

ARTICLES OF ASSOCIATION
OF ATTICA BANK SOCIETE ANONYME BANKING COMPANY

CHAPTER A

INCORPORATION, PURPOSE, REGISTERED OFFICE,
DURATION OF THE COMPANY

ARTICLE 1
NAME

It is hereby incorporated a banking societe anonyme company under the company name "ATTICA BANK SOCIETE ANONYME BANKING COMPANY" and the distinctive title "ATTICA BANK". In its international transactions the Company uses the company name "ATTICA BANK S.A." and the distinctive title "ATTICA BANK" or a true translation of them in any other language.

ARTICLE 2
PURPOSE

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

The Bank's purpose is the largest possible including every business, project, service and activity in general which are entrusted to credit institutions traditionally or in the context of technical, economic and social developments.

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

- 2.1. Accepting deposits of any kind or other returnable funds, bearing or not interest, in Euro or currency exchange or foreign currency.
- 2.2. Extending loans or other credit, acquiring or assigning claims, acting as an arranger in business financing or business partnerships.
- 2.3. Issuing guarantees and assuming obligations.
- 2.4. Receiving loans, credits or guarantees and issuing securities for fund raising as well as issuing bonded loans.
- 2.5. Factoring.
- 2.6. Leasing services.
- 2.7. Cooperation with insurance companies for the distribution of insurance products pursuant to the legislation in force each time.
- 2.8. Payment transactions and transfer of funds and payment services pursuant to Law 4537/2018, as in force.
- 2.9. Issuing and managing means of payment (credit and debit cards, travelers' cheques and bank drafts, etc.).
- 2.10. Issuing electronic money.
- 2.11. Leasing safe deposit boxes.
- 2.12. Collecting, processing and providing commercial information, including third parties' credit rating.
- 2.13. Business consulting services regarding capital structure, industrial strategy and consulting and other services regarding business mergers, unbundlings and acquisitions.
- 2.14. Financial restructuring or reorganization 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) Transferable securities.
 - vi) Participating in security issues and providing related services, including underwriting.
 - vii) Intermediation in interbank markets.
 - viii) Portfolio management and consulting services.
 - ix) Security custody and management services.
- 2.17. Representing third parties having or pursuing purposes related to the above.
- 2.18. Provision of all investment activities regulated by the provisions of article 4 of Law 4514/2018, as in force, and the Bank's function in general as an Investment Company, within the meaning of the aforementioned Law or the legislation in force at the 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 each time.
3. In order to achieve its purpose, the Bank is entitled to cooperate, in Greece or abroad, with natural and legal persons, entities, enterprises or institutions of any type and to establish or participate in them in any way.
4. In addition to its main activities and in order to participate in the country's cultural events, the Bank may establish educational institutes or cultural civil non-profit companies and to participate or cooperate with similar organizations. Furthermore, the Bank may cooperate with organizations active in social solidarity and charity work and to assist them contributing to their work in any way and means it may find fit.

ARTICLE 3 REGISTERED OFFICE

The Municipality of Athens is hereby defined as the company's registered office, but the company 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 procuration granted to the Directors and Agents as well as by circular letter of the Administration, notified to the public.

ARTICLE 4 DURATION

1. The banking company's duration is one hundred years as from the date of the publication of the initial Decree of the Articles of Association, that is from 5 February 1925 until 4 February 2025.
2. According to the resolution of the Extraordinary General Meeting of shareholders of 20 November 2008, the company's duration has been extended for fifty (50) more 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, set at drch. 20,000,000, divided into 200,000 shares of a par value of drch. 100 each, fully paid in cash, as it is mentioned in detail in issue no.30/4.2.1925 of the Greek Government Gazette, where the Company's Articles of Association was published, was reduced, by GM resolution of 20.5.1953 to drch. 16,363,800, divided into 163,638 shares of a par value of drch. 100.

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

This share capital was readjusted pursuant to R.D. of 14.11.1956 and thus amounts to drch. 19,116,447 on 1.1.1957. From this amount it has been deducted: a) the debit balance of the account "Difference due to readjustment" amounting to drch. 16,367,347 leading to a net amount of drch. 2,749,100 of the paid up share capital of the Company by virtue of article 10 of the R.D. of 14.11.1956, divided into 163,638 of a par value of 16.80.

Given that, in compliance with the law, the value of each share must not be less than drch. 100, the GM of shareholders of 31.5.1957 decided that the old 163,638 shares should be replaced by new ones of a par value of drch. 100 each, so that one new share would equal to 5.95239 old ones.

Thus, by GM resolution of 31.7.58, legally approved by decision no. 54837/31.10.63 of the Minister of Commerce, published in issue no. 675/63 of the Government's Gazette, Bulletin for SA and Limited Liability companies, this share capital increased by drch. 5,250,900 and was fully paid up in cash through the issue of 52,509 new shares of a par value of drch. 100, so that the Company's fully paid up share capital amounts

to drch. 8,000,000 divided into 80,000 shares of a par value of drch. 100 each. Thus, by GM resolution of 9.3.64, legally approved by decision no. 62188/4094/5.12.64 of the Ministry of Commerce, published in issue no.863/19.12.64 of the Government's Gazette, Bulletin for SA and Limited Liability companies, this share capital increased by drch. 7,000,000 and was fully paid up, so that the Bank's share capital amounted to drch. 15,000,000.

Thus, by the resolution of 29.4.66, this share capital increased by drch. 16,000,000 and was fully paid up in cash simultaneously with the publication of the present article, which was approved by Ministerial resolution in the Government's Gazette, Bulletin for SA and Limited Liability companies through the issue of 160,000 new shares of a par value of drch. 100 each, so that the Company's fully paid up share capital amounts to drch. 31,000,000 divided into 310,000 shares of a par value of drch. 100 each.

Furthermore, by GM of shareholders resolution of 28 June 1969, the Bank's share capital increased by drch. 10,333,300 through capitalization of the surplus value of a real estate being drch. 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 issue of 103,333 new registered shares of a par value of drch. 100. The Bank's share capital amounts to drch. 41,333,300 and is fully paid up and divided into 413,333 registered shares of a par value of 00.

Furthermore, by GM resolution of 29 June 1972, the Company's share capital increased by drch. 41,333,300 through the issue of 413,333 shares of a par value of

drch. 100 each. The Bank's share capital amounts to drch. 82,666,600 and is fully paid up and divided into 826,666 registered shares of a par value of drch. 100.

Furthermore, by GM resolution of 2 March 1978, the Company's share capital increased by drch. 41,333,300 through the issue of 413,333 shares of a par value of drch. 100 each. Thus, the Bank's share capital amounts to drch. 123,999,900 and is fully paid up and divided into 1,239,999 registered shares of a par value of drch. 100.

Furthermore, by GM resolution of 28 August 1979, the Company's share capital increased by drch. 41,333,300 through the issue of 413,333 shares of a par value of drch. 100 each. This share capital amounts to drch. 165,333,200 and is fully paid up and divided into 1,653,332 registered shares of a par value of drch. 100.

Furthermore, by GM resolution of shareholders of 30 May 1981, the Company's share capital increased by drch. 165,333,200 through the issue of 1,653,332 shares of a par value of drch. 100 each. The Bank's share capital amounts to drch. 330,666,400 and is fully paid up and divided into 3,306,664 registered shares of a par value of drch. 100.

Furthermore, by GM resolution of 5.11.1982, the Company's share capital increased by drch. 29,759,976, of which drch. 29,059,172 resulted from the capitalization of the surplus value of its real estate, in compliance with the provisions of Law 1249/82, and drch. 700,804 resulted from the capitalization of the extraordinary reserve by increasing the price of the par value of each share by drch. 9.

The Bank's share capital amounts to drch. 360,426,376 and is fully paid up and divided into 3,306,664 registered shares of a par value of drch. 109.

By GM resolution of 25.10.83, it increased by drch. 72,085,297 through the issue of 661,333 shares of a par value of drch. 109 each. The Bank's share capital amounts to drch. 432,511,673 and is fully paid up and divided into 3,967,997 registered shares of a par value of drch. 109.

By Extraordinary Statutory GM resolution of October 19th, 1987, the share capital increased by drch. 1,297,535,019 (one billion two hundred ninety seven million five hundred thirty five thousand nineteen drch.), and was fully paid up in cash through the issue of 11,903,991 (eleven million nine hundred three thousand nine hundred ninety one) registered shares of a par value of one hundred nine (109) drch.

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

Furthermore, the Company's share capital increased by Ordinary GM of shareholders resolution of 18 May 1989, and by Common Decision of the Ministers of National Economy and Finance no. E. 2665/22.2.88, ratified by Law, through readjustment of the Company's fixed assets and capitalization by drch. one hundred fifty seven millions two hundred seventy six thousands seventy two (157,276,972) through the issue of one million four hundred forty two thousands nine hundred eight (1,442,908) registered shares of a par value of drch. one hundred nine (109) each.

Thus, the Bank's share capital amounts to drch. 1,887,323,664, is fully paid in cash and divided in 17,314,896 registered shares of a par value of drch. one hundred nine (109) each.

Furthermore, by GM of shareholders resolution of 8 November 1990, the Company's share capital increased by drch. 75,492,964 through the issue of 692,596 shares of a par value of drch. 109 issue price of drch. 1,000.

Thus, the share capital amounts to drch. 1,962,816,628 and is fully paid up and divided into 18,007,492 registered shares of a par value of drch. 109 each.

Furthermore, by GM resolution of 14.6.1991, the Company's share capital increased by drch. 245,352,024 through the issue of 2,250,936 shares of a par value of drch. 109 each and issue price of drch. 1,200.

Thus, the Bank's share capital amounts to drch. 2,208,168,652 and is fully paid up and divided into 20,258,428 registered shares of a par value of drch. 109 each.

The Bank's share capital which amounted to drch. 2,208,168,652 increased GM resolution of 30.6.1993 by drch. 101,292,140 through capitalization resulting from the readjustment of fixed assets pursuant to Law 2065/92 through increase of the par value of the share from drch. 109 to drch. 114. Thus, the Bank's share capital amounted to drch. 2,309,460,792 divided in 20,258,428 registered shares of a par value of drch. 114 each. Furthermore, by GM of shareholders resolution of 26.6.1997, the Company's share capital increased, pursuant to Law 2065/1992 through readjustment of the Company's fixed assets of drch. 128,563,235 and capitalization of a part of the reserves above par of previous financial years equal to drch. 74,520,632 and of the reserves of the re-adjustment of fixed assets of previous financial years equal to drch. 27,862,235, i.e. a total amount of drch. 230,946,102 through the issue of 2,025,843 common registered shares of a par value of drch. 114.

Thus, the Company's share capital amounts to drch. 2,540,406,894 divided into 22,284,271 registered shares of a par value of drch. 114 each. The Bank's share capital which amounted to drch. 2,540,406,894 increased by Extraordinary GM resolution of 27.8.97 by drch. 846,802,260 through payment in cash through the issue of 7,428,090 new common registered shares of a par value of drch. 114 each and issue price of drch. 1,150 each.

Thus, the Company's share capital amounts to drch. 3,387,209,154 divided into 29,712,361 common registered shares of a par value of drch. 114 each.

The Bank's share capital which amounted to drch. 3,387,209,154 increased by Ordinary GM of shareholders resolution of 17.6.1999 by drch. 1,354,883,616 through payment in cash through the issue of 11,884,944 new common registered shares of a par value of drch. 114 and issue price of drch. 2,500 each.

Thus, the Company's share capital amounts to drch. 4,742,092,770 divided into 41,597,305 common registered shares of a par value of drch. 114 each.

By Ordinary GM of shareholders resolution of 13.06.2001, the Bank's share capital of drch. 4,742,092,770, in order to be expressed in Euro pursuant to the provisions of Law 2842/2000 increased by drch. 77,163,001 or Euro 226,450,48 through capitalization of a part of the reserves above par of previous financial years along with an increase in the par value of the share from drch. 114 or Euro 0.334556126 to drch. 115.855 or Euro 0.34.

Thus, the Company's share capital has amounted to drch. 4,819,255,771 or Euro 14,143,083.70 divided in 41,597,305 common registered shares of a par value of drch. 115.855 or Euro 0.34 each.

By Ordinary GM of shareholders resolution of 18.06.2002, the share capital of Euro 14,143,083.70 pursuant to Law 2065/1992 increased through readjustment of the Company's fixed assets of Euro 163,409.63 and capitalization of a part of the reserves above par of previous financial years of Euro 252,563.42 along with an increase in the par 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 in 41,597,305 common registered shares of a par value of Euro 0.35 each.

The Bank's share capital which amounted to Euro 14,559,056.75 increased by Extraordinary GM of shareholders resolution of 15.01.2003 by Euro 14,909,056.75 through payment in cash through the issue of 42,597,305 new common registered shares of a par value of Euro 0.35 each.

The Bank's share capital which amounted to Euro 29,468,113.50 was reduced by Extraordinary GM of shareholders resolution of 12.08.2004 by Euro 565,845.00 through cancellation of 1,616,700 own common registered shares of a par value of 0.35 each.

The Ordinary Annual GM of shareholders of 26.07.2006 decided: a) an increase of the share capital through capitalization of the difference from the issue of shares above par equal to € 49,278,866.46, through an increase of the par value of the share and b) an equivalent reduction of the share capital due to the deletion of loss arising from the initial implementation of the International Accounting Standards, which amounted to € 49,278,866.46, through a reduction of the par value of the share.

The Bank's share capital which amounted to Euro 28,902,268.50 increased by Extraordinary GM of shareholders resolution of 07.03.2007 by Euro 17,341,361.10 through the issue of 49,546,746 new common registered shares of a par value of Euro 0.35 each.

The Bank's share capital which amounted to Euro 46,243,629.60 increased by Extraordinary GM of shareholders resolution of 16.05.08, in conjunction with the Board of Directors resolution of 13.06.08, by Euro 1,240,261.05 through payment in cash through re-investment of the dividend of the financial year 2007, through the issue of 3,543,603 new shares of a par value of Euro 0.35 each.

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

The Bank's share capital which amounted to Euro 47,616,639.35 increased by Extraordinary GM resolution of 8.01.2009 by Euro 100,199,999.9 through the issue of 286,285,714 preference shares of a par value of thirty five cents of Euro (0.35) each.

The total amount of the increase is 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 common shares,

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

(iii) irrespective of 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 GM 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, and specifically profits from the last and/or previous financial years and/or reserves, and subject to prior

authorization of the distribution of such available funds by a Common Shareholders' GM 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 Preferred Shareholders' GM under the circumstances provided for by the Companies' Act 2190/1920.

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

d) The Greek State representative's right (who is appointed as a member of the Board) to exercise a veto over any decision related to the distribution of dividends and the bonus policy for the Bank's Chairman, the Chief Executive Officer, other Board Members, General Managers and deputies thereof by resolution of the Minister of Economy and Finance, or in the event that the representative may deem that such decision of the BoD may affect depositors' interests or materially affect the Bank's credit standing and normal course of business.

e) The representative's right to attend the Common Shareholders' GM 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 collect from the Bank's liquidation proceeds in priority over all other shareholders, in the event of liquidation of the Bank.

The Bank's common share capital which amounted to Euro 47,616,639.35 increased by Extraordinary GM of shareholders resolution of 08.07.2009 by Euro 38,093,311.20 through the issue of 108,838,032 new common shares of a par value of Euro 0.35 each.

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

After the aforementioned increase, the Bank's total share capital amounts to Euro 185,909,950.45, out of which Euro 85,709,950.55 equal to common share capital and Euro 100,199,999.9 to preferential share capital, divided into 244,885,573 common, registered shares of a par value of Euro 0.35 each and 286,285,714 preference shares of a par value Euro 0.35 each respectively.

The Bank's common share capital which amounted to Euro 85,709,950.55 divided into 244,885,573 common registered shares of a par value of Euro 0.35 each was modified as follows by Extraordinary GM of shareholders resolution of 18.02.2013, who are holders of common registered shares:

The par value of each common registered share of the Bank increased from €0.35 to € 2.45000002000935 per share by reverse split of 7 old common shares for every new share, i.e. 244,885,573 to 34,983,653 common shares.

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

Furthermore, by Extraordinary GM of shareholders resolution of 18.02.2013, who are holders of common shares the Bank's common share capital was reduced by € 75,214,854.65 through a reduction of the par value of the common 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, as amended, are available. Following the aforementioned modification, the Bank's share capital amounted to Euro 10,495,095.90 divided into 34,983,653 common registered shares of a par value of Euro 0.30 each.

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

By Extraordinary GM resolution of 18.02.2013 of the Shareholders, holders of common shares the Bank's common share capital increased by Euro 199,406,822.10 through the issue of 664,689,407 new common registered shares of a par value of Euro 0.30 each.

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

By the Bank's Board of Directors resolution of 30.8.2013, the share capital increased by Euro 99,999,999.90 through the issue of 333,333,333 new common registered shares of a par value of Euro 0.30 each due to the conversion of 333,333,333 convertible bonds to common registered shares.

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

By Board of Directors resolution of 21 January 2014, the share capital increased by Euro 2,566,380.00 through the issue of 8,554,600 new common registered shares of a par value of Euro 0.30 each because bondholders exercised their optional conversion right regarding 8,554,600 bonds convertible to common registered shares.

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

By the Bank's Board of Directors resolution of 17 July 2014, the share capital increased by Euro 1,269,945.60 through the issue of 4,233,152 new common registered shares of a par value of Euro 0.30 each because bondholders exercised their optional conversion right regarding 4,233,152 bonds convertible to common registered shares.

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

By Extraordinary GM of shareholders resolution of 22.11.2015, who are holders of common shares, the share capital increased by Euro 95,570,496.60 through the issue of 318,568,322 new common registered shares of a par value of Euro 0.30 each due to the conversion of 318,568,322 convertible bonds to common registered shares.

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

By Extraordinary GM resolution of 22.11.2015 of the Shareholders, holders of common shares, the share capital increased through capitalization of the difference from the issue of shares above par by Euro 356,050,018.10 and an increase in the par value of each common share to Euro 0.5609643893846580 and an equivalent reduction of the share capital due to the deletion of loss amounting to Euro 356,050,018.10 through a reduction of the par value of the share.

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

The Extraordinary GM resolution of 22.11.2015 of the Shareholders, who are holders of common shares, decided: An increase in the par value of each common 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 common shares.

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

The Extraordinary GM resolution of 22.11.2015 of the Shareholders, holders of common shares, decided: A reduction of the Bank's share capital by € 388,510,531.80 and the building up of a an equivalent special reserve through a reduction of the par value of the common 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 common registered shares with voting rights of a par value of € 0.30 each and 286,285,714 preference shares of a par value of Euro 0.35 each respectively.

Furthermore, by Extraordinary GM of shareholders resolution of 22.11.2015, the aforementioned reserve was reduced by € 158,569,495.69 due to the deletion of loss realized until 31/12/2014.

By Extraordinary GM resolution of 22.11.2015 and by Board of Directors resolution of 30.12.2015, the Bank's share capital increased by Euro 681,007,809.90 through the issue of 2,270,026,033 new common registered shares of a par value of Euro 0,30 each. Thus, the Bank's total share capital amounts to Euro 802,006,018.10 divided into 2,339,353,394 common registered shares of a par value of Euro 0.30 each and 286,285,714 preference shares of a par value of Euro 0.35 each respectively.

The Extraordinary GM resolution of 22.12.2017 of the Shareholders, who are holders of common shares, decided: An increase in the par value of each common registered share of the Bank from €0.30 to € 4.2539999922534 per share by reverse split of 1:14.17999999741806 or from 2,339,353,394 to 164,975,557 common shares. Following the aforementioned modification, the Bank's share capital amounted to Euro 802,006,018.10 divided into 164,975,557 common registered shares of a par value of € 4.2539999922534 each and 286,285,714 preference shares of a par value of Euro 0.35 each.

The Extraordinary GM resolution of 22.12.2017 of the Shareholders, who are holders of common shares, decided: The reduction of the Bank's share capital by € 652,313,351.10 and the deletion of accumulated loss amounting to Euro 419,253,000 and the building up of a special reserve 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 common registered shares with voting rights of a par value of € 0.30 each and 286,285,714 preference shares of a par value of Euro 0.35 each respectively.

By Extraordinary GM of shareholders resolution of 22.12.2017, the Bank's share capital increased by Euro 197,970,668.40 through the issue of 659,902,228 new common registered shares of a par value of Euro 0,30 each.

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

By the Bank's Board of Directors resolution of 21.05.2018 and following the Extraordinary GM of shareholders resolution of 22.12.2017, due to the partial coverage of the share capital increase, the Bank's share capital increased by Euro 88,883,536.80 through the issue of 296,278,456 new common registered shares of a par value of Euro 0,30 each.

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

By Ordinary GM of shareholders resolution of 25.07.2018, the Bank's total share capital was reduced by Euro 100,199,999.90 through cancellation due to the acquisition of 286,285,714 preference shares issued by the Bank of a par 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 common registered shares of a par value of Euro 0.30 each.

By Extraordinary GM of shareholders resolution of 15.09.2021, the increase of the par value of each existing common registered share from €0.30 to €18.00 was approved, along with the simultaneous reduction, by merging, of the total number of the Bank's existing common shares from 461,254,013 to 7,687,567 common registered shares with voting rights, of a par value of eighteen Euro (€18.00) each (reverse split).

In order to result to the said whole number of shares, an increase of the share capital by €2.10 before the reverse split was approved through an equivalent capitalization of the existing special reserve for the share capital reduction of 2015.

By Extraordinary GM of shareholders resolution of 15.09.2021, the reduction of the Bank's share capital to the amount of €136,838,692.60 was approved, by reduction of the par value of each common share from 18 Euro (€18.00) to 20 Euro cents (€0.20), without changing the total number of common shares, for the purposes of building a special reserve pursuant to article 31, par.2 Law 4548/2018.

Consequently, the Bank's total share capital amounts to 1,537,513.40 Euro and is divided in 7,687,567 common registered shares of a par value of twenty cents (€0.20) each.

By the Board of Directors resolution of 19-10-2021, it was decided to capitalize the special reserve amounting to €151,854,439.86 that was built up in the context of implementing the provisions of article 27A, Law 4172/2013 as well as the Ministerial Council Act 28/06.07.2021, as amended and in force, and to increase the Bank's share capital by nominal value of €3,308,375.60 through the issue of 16,541,878 common shares of a par value of twenty cents (€0.20) each. The positive difference between the amount from the special reserve corresponding to warrants, i.e. the amount of the acquisition value of the warrants (as calculated pursuant to par.2, article 27A, Law 4172/2013 and article 5, par. 1 of the Ministerial Council Act) and the nominal value of the new shares, i.e. a total amount of €148,546,064.26 will be taken, pursuant to article 5, par. 6. of the Ministerial Council Act, and credited to the account of the Bank's equity "Difference above par".

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

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.

By Ordinary GM of shareholders resolution of 05.07.2022, the reduction of the Bank's share capital by the amount of € 159,149,827.85 was approved, by reduction of the par value of each common share from 0.20 Euro to 0.07 Euro, without changing the total number of common shares, for the purposes of building up a special reserve pursuant to article 31, par.2 Law 4548/2018.

Consequently, the Bank's total share capital amounts to 85,696,061.15 Euro and is divided in 1,224,229,445 common registered shares of a par value of seven cents (€0.07) each.

By the Board of Directors resolution of 30-11-2022, it was decided to capitalize the special reserve amounting to €22,817,998.42 that was built up in the context of implementing the provisions of article 27A, Law 4172/2013 as well as the Ministerial Council Act 28/06.07.2021, as amended and in force, and to increase the Bank's share capital by nominal value of €19,001,426.22 through the issue of 271,448,946 common shares of a par value of seven cents (€0.07) each. The positive difference between the amount from the special reserve corresponding to warrants, i.e. the amount of the acquisition value of the warrants (as calculated pursuant to par.2, article 27A, Law 4172/2013 and article 5, par. 1 of the Ministerial Council Act) and the nominal value of the new shares, i.e. a total amount of €3,816,572.20 will be taken, pursuant to article 5, par. 6 of the Ministerial Council Act, and credited to the account of the Bank's equity "Difference above par".

Following the above, the Bank's total share capital amounts to 104,697,487.37 Euro and is divided in 1,495,678,391 common registered shares of a par value of seven cents (€0.07) each.

By the Extraordinary GM of shareholders resolution of 30.12.2022, the increase of the par value of each existing common share was approved from Euro 0.07 (€0.07), to ten Euro and fifty Euro cents (€10.50), along with the simultaneous reduction, by merging, of the total number of the Bank's existing common shares from 1,495,678.391 shares to 9,971.190 common registered shares with voting rights of a par value of ten Euro and fifty Euro cents (€10.50) each (reverse split) as well as the consequent increase in the Bank's share capital by the amount of seven Euro and 0.63 Euro (€7,63) through the capitalization of part of the reserve, in order to result into a whole number of new shares. Following the above, the Bank's total share capital amounts to 104,697,495.00 Euro and is divided in 9,971,190 common registered shares of a par value of ten Euro and fifty Euro cents (€ 10.50) each.

By Extraordinary GM of shareholders resolution of 30.12.2022, the reduction of the Bank's share capital by the amount of €104,198,935.50 was approved, by reduction of the par value of each common share from ten Euro and 0.50 Euro (€10.50) to 0.05 Euro (€0.05), without changing the total number of common shares, for the purposes of building a special reserve pursuant to article 31, par.2 Law 4548/2018. Following the above, the Bank's total share capital amounts to four hundred ninety eight thousand five hundred fifty nine Euro and 50 Euro cents (€498,559.50) and is divided in 9,971,190 common registered shares of a par value of 0.05 Euro (€0.05) each.

By Extraordinary GM of shareholders resolution of 30.12.2022, it was decided to increase the Bank's share capital by the amount of €1,753,136.55, through the issue of 35,062,731 new common registered shares of a par value of €0.05 each, with a preemptive right for the existing shareholders of the Bank. The difference

between the par value of the New Shares and the offering price thereof, i.e. €471,593,731.95 in total, in the event that the Increase is fully covered, will be taken and credited to the account of the Bank's equity "Difference above par". Following the above, the Bank's total share capital amounts to 2,251,696.05 Euro and is divided in 45,033,921 common registered shares of a par value of five Euro cents (€0.05) each.

By the Board of Directors resolution of 08-11-2023, it was decided to capitalize the special reserve amounting to €63,944,501.88 that was built up in the context of implementing the provisions of article 27A, Law 4172/2013 as well as the Ministerial Council Act 28/06.07.2021, as amended and in force, and to increase the Bank's share capital by nominal value of €249,012.80 through the issue of 4,980,256 common shares of a par value of five cents (€0.05) each. The positive difference between the amount from the special reserve corresponding to warrants, i.e. the amount of the acquisition value of the warrants (as calculated pursuant to par. 2, article 27A, Law 4172/2013 and article 5, par. 1 of the Ministerial Council Act) and the nominal value of the new shares, i.e. a total amount of €63,695,489.08 will be taken, pursuant to article 5, par. 6. of the Ministerial Council Act, and credited to the account of the Bank's equity "Difference above par".

Following the above, the Bank's total share capital amounts to 2,500,708.85 Euro and is divided into 50,014,177 common registered shares of a par value of five Euro cents (€0.05) each.

ARTICLE 6

SHARE CAPITAL INCREASE - PREEMPTIVE RIGHT-SHARE CAPITAL REDUCTION

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 relative GM resolution, to decide for a share capital increase, in part or in total, by a Board resolution passed by a majority of two thirds (2/3) of the total number of its members, through the issue 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 to are delegated to the Board.

The said powers of the Board may be renewed by the GM for a period each time not exceeding five years. Every such renewal enters into force from the date the previous one expires. The GM'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 decided 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 regarding credit institutions.

3. The resolution adopted by the corporate body vested with the authority to resolve on 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 par value and offering price thereof, and the deadline for payment of such funds.

4. The GM that resolves on a share capital increase by increased quorum and majority (ordinary increase), may, by the resolution to increase, authorize the Board to resolve on the new shares' offering price, or interest rate and method of determination thereof, in the event of issue of interest-earning shares. The duration of the authorization shall be determined in the GM relevant resolution and cannot exceed one (1) year. In this case, the time 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' offering price and/or interest rate or method of determination thereof, as the case may be, is adopted by the Board. The authorization is subject to the publication formalities of the regulatory framework in force.

5. In the event that the share capital increase is made through payment in cash or in the event that a bond loan is issued through public offering and issue of a prospectus, the provisions of article 22, Law N.4706/2020 shall apply, as in force.

6. In any share capital increase, including an increase by means of contribution in kind, as well as of a convertible bond issue, a preemptive 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 issue.

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 preemptive right only following non-exercise thereof by the holders of shares of the same category as the new shares.

7. The preemptive right shall be exercised within the time 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 fifteen (14) days. In the case of par. 4 of this Article, the time period for the exercise of the preemptive right shall not begin before the date of the Board resolution determining the new shares' offering price or any interest rate. In the cases of the last alinea of par. 5 of this Article, the corporate body that decided for the increase shall also determine the time period for the exercise of the said right by the rest of the shareholders. The said time period shall not be less than ten (10) days and shall begin on the date following the expiry date of the respective time 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 GM and in any case, the BoD disposing of the remaining shares as above, may grant priority to shareholders who already exercised their preemptive rights as well as to other persons owning in general titles convertible to shares.

In the event that the corporate body which decides for the share capital increase fails to set a deadline for the exercise of the preemptive 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.

8. The invitation to exercise the preemptive 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 preemptive right may be omitted in the event that the shareholders who attended the GM represented the entire share capital and were informed of the deadline set for the exercise of the preemptive right, or stated their decision to exercise same or not. Publication of the invitation may be substituted by "registered letters":

9. By GM resolution adopted by the increased quorum of paragraphs 3 and 4, article 130 and the majority of par.2, article 132, Law 4548/2018, the preemptive 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 obliged to file a report in written to the

GM, indicating the reasons for such a limitation or abolishment of the preemptive right and justifying the price or lower price suggested for the issue of the new shares. The Board's relevant report and the GM resolution are subject to the publication formalities of the regulatory framework in force. The preemptive right shall not be abolished when the shares are taken up by Banks or other investment companies entitled to receive them in order to hold them, in order to be offered to shareholders pursuant to par.5 of the present article. Furthermore, the preemptive 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 decided 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 preemptive 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.

10. The GM 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 preemptive right. In this case, the report of paragraph 8 of this article must justify why it has been chosen to abolish the preemptive right by Board resolution and be subject to the publication formalities of the regulatory framework in force.

11. 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, so that the share capital as is following the coverage in part is determined.

12. Regarding the reduction and depreciation of the share capital the stipulations of articles 29-32 of Law 4548/2018 shall apply.

ARTICLE 7

ALLOCATION OF STOCK OPTION RIGHTS

1. By GM resolution adopted by the increased quorum of paragraphs 3 and 4, article 130 and the majority of par.2, article 132, Law 4548/2018, the GM may establish a plan for allocating shares to the BoD members 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 GM 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 GM may, by resolution adopted by the increased quorum of paragraphs 3 and 4, article 130 and the majority of par.2, article 132, Law 4548/2018 and subject to the publication formalities of the regulatory framework in force, may authorize 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 GM resolution adopted by the increased quorum of paragraphs 3 and 4, article 130 and the majority of par. 2, article 132, Law 4548/2018, shares can be made available for free to the BoD members 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 place 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 GM that resolves on the terms and conditions of the provided acquisitions 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 GM 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 BoD members, 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 to 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 the regulatory framework in force.

ARTICLE 8

BOND LOAN ISSUE

1. The Company may, by Board resolution, except for the cases where a GM 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 (issuing) Company 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 GM may, in order to increase the Company's financial instruments, may resolve, by the increased quorum of paragraphs 3 and 4, article 130 and the majority of par. 2, article 132, Law 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 shall apply.

3. Furthermore, the GM 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 of Law 4548/2018. Publication formalities also include the terms of issuing 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 range. The same resolution may specify the method to be used 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 of a par value greater than the issue price of the convertible debentures is prohibited.

6. The provision of paragraph 1, article 28, 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 conformance with publication formalities. During the conversion of bonds to shares, the provisions on shareholders' preemptive right shall not apply.

8. The GM or the Board may authorize, by their resolution the Board or members or a member thereof respectively, to determine the specific terms of the loan, apart from its amount and its type.

9. The GM may resolve by simple quorum and majority on the issuing of a bond loan, granting 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, article 24, Law 4548/2018 applies accordingly.

ARTICLE 9

PREFERENCE SHARES-REDEEMABLE SHARES

1. The share capital increase may be effected through the issue of preference shares, with or without voting rights, convertible or not to common shares, or to preference shares of a different category, by GM 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 GM, pursuant to the provisions in force each time.

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.

2. 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 issuing series grant the same rights.

3. Preference shares may also be issued as convertible to common shares of preference shares of a different category. The conversion, the terms and deadlines thereof are in conformance 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.

4. The GM may, by increased quorum and majority and pursuant to the terms of paragraphs 3 and 4 of article 25 of Law 4548/2018, decide to convert a part of

common 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.

5. 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 stable during each financial year.

6. The Bank, in addition to and regardless of the provisions of pars. 1-5 of this article, may issue preference shares, without voting rights, that will have the privilege of cumulative receiving a fixed annual return for the period from 2027 until 2032, before the Bank's common shares and irrespective of dividend distribution to the other shareholders of the Bank, and provided that, after the payment of the said amount, the Bank's capital adequacy ratios, on a simple and consolidated basis meet the respective minimum ratios set by the Bank of Greece from time to time. The said return shall apply cumulatively, i.e. if one year the total or part of the fixed annual return is not distributed, the part that was not distributed will be pushed for distribution in the next years. After the total amount of preference return or after the expiry of financial year 2032, the said shares will be redeemable and the Bank will be able to redeem them at their par value.

The issue of preference shares mentioned in this paragraph, with or without preemptive rights for the existing shareholders, may be decided upon by the GM by increased quorum and majority, or following authorization granted to the GM by the Board of Directors which can determine the number of preference shares, the total and the annual amount of the fixed annual return, the abolishment or not of the preemptive right of the existing shareholders, the procedure and the terms regarding the offering of preference shares, as well as any other matter pertaining to the issue of preference shares.

7. The capital share increase can be made through issue 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 made 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 GM 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 GM 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.

ARTICLE 10 SHARES-TITLES

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

- a) shares,
- b) bonds,
- c) warrants,
- δ) founders stock and
- e) other titles 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 titles are issued at the same time, provision may made, in accordance to the terms of issue thereof, that the acquisition of titles of one type or category is only allowed if a specified

number of issued titles of a different type or category are acquired at the same time. In this event, in connection with shares or terms of warrants issue or bond issue scheme, and until the expiry of a specified deadline or until the fulfillment of a specified option or for the total duration of the company, the said titles 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 stipulations of articles 56-58 of Law 4548/2018 shall apply.

4. Extraordinary 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 GM resolution 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. Profit participation percentage 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. The Bank's shares are all registered. They are transferred in compliance with the Law. In the event that the shares are quoted on the Stock Exchange, no titles are issued and the shares are registered with Hellenic Exchanges Holding S.A. without serial numbers and monitored by means of entries in the records thereof (dematerialized 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 recognizes 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 issue of new shares may not be used for the payment of dividends or percentages, but it may: a) be capitalized 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 GM is exercised by the pledger or the usufructuary. The person who, pursuant to the above has the right to vote, is entitles to exercise all other shareholder's non-financial rights.

9. If a title 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 title to a share results to the ipso jure acceptance of the Company's Articles of Association and the GM resolutions.

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

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

ARTICLE 12

1. Every shareholder, wherever he 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 he has not appointed a proxy, the Secretary of the Courts of First Instance of Athens is considered as his proxy to whom any notification shall be made.

CHAPTER C **BOARD OF DIRECTORS**

ARTICLE 13 **COMPOSITION AND TENURE OF OFFICE**

1. The Company is managed by the Board of Directors, consisting of seven (7) to fifteen (15) members, elected by the GM by voting and by absolute majority. The Board's term of office lasts three 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 alinea, 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 till which the next Ordinary GM must be convened and until a relevant resolution is adopted.
2. The Board is composed of executive and non-executive members and independent members in conformance with the terms and consequences of Law 4706/2020, as in force. The capacity of the BoD members as executive or non-executive is determined by the Board. Independent non-executive members shall be elected by the GM or appointed by the BoD in the cases stipulated in par.4, article 9, Law 4706/2020; they shall not be fewer than one third (1/3) of the total number of its members and, in any case, shall not be fewer than two (2). In case of a fractional number, it shall be rounded to the next closest integer.
3. The Directors can be shareholders or not and they are always re-eligible and freely revocable.

ARTICLE 14 **BOARD OF DIRECTORS CONSTITUTION**

The Board of Directors, following its election of Directors by the GM of shareholders, is convened, constituted into a body, and its members elect, in a secret ballot, the Chairman, the Deputy Chairman, the Chief Executive Officer(-s) and/or Designated Director(-s) and their Deputies. 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, following approval by the Bank of Greece or the Capital Market Commission.

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 Deputy Chairman presides at the meetings of the Board.

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

ARTICLE 15

CONVENING OF THE BOARD

The Board of Directors shall be held ordinarily 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 deputy 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 BoD members are present or represented and if no one objects to the resolution adoption.

2. The Board shall meet extraordinarily when the Chairman or the Deputy Chairman sees fit or expedient; or at the written request of at least two (2) of its BoD members to be filed with the Chairman or the Deputy Chairman, the Chairman or the Deputy Chairman shall call a Board meeting 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 convened within the deadline as above, the BoD members who filed the request are allowed to convene 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 BoD members.

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 BoD members are present or represented and no BoD member objects to the meeting being held or to resolutions being adopted thereat.

4. The invitation to the BoD members may stipulate that the BoD meeting shall be held through teleconference as regards some or all members thereof. The BoD may convene in the same way provided that all members thereof agree. In this case the invitation to the BoD members shall include the information and technical instructions necessary for their participation in the teleconference.

In any case, any BoD member may request that the meeting is held by teleconference regarding him, if he 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 deliberate 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. As regards Board of Directors meetings having as an object the preparation of the Bank's financial statements or having on the agenda items for the approval of which the GM is required to decide by increased quorum and majority, pursuant to Law 4548/2018, the Board of Directors shall form quorum, when at least three (3) independent non-executive members are present.

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 a tied vote, 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 authorization addressed to the Board of Directors or by means of a statement which is entered into the minutes.

4. A Director may not be represented at the BoD by a person who is not a BoD member.

ARTICLE 17 MINUTES

1. Board deliberations and resolutions shall be recorded in summary form in a special book, which may be maintained in electronic form also. 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 BoD members 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 Deputy Chairman.

2. Board minutes drafted and signed by all BoD members or the representatives thereof shall be equivalent to a Board resolution, even where no Board meeting has been held. This applies also when all Directors or representatives thereof agree to record their resolution 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 whatever reason a BoD member ceases to be on the Board, the Board elects BoD members to fill the vacancy. The said election by the Board is made by decision of the remaining members, provided that the number of the remaining members shall be at three, and is valid for the remaining term of office of the member replaced. 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 GM, which may replace the Directors elected even if no relevant item is included in the agenda. The actions of the Director elected in the said way are considered valid, even if his election is not approved by the GM.

2. In the event that as a result of resignation, death or forfeiture for whatever reason a member(s) ceases to be on the Board, the remaining members may continue to manage and represent the Company without replacing the missing member(s), provided that the number of the remaining members shall be greater than one half of the members, as the case was before the said events. Under all circumstances, the remaining members may not be fewer than three.

3. Under all circumstances, the remaining members, irrespective of number, may call a GM solely for electing a new Board.

4. A Director who unjustifiably fails to participate in or be represented at the Board meetings for over 6 months shall forfeit his 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 BoD members as well as any General Manager and the Deputy 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 GM following the Board's proposal and following a relevant proposal by the Remuneration Committee. Any other remuneration or benefit paid to a BoD member shall be borne by the Bank only if approved by an ad hoc resolution of the GM, subject to the stipulations 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, Law 4548/2018 and subject to the stipulations of Law 4548/2018 and of the regulatory framework in force.

2. Remuneration paid to BoD members for services provided to the Company on the basis of a special relationship, including but not limited to, under a labor 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 BoD members and any General Manager or the Deputy thereof pursuant to the regulatory framework in force and must also draft a clear and comprehensible remuneration report addressed to the Ordinary General Meeting, pursuant to the stipulations 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 GM 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

AUTHORITIES OF THE BOARD OF DIRECTORS

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

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. It ensures the integrity and efficiency of the accounting systems and the financial statements, including financial and operational audits, the efficiency of internal control and risk management systems as well as the Company's compliance with the applicable legislation in force; it revises the Corporate Governance Policy, the Code of Ethics and the corporate social responsibility policy; it monitors and periodically evaluates the efficiency of corporate governance arrangements of the Bank and takes the appropriate measures to address any deficiencies; it drafts the Company's Internal Regulation as well as the Operating Regulations for the BoD Committees; it approves the Internal Audit

Regulation and the annual internal audit programme; it approves the policy for the nomination of BoD members, the policy for the succession of BoD members and the policy for the evaluation of BoD members; it approves the policy for the appointment and designation of the Company's senior management; it approves the proposals of the Nomination Committee, as well as any changes in the Board; it establishes the Remuneration Policy, it approves the remuneration of the Chairman and the other non-executive BoD members, as well as of the CEO and based on a proposal thereof, of the executive BoD members; it submits a proposal to the GM regarding the approval of external auditors; it approves the policy regarding intragroup relations between the Company and the Group companies, the policy regarding conflict of interest and transactions with associated companies and the policy regarding transactions with associated borrowers; it establishes branches, offices, agencies or other transaction units in Greece or abroad; it convenes the ordinary and extraordinary GMs specifying the items on their agenda; it drafts the annual consolidated financial statements; it approves the interim financial statements and the annual budget; it proposes the distributable dividend to the shareholders and decides on the distribution of temporary dividend pursuant to article 162 of Law 4548/2018; it drafts the Board's annual report and the annual corporate government statement; it decides on the proposals submitted to the GM; it specifies the items on the agenda; it supervises the process of publications and announcements pursuant to the law; it is responsible for the effective supervision of senior management with executive duties within the meaning of Law 4261/2014 and it decides, in general, on all matters regarding the protection and management of the Company's interests and the realization 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, Organizations and Authorities of any nature, any Judicial, Administrative or other Authorities and all International Organizations and all Greek and foreign courts of any instance and jurisdiction.

4. The Board's acts, even if outside the company's purpose, shall be binding for the Bank against third parties, unless there is proof that the third party was, or should have been, aware of such excess of the company's purpose, or taking into account the circumstances it is not possible that the third party was not aware of it. Observance alone of the publication formalities as regards the Company's Articles of Association or amendments thereto not constituting proof.

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

ARTICLE 21

ASSIGNING OF THE BOARD OF DIRECTORS AUTHORITIES

1. The Board may delegate its management and representation authorities, in all 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 mention of the capacity thereof shall be enough, without a company stamp 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 Board resolution an executive committee may be established 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 Board resolution on the committee's establishment.

ARTICLE 22

BoD MEMBERS LIABILITY

1. Every BoD member is 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. Specifically, no such liability exists in the event that the BoD member proves that he 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 GM 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 BoD members and any third party, to which powers have been assigned 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 GM's legal resolutions. They shall manage corporate affairs aiming at the promotion of corporate interest, supervise the execution of the Board and the GM resolutions and inform the other BoD members 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 conformance with the law or, as the case may be, in conformance with the International Accounting Standards adopted under Regulation EC1606/2002 of the European Parliament and the Council (L 243).

4. The BoD members have an obligation of faith to the Company and are prohibited from pursuing their own interests if these interests are contrary to the Company's interests and are obliged to disclose to the other BoD members 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 BoD member shall not be entitled to vote on matters where there is conflict of interest between their company or the company of persons to which such BoD member is related in the sense of paragraph 2 of article 99 of Law 4548/2018. In these cases, resolutions shall be adopted by the other BoD members; if the number

of members who are not entitled to vote results in the absence of quorum, the remaining BoD members, 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 actions pursuant to article 87 of Law 4548/2018, or whose appointment as BoD members 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 GM.

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

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

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 by the law about banking society anonyme companies, are exercised by one or more legal auditors, pursuant to the legislation and the regulatory framework on certified auditors-accountants and consolidated financial statements.

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

3. For the purposes of this Article, certified auditors may be reappointed for up to five (5) consecutive financial years, and may be subsequently appointed anew only after the lapse of an interval of two (2) full 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 GM and Board minutes. The auditors shall also make every necessary recommendation to the Board.

2. Following the end of the financial year the auditors shall audit the Annual Financial Statements and submit a report on their findings to the Ordinary GM. 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 certified 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 obliged to convene an EGM and set the date thereof not later than 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 GM in a period of twenty (20) days as of the date on which the request was served, the GM 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 GM 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 obliged to record in the agenda of the already convened GM additional matters, provided that the Board of Directors receives the relevant request at least fifteen (15) days before the date of the GM. 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 GM and the revised agenda is published in the same way, as the previous agenda, thirteen (13) days before the date of the GM and, at the same time, 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 have the right 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 alinea of this paragraph, at the expense of the Company.

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

4. The Board is not obliged 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 is contrary to the law and to accepted principles of morality.

5. At the request of a shareholder or shareholders representing one twentieth (1/20) of the paid-up share capital, the GM Chairman is obliged to postpone only once the decision-making by an ordinary or extraordinary GM about all or any of the items, and set the date to continue the meeting on the date specified in the shareholders' request; such date shall not be later than twenty (20) days as of the date of the postponement. The GM following a postponement is considered to continue the previous GM and the formalities of the invitation of the shareholders shall not be repeated. Moreover, new shareholders may participate thereat 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) full days before the date of the GM, the Board shall provide the GM with any such specific information on the Company's business as may be requested, insofar as 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 obliged 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 GM, provided it is an Ordinary GM, of the moneys paid by the Company to each BoD member 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 decline to provide 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.

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 GM 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 reason may be the requesting shareholders' representation on the Board pursuant to articles 79 or 80 of Law 4548/2018, provided that the respective BoD members have received the relevant information in an adequate way.

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 rejection by 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 judgment 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 obliged to include in the list shareholders holding up to one per cent (1%) of the share capital.

10. Under all circumstances of the present article, when requesting shareholders exercise their right they are required to produce proof of their shareholder capacity and, except for the cases referred to in the first alinea 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 have the right 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, have the right 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, starting 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 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 accrual basis and the continuation of operations 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 GM, the annual financial statements should bear the signatures of three persons, i.e.:
 - a) the Chairman of the Board or the Deputy Chairman
 - b) the Managing or the Designated Director and should there be no such Director, or should his capacity and the aforesaid persons' capacities be combined into a single person, by a BoD member 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. Should the aforementioned persons disagree on the legality of the method of preparation of the financial statements, they shall submit their objections by letter to the GM.
5. The same aforementioned persons shall also sign the annual management report and the corporate government statement. The Board annual management statement 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 submitted to the Ordinary GM to be approved, 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 submitted.
 - b) the certified auditors-accountants' report pursuant to the stipulations of the regulatory framework in force.

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

Regarding the consolidated financial statements, the consolidated management report and certified 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.MI, pursuant to the 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 stipulations 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 in application of the legislation in force.

2. Net profits, provided that they can be distributed and to the extent that they can be distributed, pursuant to the regulatory framework in force, shall be distributed by GM resolution as follows:

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

b) A percentage shall be deducted to apply towards an ordinary reserve building up, 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 reserve 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 distributed pursuant to the aforementioned, may distributed by GM resolutions.

ARTICLE 29 DIVIDENDS

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

2. Shareholders who are registered in the list of shareholders at a date specifically determined by GM resolution have dividend rights. 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 GM resolution.

3. Interim dividends or percentages distribution is allowed 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 appeared timely to the Company in order to receive the dividends cannot claim interest from the Company.

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

6. By GM resolution adopted by simple quorum and majority, and pursuant to the applicable legal and regulatory framework, profits distributable in the form of dividends can be allocated in the form of shares in Greek or foreign companies, listed in a regulated market, or own shares owned by the company, provided that they are also listed, subject to respecting 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 RESERVE

The ordinary reserve is made up by the aforementioned retained amount which is used exclusively for balancing 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 GM is the sole corporate body vested with the authority to decide on:

- 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 replacement of BoD members and the auditors, except for the referred to in 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 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 distribute, 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 distribute 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

CONVENE A GENERAL MEETING AND THE PLACE THEREOF

1. With the exception of Repeat GMs, the Ordinary or Extraordinary GM shall be called at least 20 calendar days before the date set for it with a Board invitation in accordance with the dispositions of these Articles of Association and Companies Act 2190/1920, as amended. The said 20-day period shall be inclusive of non-working days 4548/2018 but exclusive of the date the invitation to the GM is published and the date the GM is held.
2. The GM 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 GM 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.
4. By relevant BoD resolution, the GM may not convene at a specific location but be held exclusively remotely and the shareholders shall participate therein through electronic means, pursuant to the provisions and stipulations of the legislation in force.

ARTICLE 34

INVITATION TO GENERAL MEETING

1. The invitation to the GM shall include at least the place, i.e. the premises along with the exact address, where the GM 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 under 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 have the right to participate and vote in the GM

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 GMs, the invitation shall be published at least twenty (20) full days before the date set for it by registration in the Company's register in G.E.MI and, within the same deadline, on the Company's website pursuant to the regulatory framework.

4. Invitation to the GM 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 GM being held or taking decisions.

ARTICLE 35 SIMPLE QUORUM

1. The GM 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 GM shall reconvene within twenty (20) days as of the date of the meeting that was canceled, by at least ten (10)

full days' prior invitation to this effect; at such repeat meeting the GM 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 canceled and the repeat meeting.

ARTICLE 36

EXCEPTIONAL QUORUM

1. Exceptionally, with respect to resolutions concerning a change in the Company's nationality, object, an increase in shareholders' obligations, the ordinary increase of the Company's share capital, except for an increase imposed by the provisions of the law or an increase through capitalization of reserves, and concerning a reduction in share capital, unless if the latter is in conformance with paragraph 5 of article 21 or paragraph 6 of article 49 of Law 4548/2018, a change in the profit allocation method, a corporate merger, split-off, transformation, revival, extension of the duration or dissolution of the company, delegation or renewal of powers to the Board as regards a share capital increase pursuant to paragraph 1, article 4, Law 4548/2018, approval of differences in the use of funds raised pursuant to article 22, par.3, Law 4706/2020, distribution of assets pursuant to article 23, Law 4706/2020, and in any other case provided for by the law where the GM 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 GM 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 canceled and the repeat meeting.

ARTICLE 37

PERSONS ENTITLED TO PARTICIPATE IN THE GENERAL MEETING- REPRESENTATION

1. Every shareholder has the right to participate in the GM. Shareholders who are legal persons participate in the GM through their representatives. Shareholders who hold shares without voting rights have the right to attend the GM but they shall not be taken into account regarding quorum formation. A shareholder shall participate in the GM in person or by proxy. A proxy acting for more than one shareholders may vote differently for each shareholder.
2. A shareholder may appoint a proxy for one or more GMs and for a specified period of time. The proxy shall vote according to the shareholder's instructions, if any, and is obliged to observe an archive of the voting instructions for at least one (1) year from the date of the GM or, should the latter be postponed, from the date of the last repeat GM where he used the power of attorney.

If the proxy does not conform with the instructions he was given, this fact shall not affect the validity of the GM 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 GM, 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 mentioned 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 GM. 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 aforementioned 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 who do not conform with the deadline of this paragraph, shall participate in the GM, unless the GM 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 GM (registration date) may participate in the GM (initial and repeat). The said registration date also applies in the event of a postponed or repeat GM, 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 GM, 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 GM may participate in the GM. 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 BoD member may not participate in the GM vote and is not taken into account for the formation of quorum and majority, when the GM resolves on assigning the mandatory audit of the financial statements to a certified 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 GM Chairman may, under his responsibility, 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. BoD members and auditors of the Company have the right to attend the GM.

9. Following a relevant Board of Directors' resolution, shareholders, BoD members, auditors and in general persons who participate in the GM may participate therein remotely through audiovisual or other electronic means, without being physically present at the place where the GM is held, in conformance 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. Following a relevant Board of Directors' resolution, shareholders may participate in the General Meeting vote remotely, by mail or by electronic means;

such vote shall be held before the GM in conformance 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 fulfills such obligation by publishing such information on its website.

2. From the date of publishing the invitation to the GM until the date of the GM, the Company shall make available to its shareholders the information and documents of paragraphs 3 and 4 of article 123 of Law 4548/2018, and it shall also publish it on its website pursuant to paragraph 5 of article 123 of Law 4548/2018.

ARTICLE 39

CHAIRMAN

The Chairman of the Board shall also provisionally chair the GM. Should the Chairman be unable to attend the GM, he shall be replaced by his substitute. A person appointed by the Chairman will act provisionally as Secretary.

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

ARTICLE 40

OVERALL MANAGEMENT APPROVAL

1. By GM resolution 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 BoD members 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 BoD members' liability pursuant to articles 102 et seq. the aforementioned approval is taken into account.

3. BoD members have the right 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 as are representatives of other shareholders, provided that they have received such authorization 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 GM.

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 GM.

ARTICLE 42 MINUTES

1. GM deliberations and resolutions shall be recorded in summary in a special book of minutes. Should a shareholder so request, the Chairman of the GM shall enter a summary of the shareholder's opinion in the minutes. The Chairman of the GM 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 shareholders who were present or represented in the GM is also recorded in this book. The Board shall publish the results of the voting on the Company's website, within five (5) days, at the latest, from the date that the GM 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 GM minutes shall be ratified by the Chairman of the GM or by the Chairman of the Board or the legal substitute thereof
3. Copies of minutes from GM 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 GM meeting.
4. The Company is obliged to provide to its shareholders copies of GM minutes following the shareholders' request.

CHAPTER G DISSOLUTION AND LIQUIDATION ARTICLE 43

1. 1) The Company shall be wound up:
 - a) On termination of its duration as specified herein, unless the GM has decided to extend its duration in line with Articles 36 and 41, par. 2 of these Articles of Association.
 - b) Following a GM resolution adopted pursuant to Articles 36 and 41, par.2 of these Articles of Association. In this case, dissolution takes place by publishing the GM resolution pursuant to the regulatory framework in force.
 - c) By court decision pursuant to articles 165 and 166 of the Law 4548/2018.
 - d) In the event that the license of the Company to operate as a credit institution is revoked pursuant to article 19 of Law 4261/2014.
2. Should 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 convene a GM within six months from the end of the financial year to decide on the Company's winding up or other action to be taken.

ARTICLE 44 LIQUIDATION

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

CHAPTER G
GENERAL DISPOSITIONS

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

As regards any matters not specified in these Articles of Association, the provisions of Law 4548/2018, as in force, and the regulatory provisions in force, as well as other special provisions of the Company Law about credit institutions, that supersede the provisions of Law 4548/2018 shall apply.

True copy of "Attica Bank Societe Anonyme Banking Company"'s Articles of Association as amended by the Bank's Board of Directors resolution of 08-11-2023.

Athens, 8 November 2023

THE CHAIRMAN OF THE BOARD OF DIRECTORS

IOANNIS ZOGRAFAKIS