

ARTICLES OF ASSOCIATION
OF ATTICA BANK BANKING SOCIÉTÉ ANONYME

CHAPTER A

INCORPORATION, OBJECT, REGISTERED OFFICE, DURATION OF THE COMPANY

ARTICLE 1
NAME

A banking société anonyme is hereby incorporated under the name "ATTICA BANK BANKING SOCIÉTÉ ANONYME" with the distinctive title "ATTICA BANK". In its international transactions the Company uses the corporate name "ATTICA BANK S.A." and the distinctive title "ATTICA BANK" or an accurate translation thereof in any other language.

ARTICLE 2
OBJECT

1. The Bank's object is to engage in all such business and activities, in Greece and abroad, on its own behalf or on behalf of third parties or in association or on a joint venture basis, as is allowed to credit institutions under the provisions of the applicable legislation.

The Bank's object is the widest possible and includes any business, project, service and activity in general entrusted to financial institutions traditionally or in the frame of technical, economic and social developments.

2. The Bank's object includes, but is not limited to, the following business and activities:

2.1. Acceptance of deposits of any kind or other returnable funds, interest-bearing or not, in Euro or foreign exchange or foreign currency.

2.2. Granting of loans or other credit facilities of any nature, acquisition or assignment of claims, engagement as arranger in business financing or business partnerships.

2.3. Issuance of guarantees and assumption of obligations.

2.4. Reception of loans, credit facilities or guarantees and issuance of securities for fund-raising as well as issuance of bond loans.

2.5. Factoring.

2.6. Leasing services.

2.7. Co-operation with insurance companies for the distribution of insurance products pursuant to the legislation in force from time to time.

2.8. Payment transactions and transfer of funds and payment services pursuant to Law 4537/2018, as amended.

2.9. Issuance and management of payment instruments (credit and debit cards, travellers' cheques and bank drafts, etc.).

2.10. Issuance of electronic money.

2.11. Leasing of safe deposit boxes.

2.12. Collection, processing and provision of commercial information, including third parties' credit rating.

2.13. The provision of business consultancy services regarding capital structure, industrial strategy and consulting and other services regarding business mergers, unbundling (split) and acquisitions.

2.14. Financial restructuring or reform services.

2.15. Purchase and sale of precious metals and materials.

2.16. Transactions, on its own behalf or on behalf of customers, in:

i) Money market instruments (such as securities and certificates of deposit, etc.).

ii) Foreign exchange.

iii) Forward contracts or options.

iv) Contracts of interest rate or currency swaps.

v) Securities.

vi) Participation in security issuing and provision of related services, including underwriting.

vii) Intermediation in interbank markets.

viii) Portfolio management or consultancy services for portfolio management.

ix) Securities custody and management services.

2.17. Representation of third parties having or pursuing objects related to the above.

2.18. The provision of all investment activities regulated by the provisions of article 4 of Law 4514/2018, as in force from time to time and the Bank's operation in general as an Investment Services Company, within the meaning of the aforementioned Law or the legislation in force from time to time and the required approvals.

2.19. Establishment or participation in enterprises of any type, in Greece or abroad, involved in money and capital markets and in the financial and investment sector in general.

2.20. Any other business or activity related to the above that is allowed by the legislation in force from time to time.

3. In order to attain its object, the Bank is entitled to co-operate, in Greece or abroad, with natural and legal persons and legal entities, enterprises or institutions of any type and to establish or participate in them in any way.

4. In parallel with its main activities and in order to participate in the country's cultural events, the Bank may establish cultural institutes or cultural civil companies of non-profitable character and to participate or co-operate with similar organisations. Furthermore, the Bank may co-operate with organisations active in social solidarity and charity work and to assist them contributing to their work in any manner and means it may deem expedient.

ARTICLE 3

REGISTERED OFFICE

The Municipality of Athens is defined as the registered office of the Company; however it is entitled to establish branches or agencies in any other town of Greece and abroad. The terms, the nature and the extent of the works of these branches and agencies and the rights of their Directors or Agents are each time determined by the relevant resolution of the Board of Directors regarding the establishment thereof and the authorisation granted to the Directors and Agents as well as by circular letter of the Administration, notified to the public.

ARTICLE 4 DURATION

1. The duration of the Banking S.A. is set to one hundred years as from the date of the publication of the Decree of the initial Articles of Association, i.e. from 5 February 1925 until 4 February 2025.
2. By virtue of the resolution of the Extraordinary General Meeting of Shareholders of 20 November 2008, the Company's duration has been extended for fifty (50) years as of the date of its expiry that is until 4 February 2075.

CHAPTER B - SHARE CAPITAL - SHARES

ARTICLE 5 SHARE CAPITAL

According to multiple amendments, the Company's share capital, which was fixed at Greek Drachmae (GRD) 20,000,000, divided into 200,000 shares each of a nominal value of GRD 100, fully paid in cash, as mentioned in detail in the issue No 30/4.2.1925 of the Greek Government Gazette, where the Company's Articles of Association were published, was decreased by virtue of the resolution of the General Meeting dated 20.5.1953 to GRD 16,363,800, divided into 163,638 shares each of a nominal value of GRD 100.

Pursuant to Law 2894/54 it was fixed to the amount of GRD 16,363.80 divided into 163,638 shares each of a nominal value of 10 cents.

The share capital was readjusted pursuant to R.D. of 14.11.1956 and thus amounted to 19,116,447. From this amount the following was deducted: a) the debit balance of the account "Difference due to readjustment" of GRD 16,367,347 leading to a net amount of GRD 2,749,100 of the Company's paid up share capital by virtue of article 10 of the R.D. of 14.11.1956, divided into 163,638 shares each of a nominal value of GRD 16.80.

Taking into consideration that, in compliance with the law, the value of each share must not be less than GRD 100, the General Meeting of 31.5.1957 decided that the existing 163,638 shares should be replaced by new ones each of a nominal value of GRD 100 each, so that one (1) new share would equal to 5.95239 existing ones.

Next, by virtue of the resolution of the General Meeting dated 31.7.58, lawfully approved by the decision No 54837/31.10.63 of the Minister of Commerce, published in the issue No 675/63 of the Government's Gazette, Bulletin for Sociétés Anonymes and Limited Liability Companies, the share capital was increased by GRD 5,250,900 and was fully paid up in cash by means of the issuance of 52,509 new shares each of a nominal value GRD 100. Consequently, the Company's fully paid up share capital amounted to GRD 8,000,000 divided into 80,000 shares each of a nominal value GRD 100.

Next, by virtue of the resolution of the General Meeting dated 9.3.64, lawfully approved by the decision No 62188/4094/5.12.64 of the Ministry of Commerce, published in the issue No 863/19.12.64 of the Government's Gazette, Bulletin for Sociétés Anonymes

and Limited Liability Companies, the share capital was increased by GRD 7,000,000 and was fully paid up and thus the Bank's share capital amounted to GRD 15,000,000.

Next, by virtue of the resolution dated 29.4.66, this share capital was increased by GRD 16,000,000 and was fully paid up in cash simultaneously with the publication of this article, which was approved by Ministerial resolution in the Government's Gazette, Bulletin for Société Anonymes and Limited Liability Companies by means of the issuance of 160,000 new shares each of a nominal value of GRD 100 and thus the Company's fully paid up share capital amounted to GRD 31,000,000 divided into 310,000 shares each of a nominal value of GRD 100.

Furthermore, by virtue of the resolution of the General Meeting of the Shareholders dated June 28, 1969, the Bank's share capital was increased by GRD 10,333,300 through capitalisation of the surplus value of a real estate being GRD 10,333,300 pursuant to the provisions of article 1 of Emergency Law 148/1967 "measures for the support of capital market" in conjunction with article 1 of L.D. 34/1968 through the issuance of 103,333 new registered shares each of a nominal value of GRD 100. The Bank's share capital amounted to GRD 41,333,300 and was fully paid up and divided into 413,333 registered shares each of a nominal value of GRD 100.

Furthermore, by virtue of the resolution of the General Meeting of the Shareholders dated June 29, 1972, the Company's share capital was increased by GRD 41,333,300 by means of the issuance of 413,333 shares each of a nominal value of GRD 100. The Bank's share capital amounted to GRD 82,666,600 and was fully paid up and divided into 826,666 registered shares of a nominal value of GRD 100.

Furthermore, by virtue of the resolution of the General Meeting of the Shareholders dated March 2, 1978, the Company's share capital was increased by GRD 41,333,300 by means of the issuance of 413,333 shares each of a nominal value of GRD 100. Thus, the Bank's share capital amounted to GRD 123,999,900 and was fully paid up and divided into 1,239,999 registered shares each of a nominal value of GRD 100.

Furthermore, by virtue of the resolution of the General Meeting of the Shareholders dated August 28, 1979, the Company's share capital was increased by GRD 41,333,300 by means of the issuance of 413,333 shares each of a nominal value of GRD 100. This share capital amounted to GRD 165,333,200 and was fully paid up and divided into 1,653,332 registered shares each of a nominal value of GRD 100.

Furthermore, by General Meeting resolution of shareholders of May 30, 1981, the Company's share capital was increased by GRD 165,333,200 by means of the issuance of 1,653,332 shares each of a nominal value of GRD 100. The Bank's share capital amounted to GRD 330,666,400 and was fully paid up and divided into 3,306,664 registered shares each of a nominal value of GRD 100.

Furthermore, by virtue of the resolution of the General Meeting of the Shareholders dated of 5.11.1982, the Company's share capital was increased by GRD 29,759,976, of which GRD 29,059,172 resulted from the capitalisation of the surplus value of its real estate, in compliance with the provisions of Law 1249/82 and GRD 700,804 come from the capitalisation of the extraordinary reserve by increasing the price of the nominal value of each share by GRD 9.

The Bank's share capital amounted to GRD 360,426,376 and was fully paid up and divided into 3,306,664 registered shares each of a nominal value of GRD 109.

By virtue of the resolution of the General Meeting of 25.10.83, it was increased by GRD 72,085,297 by means of the issuance of 661,333 shares each of a nominal value of GRD 109. The Bank's share capital amounted to GRD 432,511,673 and was fully paid up and divided into 3,967,997 registered shares each of a nominal value of GRD 109.

By virtue of the resolution of the Extraordinary Statutory General Meeting of the Shareholders dated October 19, 1987, the share capital was increased by GRD 1,297,535,019 (Greek Drachmae one billion two hundred ninety seven million five hundred thirty five thousand nineteen) and was fully paid up in cash by means of the issuance of 11,903,991 (eleven million nine hundred and three thousand nine hundred ninety one) registered shares each of a nominal value of one hundred nine (109).

The Bank's share capital amounted to GRD 1,730,046,692 (Greek Drachmae one billion seven hundred thirty million forty six thousand six hundred ninety two) divided into 15,871,988 (fifteen million eight hundred seventy one thousand nine hundred eighty eight) registered shares each of a nominal value of one hundred nine (109).

Furthermore, the Company's share capital was increased by virtue of the resolution of the Ordinary General Meeting dated 18 May 1989 and by virtue of the Joint Ministerial Decision No.E. 2665/22.2.88 of the Ministers of National Economy and Finance, ratified by Law, through readjustment of the Company's fixed assets and capitalisation by GRD one hundred fifty seven million two hundred seventy six thousand seventy two (157,276,972) by means of the issuance of one million four hundred forty two thousand nine hundred eight (1,442,908) registered shares each of a nominal value of GRD one hundred nine (109).

Thus, the Bank's share capital amounted to GRD 1,887,323,664, was fully paid in cash and divided into 17,314,896 registered shares each of a nominal value of GRD one hundred nine (109).

Furthermore, by virtue of the resolution of the General Meeting of the Shareholders dated 8 November 1990, the Company's share capital was increased by GRD 75,492,964 by means of the issuance of 692,596 shares each of a nominal value of GRD 109 at an issue price of GRD 1,000.

Thus, the share capital amounted to GRD 1,962,816,628 and was fully paid up and divided into 18,007,492 registered shares each of a nominal value of GRD 109.

Furthermore, by virtue of the resolution of the General Meeting of the Shareholders dated 14.6.1991, the Company's share capital was increased by GRD 245,352,024 by means of the issuance of 2,250,936 shares each of a nominal value of GRD 109 at an issue price of GRD 1,200.

Thus, the Bank's share capital amounted to GRD 2,208,168,652 and was fully paid up and divided into 20,258,428 registered shares each of a nominal value of GRD 109.

The Bank's share capital which amounted to GRD 2,208,168,652 was increased by virtue of the resolution of the General Meeting dated 30.6.1993 by GRD 101,292,140 through capitalisation resulting from the readjustment of fixed assets pursuant to Law 2065/92 through increase of the nominal value of the share from GRD 109 to GRD 114. Thus, the Bank's share capital amounted to GRD 2,309,460,792 divided into 20,258,428 registered shares each of a nominal value of GRD 114. Furthermore, by

virtue of the resolution of the General Meeting of the Shareholders dated 26.6.1997, the Company's share capital was increased, pursuant to Law 2065/1992 through readjustment of the Company's fixed assets of GRD 128,563,235 and capitalisation of a part of the reserves above par of previous financial years equal to GRD 74,520,632 and of the reserves of the re-adjustment of fixed assets of previous financial years equal to GRD 27,862,235, i.e. a total amount of GRD 230,946,102 by means of the issuance of 2,025,843 ordinary registered shares each of a nominal value of GRD 114.

Thus, the Company's share capital amounted to GRD 2,540,406,894 divided into 22,284,271 registered shares each of a nominal value of GRD 114. The Bank's share capital which amounted to GRD 2,540,406,894 was increased by virtue of the resolution of the Extraordinary General Meeting of the Shareholders dated 27.8.97 by GRD 846,802,260 through payment in cash by means of the issuance of 7,428,090 new ordinary registered shares each of a nominal value of GRD 114 and at an issue price of GRD 1,150.

Thus, the Company's share capital amounted to GRD 3,387,209,154 divided into 29,712,361 ordinary registered shares each of a nominal value of GRD 114.

The Bank's share capital which amounted to GRD 3,387,209,154 was increased by virtue of the resolution of the ordinary General Meeting of the Shareholders dated 17.6.1999 by GRD 1,354,883,616 through payment in cash by means of the issuance of 11,884,944 new ordinary registered shares each of a nominal value of GRD 114 issue price of GRD 2,500. Thus, the Company's share capital amounted to GRD 4,742,092,770 divided into 41,597,305 ordinary registered shares each of a nominal value of GRD 114.

By virtue of the resolution of the Ordinary General Meeting of the Shareholders dated 13.06.2001, the Bank's share capital of GRD 4,742,092,770, in order to be expressed in Euro pursuant to the provisions of Law 2842/2000 increased by GRD 77,163,001 or Euro 226,450.48 through capitalisation of a part of the reserves above par of previous financial years, along with an increase in the nominal value of the share from GRD 114 or Euro 0.334556126 to GRD 115.855 or Euro 0.34.

Thus, the Company's share capital amounted to GRD 4,819,255,771 or Euro 14,143,083.70 divided into 41,597,305 ordinary registered shares each of a nominal value of GRD 115.855 or Euro 0.34.

By virtue of the resolution of the Ordinary General Meeting of the Shareholders dated 18.06.2002, the share capital of Euro 14,143,083.70 pursuant to Law was increased through readjustment of the Company's fixed assets of Euro 163,409.63 capitalisation of a part of the reserves above par of previous financial years of Euro 252,563.42 along with an increase in the nominal value of the share from Euro 0.34 to Euro 0.35.

Thus, the Company's share capital amounted to Euro 14,559,056.75 divided into 41,597,305 ordinary registered shares each of a nominal value of Euro 0.35.

The Bank's share capital which amounted to Euro 14,559,056.75 was increased by virtue of the resolution of the Extraordinary General Meeting of the Shareholders dated 15.01.2003 by Euro 14,909,056.75 through payment in cash by means of the issuance of 42,597,305 new ordinary registered shares each of a nominal value of Euro 0.35.

The Bank's share capital which amounted to Euro 29,468,113.50 was decreased by virtue of the resolution of the Extraordinary General Meeting of the Shareholders dated 12.08.2004 by Euro 565,845.00 through cancellation of 1,616,700 own ordinary registered shares each of a nominal value of 0.35.

The Ordinary Annual General Meeting of 26.07.2006 resolved: a) an increase of the share capital through capitalisation of the difference from the issue of shares above par equal to € 49,278,866.46, through an increase of the nominal value of the share and b) an equivalent decrease of the share capital due to the write-off of loss arising from the initial implementation of the International Accounting Standards, which amounted to € 49,278,866.46, through a reduction of the nominal value of the shares.

The Bank's share capital which amounted to Euro 28,902,268.50 was increased by virtue of the resolution of the Extraordinary General Meeting of the Shareholders dated 07.03.2007 by Euro 17,341,361.10 by means of the issuance of 49,546,746 new ordinary registered shares each of a nominal value of Euro 0.35.

The Bank's share capital which amounted to Euro 46,243,629.60 was increased by virtue of the resolution of the Extraordinary General Meeting of the Shareholders dated 16.05.08, in conjunction with the resolution of the Board of Directors dated 13.06.08, by Euro 1,240,261.05 through payment in cash and re-investment of the dividend allocated for the financial year 2007, by means of the issuance of 3,543,603 new shares each of a nominal value of Euro 0.35.

The Bank's share capital which amounted to Euro 47,483,890.65 was increased by virtue of the resolution of the Board of Directors dated 1.09.2008, in conjunction with the Board of Directors resolution of 3.09.08, by Euro 132,748.70 through payment pursuant to the implementation of a stock option disposition plan by means of the issuance of 379,282 new shares each of a nominal value of Euro 0.35.

The Bank's share capital which amounted to Euro 47,616,639.35 was increased by Extraordinary General Meeting resolution of 8-1-2009 by Euro 100,199,999.90 by means of the issuance of 286,285,714 preference shares each of a nominal value of thirty five cents of Euro (0.35).

The total amount of the increase was covered by the Greek State through the contribution of Greek Government bonds of equal value and the new preference shares issued by the Bank and taken up by the Greek State entail the following privileges:

a) The right to receive payment of a fixed return, calculated on a 10% basis over the selling price of each preference share to the Greek State:

(i) in priority over the ordinary shares,

(ii) in priority over the dividend amounts distributed pursuant to paragraph 3, article 1, Law 3723/2008 and

(iii) irrespective of the distribution of dividend to the rest of the Bank's shareholders and provided that, following payment of the said fixed return, the Bank's capital adequacy ratios, calculated by the equity method meet the respective minimum supervisory requirements set by the Bank of Greece from time to time.

The fixed return on the said preference shares is to be calculated accrued on an annual basis pro rata to the time period during which the Greek State remains a Preferred Shareholder and paid within one month as of General Meeting of the annual financial statements for the respective year, subject to availability of distributable funds, in the sense of article 44a of the Companies Act 2190/1920 specifically profits from the last and/or previous financial years and/or reserves and subject to prior authorisation of the distribution of such available funds by a Common Shareholders' General Meeting resolution. In the event of lack of sufficient distributable funds, the Preferred Shareholder is entitled to receive payment of fixed return on the preference shares in priority over the Common Shareholders, up to exhaustion of such distributable funds.

b) The right to vote at the Preference Shareholders' General Meeting under the circumstances provided for by the Codified Law 2190/1920.

c) The right to participate in the Bank's Board of Directors via a representative thereof appointed to the Board as an additional member thereof.

d) The Greek State representative's right (who is appointed as a Director) to exercise a veto over any decision related to distribution of a dividend and bonus policy for the Bank's Chairman, the Chief Executive Officer and other Board Members, General Managers and substitutes thereof by resolution of the Minister of Economy and Finance or that may be deemed by the representative as affecting depositors' interests or materially affecting the Bank's credit standing and normal course of business.

e) The representative's right to attend the Ordinary Shareholders' General Meeting and to exercise, during deliberation and decision-taking, a veto over the same issues as above.

f) The Greek State's representative's right of free access to the Bank's books and records for the purposes of Law 3723/2008.

g) The right to satisfy its claims from the Bank's liquidation proceeds in priority over all other shareholders, in the event of liquidation of the Bank.

The Bank's ordinary share capital which amounted to Euro 47,616,639.35 was increased by virtue of the resolution of the Extraordinary General Meeting of the Shareholders dated 08.07.2009 by Euro 38,093,311.20 by means of the issuance of 108,838,032 new ordinary shares each of a nominal value of Euro 0.35.

Thus, the Company's ordinary share capital amounted to Euro 85,709,950.55 and is divided into 244,885,573 ordinary registered shares each of a nominal value of Euro 0.35.

Following the aforementioned increase, the Bank's total share capital amounted to EURO 185,909,950.45, out of which EURO 85,709,950.55 corresponded to ordinary share capital and EURO 100,199,999.9 to preference share capital, divided into 244,885,573 ordinary, registered shares each of a nominal value of EURO 0.35 and 286,285,714 preference shares each of a nominal value EURO 0.35.

The Bank's ordinary share capital which amounted to Euro 85,709,950.55 divided into 244,885,573 ordinary registered shares each of a nominal value of Euro 0.35 was

modified as follows by virtue of the resolution of the Extraordinary General Meeting of the Shareholders dated 18.02.2013, who were holders of ordinary registered shares:

The nominal value of each ordinary registered share of the Bank increased from €0.35 to €2.45000002000935 per share by means of reverse split of 1:7 or from 244,885,573 to 34,983,653 ordinary shares.

Following this modification, the Bank's share capital amounted to Euro 85,709,950.55 divided into 34,983,653 ordinary shares each of a nominal value of Euro 2.45000002000935.

Furthermore, by virtue of the resolution of the Extraordinary General Meeting of the Shareholders dated 18.02.2013, who were holders of ordinary registered shares, the Bank's ordinary share capital was decreased by € 75,214,854.65 through a reduction of the nominal value of the ordinary registered shares from €2.45000002000935 to €0.30, in order to offset cumulative loss that amounted to € 75,214,854.65, pursuant to article 4 of the Companies Act 2190/1920. Following the aforementioned modification, the Bank's share capital amounted to Euro 10,495,095.90 divided into 34,983,653 ordinary registered shares each of a nominal value of Euro 0.30.

Following the aforementioned reduction, the Bank's total share capital amounted to Euro 110,695,095.80 divided into 34,983,653 ordinary registered shares each of a nominal value of Euro 0.30 and 286,285,714 preference shares each of a nominal value of Euro 0.35.

By virtue of the resolution of the Extraordinary General Meeting of the Shareholders dated 18.02.2013, who were holders of ordinary registered shares, the Bank's ordinary share capital was increased by Euro 199,406,822.10 by means of the issuance of 664,689,407 new ordinary registered shares each of a nominal value of Euro 0.30.

Following the aforementioned increase, the Bank's total share capital amounted to Euro 310,101,917.90 divided into 699,673,060 ordinary registered shares each of a nominal value of Euro 0.30 and 286,285,714 preference shares each of a nominal value of Euro 0.35.

By virtue of the resolution of its Board of Directors dated 30.8.2013, the share capital was increased by Euro 99,999,999.90 by means of the issuance of 333,333,333 new ordinary registered shares each of a nominal value of Euro 0.30, due to the conversion of 333,333,333 convertible bonds to ordinary registered shares.

Thus, the Bank's total share capital amounted to Euro 410,101,917.80 divided into 1,033,006,393 ordinary registered shares each of a nominal value of Euro 0.30 and 286,285,714 preference shares each of a nominal value of Euro 0.35.

By virtue of the resolution of its Board of Directors dated 21 January 2014, the share capital was increased by Euro 2,566,380.00 by means of the issuance of 8,554,600 new ordinary registered shares each of a nominal value of Euro 0.30, because bondholders exercised their optional conversion right regarding 8,554,600 bonds convertible to ordinary registered shares.

Thus, the Bank's total share capital amounted to Euro 412,668,297.80 divided into 1,041,560,993 ordinary registered shares each of a nominal value of Euro 0.30 and 286,285,714 preference shares each of a nominal value of Euro 0.35.

By virtue of the resolution of its Board of Directors dated 21 January 2014, the share capital was increased by Euro 1,269,945.60 by means of the issuance of 4,233,152 new ordinary registered shares each of a nominal value of Euro 0.30, because bondholders exercised their optional conversion right regarding 4,233,152 bonds convertible to ordinary registered shares.

Thus, the Bank's total share capital amounted to Euro 413,938,243.40 divided into 1,045,794,145 ordinary registered shares each of a nominal value of Euro 0.30 and 286,285,714 preference shares each of a nominal value of Euro 0.35.

By virtue of the resolution of the Extraordinary General Meeting of the Shareholders dated 22.11.2015, who were holders of ordinary shares, the share capital was increased by Euro 95,570,496.60, by means of the issuance of 318,568,322 new ordinary registered shares each of a nominal value of Euro 0.30 due to the conversion of 318,568,322 convertible bonds to ordinary registered shares.

Thus, the Bank's total share capital amounted to Euro 509,508,740 divided into 1,364,362,467 ordinary registered shares each of a nominal value of Euro 0.30 and 286,285,714 preference shares each of a nominal value of Euro 0.35.

By virtue of the resolution of the Extraordinary General Meeting of the Shareholders dated 22.11.2015, who were holders of ordinary shares, the share capital was increased through capitalisation of the difference from the issue of shares above par by Euro 356,050,018.10 and an increase in the nominal value of each ordinary share to Euro 0.5609643893846580 and an equivalent decrease of the share capital due to the write-off of loss amounting to Euro 356,050,018.10 through a reduction of the nominal value of shares.

Thus, the Bank's total share capital amounted to Euro 509,508,740 divided into 1,364,362,467 ordinary registered shares each of a nominal value of Euro 0.30 and 286,285,714 preference shares each of a nominal value of Euro 0.35.

By virtue of the resolution of the Extraordinary General Meeting of the Shareholders dated 22.11.2015, who were holders of ordinary shares, the following was resolved: An increase in the nominal value of each ordinary registered share of the Bank from €0.30 to € 5.90400001090479000 per share by reverse split of 1:19,6800000363493 or from 1,364,362,467 to 69,327,361 ordinary shares.

Following the aforementioned modification, the Bank's share capital amounted to Euro 509,508,740 divided into 69,327,361 ordinary registered shares each of a nominal value of € 5.90400001090479000 each and 286,285,714 preference shares each of a nominal value of Euro 0.35.

By virtue of the resolution of the Extraordinary General Meeting of the Shareholders dated 22.11.2015, who are holders of ordinary shares, the following was resolved: A decrease of the Bank's share capital by €388,510,531.80 and the creation of equivalent special reserves through the reduction of the nominal value of the ordinary registered shares with voting rights from € 5.90400001090479000 (following the reverse split) to € 0.30 per share.

Following the aforementioned modification, the Bank's total share capital amounted to Euro €120,998,208.20 divided into 69,327,361 ordinary registered shares with voting rights each of a nominal value of € 0.30 and 286,285,714 preference shares each of a nominal value of Euro 0.35.

Furthermore, by virtue of the resolution of the Extraordinary General Meeting of the Shareholders dated 22.11.2015 the aforementioned reserves were reduced by € 158,569,495.69 due to the write-off of loss realised until 31/12/2014.

By virtue of the resolution of the Extraordinary General Meeting of the Shareholders dated 22.11.2015 and the resolution of the Board of Directors dated 30.12.2015, the Bank's share capital was increased by Euro 681,007,809.90 by means of the issuance of 2,270,026,033 new ordinary registered shares each of a nominal value of Euro 0,30.

Thus, the Bank's total share capital amounted to Euro 802,006,018.10 divided into 2,339,353,394 ordinary registered shares each of a nominal value of Euro 0.30 and 286,285,714 preference shares each of a nominal value of Euro 0.35.

By virtue of the resolution of the Extraordinary General Meeting of the Shareholders dated 22.12.2017, who were holders of ordinary shares, the following was resolved: An increase in the nominal value of each ordinary registered share of the Bank from €0.30 to € 4.2539999922534 per share by reverse split of 1:14.1799999741806 or from 2,339,353,394 to 164,975,557 ordinary shares. Following the aforementioned modification, the Bank's share capital amounted to Euro 802,006,018.10 divided into 164,975,557 ordinary registered shares each of a nominal value of € 5.90400001090479000 each and 286,285,714 preference shares each of a nominal value of Euro 0.35.

By virtue of the resolution of the Extraordinary General Meeting of the Shareholders dated 22.12.2017, who were holders of ordinary shares, the following was resolved: A decrease of the Bank's share capital by € 652,313,351.10 and the write-off of accumulated loss amounting to Euro 419,253,000 the creation of special reserves of € 233,060,351.10 (following the reverse split) to € 0.30 per share.

Following the aforementioned modification, the Bank's share capital amounted to Euro 149,692,667 divided into 164,975,557 ordinary registered shares with voting rights each of a nominal value of € 0.30 and 286,285,714 preference shares each of a nominal value of Euro 0.35.

By virtue of the resolution of the Extraordinary General Meeting of the Shareholders dated 22.12.2017, the Bank's share capital was increased by Euro 197,970,668.40 by means of the issuance of 659,902,228 new ordinary registered shares each of a nominal value of Euro 0,30.

Thus, the Bank's total share capital amounted to Euro 347,663,335.40 divided into 824,877,785 ordinary registered shares each of a nominal value of Euro 0.30 and 286,285,714 preference shares each of a nominal value of Euro 0.35.

By virtue of the resolution of the Bank's Board of Directors dated 21.05.2018 and following the resolution of the Extraordinary General Meeting of the Shareholders dated 22.12.2017, due to the partial coverage of the share capital increase, the Bank's

share capital was increased by Euro 88,883,536.80 by means of the issuance of 296,278,456 new ordinary registered shares each of a nominal value of Euro 0.30.

Thus, the Bank's total share capital amounted to Euro 238,576,203.80 divided into 461,254,013 ordinary registered shares each of a nominal value of Euro 0.30 and 286,285,714 preference shares each of a nominal value of Euro 0.35.

By virtue of the resolution of the Ordinary General Meeting of the Shareholders dated 25.07.2018, the Bank's total share capital was decreased by Euro 100,199,999.90 through cancellation due to acquisition of 286,285,714 preference shares issued by the Bank each of a nominal value of Euro 0.35 each pursuant to paragraph 1a of article 1 of Law 3723/2008.

Following the aforementioned reduction, the Bank's total share capital amounted to Euro 138,376,203.90 divided into 461,254,013 ordinary registered shares each of a nominal value of Euro 0.30.

By virtue of the resolution of the Extraordinary General Meeting of the Shareholders dated 15.09.2021, the increase of the nominal value of every existing ordinary share from Euro 0.30 (€0.30), to Euro eighteen (€18.00) was approved, with parallel decrease, due to conjunction, of the total number of existing ordinary shares of the Bank from 461.254.013 shares to 7,687,567 ordinary registered shares with voting rights, each of a nominal value of Euro eighteen (€18.00) (reverse split).

In order for the above integer number of shares to result, it was approved that a share capital increase would precede the reverse split, by the amount of €2.10 with respective capitalisation of part of the existing 2015 special reserves for the decrease of share capital.

By virtue of the resolution of the Extraordinary General Meeting of the Shareholders dated 15.09.2021, the decrease of the share capital of the Bank was approved, at the amount of €136,838,692.60, via the decrease of the nominal value of each ordinary share from Euro eighteen (€18.00), to twenty cents of Euro (€0.20), without changing the total number of the ordinary shares, for the purposes of forming special reserves, in accordance with article 31 par. 2 of Law 4548/2018.

Following the above, the total share capital of the Bank amounts to Euro 1,537,513.40 divided into 7,687,567 ordinary, registered shares, each of a nominal value of twenty cents of Euro (€0.20).

By virtue of the resolution of the Board of Directors dated 19-10-2021, it was resolved to capitalise the special reserves of the amount of €151,854,439.86 which had been formed in the context of the implementation of the provisions of article 27A of Law 4172/2013 as well as of the Act of the Ministerial Council dated 28/06.07.2021, as amended and currently in force and the increase of the share capital of the Company by the nominal amount of €3,308,375.60 with the issuance of 16,541,878 ordinary shares each of a value of twenty cents of Euro (€0.20). The actual difference between the amount from the special reserves which corresponds to the share certificates, i.e. the amount of the acquisition value of the certificates (as calculated in accordance with

par. 2 of article 27A of Law 4172/2013 and article 5 par. 1 of the Act of the Ministerial Council) and the nominal value of the new shares, i.e. a total amount of €148,546,064.26, will be carried, pursuant to article 5 par. 6 of the Act of the Ministerial Council, to the credit of the equity account of the Bank "Difference from issue of shares above par:.

Following the above, the total share capital of the Bank amounts to Euro 4,845,889 and is divided into 24,229,445 ordinary registered shares, each of a nominal value of twenty cents of Euro (€0.20).

Following the power granted to the Board of Directors by the decisions of the General Meeting of Shareholders of 07.07.2021 and 15.09.2021, on 05.11.2021 the Board of Directors decided on the increase of the Bank's share capital by two hundred forty million (240,000,000) Euro, through the issue of 1,200,000,000 new common dematerialized registered shares with voting rights, of a par value of 0.20 Euro each, through payment in cash, with an offering price of 0.20 Euro per share and a preemptive right for the existing shareholders of the Bank.

Consequently, the Bank's share capital amounts to 244,845,889 Euro and is divided in 1,224,229,445 common registered shares of a par value of twenty cents (0.20) each.

ARTICLE 6

SHARE CAPITAL INCREASE – PRE-EMPTION RIGHT- SHARE CAPITAL DECREASE

1. The General Meeting may, by its resolution subject to the publication formalities of the regulatory framework in force, empower the Board, within five years of the date of the relevant General Meeting resolution, to resolve for a share capital increase, in part or in total, by Board resolution passed by a majority of two thirds (2/3) of the total number of its members, by means of the issuance of new shares. The share capital increase may be up to an amount equal to three times the capital paid up at the date the said powers were granted to the Board.

The said powers of the Board may be renewed by the General Meeting for a period each time not exceeding five years. Every such renewal enters into force from the date the previous one expires. The General Meeting's resolutions regarding the granting or renewal of powers to increase share capital to the Board, are subject to the publication formalities of the regulatory framework in force.

2. The share capital increase resolved pursuant to paragraph 1 of this article constitutes a modification of the Articles of Association but it is not subject to administrative approval, when required, pursuant to Law 4548/2018, not including any approvals required pursuant to other provisions related to banks.

3. The resolution adopted by the corporate body vested with the authority to resolve for a share capital increase shall at least specify the amount of the capital increase, the method to be used for raising the relevant funds, the number and category of shares to be issued, the nominal value and offer price thereof and the deadline for payment of such funds.

4. The General Meeting that resolves for a share capital increase by increased quorum and majority (ordinary increase), may by the resolution to increase the share capital,

authorise the Board to resolve for the new shares' offer price or interest rate and method of determination thereof, in the event of issuance of interest-earning shares. The duration of the authorisation shall be determined in the General Meeting's relevant resolution and cannot exceed one (1) year. In this case, the period for the payment of the relevant funds under Article 20 of Law 4548/2018 shall begin on the date when the said resolution determining the shares' offer price and/or interest rate or method of determination thereof, as the case may be, is adopted by the Board. The authorisation is subject to the publication formalities of the regulatory framework in force.

5. In any share capital increase, including an increase by means of contribution in kind, as well as of issuance of convertible bonds, a pre-emption right to the entire amount of the new capital or bond issue shall be granted to shareholders of record, pro rata to their equity holding as at the time of issuance.

In the event that the Company has already issued shares of more than one category and voting rights, rights to profit distribution and liquidation proceeds vary among these different categories of shares, then the share capital increase may be implemented through one such category of shares alone. In this case, the holders of the other categories of shares shall be granted a pre-emption right only following non-exercise thereof by the holders of shares of the same category as the new shares.

6. The pre-emption right shall be exercised within the period set by the corporate body that decided for the share capital increase. The said time period, subject to the payment deadline provided for in Article 20 of Law 4548/2018, shall not be less than fourteen (14) days. In the case of par. 4 of this Article, the period for the exercise of the pre-emption right shall not commence before the date of the Board's resolution determining the new shares' offer price or any interest rate. In the cases of the last sentence of par. 5 of this Article, the corporate body that resolved for the increase shall also determine the period for the exercise of the said right by the remaining shareholders. The said period shall not be less than ten (10) days and shall commence on the date following the expiry date of the respective period provided for the holders of shares of the same category as the new shares. Following expiry of the said deadlines, any shares not taken up as above, shall be freely distributed by the Board of Directors, at its discretion, at a price not lower than that paid by the existing shareholders. The General Meeting and in any case, the Board disposing of the remaining shares as above, may grant priority to shareholders who already exercised their pre-emption rights as well as to other persons owning in general any securities convertible to shares.

In the event that the corporate body which resolves for the share capital increase fails to set a deadline for the exercise of the pre-emption right, such deadline shall be set by resolution of the Board adopted within the time limits provided for under Article 20 of Law 4548/2018.

7. The invitation to exercise the pre-emption right, which must also indicate the deadline set for the exercise thereof, is subject to the publication formalities of the regulatory framework in force. Without prejudice to par. 4 of this Article, the said invitation and deadline for the exercise of the pre-emption right may be omitted in the event that the shareholders who attended the General Meeting represented the entire share capital and were informed of the deadline set for the exercise of the pre-emption

right or stated their decision to exercise same or not. Publication of the invitation may be substituted by "registered letters".

8. By virtue of the resolution of the General Meeting adopted by the increased quorum of paragraphs 3 and 4, article 130 and the majority of par. 2, article 132, L. 4548/2018, the pre-emption right provided for in paragraphs 5-7 of this article may be limited or abolished. In order to pass such a resolution, the Board is obligated to file a report in written to the General Meeting, indicating the reasons for such a limitation or abolishment of the pre-emption right and justifying the price or lower price suggested for the issue of the new shares. The Board's relevant report and the General Meeting resolution are subject to the publication formalities of the regulatory framework in force. The pre-emption right shall not be abolished when the shares are taken up by Banks or other investment companies entitled to accept shares in escrow, in order to be offered to shareholders pursuant to par. 5 of this article. Furthermore, the pre-emption right shall not be abolished when the share capital increase is aiming at the employees' participation in the company's share capital pursuant to articles 113 and 114 of Law 4548/2018. The share capital may be increased partly by means of contributions in cash and partly by means of contribution in kind. In this case, the provision of the body that resolved the increase pursuant to which shareholders who contribute in kind cannot participate in the increase also by means of contributions in cash, does not constitute an abolishment of the pre-emption right if the proportion of the value of the contributions in kind to the total increase is at least equal to the proportion of the participation in the capital of the shareholders who contributed in such way. In the case of a share capital increase by means of contributions partly in cash and partly in kind, the value of contributions in kind must be evaluated pursuant to articles 17 and 18 of Law 4548/2018 before the adoption of such resolution.

9. The General Meeting's resolution that grants the power for an extraordinary share capital increase, pursuant to article 24 of Law 4548/2018, may grant to the Board passing a resolution with a majority of at least two thirds (2/3) of the total number of its members also the power to limit or abolish the pre-emption right. In this case, the report of paragraph 8 of this article must justify why it has been chosen to abolish the pre-emption right by Board resolution and be subject to the publication formalities of the regulatory framework in force.

10. If the share capital increase is not fully covered, the share capital increases up to the amount covered only if such possibility is explicitly provided in the resolution regarding the increase. If the share capital increase is partly covered, the Board must adjust, by its decision regarding the certification of the payment, pursuant to article 20 of Law 4548/2018, the article of the Articles of Association regarding the share capital and thus the share capital following the coverage in part is determined.

11. As regards the decrease and depreciation of the share capital the provisions of articles 29-32 of Law 4548/2018 shall apply.

ARTICLE 7 ALLOCATION OF STOCK OPTION RIGHTS

1. By virtue of the resolution of the General Meeting adopted by the increased quorum of paragraphs 3 and 4, article 130 and the majority of par. 2, article 132, L. 4548/2018, the General Meeting may establish a plan for allocating shares to the Directors and employees of the Bank and of associated companies thereof within the meaning of

Article 32 of Law 4308/2014, in the form of stock options pursuant to the stipulations of article 113 of Law 4548/2018 and the General Meeting resolution, a summary of which is subject to the publication formalities of the regulatory framework in force. The beneficiaries may also be persons providing services to the company on a permanent basis.

2. The General Meeting may, by resolution adopted by the increased quorum of paragraphs 3 and 4 of article 130 and the majority of par. 2, article 132, L. 4548/2018 and subject to the publication formalities of the regulatory framework in force, may authorise the Board to establish a plan for allocating shares, pursuant to the provisions of paragraphs 1-3 of article 113 of Law 4548/2018, through a potential share capital increase and adopting any other relevant resolution.

3. By virtue of the resolution of the General Meeting adopted by the increased quorum of paragraphs 3 and 4 of article 130 and the majority of par. 2, article 132, L. 4548/2018, shares can be made available for free to the Directors and employees of the Bank and of associated companies thereof within the meaning of Article 32 of Law 4308/2014, pursuant to the stipulations of Law 4548/2018 and the regulatory framework in force.

4. The Company may, pursuant to the provisions of Law 4548/2018 and the regulatory framework in force and subject to the principle of equal treatment of shareholders who are in the same position and of the provisions regarding market abuse, the same or via a person acting in its name by on the Company's behalf, acquire its own shares, but only with the prior approval of the General Meeting that resolves for the terms and conditions of the provided acquirements and, in particular, the maximum number of shares to be acquired, the duration of the approval, which shall not exceed twenty four (24) months and in the event of acquisition due to onerous reasons, the minimum and maximum limits of the acquisition value. The General Meeting resolution is subject to the publication formalities of the regulatory framework in force.

5. The responsibility for the execution of the acquisitions of paragraph 4 lies with the Directors, pursuant to the conditions provided for in Article 49 above of Law 4548/2018. Regarding the treatment of own shares the stipulations of article 50 of Law 4548/2018 shall apply.

6. The Company may, exceptionally, proceed with advance payments, grant loans or guarantees aiming at the acquisition of its shares by third parties, in the event of the conditions provided for in Article 51 of Law 4548/2018.

7. As regards the acquisitions of own shares through third parties, the provisions of Article 52 of Law 4548/2018 and of the regulatory framework in force, apply.

ARTICLE 8 BOND LOAN ISSUANCE

1. The Company may, by Board resolution, except for the cases where a General Meeting resolution is required under the law or these Articles of Association, issue a bond loan divided into bonds representing a claim by one or more bondholders against the Company (Issuer) pursuant to the terms of the loan, in accordance with the stipulations of CHAPTER D of Law 4548/2018 or pursuant to the legislation in force.

2. The General Meeting may, in order to increase the Company's financial instruments, may resolve, by the increased quorum of paragraphs 3 and 4 of article 130 and the

majority of par. 2, article 132, L. 4548/2018 to issue a bond loan, granting the bondholders the right to convert their bonds into the Company's shares, pursuant to article 71 of Law 4548/2018.

3. Furthermore, the General Meeting that resolves by increased quorum and majority and the Board may resolve on the issue of a bond loan with convertible bonds pursuant to the provisions of paragraphs 1 and 2 of article 24 of Law 4548/2018.

4. The provisions on the publication formalities regarding the resolution for the share capital increase and the provisions of paragraphs 3 and 4 of articles of article 25 of Law 4548/2018 shall apply to the resolutions of points 2 and 3. Publication formalities also include the terms of issuance of the convertible bonds.

5. The resolution adopted by the competent corporate body shall specify the time and the method to be used for exercising the right, the value or the conversion ratio or their extent. The same resolution may specify the method to be applied for the re-adjustment of the price or the conversion ratio, in the case of events that may affect the value or the marketability of the shares. The final value or the conversion rate is to be determined by the Company's Board before the loan issue. The granting of shares each of a nominal value greater than the issue price of the convertible debentures is prohibited.

6. The provision of paragraph 1 of article 28 of Law 4548/2018 applies accordingly.

7. The conversion of bonds results in a share capital increase by the amount provided for in the terms of the bond loan. The Company's Board must, within one month from the date of exercising the conversion right, to confirm the increase and readjust the article of the Articles of Association on the share capital, in conformity with publication formalities. During the conversion of bonds to shares, the provisions on shareholders' pre-emption right shall not apply.

8. The General Meeting or the Board of Directors may authorise, by resolution thereof, the Board of Directors or members or a member thereof respectively, to determine the specific terms of the loan, apart from its amount and its type.

9. The General Meeting may resolve by simple quorum and majority for the issuance of a bond loan, granting to bondholders the right to receive, in addition to or instead of interest, a specified percentage of the profits or to receive another benefit depending on the Company's results. The provision of paragraph 1 of article 24 of Law 4548/2018 applies accordingly.

ARTICLE 9

PREFERENCE SHARES-REDEEMABLE SHARES

1. The share capital increase may be effected by means of the issuance of preference shares, with or without voting rights, convertible or not to ordinary shares or to preference shares of a different category, by General Meeting resolution adopted by increased quorum and majority and pursuant to the terms of Law 4548/2018 and the provisions in force, the privilege of which is determined by the General Meeting, pursuant to the provisions in force each time.

2. The General Meeting may, by increased quorum and majority and pursuant to the terms of paragraphs 3 and 4 of article 25 of Law 4548/2018, resolve for the conversion of part of ordinary shares to preference shares, subject to the principle of equal treatment of shareholders. This paragraph applies accordingly in the event of conversion of preference shares to preference shares of a different category.

3. Regarding the determination of the privilege and the abolishment or limitation thereof, the stipulations of paragraphs 1 and 8 respectively of article 38 of Law 4548/2018 apply.

4. Preference shares may also be issued as convertible to ordinary shares of preference shares of a different category. The conversion, the terms and deadlines thereof are in conformity with the resolution on the issuing of shares and the relevant term of the Articles of Association. Preference shareholders exercise their right of conversion individually by a statement to the Company and the conversion is valid from the reception of such statement onwards.

5. If no dividend is distributed for one or more years, the privilege over the shares regards the preferential payment of dividends in relation to the years when no dividend was distributed.

6. Preference shares may grant a stable dividend or may participate only partly in the Company's profits or may assume other privileges of financial nature, including receiving a specified interest. Reception of a specified interest may take place provided that the preference shares shall not participate in the Company's profits for a specified period determined after their issuing. Rights granted by preference shares are subject to the limitations of article 159 of Law 4548/2018. Preference shares of the same class grant the same rights.

7. The share capital increase may be realised through the issuance of redeemable shares pursuant to the stipulations of article 39 of Law 4548/2018. These shares may also be issued as preference shares, with or without voting rights, pursuant to article 38 of Law 4548/2018. The redemption is realised by declaration of the Company pursuant to the provisions of the Articles of Association and is valid only if there is a payment of the redemption price.

8. The General Meeting of shareholders may resolve by increased quorum and majority to convert part of the existing shares to redeemable shares, subject to the principle of equal treatment of shareholders. In the event of more shareholders categories, the General Meeting resolution on the conversion of the existing shares to redeemable shares is subject to approval by the shareholder category or categories affected by such resolution and paragraph 5 of article 39 of Law 4548/2018 applies accordingly.

9. Rights granted by redeemable shares and the limitation of voting rights may be amended in time pursuant to the provisions of the Articles of Association. Nevertheless, privileges remain unchanged during each financial year.

ARTICLE 10 SHARES-TITLES

1. The Company may issue the following types of titles:

- a) Shares
- b) Bonds
- c) Warrants
- d) Founders securities and
- e) Other securities and instruments provided for by special provisions, pursuant to the stipulations of article 33 of Law 4548/2018.

2. In the event that more than one types or categories of securities are issued at the same time, provision may made, in accordance to the terms of issue thereof, that the acquisition of securities of one type or category is only allowed if a specified number of issued securities of a different type or category are acquired at the same time. In this event, in connection with shares or terms of warrants or bond loan programme and until the expiry of a specified deadline or until the fulfilment of a specified option or for the total duration of the Company, the said securities may distributed (transferred or encumbered) only jointly.

3. Regarding the issue of warrants, the acquisition of equity warrants and the exercise of such right, the provisions of articles 56-58 of Law 4548/2018 shall apply.

4. Extraordinary securities for the founders stocks may be issued pursuant to Law 4548/2018 in exchange for the provision of specified items in kind by shareholders or third parties by virtue of a resolution of the General Meeting adopted by increased quorum and majority and on the basis of an evaluation report regarding the items provided to which apply accordingly articles 17 and 18 of Law 4548/2018. The participation percentage in the profits as well as the duration and the acquisition terms thereof are freely determined, subject to the provisions of article 159 of Law 4548/2018.

5. All shares of the Bank are registered. They are transferred in compliance with the Law. In the event that shares are listed in the Stock Exchange, no securities are issued and the shares are registered with Hellenic Exchanges S.A. without serial numbers and monitored by means of entries in the records thereof (dematerialised shares). The shares may be quoted and registered in a different securities register legally operating in Greece or abroad.

6. The shares are indivisible and the Company recognises only one owner of the share. However, shares can be jointly held.

If a share is held by more persons, the joint shareholders have to designate a common representative to the company. As long as such they do not designate such common representative, rights arising from the shares are suspended and statements regarding the shareholder capacity of the joint shareholders may be validly made to anyone of them. Instead of designating a common representative, joint shareholders may request the court to appoint a manager pursuant to article 790 of the Civil Code.

7. In the event of any issue of new shares, their price shall never be lower than par and the difference above par that may arise from the issuance of new shares may not be used for the payment of dividends or percentages, but it may: a) be capitalised or

b) be cleared in order to set off the Company's losses, unless there are reserves or other funds that can be used to clear such losses pursuant to the law.

8. Shares may be subject to pledge or usufruct. Unless otherwise agreed, in the event of shares subject to pledge or usufruct, the right to vote in the General Meeting is exercised by the pledger or the usufructuary. The person who, pursuant to the above has the right to vote, is entitled to exercise all other shareholder's non-financial rights.

9. If a security to share is stolen, lost or destroyed, along with any existing and dividend coupons attached to it, articles 843 et seq. of the code of Civil Procedure apply.

ARTICLE 11

1. The possession of a share certificate results to the ipso jure acceptance of the Company's Articles of Association and the General Meeting resolutions.

2. The rights and the liens resulting from every share follow its certificate to any holder of it.

3. Shareholders are liable only to the amount of the value of a share without being obligated to make any additional payment for any reason whatsoever.

ARTICLE 12

1. Any shareholder, wherever it may reside, is considered to have as legal residence the registered offices of the Company and is subject to the Greek Law and the jurisdiction of the Greek Courts.

2. For any shareholder residing or living elsewhere than the registered offices of the Company or whose address is not known to the Company and if it has not appointed a proxy, the Secretary of the Courts of First Instance of Athens is considered as its proxy to whom any notification shall be made.

CHAPTER C **BOARD OF DIRECTORS**

ARTICLE 13 **COMPOSITION AND TERM OF OFFICE**

1 The Company is managed by the Board of Directors, consisting of seven (7) to fifteen (15) members, elected by the General Meeting of Shareholders by voting and by absolute majority. The Board's term of office is set to three (3) years and shall not exceed six (6) years. If a member or members are appointed or elected for a period longer than the maximum term of office as specified pursuant in the previous sentence, then their term of office shall not exceed such maximum term. Exceptionally, the Board's term of office is extended until the expiry date of the deadline until which the next Ordinary General Meeting must be convened and until a relevant resolution is adopted.

2. The Board comprises executive and non-executive members and independent members in conformity with the terms and consequences of Law 3016/2002, as

amended. The capacity of the members of the Board as executive or non-executive is determined by the Board. At least two of the non-executive members must be independent and they are appointed by the General Meeting.

3. The Directors can be shareholders or not and may always be re-elected and freely revocable.

ARTICLE 14 FORMATION OF THE BOARD OF DIRECTORS INTO A BODY CORPORATE

The Board of Directors, following its election of Directors by the General Meeting of shareholders, is convened, formed into a body corporate and its members elect, by secret ballot, the Chairman, the Vice Chairman, the Chief Executive Officer(-s) and/or Designated Director(-s) and their Substitutes. The Board also elects among its members or not the General Directors and their Substitutes.

The Chairman may also be a Managing or Designated Director.

The Chairman of the Board shall preside at all meetings, introduces the matters to be discussed and directs its proceedings, provided that all necessary approvals are given pursuant to the regulatory framework in force.

In the event of absence or impediment of the Chairman, the Alternate Chairman presides at the meetings of the Board.

In the event of absence of the Chairman and the Alternate Chairman, the shareholder holding the greatest number of shares with voting rights may temporarily perform the Chairman's duties.

ARTICLE 15 CONVOCAATION OF THE BOARD'S MEETINGS

1. The Board of Directors shall ordinarily convene at the Bank's registered office, at least once every calendar month. The date and time thereof and the items on the agenda shall be specified and communicated to the other members by the Chairman or the Alternate Chairman by means of a written invitation at least two business days before the meeting is held and at least five (5) working days if the meeting is to be held elsewhere than the Company's registered offices. The invitation must clearly state the items on the agenda, otherwise resolutions may adopted only if all Directors are present or represented and if no one objects to the resolution adoption.

2. The Board shall extraordinarily convene when the Chairman or the Alternate Chairman sees it fit or expedient or at the written request of at least two (2) of its Directors to be filed with the Chairman or the Alternate Chairman, the Chairman or the Alternate Chairman shall call the Board to convene within seven days as of the date the request is filed. The said Directors should clearly specify in their request the agenda of the Board meeting requested; failure to do so carries a penalty of inadmissibility. In the event that such meeting is not convoked within the deadline as above, the Directors who filed the request are allowed to convoke a Board meeting themselves within five (5) days as of expiry of the said 7-day deadline, by communicating the relevant invitation to the rest of the Directors.

3. The Board meetings shall be validly held at any place other than the Bank's registered office, in Greece, provided that at any such meeting all Directors are present or represented and no Director objects to the meeting being held or to resolutions being adopted thereat.

4. The Board may meet by teleconference regarding certain or all members thereof. In this case the invitation to the Directors shall include the information and technical instructions necessary for their participation in the teleconference.

In any case, any Director may request that the meeting is held by teleconference regarding it, if it resides in a country different than the one where the meeting is held or on other important grounds such as illness or disability.

ARTICLE 16 ADOPTION OF RESOLUTIONS - DIRECTOR REPRESENTATION

1. The Board shall form a quorum and validly adopt resolutions when one half plus one of the Directors is present or represented. In order to form quorum any resulting fraction is not taken into consideration.

2. For resolutions to be validly adopted by the Board, an absolute majority of the votes of Directors present or represented is required. In the event of equal votes, the Chairman of the Board shall not have the casting vote.

3. Each Director has one vote. Each Director may duly represent only one of the other Directors by means of a special written authorisation addressed to the Board of Directors or by means of a statement which is entered into the Minutes.

4. Board members may not appoint persons other than Board members to represent them on the Board.

ARTICLE 17 MINUTES

1. Board deliberations and resolutions shall be recorded in summary in a special book, which may also be maintained in electronic form. At the request of a Director, the Chairman must enter an accurate summary of the Director's opinion in the Board Minutes. The Chairman may decline to record an opinion regarding any item not included in the agenda or the content thereof is contrary to the law and to accepted principles of morality. A list of the names of the Directors present or represented at the meeting shall also be recorded in the said book. The Board meeting Minutes must be signed by all the Directors present at the meeting. If a member refuses to sign the Minutes, this refusal shall be recorded in the Minutes. Copies of or excerpts from the Board meeting Minutes shall be ratified by the Chairman of the Board or the Alternate Chairman.

2. Board Minutes drafted and signed by all Directors or the representatives thereof shall be equivalent to a Board resolution, even if no Board meeting has been held. This applies also when all Directors or representatives thereof agree to record their resolution adopted by majority in the Minutes without holding a meeting. Such Minutes shall be signed by all Directors.

The signatures of the Directors or representatives thereof may be replaced by email exchange or exchange of messages by other electronic means.

Minutes drafted pursuant to this paragraph shall be entered in the Minutes' book.

3. Copies of Minutes from Board meetings that must mandatorily be registered in G.E.MI., pursuant to article 12 of Law 4548/2018 or other provisions, shall be filed with the competent G.E.MI. Department within twenty (20) days from the Board meeting.

ARTICLE 18 ABSENCE - REPLACEMENT OF DIRECTORS

1. Without prejudice to the provision of the following paragraph, in the event that as a result of resignation, death or forfeiture for any reason whatsoever, a Director ceases to be on the Board, the Board elects Directors to fill the vacancy. The said election by the Board is made by resolution of the remaining Directors, provided that the number of the remaining Directors is at least three and is valid for the remaining term of office of the Director substituted. The said resolution regarding the election is subject to the publication formalities of the regulatory framework in force and is announced by the Board to the immediately following General Meeting, which may substitute the Directors elected even if no relevant item is included in the agenda. The actions of the Director elected in such way are considered valid, even if its election is not approved by the General Meeting.

2. In the event that as a result of resignation, death or forfeiture for any reason whatsoever, a Director(s) cease(s) to be on the Board, the remaining Directors may continue to manage and represent the Company without substituting the missing Director(s), provided that the number of the remaining Directors shall be greater than half of the Directors, as the case was before the said events. In any case, the remaining Directors must not be less than three.

3. In any case, the remaining Directors, irrespective of number, may call a General Meeting solely for electing a new Board.

4. A Director who unjustifiably fails to participate in or be represented in the Board meetings for over 6 months shall forfeit its office. The said forfeiture shall be final as of the date the Board adopts a resolution to this effect, to be recorded in the Board Minutes.

ARTICLE 19 REMUNERATION OF THE DIRECTORS

1. All Directors as well as any General Manager and the Alternate thereof receive remuneration or other benefit pursuant to the law, these Articles of Association and the Remuneration Policy. The remuneration of the said persons is specified by the General Meeting following the Board's proposal and following a relevant proposal by the Remuneration Committee. Any other remuneration or benefit paid to a Director shall be borne by the Bank only if approved by an *ad hoc* resolution of the General Meeting, subject to the provisions of Law 4548/2018, as in force and of the regulatory framework in force. Remuneration in the form of participating in the profits of the

financial year may be provided pursuant to paragraph 2, article 109, L. 4548/2018 and subject to the stipulations of Law 4548/2018 and of the regulatory framework in force.

2. Remuneration paid to Directors for services provided to the Company on the basis of a special relationship, including but not limited to, under a labour agreement, a project agreement or a mandate, may be paid subject to articles 99 to 101 of Law 4548/2018.

3. The Company must have a Remuneration Policy for the Directors and any General Manager or the Alternate thereof pursuant to the regulatory framework in force and it must also draft a clear and comprehensible remuneration report addressed to the Ordinary General Meeting, pursuant to the provisions of article 112 of Law 4548/2018.

4. The approved Remuneration Policy along with the date and results of the meeting is subject to publication formalities and shall remain available on the Company's website, for free, at least for as long as it applies.

5. Following the General Meeting and subject to paragraph 5 of article 112 of Law 4548/2018, the Company shall make available without delay the remuneration report on its website for ten (10) years.

ARTICLE 20 POWERS OF THE BOARD OF DIRECTORS

1. The Board is vested with authority to resolve for any matter concerning the management, the assets and, generally, the pursuit of the Company's corporate objects; matters that by law or these Articles of Association fall within the sole jurisdiction of the General Meeting are excluded.

2. Indicatively, the Board acts jointly and manages the Company, approves and oversees the implementation of its strategic objectives, its risk management strategy and the internal governance of the Bank. Ensures the integrity of accounting systems and financial statements, including financial and operational audit, the effectiveness of internal control and risk management systems and the Company's compliance with the applicable legislation in force and relevant standards, revises the Corporate Governance Policy, the Code of Ethics and the corporate social responsibility policy, monitors and periodically evaluates the effectiveness of corporate governance arrangements of the Bank and adopts appropriate measures to address any deficiencies, drafts the Company's Internal Regulation as well as the Operating Regulations of the Board Committees, approves the Regulation for internal audit and the annual internal audit programme, approves the policy for process for the nomination of Directors, the policy for the succession of Directors and the policy for the evaluation of the Directors, approves the policy for the appointment and designation of the Company's senior management, approves the proposals of the Nomination Committee, as well as any changes in the Board, establishes the Remuneration Policy, approves the remuneration of the Chairman and the other non-executive directors, as well as of the CEO and based on a proposal thereof, of the executive members of the Board, files a proposal to the General Meeting regarding the approval of external auditors, approves the transfer pricing policy for intragroup relations between the Company and the Group companies, the policy for conflict of

interest and transactions with associated companies (related parties) and the policy for transactions with associated borrowers, establishes branches, offices, agencies or other transaction units in Greece or abroad, convokes the ordinary and extraordinary General Meetings specifying the items of their agenda, drafts the annual consolidated financial statements, approves the interim financial statements and the annual budget, proposes the distributable dividend to the shareholders and decides on the distribution of temporary dividend pursuant to article 162 of Law 4548/2018, drafts the Board's annual report and the annual corporate government statement, resolves for the proposals filed with the General Meeting, specified the items on the agenda, supervises the process of publications and announcements pursuant to the law, is responsible for the effective supervision of senior management with executive duties within the meaning of Law 4261/2014 and resolves, in general, on all matters necessary for the protection and management of the Company's interests and the realisation of its object.

3. The Board represents the Company and its acts are binding for the company in all its relations with the Greek State and Foreign States, any physical or legal persons organisations and Authorities of any nature, any Judicial, Administrative or other Authorities and all International Organisations and all Greek and foreign courts of any instance and jurisdiction.

4. The Board's acts, even if in excess of corporate objectives, shall be binding on the Bank against third parties, unless there is proof that the third party was or should have been, aware of such excess taking into account the circumstances. Observance alone of the publication formalities as regards the Company's Articles of Association or amendments thereto does not constitute proof thereof.

Limitations on the Board powers pursuant to the Articles of Association or to General Meeting resolutions, even if subjected to the publication formalities, may not be asserted against third parties.

ARTICLE 21

GRANTING OF THE BOARD OF DIRECTORS' POWERS AND AUTHORITIES

1. The Board may delegate its management and representation powers and authorities, in whole or in part, to its Chairman, to the Chief Executive Officer(-s) or any Designated Director(-s) and General managers, as well as one or more persons, who may or may not be members of the Board of Directors, specifying at the same time the extent of the assigned authorities. Excluded are any such matters as may require collective action by the Board. For any action of representation of the Company, the signature of its legal representative thereof under the corporate name, the name thereof and reference to the capacity thereof shall suffice, without the corporate seal being required. The Board may assign the Company's internal audit to one or more persons who are not members of the Board.

2. The Board may decide that the persons referred to in paragraph 1 of this article may, insofar as this is provided for under the law and these articles of association, further delegate certain functions or part thereof delegated to them to managers and employees of the company or third parties in general.

By virtue of a resolution of the Board of Directors, an executive committee may be formed and some of the Board's powers or duties may be assigned to it. In this case, the composition, the authorities, the duties and the decision-making process of the executive committee, as well as all matters regarding the operation thereof, shall be regulated by the Board's resolution in relation to the committee's formation.

ARTICLE 22 DIRECTORS' LIABILITY

1. All Directors are liable against the Company for any loss suffered by the Company due to an act or omission constituting a breach of their duties, pursuant to articles 102-107 of Law 4548/2018.

2. No such liability exists in the event that the Board member proves that it has acted with the diligence of a prudent businessman, such diligence being determined also in the light of the capacity and duties of each Director or in the event of acts or omissions that are based on lawful resolutions of the General Meeting or that regard a reasonable corporate decision taken in good faith, on the basis of adequate information and solely to serve corporate interests.

3. The Directors and any third party, to whom powers have been vested pursuant to article 21 of the Articles of Association, shall, when performing their duties and authorities, respect the law, the Articles of Association and the General Meeting's legal resolutions. They shall manage corporate affairs aiming at the promotion of corporate interest, supervise the execution of the Board and the General Meeting resolutions and inform the other Directors on corporate affairs. Furthermore, they shall keep any records, books and information provided for by the law and ensure that the annual financial statements, the annual management report and the corporate government statement, the consolidated financial statements, the consolidated management reports and the consolidated corporate government statement, as well as the remuneration report under article 112 of Law 4548/2018 are drafted and published in conformity with the law or, as the case may be, in conformity with the International Accounting Standards adopted under Regulation EC 1606/2002 of the European Parliament and the Council (L 243).

4. The Directors have an obligation of loyalty to the Company and are prohibited from pursuing their own interests if these interests are contrary to the Company's interests and are obligated to disclose to the other Directors in a timely and adequate manner own interests that may arise from corporate transactions within their responsibility and any other conflict of interests between them and the Bank or any affiliate thereof that may arise in the course of their duties, in the sense of article 32 of Law 4308/2014 and pursuant to the stipulations of article 97 of Law 4548/2018. The Company shall publish the cases of conflict of interest and any contracts signed that fall under article 99 of Law 4548/2018 during the next Ordinary General Meeting of shareholders and in the annual Board report.

5. A Director shall not be entitled to vote on matters where there is a conflict of interest between the company thereof or persons to which such Director is related within the meaning of paragraph 2 of article 99 of Law 4548/2018. In these cases, resolutions shall be adopted by the other Directors; if the number of Directors who are not entitled to vote results in the absence of quorum, the remaining Directors, irrespective of the number thereof, must convene a General Meeting solely for adopting this resolution.

6. The provisions of articles 102-108 of Law 4548/2018 shall apply regarding liability of persons performing management and representation acts pursuant to article 87 of Law 4548/2018 or whose appointment as Directors is defective.

ARTICLE 23 NON-COMPETITION CLAUSE

1. The Directors and managers are prohibited from engaging, either on their own behalf or on behalf of third parties, in such business activities as may fall under any corporate objective pursued by the company or from participating as general partners in companies pursuing such objectives, without the approval of the General Meeting.

2. In the event of culpable breach of the aforementioned prohibition, the provisions of article 98 paragraphs 2 and 3 of Law 4548/2018 shall apply.

3. Regarding Transparency and Supervision of the Company's transactions with related parties the stipulations of articles 99-101 of Law 4548/2018 shall apply.

CHAPTER D AUDITORS AND MINORITY RIGHTS

ARTICLE 24 AUDITORS ELECTION

1. The ordinary audit of the Company's financial management and annual financial statements, as well as the rest of the Auditors' duties provided for by the law for banking sociétés anonymes, are exercised by one or more statutory auditors, pursuant to the legislation and the regulatory framework on statutory auditors-accountants and consolidated financial statements.

2. The Ordinary General Meeting of the Company held during the audited financial year elects the statutory auditors-accountants and their alternates, in accordance with the applicable provisions, approving at the same time their fee which is determined pursuant to the provisions of the relevant legislation in force from time to time.

3. For the purposes of this Article, statutory auditors may be reappointed for up to five (5) consecutive financial years and may be subsequently anew appointed only after the lapse of an interval of two (2) complete financial years.

ARTICLE 25 AUDITORS DUTIES

1. During the exercise of their duties, the auditors shall monitor the accounts and financial position of the company, being entitled to access any books, accounts and documents thereof, including the Minutes of the Meetings of the General Meeting and of the Board of Directors. The auditors shall also make every necessary recommendation to the Board.

2. Following the closing of the financial year, the auditors shall audit the Annual Financial Statements and submit a report on their findings to the Ordinary General Meeting. The said report should clearly indicate whether, following confirmation of the accuracy and legality of the documents, the balance sheet reflects the company's real financial position, as at the closing date of the audited financial year and the Profit and Loss Account reflects the operating results produced during the financial year. The statutory auditors-accountants shall sign and date the said report which must specifically indicate the elements and the information pursuant to the regulatory framework in force.

ARTICLE 26 MINORITY RIGHTS

1. At the request of shareholders representing one twentieth (1/20) of the paid-up share capital, the Board is obligated to convene an EGM and set the date thereof not later than forty five (45) days as of the date on which the request was filed with the Chairman of the Board. The request shall indicate the items on the agenda. If the Board does not convene a General Meeting in a period of twenty (20) days as of the date on which the request was served, the General Meeting is convened by the requesting shareholders, at the expense of the company, by decision of the court issued following the injunction process. This decision shall determine the place, the date and the items of the agenda of the meeting. The decision cannot be challenged by judicial remedies. The Board convenes the General Meeting pursuant to the general provisions.

2. At the request of shareholders representing one twentieth (1/20) of the paid-up share capital, the Board of Directors is obligated to record in the agenda of the already convened General Meeting additional items, provided that the Board of Directors receives the relevant request at least fifteen (15) days before the date of the General Meeting. The request for the recording of additional items on the agenda is accompanied by a justification or a draft decision to be approved at the General Meeting and the revised agenda is published in the same way, as the previous agenda, thirteen (13) days before the date of the General Meeting and, at the same time, it is available to shareholders on the company's website, along with the justification or the draft decision filed by the shareholders, pursuant to the stipulations of paragraph 4 of article 123 of Law 4548/2018. If such items are not published, the shareholders filing the request are entitled to request the postponement of the general meeting, pursuant to paragraph 5 of this article and publish them themselves, pursuant to the stipulations of the second sentence of this paragraph, at the expense of the Company.

3. Shareholders representing one twentieth (1/20) of the paid-up share capital are entitled to submit draft decisions on items included in the original or revised agenda of a General Meeting. Such request must be submitted to the Board at least seven (7) days before the date of the General Meeting and the draft decisions must be made available to the shareholders pursuant to the provisions of paragraph 3 of article 123 of Law 4548/2018, at least six (6) days before the date of the General Meeting.

4. The Board is not obligated to record items in the agenda nor publish or communicate them along with the justification and draft decisions filed by the shareholders, if the content thereof contradicts the law and the accepted transacting principles.

5. At the request of a shareholder or shareholders representing one twentieth (1/20) of the paid-up share capital, the Chairman of the General Meeting is obligated to adjourn only once the decision-making process by the ordinary or extraordinary General Meeting about all or any of the items and schedule the date specified in the shareholders' request as the date for the meeting to resume; such date shall not be later than twenty (20) days as of the date of the postponement. The General Meeting following an adjournment is considered a continuation of the previous General Meeting and the formalities of the invitation of the shareholders shall not be repeated. Moreover, new shareholders may participate therein, pursuant to the provisions of paragraph 6 of article 124 of Law 4548/2018 regarding participation.

6. At the request of a shareholder filed with the Company at least five (5) complete days before the date of the General Meeting, the Board shall provide the General Meeting with any such specific information on the Company's business as may be requested, insofar it is related to the items on the agenda. The Board may reply collectively to shareholders requests having the same content. The Board is not obligated to provide information when this information is already available on the company's website, particularly in the form of Questions and Answers. Moreover, at the request of shareholders representing one twentieth (1/20) of the paid-up share capital, the Board shall inform the General Meeting, provided it is an Ordinary General Meeting, of the moneys paid by the Company to each Director or the managers of the Company over the last two years and of any benefits received by such persons from the Company for whatever reason or under any agreement with the Company. In all of these cases the Board is entitled to deny providing the information requested, for essential reasons, that will be recorded in the Minutes. Depending on the circumstances, one such good reason may be the requesting shareholders' representation on the Board pursuant to articles 79 or 80 of Law 4548/2018.

7. At the request of shareholders representing one tenth (1/10) of the paid-up share capital, filed with the Company in the period mentioned in the previous paragraph, the Board of Directors shall provide the General Meeting with information on the current status of corporate affairs and assets. The Board of Directors may decline to supply the information requested for good reasons, to be recorded in the Minutes. Depending on the circumstances, one such good reason may be the requesting shareholders' representation on the Board pursuant to articles 79 or 80 of Law 4548/2018, provided that the respective Directors have received the relevant information efficiently.

8. In the cases referred to in paragraphs 6 and 7 of this article, any dispute as to the validity of the reason for the decline of the Board to supply such information shall be settled by the competent court by decision issued following the injunction process. By virtue of the said decision the Company may be required to provide the information it had declined.

9. At the request of shareholders representing one twentieth (1/20) of the paid-up share capital, voting about one or more items on the agenda, in the case of a secret ballot, takes place by open vote.

Subject to the provisions regarding personal data protection, any shareholder may request to receive a list of shareholders including their full names, their addresses and the number of shares held by each shareholder. The Company is not obligated to include in such list, shareholders holding up to one per cent (1%) of the share capital.

10. In all cases set out in this article, when requesting shareholders exercise their right, they are required to produce proof of their shareholding capacity and, except for the cases referred to in the first sentence of paragraph 6 of this article, of the number of shares they hold. Proof of shareholding is provided by all legal means and in any case, on the basis of information that the Company receives from the central securities depository (if it provides registry services) or from the participants and registered intermediaries in the central securities depository (in all other cases).

11. Shareholders representing at least one twentieth (1/20) of the paid-up share capital, as well as the Capital Market Commission are entitled to request an extraordinary audit of the Company from the court, ruling during voluntary jurisdiction, pursuant to the stipulations of articles 142 and 143 of Law 4548/2018.

12. Shareholders representing at least one fifth (1/5) of the paid-up share capital, are entitled to request the aforementioned Court to audit the Company, provided that it is made believable by the status of corporate affairs and assets as well as specific indications, that their management is not sound and prudent.

13. Minority rights provided for by Law 4548/2018 may also be exercised by bodies of shareholders, in their name but on behalf of their members, if their members hold the number of shares required to exercise such rights, pursuant to the stipulations of article 144 of Law 4548/2018.

CHAPTER E

ANNUAL FINANCIAL STATEMENTS - DIVIDENDS

ARTICLE 27

ANNUAL FINANCIAL STATEMENTS AND ANNUAL REPORTS

1. The financial year shall last twelve (12) months, commencing on January 1st and ending on December 31st of each year.

2. At the end of each financial year, the annual and consolidated financial statements as well as the management report are drafted and approved pursuant to the provisions of Law 4548/2018, the regulatory framework in force and any other special provision regarding such matters.

Pursuant to the aforementioned provisions, the annual and consolidated financial statements shall be clearly drafted, in accordance with the fundamental assumptions on an accrual basis and the going concern principle as well as the aforementioned general principles.

3. For a resolution in respect of the annual financial statements, as drafted by the Board, to be validly adopted by the General Meeting, the annual financial statements must bear the signatures of three persons, i.e.:

a) the Chairman of the Board or the Alternate Chairman

b) the Managing or the Designated Director or, should there be no such Director or should its capacity and the aforesaid persons' capacities coincide to a single person, by a Director appointed by the Board to that effect and

c) the legally responsible accountant who is certified by the Economic Chamber of Greece and holds an A-class license for the drafting of financial statements.

4. If the aforementioned persons disagree on the legality of the method of preparation of the financial statements, they shall submit their objections in writing to the General Meeting.

5. The same as above persons shall also sign the annual management report and the corporate government statement. The annual management report of the Board of Directors addressed to the Ordinary General Meeting and the corporate government statement shall be drafted pursuant to the regulatory framework in force.

6. The consolidated financial statements, the consolidated management report and the consolidated corporate government statement shall be signed by one or more persons who can bind the company drafting them, as well as by the person responsible for the drafting thereof.

7. The annual and the consolidated financial statements are filed to the Ordinary General Meeting for approval, along with:

- a) The Board's annual management report and corporate government statement. The management report must also include any other important event that took place in the period since the end of the financial year until the date that the report was filed.
- b) The statutory auditors-accountants' report pursuant to the stipulations of the regulatory framework in force.

8. The annual financial statements that were lawfully approved by the Ordinary General Meeting, the management report and the statutory auditor-accountant's opinion, along with the full text of the audit report, shall be published in G.E.M.I. within twenty (20) days from the date when the General Meeting approved them in the form and with the content based on which the statutory auditor-accountant or the audit company drafted the audit certificate.

Regarding the consolidated financial statements, the consolidated management report and statutory auditor-accountant's opinion, the provisions on publication of article 13 and 149 of Law 4548/2018 shall apply. The consolidated financial statements shall be published in the form and with the content based on which the auditor or the auditors drafted their relevant audit report. If the auditors have made any qualifications or refused to report upon the accounts, that fact must be disclosed and the reasons given in the consolidated financial statements, unless this can be derived from the respective published report.

The aforementioned approved annual financial statements and the approved consolidated financial statements, as well as the other reports provided for by the law and these Articles of Association, in addition to being published in G.E.M.I., pursuant to everything aforementioned, shall also be published on the Company's website and

shall remain available for a period of at least two (2) years from the date of the first publication thereof and shall be filed with the Capital Market Commission.

9. Regarding the non-financial statements and the consolidated non-financial statement, the provisions of articles 151 and 154 respectively of Law 4548/2018 shall apply.

ARTICLE 28 NET PROFITS

1. The Company's net profits are reflected in the profit and loss account and are those resulting after application of the legislation in force.

2. Net profits, provided that and to the extent they can be allocated pursuant to the legal and regulatory framework in force from time to time, shall be allocated by resolution of the General Meeting as follows:

a) The amounts of credit funds in the profit and loss account that do not constitute realised profits are subtracted.

b) A percentage shall be deducted to apply towards the formation of ordinary reserves, as provided for by the law, to an amount equal at least to 1/20 of net profits. Fund retention for these purposes shall no longer be mandatory when the level of the ordinary reserves reaches an amount equal at least to 1/3 of the share capital.

c) The remaining net profits, as well as any other profits, that may result and be allocated pursuant to the aforementioned, can be allocated in accordance with the resolutions of the General Meeting.

ARTICLE 29 DIVIDENDS

1. The final dividend shall be paid every year after the publication and the approval of the Balance Sheet by the General Meeting, as of the date determined by the Board, after an authorisation by the General Meeting in the registered offices of the Bank or its branches.

2. Dividend rights have those shareholders who are registered in the list of shareholders at a date specifically determined by General Meeting resolution. In any case, the amount to be distributed to shareholders shall be paid to the shareholders within two (2) months as of the date the annual financial statements are approved and distribution was decided by General Meeting resolution.

3. Interim dividends or percentages distribution is permitted pursuant to the stipulations of article 162 of Law 4548/2018, as amended.

The amount to be distributed cannot exceed the amount of profits resulting pursuant to paragraph 2 of article 159 of Law 4548/2018.

4. Dividend beneficiaries who did not appear timely to the Company in order to receive the dividends cannot claim interest from the Company.

5. The distribution of profits or non-mandatory reserves within the current financial year is possible by General Meeting or Board resolution, subject to publication.

6. By virtue of the resolution of the General Meeting adopted by simple quorum and majority and according to the regulatory and legal framework in force from time to time, distributable profits as dividend may be granted in the form of shares in Greek or foreign companies, listed in a regulated stock market or in the form of equity shares owned by the Company, provided that they are also listed and subject to the principle of equal treatment of shareholders.

7. Any distribution to shareholders is subject to the limitations of the provisions of the law and the regulatory framework in force.

ARTICLE 30 RESERVES

The ordinary reserve building up is made by the aforementioned retained amount which is used exclusively for the equation of any debit balance of Profit and Loss account, before any dividend distribution.

CHAPTER F GENERAL MEETING

ARTICLE 31 EXCLUSIVE AUTHORITY

1. The General Meeting, legally constituted pursuant to the Law and the Articles of Association, is the Company's supreme corporate body, represents the shareholders and is entitled to decide on each single matter concerning the Company. Its lawful resolutions shall be binding on all shareholders, even those absent or dissenting.

2. The General Meeting is the sole corporate body vested with authority to resolve for:

a) Amendments to the Articles of Association. Such amendments shall be deemed to include ordinary or extraordinary share capital increases or decreases.

b) Election or substitution of the Directors and the auditors, except the case as per Article 18 par. 1 concerning the election of Directors in replacement of Directors resigned, deceased or having forfeited their office for whatever reason.

c) Approval of the Company's annual and consolidated financial statements.

d) Allocation of the annual profits.

f) Merger, split-off, transformation, revival, extension of duration or dissolution of the Company.

- g) Appointment of liquidators.
- h) Approval of payment of remuneration or advance payment of remuneration.
- i) Approval of the Remuneration Policy and the remuneration report.
- j) Approval of the overall management and discharge of auditors and
- k) Any other matter provided for by these Articles of Association.

3. The provisions of the previous paragraph do not apply to:

- a) Share capital increases or share capital readjustments that are explicitly assigned by the law or the Articles of Association to the Board, as well as increases imposed by the provisions of other legislation.
- b) The modification or adjustment of provisions of the Articles of Association by the Board, in the cases that this is explicitly provided for by the law.
- c) The appointment by these Articles of Association of the first Board of Directors.
- d) The election, pursuant to article 82 of Law 4543/2018 of Directors in replacement of Directors resigned, deceased or having forfeited their office in any other way.
- e) The merger through absorption of an SA company by another SA company holding one hundred per cent (100%) of its shares, the decision of an absorbing SA company to merge through absorption of another company in which the absorbing company holds ninety per cent (90%) or more of its shares, as well as the decision of an SA company to split-off when the benefiting companies hold the total number of its shares, pursuant to the relevant provisions.
- f) The possibility to allocate, pursuant to paragraph 3 of article 162 of Law 4548/2018, profits or non-mandatory reserves within the current financial year by Board resolution, subject to publication.
- g) The possibility to allocate interim dividends pursuant to paragraphs 1 and 2 of article 162 of Law 4548/2018.

ARTICLE 32

Every share confers the right of one vote and of attendance at the General Meeting. The company ensures equal treatment of all shareholders holding the same position.

ARTICLE 33

CONVENING OF THE GENERAL MEETING AND PLACE OF MEETING

1. With the exception of Repeat General Meetings, the Ordinary or Extraordinary General Meeting of shareholders shall be convened at least twenty days before the date set for it, including non-working days, with a Board invitation, pursuant to the provisions of the Articles of Association and Law, 4548/2018, but exclusive of the date

the invitation to the General Meeting is published and the date the General Meeting is held.

2. The General Meeting must meet at the Company's registered office or within the boundaries of any other municipality in the registered office's prefecture or within those of an adjacent municipality or in the region of the municipality in which the Athens Exchange is registered, at least once each financial year, at the latest until the tenth (10th) calendar day of the ninth month after the end of the financial year, in order to resolve on the approval of the annual financial statements and the election of auditors (ordinary general meeting). The ordinary general meeting may also resolve on any other matter that falls within its jurisdiction.

3. The General Meeting may meet anywhere, provided that shareholders representing the entire share capital with voting rights are present or represented thereat and no one objects to the General Meeting being held or taking decisions.

ARTICLE 34 INVITATION TO GENERAL MEETING

1. The invitation to the General Meeting shall include at least the place, i.e. the premises along with the exact address, where the General Meeting is to be held, the date and time thereof and the items on the agenda, clearly specified and the shareholders entitled to participate therein, along with precise instructions as to the method of participation and exercise of the rights thereof in person or by proxy.

2. Moreover, the invitation:

A. Includes information at least about:

a) The rights of shareholders of paragraphs 2, 3, 6 and 7 of article 141 of Law 4548/2018, stating the period within which any right may be exercised or alternatively, the final date until which these rights may be exercised, provided that more detailed information concerning the said rights and the terms of their exercise shall be available in the invitation with an express reference to the Company's website (domain name).

b) The process of exercising voting right by proxy, especially the documents used by the company for this purpose as well as the means and methods provided for in the Articles of Association, pursuant to paragraph 5 of article 128 of Law 4548/2018, in which the Company receives electronic notifications about the appointment and revocation of proxies.

c) The process of exercising voting right by mail or by electronic means, when provided by the Articles of Association.

B. Shall determine the record date, as provided for in paragraph 6 of article 124 of Law 4548/2018, specifying that only persons who are shareholders at that date are entitled to participate and vote in the General Meeting

C. Shall communicate the method in which the full text of documents and draft resolutions is available, as provided for in paragraph 4 of article 123 of Law 4548/2018, as well as the way of receiving them.

D. Shall indicate the address of the company's website where the information provided for in paragraphs 3 and 4 of article 123 of Law 4548/2018.

3. With the exception of repeat General Meetings, the invitation shall be published at least twenty (20) complete days before the date set for it by registration in the Company's register in G.E.M.I. and within the same deadline, on the Company's website pursuant to the regulatory framework.

4. Invitation to the General Meeting is not required in the event that shareholders representing the entire share capital are present or represented at the meeting and none of them objects to the General Meeting being held or taking decisions.

ARTICLE 35 SIMPLE QUORUM

1. The General Meeting shall form a quorum and validly deliberate on the items on the agenda when shareholders owning at least one fifth (1/5) of the paid-up capital are present or represented thereat.

2. Should there be no such quorum, the General Meeting shall reconvene within twenty (20) days as of the date of the meeting that was cancelled, by at least ten (10) complete days' prior invitation to this effect; at such repeat meeting the General Meeting shall form a quorum and validly deliberate on the original agenda irrespective of the portion of the paid-up share capital represented. If the place and time of the repeat meetings prescribed by law in the event that no quorum is formed are specified in the original invitation, no further invitation is required, should there be no such quorum, provided that there is a period of at least five (5) days between the cancelled and the repeat meeting.

ARTICLE 36 EXCEPTIONAL QUORUM

1. Exceptionally, with respect to resolutions related to the change in the Company's nationality, object, increase in shareholders' liability, ordinary increase of the Company's share capital, except for an increase imposed by the provisions of the law or an increase through capitalisation of reserves and the decrease in share capital, unless if the latter is in conformity with paragraph 5 of article 21 or paragraph 6 of article 49 of Law 4548/2018, concerning a change in profit appropriation method, a merger, split-off, transformation, revival, extension of duration or dissolution, delegation or renewal of powers to the Board to decide for the share capital increase as per paragraph 1 of article 24 of Law 4548/2018 and in any other case provided for by law where the General Meeting shall resolve by increased quorum and majority, the meeting shall form quorum and validly deliberate on the initial agenda when shareholders representing half (1/2) of the paid-up share capital are present or represented thereat.

2. Should no quorum be formed, a first repeat General Meeting shall convene, pursuant to the provisions of paragraph 2 of article 35 of these Articles of Association and shall form quorum and validly deliberate on the initial agenda when shareholders representing at least one fifth (1/5) of the paid-up share capital are present or represented thereat. No further invitation is required, if the place and time of the repeat meetings are specified in the original invitation, provided that there is a period of at least five (5) days between the cancelled and the repeat meeting.

ARTICLE 37

PERSONS ENTITLED TO PARTICIPATE IN THE GENERAL MEETING - REPRESENTATION

1. Every shareholder is entitled to participate in the General Meeting. Shareholders who are legal entities participate in the General Meeting through their representatives. Shareholders who hold shares without voting rights are entitled to attend the General Meeting but they shall not be taken into account regarding quorum formation. A shareholder will participate in the General Meeting in person or by proxy. A proxy acting for more than one shareholder may vote differently for every shareholder.

2. A shareholder may appoint a proxy for one or more General Meetings and for a specified period of time. The proxy shall vote according to the shareholder's instructions, if any and is obligated to observe an archive of the voting instructions for at least one (1) year from the date of the General Meeting or, should the latter be postponed, from the date of the last repeat General Meeting where it used the power of attorney.

If the proxy does not conform with the instructions it was given, this fact shall not affect the validity of the General Meeting resolutions, even if the proxy's vote was decisive for the formation of majority.

3. The shareholder's proxy must communicate to the Company, before the beginning of the General Meeting, any particular event that may be useful for the shareholders in order to estimate the risk of the proxy serving other interests apart from the shareholder's. In the sense of this paragraph, conflict of interest may arise, in particular when a proxy:

- a) is a shareholder controlling the company or another legal person or entity controlled by such shareholder,
- b) is a member of the Board or in general of the Company's administration or of a shareholder controlling the company or another legal person or entity controlled by such shareholder,
- c) is an employee or auditor of the company or of a shareholder controlling the company or another legal person or entity controlled by such shareholder,
- d) is married to or related to, at first degree, one of the natural persons stated under a to c.

4. A representative or proxy appointment and revocation or replacement is made in writing or by electronic means (email) and is communicated to the company at least forty eight (48) hours before the date of the General Meeting. Every shareholder may appoint up to three (3) proxies.

However, if the shareholder owns shares of a Company, held in more than one Investor Securities Accounts, the above limitation does not prevent the shareholder from appointing separate proxies for the shares appearing in each Account in relation to a particular General Meeting. Granting a power of attorney can be freely revoked.

Any shareholders not complying with the deadline of this paragraph shall participate in the General Meeting, unless the General Meeting rejects their participation on important grounds justifying such rejection.

5. Any person who is a shareholder on the beginning of the fifth day before the date of the initial General Meeting (registration date) may participate in the General Meeting (initial and repeat). The said registration date also applies in the event of a postponed or repeat General Meeting, provided that the postponed or repeat meeting shall not be later than thirty (30) days from the registration date. If this is not the case or if, in the case of a repeat General Meeting, a new invitation is published pursuant to the stipulations of article 130 of Law 4548/2018, any person who is a shareholder on the beginning of the third day before the date of the postponed or repeat General Meeting may participate in the General Meeting. Proof of shareholding is provided by all legal means and in any case, on the basis of information that the Company receives from the central securities depository (if it provides registry services) or from the participants and registered intermediaries in the central securities depository (in all other cases).

6. A natural person who is at the same time a shareholder of the Company and a Director may not participate in the General Meeting vote and is not taken into account for the formation of quorum and majority, when the General Meeting resolves on assigning the mandatory audit of the financial statements to a statutory auditor-accountant or to an audit company, unless the majority of the independent members of the Board states that they agree with the assignment of the audit to the persons proposed.

7. The Chairman of the General Meeting may, being relevantly responsible, allow other persons to attend the meeting, who are not shareholders or are not representatives of shareholders to the extent that this is not contrary to the corporate interests. Such persons are not considered to have participated in the meeting only on the grounds that they spoke on behalf of a shareholder who was present or following the Chairman's invitation.

8. Directors and auditors of the Company are entitled to attend the General Meeting.

9. Following a relevant Board of Directors' resolution, shareholders, the members of the Board of Directors, the auditors and in general the persons participating in the General Assembly may participate in the General Meeting remotely by the use of audio & visual means or other electronic means without being physically present at the place where the General Meeting is held, in conformity with the regulatory framework in force. Shareholders participating in the General Meeting remotely shall be taken into account regarding the quorum and majority formation in the same way as the shareholders who are present.

10. Upon the adoption of a relevant resolution by the Board of Directors, shareholders may participate in the General Meeting voting process remotely, by mail or by electronic means; such vote shall be held before the General Meeting in conformity with the regulatory framework in force."

ARTICLE 38
SHAREHOLDERS' RIGHTS BEFORE THE GENERAL MEETING

1. Ten (10) days before the Ordinary General Meeting, the Company shall make available to every shareholder the annual financial statements as well as the relevant reports of the Board and the auditors and the Company fulfils such obligation by publishing such information on its website.
2. From the date of publishing the invitation to the General Meeting until the date of the General Meeting, the Company shall make available to its shareholders the information and documents of paragraphs 3 and 4 of article 123 of Law 4548/2018, which it shall also post at its website pursuant to paragraph 5 of article 123 of Law 4548/2018.

ARTICLE 39
CHAIRMAN

The Chairman of the Board of Directors shall also provisionally chair the General Meeting. Should the Chairman be unable to attend the General Meeting, it shall be substituted by its Alternate. A person appointed by the Chairman will act provisionally as Secretary.

Following ratification of the list of shareholders entitled to vote, the General Meeting shall promptly elect the Chairman thereof and up to two (2) secretaries, the latter also acting as vote counters.

ARTICLE 40
APPROVAL OF THE OVERALL MANAGEMENT

1. By virtue of the resolution of the General Meeting adopted by open vote after the approval of the financial statements, the overall management during the respective financial year may be approved.
2. The Company may waive any claims against Directors or other persons or reach a settlement with them only pursuant to the provisions of paragraph 7 of article 102 of Law 4548/2018. During the trial regarding the payment of damages to the Company due to the Directors' liability pursuant to articles 102 et seq. the aforementioned approval is taken into account.
3. Directors are entitled to participate in the vote regarding the approval of the overall management pursuant to paragraph 1 of this article only if they hold shares owned by them or who are representatives of other shareholders, provided that they have received such authorisation and explicit and specific voting instructions. The same applies to the employees of the Company.

ARTICLE 41
MAJORITY

1. Resolutions shall be adopted by absolute majority of the votes represented at the General Meeting.

2. Exceptionally, resolutions on items relating to issues under par. 1 of Article 36 hereof shall be adopted by a majority of two thirds (2/3) of the votes represented at the General Meeting.

ARTICLE 42 MINUTES

1. General Meeting deliberations and resolutions shall be recorded in summary in a special book of Minutes. If a shareholder requests it, the Chairman of the General Meeting shall enter a summary of the shareholder's opinion in the Minutes. The Chairman of the General Meeting may decline to record an opinion regarding any item not included in the Agenda or if the content thereof contradicts the law and the generally accepted transacting principles. A list of the shareholders who were present or represented in the General Meeting is also recorded in this book. The Board of Directors will post the results of the voting at the Company's website, within five (5) days at the latest, from the date the General Meeting was held, indicating for every resolution at least the number of shares for which valid votes were casted, the ratio of the share capital that these votes represent, the total number of valid votes, the number of votes for and against each resolution and the number of abstaining votes.

2. Copies of or excerpts from the General Meeting Minutes shall be ratified by the Chairman of the General Meeting or by the Chairman of the Board or the legal substitute thereof

3. Copies of Minutes from General Meeting meetings that must mandatorily be registered in G.E.MI. pursuant to article 12 of Law 4548/2018 or other provisions, shall be filed with the competent G.E.MI. Department within twenty (20) days from the General Meeting.

4. The Company is obligated to provide to its shareholders copies of General Meeting Minutes following the shareholders' request.

CHAPTER G - DISSOLUTION AND LIQUIDATION

ARTICLE 43

1) The Company shall be wound up:

a) Upon termination of its duration as specified herein, unless the General Meeting has decided to extend its duration in line with Articles 36 and 41, par. 2 of these Articles of Association.

b) By virtue of a resolution of the General Meeting adopted pursuant to Articles 36 and 41, par. 2 of these Articles of Association. In this case, dissolution takes place by publishing the resolution of the General Meeting pursuant to the regulatory framework in force.

c) By court order pursuant to articles 165 and 166 of the Law 4548/2018.

d) In the event that the banking license of the Company is revoked pursuant to article 19 of Law 4261/2014. -

2) If one person acquires the total number of Company shares, this will not constitute a reason for the winding up of the Company.

In the event that the Company's total equity becomes less than one half (1/2) of the share capital, the Board shall convoke a General Meeting within six months from the end of the financial year to resolve for the Company's winding up or for any other action to be taken.

ARTICLE 44 LIQUIDATION

In the event that the banking license of the Company is revoked, the Company enters a state of special liquidation, pursuant to the regulatory framework in force.

CHAPTER H - GENERAL PROVISIONS ARTICLE 45

The Bank's employees work is incompatible with any other private or public or municipal service or office, unless the Board grants a special permission for this purpose, always in line with the provisions of article 98 of Law 4548/2018.

ARTICLE 46

To any matters not determined in these Articles of Association, the provisions of Law 4548/2018 apply as currently in force and the regulatory provisions in force from time to time, as well as other special provisions of the Company Law about banks that supersede the provisions of Law 4548/2018.

True copy of the Articles of Association of "ATTICA BANK BANKING SOCIÉTÉ ANONYME" as derived following the resolution of the Board of Directors dated 05-11-2021, following the power given to it by the decisions of 07.07.2021 and 15.09.2021 of the General Meeting of Shareholders.

Athens, 05-11-2021

THE CHAIRMAN OF THE BoD

CONSTANTINOS MAKEDOS