments, the majority of which will be rented to households earning between 35-60% of the AMI. Once completed, Catholic Social Services will be active on-site and coordinate a variety of needed services for residents, including senior exercise classes, health screenings and opportunities for social interaction.



The Fifth Third Community Development Corporation invested \$7.8 million in this low-income affordable housing complex in Nashville, TN. The 192-unit complex is being constructed using high-quality materials and includes many indoor and outdoor features, including a playground, to ensure a positive, safe, and enjoyable living environment for its residents.



Diversity



Promoting diversity is a key part of Fifth Third's community commitment. In 2008, Fifth Third named **Ed Owens**, senior vice president and director of Community Affairs, to another important post, director of employee diversity programs. In this role, Mr. Owens oversees Fifth Third's **Business Resource Groups**, which include the Women's Network, the African American Business Resource Group and the GLBT Business Resource Group. All of these groups work to provide information and education to help Fifth Third be more inclusive and open to new business opportunities. It also helps inform the Company's Supplier Diversity Initiative, which strives to hire minority-owned and women-owned businesses for services.

Fifth Third Bank created a Diversity Blueprint which establishes a culture supportive of diversity; sets goals for recruiting and representation for minorities and women in the Bank's workforce; holds leadership accountable for developing business strategies to target new and emerging markets; and fuels planning programs designed to increase engagement of a diverse team. The Blueprint impacts Fifth Third's community commitment because it is the Bank's belief that promoting diversity and an environment where all talents are valued and fully utilized will make a significant difference where its employees and customers live and work.

This commitment to diversity helped to bring members of the business community together

in the Bank's headquarters of Cincinnati, OH, last year. The local Diversity Board held the first-ever Diversity Leadership Symposium in which the community heard from the leaders of top companies about their perspectives on how diversity affected their businesses.

Fifth Third also relies on its diverse **Community Advisory Forums (CAFs)** to guide its community efforts. Comprised of local representatives from not-for-profit, small business, real estate and community groups throughout the Bank's footprint, CAFs meet regularly with senior management to ensure that the Bank is intimately familiar with the trends and issues at work in the community and to review the Bank's community initiatives and progress.

Fifth Third Bank's Diversity Board founded the first-ever Diversity Leadership Symposium in 2008. The event, called "Voices of Leadership: Winning Through Diversity," brought a powerhouse lineup of business leaders together to lead a community discussion about diversity. From left to right are Carver L. Johnson, chief diversity officer of the Kroger Co.; Mitchel D. Livingston, vice president for student affairs and chief diversity officer at the University of Cincinnati; John E. Pepper, chairman of the board of Walt Disney Co.; Fernando Aguirre, chairman and chief executive officer of Chiquita Brands, Inc.; Maxine Brown-Davis, chief diversity officer at Procter & Gamble; and Kevin T. Kabat, chairman, president and CEO of Fifth Third Bancorp.

Fifth Third Bank employees **Sid Van Slyke** (left) and **Mack Beers** (right) help build bridges and create trails for the Grand Traverse Regional Land Conservancy on the 2008 United Way Day of Caring in northern Michigan.



Fifth Third Bank

Fifth Third's employees are the crew that keep the Bank's community commitment soaring. Under blue skies or stormy skies, the people of Fifth Third Bank are eager to make a difference. Fifth Third encourages its employees to serve on local boards and to volunteer their time to organizations and causes that they support.

In addition, employees work at many of the events that Fifth Third Bank sponsors in its markets. From major sponsorships like the national NAACP convention to local arts exhibitions and county fairs, the presence of Bank volunteers puts a personal touch on the dollars that Fifth Third invests in local economies.

*Fifth Third Bank employees in western Michigan celebrated Fifth Third Day 2008 (May 3, or 5/3 on the calendar) by awarding 106 not-for-profit organizations \$53,000 in Fifth Third Bank Employee Improvement Grants at Fifth Third Ballpark. **Patrick Lonergan**, vice president and CRA Manager, was the master of ceremonies as employees and the not-for-profit organizations paraded the field and charities were presented their checks.*



The Fifth Third Scholarship Program

Nothing is more gratifying than watching a child spread his or her wings and fly toward a bright future. The Fifth Third Scholarship Program helps children of Fifth Third Bank employees to reach for the skies with a \$2,500 scholarship for study at a college or university.

The 2008 scholarship recipients were:



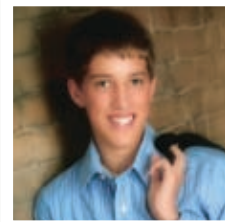
*William G. Adams,
son of Gary Adams,
Tennessee*



*Brian T. Bradley,
son of Robert Bradley,
Greater Cincinnati*



*Patrick R. Bussard,
son of Dan Bussard,
Greater Cincinnati*



*David Reed Coggins,
son of David Coggins,
Louisville*



*Veronica M. Ferris,
daughter of Lee Ferris,
Greater Cincinnati*



*Arjan S. Hura,
son of Ratika Hura,
Greater Cincinnati*



*Rachel A. Kasul,
daughter of Jennifer Kasul,
Western Michigan*



*Maxwell L. Mikelic,
son of Mirko Mikelic,
Western Michigan*



*Janice D. North,
daughter of Diane Jones,
Greater Cincinnati*



*Sofia V. Puente-Lay,
daughter of Ravy Lay-Puente,
Greater Cincinnati*



*Kirun K. Sankaran,
son of Mahesh Sankaran,
Greater Cincinnati*



*Cara G. Schuster,
daughter of Ron Schuster,
Southern Indiana*



*John S. Shasky,
son of John Shasky,
Central Kentucky*



*Daniel J. Tiesman,
son of Dan Tiesman,
Western Michigan*



*Kristin N. Vanderwell,
daughter of Tom Vanderwell,
Western Michigan*



*Daniel R. Williams,
son of Kathy Williams,
Western Ohio*