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**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 6-K**

Report of Foreign Private Issuer  
Pursuant to Rule 13a-16 or 15d-16 of the  
Securities Exchange Act of 1934

**For the month of January, 2004**

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**CREDICORP LTD.**

(Exact name of registrant as specified in its charter)

**Clarendon House  
Church Street**

**Hamilton HM 11 Bermuda**

(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F  Form 40-F

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes  No

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January 23, 2004

Dear Sirs:

In accordance with articles 10 and 28 of the Capital Markets Law and CONASEV resolution number 107-2002-EF/94.10, Credicorp Ltd. complies in notifying you of the following Material Event:

1. In a session held on January 22, 2004, Credicorp's Board of Directors agreed to set the date for the Annual General Shareholder's meeting for March 26, 2004 at 3:00 pm at the main offices of Banco de Credito del Peru, located at 156 Calle Centenario, Laderas de Melarejo, in La Molina, Lima, Peru to attend to the following matters:

- The consideration and approval of the company's Annual Report for the year ended on December 31, 2003;
- The consideration and approval of the company's consolidated financial statements and External Auditors' report for the year ended December 31, 2003;
- Approval of the company's External Auditors for 2004, (as proposed by Credicorp's Audit Committee) and the authorization for the Board to agree upon their fees.

The Board has established that those shareholders who have purchased shares of the Company on or before February 5, 2004 and who are officially registered as shareholders of the company on February 10, 2004 (Record Date) will be entitled to attend and vote in the above mentioned shareholder's meeting.

In accordance with the company's Bye-laws, if a quorum is not met in the first instance, the meeting will be postponed until the following week at the same place and time.

This announcement has been made in accordance with the Laws of Bermuda, and as per the recommendations of the New York Stock Exchange, as to duly notify all shareholders in anticipation of the shareholder's meeting.

The company's 2003 Annual Report and the independent Auditors Report and Opinion will be approved by the Board prior to being considered at the Annual General Shareholders meeting, at which time said documents will be presented to the CONASEV in accordance with the new regulations for Material Events and Reserved Information and Other Communications as approved by CONASEV Resolution No. 107-2002/EF/94.10.

2. Mr. Walter Bayly Llona was designated as the new Chief Financial and Accounting Officer to cover the vacancy created by the resignation of Mr. Benedicto Cigüeñas. The Board Members expressed their regret for this decision and commended the valuable services and contributions that Mr. Cigüeñas has given to the Corporation. The resignation of Mr. Cigüeñas and the designation of Mr. Bayly, will be effective on April 30, 2004.

Sincerely,

/s/ José Hung  
José Hung  
Credicorp Ltd.

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## SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: January 23, 2004

CREDICORP LTD.

By: \_\_\_\_\_ /s/ Guillermo Castillo

**Guillermo Castillo**  
**Authorized Representative**

## FORWARD-LOOKING STATEMENTS

This press release may contain forward-looking statements. These statements are statements that are not historical facts, and are based on management's current view and estimates of future economic circumstances, industry conditions, company performance and financial results. The words "anticipates", "believes", "estimates", "expects", "plans" and similar expressions, as they relate to the company, are intended to identify forward-looking statements. Statements regarding the declaration or payment of dividends, the implementation of principal operating and financing strategies and capital expenditure plans, the direction of future operations and the factors or trends affecting financial condition, liquidity or results of operations are examples of forward-looking statements. Such statements reflect the current views of management and are subject to a number of risks and uncertainties. There is no guarantee that the expected events, trends or results will actually occur. The statements are based on many assumptions and factors, including general economic and market conditions, industry conditions, and operating factors. Any changes in such assumptions or factors could cause actual results to differ materially from current expectations.

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