

Declaration of Corporate Governance

DECLARATION OF CORPORATE GOVERNANCE FOR THE FISCAL YEAR 2017

Introduction

The Bank successfully completed, during the second half of 2016 and by the end of 2017, the implementation of almost all of the recommendations of the ECB-BoG on-site Audit, some of which concerned corporate governance .

As a result, a comprehensive, coherent and modern corporate governance framework has been formulated which includes, among others:

- ✓ The appointment policy of the candidate members of the BoD,
- ✓ The composition and operation of the BoD and its Committees,
- ✓ The responsibilities of the BoD,
- ✓ The assessment policy of the BoD, as well as of the Executive Directors,
- ✓ The supervision and governance of the Bank's risk management system. (Supervision by the BoD - Risk Management Framework - Independence of the Early Warning System),
- ✓ Corporate governance policies, such as: Conflict of Interest Policy, Policy for Trustees with Special Relationship, Training Policy of Members of the BoD, Members of the BoD and Executive Directors Succession Policy.

In addition, the Bank redefined its business model, updated its credit risk management policies, linked the pricing of finance to the risk assumed, and is in the process of radically transforming its processes and its computerized systems.

By incorporating the above, and in accordance with Greek legislation and best corporate governance practices, the Bank has adopted and implements a Corporate Governance Code.

The Code has been posted on the Bank's website

https://www.atticabank.gr/images/attica/files/corporate_governance/Kodikas_Etairikis_Diakivernisis_0420_17.pdf .

1. Board of Directors (BoD)

The BoD is collectively responsible for setting the Group's strategic targets, supervising the Senior and Higher Executives as well as conducting a sufficient and effective control over the Bank in line with defending its general corporate interests and achieving the maximum long-term value within the law.

The current BoD consists of twelve (12) members, three (3) of whom are executive, four (4) are non-executive, four (4) are independent non-executive and one (1) is a representative of the Greek State, appointed in accordance with the relevant provisions of L.3723/2008.

The appointment of the independent members of the BoD as per L. 3016/2002, as applies amended on Corporate Governance, is effected by the General Meeting of the Shareholders.

The Bank's BoD that was elected by the Extraordinary General Meeting of Shareholders on 20 September 2016, was the following:

1. Panagiotis Roumeliotis, Chairman of the BoD, Non-Executive Member.
2. Theodoros Pantalakis, CEO, Executive Member.
3. Athanassios Tsadaris, Deputy CEO, Executive Member.
4. Ioannis Tsakirakis, Deputy CEO, Executive Member.
5. Efstathios Anagnostou, Non-Executive Member.
6. Dimitrios Tzanninis, Non-Executive Member.
7. Charalambos Brilakis, Independent Non-Executive Member.
8. Ioannis Marmangiolis, Independent Non-Executive Member.
9. Georgios Vlachakis, Independent Non-Executive Member.
10. Georgios Panayiotou, Independent Non-Executive Member.
11. Athanassios Stathopoulos, Non-Executive Member.
12. Stefania Georgakakou-Koutsonikou, Representative of the Greek State, in accordance with the relevant provisions of L.3723/2008, Additional Non-Executive Member.

On 31 October 2016 Mr. Efstathios Anagnostou resigned and on 22 November 2016, in replacement of Mrs. Stefania Georgakakou-Koutsonikou who had resigned, Mrs. Zacharoula Papatheodorou was appointed in her stead, by force of the provisions of L.3723/2008 and by force of 2016 regulation 0001614 of the General Directorate of Economic Policy, by decision of the Minister of Economics.

In the BoD which took place on 22 December 2017, Mr Stavros Papagiannopoulos was appointed as a new Non-Executive Member following the replacement of the resigning member, Mr Efstathios Anagnostou.

Following the above changes, the current composition of the Board of Directors is as follows:

1. Panagiotis Roumeliotis, Chairman of the BoD, Non-Executive Member.
2. Theodoros Pantalakis, CEO, Executive Member.
3. Athanassios Tsadaris, Deputy CEO, Executive Member.
4. Ioannis Tsakirakis, Deputy CEO, Executive Member.
5. Dimitrios Tzanninis, Non-Executive Member.
6. Charalambos Brilakis, Independent Non-Executive Member.
7. Ioannis Marmangiolis, Independent Non-Executive Member.
8. Georgios Vlachakis, Independent Non-Executive Member.
9. Georgios Panayiotou, Independent Non-Executive Member.
10. Athanassios Stathopoulos, Non-Executive Member.
11. Stavros Papagiannopoulos, Non-Executive Member.
12. Zacharoula Papatheodorou, Representative of the Greek State, in accordance with the relevant provisions of L.3723/2008, Additional Non-Executive Member.

The BoD is required to make decisions on every act regarding the company Management, the administration of its property and in general the pursuit of the company purposes, with the exception of the issues which, by express provision of the Law or the Articles of Association, come under the responsibility of the General Meeting.

Analytically, the responsibilities of the Bank's BoD are stipulated in its Articles of Association.

Furthermore, in accordance with L.4261/2014, the BoD:

- Bears the general responsibility for the management and operation of managing the administration of the credit institution, and approves and supervises the materialisation of its strategic targets, risk management strategy and internal governance of the credit institution.
- Ensures the adequacy of the accounting systems and of the financial reports, including the financial and operational controls and its compliance with the law and the pertinent standards.
- Monitors the process of the notifications and communications in accordance with the law.
- Is responsible for the effective supervision of the aforementioned administrative executives pursuant to case 9, paragraph 1 of article 3 of L.4261/2014.
- Observes and periodically assesses the efficiency of the institution's corporate governance regulations and proceeds to the due actions to address any insufficiency whatsoever.

The composition of the Bank's BoD is in line with the requirements of the current regulatory framework as to the experience and capabilities of its members.

It has members with internationally recognized experience and expertise in strategically important areas such as banking, auditing, risk management, troubled loan management and restructuring, financial administration, etc.

Moreover, the Bank recognizes the need to strengthen the female gender participation rate in the Board of Directors. and will work in that direction, taking into account the range of candidates available.

The achieved diversity of the members of the BoD contributes effectively to the expression of different opinions, the avoidance of "consensual group thinking" and the constructive dialogue between members so that final decisions can be made through critical review by the non-executive members of the Board to the Management.

The BoD, in the context of the upgrading of Corporate Governance structure and procedures, adopted the following policies:

- Avoidance of Conflicts of Interest Policy,

- Policy for Debtors with a Special Relationship with the Bank and Related Debtors,
- Policy for the Nomination of Members of the BoD,
- Policy and Procedures for the Assessment of the Board of Directors and Committees,
- Performance Evaluation Policy for the CEO and Executive Directors,
- Training and professional development policy of the members of the Board of Directors.
- Succession Planning Policy for members of the Board of Directors and Executive Directors.

1.1. Operation of the BoD

The BoD convenes regularly at least once every calendar month. The issues on the agenda are defined and notified by written invitation to the rest of the members by the Chairman or the Vice Chairman, at least two working days prior to each meeting.

The BoD calls an extraordinary meeting whenever the Chairman or Vice Chairman sees fit or necessary its convocation or whenever the Chairman or Vice Chairman are asked to do so through a written application by at least two members. In such a case, the Chairman or Vice Chairman are required to call the BoD within seven days following the submission of the application.

The application should, under penalty of inadmissibility, explicitly mention the topics for discussion in the BoD. In case the BoD is not called by the Chairman or the Vice Chairman within the said deadline, the members who requested the meeting are permitted to call the board meeting themselves within five (5) days after the lapse of the said deadline of seven (7) days, communicating the relevant invitation to the rest of the BoD members.

The BoD has a quorum and convenes validly when half the Members plus one attend or are represented.

The BoD decisions are validly taken with an absolute majority of the attending and represented Members.

Each Member has one vote. Each Member can represent validly only one Member, through a special written authorization addressed to the BoD or with a statement which is registered in the meeting minutes.

During 2017, the Board of Directors held 22 meetings and the participation of its members stood at 97%.

The main issues addressed by the Board of Directors during 2017 relate inter alia to:

a) Corporate Governance:

- Preparation and convocation of the Regular General Meeting of the Bank's Shareholders.
- Preparation and convocation of the Extraordinary General Meetings of the Bank's Shareholders.
- Approval of the Board of Directors and Committees Evaluation Policy and Procedures.
- Approval of the BoD Members Nomination Policy.
- Approval of executive members of the BoD Performance Evaluation Policy,
- Approval of the BoD Members Training Policy.
- Update of the BoD Committee Chairmen on the scheduling and materialisation status of their work.
- Remuneration issues of the senior executives and Members of the BoD.
- Monthly update on the progress reports/implementation of recommendations from the Bank of Greece/ECB.
- Restructuring and changes in the composition of the BoD Committees. Approval of the BoD Committees regulations,
- Election of new member in replacement of a resigned member,
- Annual Evaluation of the BoD and its Committees.

b) Observation of Business Activities:

- Approval of the Bank's Restructuring Plan.
- Approval of the Annual Financial Statements.
- Approval of the Bank's Recovery Plan and supervision of the implementation of the Business Plan.
- Approval of the Group Strategy Guidelines.
- Monthly monitoring of the evolution of key indexes and sizes.
- Loan portfolio securitisations.
- Approval of the Funding Plan and the Contingency Funding Plan.
- Restructuring plan for Subsidiaries.

c) Risk Management:

- Monitoring of the Risk Appetite Framework.
- Briefing from the Director of the Risk Management Directorate and the Risk Management Committee on the development of the most significant risks.
- Approval of the Early Warning System.
- Approval of the Liquidity Risk Management Policy.
- Update on non-performed exposures.
- Regular monitoring of the liquidity position of the Bank.
- Approval of an updated Credit Regulation.
- Approval of Publications based on Basel III Pillar 3 for the year 2016
- Approval of the Internal Capital Adequacy Assessment Process (ICAAP) and the Internal Liquidity Adequacy Assessment Procedure (ILAAP).
- Briefing on the largest credit exposures and Validation of decisions of the Supreme Credit Committee, in accordance with the Credit Regulations.

1.2. Remuneration and Compensation of the BoD Members

All kinds of remuneration paid by the Bank to the BoD Members, to its managers and internal auditors, as well as the broader remuneration policy of the Bank, are determined with a relevant decision of the BoD and are approved with a special decision of the General Meeting, whenever this is required by the law.

The total of remunerations and any compensations whatsoever of the BoD Members are cited in a separate section of the financial reports of the Bank.

2. BoD Committees

The BoD is assisted in its work by Committees to which it may delegate responsibilities in relation to the Internal Audit System, clearly identifying their duties, composition and operating procedures, ensuring in all cases its internal coherence, complementarity and the required coordination.

The BoD has created the following Committees¹.

- 1 Remuneration Committee.
- 2 BoD Member Nomination Committee.
- 3 Strategic Planning and Communication Committee.
- 4 Risk Management Committee.

Additionally, the BoD is supported in its operations by the Audit Committee, whose members are elected by the General Meeting of Shareholders.

All the above committees update the BoD on their activities by submitting reports at least every three months.

¹ The duties, responsibilities and manner of operation of the BoD Committees are included in the Regulations of Operations of each Committee, as approved by the BoD of the Bank.

2.1. Audit Committee

The Audit Committee (AC) of Attica Bank was established with a view of assisting the BoD in the exercise of its supervisory functions, in the development and the assurance of the operation of an adequate and effective Internal Audit System at the level of the Bank and the Group. The AC is composed of at least three non-executive members of the BoD of the Bank, one of which is independent. The Chairman and the other Members of the AC are appointed by decision of the Shareholders' General Meeting (GM) for a three-year term. The renewal of the mandate or the modification of the AC composition shall always be made by decision of the Bank's General Meeting. In case of resignation of an AC member, the vacancy is filled by decision of the Bank's BoD, which is submitted to the next GM of the shareholders for approval.

Members of the AC must not have parallel positions or properties or engage in transactions that could be considered incompatible with the AC mission. Participation in the AC does not exclude the possibility of participation in other committees of the BoD. The Chairman of AC must have the necessary knowledge and experience to oversee the audit procedures and accounting issues of the AC, while the AC as a whole must have the training and experience required to carry out its task, including knowledge of the Bank's wider operating environment and IT systems.

The AC is in quorum when all its members are present. Decisions are taken by a majority of its members and only AC members have the right to vote. In the event of a unanimous decision on any AC matter, minority views will be recorded in the minutes. AC meetings are held either with the physical presence of its members or via a teleconference / telephone call. An AC member who is unjustifiably absent for three consecutive meetings may be replaced by a decision of the BoD, which shall be ratified at the next General Meeting of the Shareholders.

The AC is secretarially supported by a Bank officer, in specific by a Bank service which is not controlled by the Internal Audit Directorate (IAD). The rapporteur is appointed by decision of the AC. The AC meets regularly within a specific calendar quarter or, extraordinarily, if appropriate. The AC can invite to its meetings any BoD member, any executive of the Bank and its subsidiaries or other persons (employees or partners), whom the AC regards that they can contribute to the execution of its tasks.

By decision of the Extraordinary General Meeting of the Shareholders held on 20.09.2016 the composition of the Committee was the following, which remained unaltered for the year 2017:

- Chairman** : Panayiotou Georgios, Independent Non-Executive BoD Member.
Member : Brilakis Charalampos, Independent Non-Executive BoD Member.
Member : Tzanninis Dimitris, Non-Executive BoD Member.

The responsibilities of the AC are, among others, as follows:

- Monitoring, annual evaluation and submission of proposals for improvement, adequacy and effectiveness of the Internal Audit System (IAS) at the Bank and Group level, based on the findings and observations of the Internal Audit Directorate (IAD), of the external auditors (statutory auditors) and supervisors, as well as the report of the Compliance Directorate.
- Supervising and evaluating the procedures for the preparation of the published annual and interim financial statements of the Bank and the Group and informing the Board of Directors in respect with the observations of the statutory auditors.
- Submitting a proposal to the BoD to select or replace the external auditors and to ensure their independence.
- Suggesting to the BoD the election of the Head of the IAD and assessing the IAD's competence and work.
- Ensuring the independence of the IAD and approving its Regulation of Operations and its amendments.
- The assessment of the IAD's annual audit program and the proposal to internal or external auditors for specific areas where additional audits and specific surveys are required.
- Informing the BoD at least every three months about the IAD project as reflected in its accounts and its findings. The AC studies and evaluates the annual IAD Reports and informs the Board of Directors, for:
 - the adequacy and effectiveness of the IAS at a Bank and Group level,

- the effectiveness and adherence to risk management processes and associated credit procedures, including the policy on provisions,
 - the adequacy of procedures in relation to the internal assessment of the capital adequacy of the Bank,
 - the assessment of the completeness of the process or methodology for calculating the impairment of loans and other assets and any changes during the year.
- Regulatory Compliance Information on Material Changes in regulatory compliance Issues.
 - Annually assessing the adequacy and efficiency of the Policy with a view to dealing with Money Laundering and Terrorism Financing and submitting a relevant report to the BoD, as well generally supervising the proper implementation of the said policy.
 - Updating by the competent Units of the Reports of the Credit System Supervision Division of the Bank of Greece and the Audit Findings by other Authorities (e.g. tax audits).

The Audit Committee accepts confidential or even anonymous written or oral reports and remarks on irregularities or omissions of Executives and Officers or for violations of accounting-auditing practices.

Finally, at each stage of the audit, the Audit Committee is informed on the adequacy and effectiveness of the safeguards that are set to prevent mistakes, misuse of systems and fraudulent actions, and informs the BoD on a periodic basis, but also extraordinarily whenever necessary.

During 2017, the Audit Committee held 17 meetings and the participation of its members stood at 100.00%.

In carrying out its tasks for 2017, the AC, inter alia:

1. Observed the degree of implementation of the corrective actions that the Bank committed to execute in relation to the outcome of the ECB-BoG on-site audit. It monitored the operation of the Bank's SIA through the reports of the IAD's regular, extraordinary and specific audits and the annual audit of the external auditors. It discussed the main issues that emerged and was informed of the corrective measures. AC assessed the SIA, based on the corresponding annual report drawn up by the IAD.
2. Examined and discussed the IAD quarterly reports. AC recommended to the BoD through its periodic reports the implementation of the agreed upon corrective measures following the recommendations of the Internal and External Auditors and the Supervisory Authorities. In particular, it highlighted the need for timely settlement of past outstanding findings and constant compliance with the regulatory and supervisory framework.
3. Examined the Annual Report of the Bank's Chief Executive Officer on Prevention of Money Laundering and Terrorist Financing as well as the Annual Compliance Report for 2016 and prepared its own assessment of the above.
4. Discussed issues related to the interim and annual financial statements of the Bank and the Group with the Heads of the Financial Services and Internal Audit Directorates as well as with the External Auditors. Examined and evaluated the process of preparing the financial statements and the work of the Auditors.
5. Suggested to the Board of Directors the selection and remuneration of the Certified Auditors.
6. Suggested to the Board of Directors the recruitment of an executive for the position of the Director of the IAD following a selection procedure, in accordance with the decision of the Management to move the former Head of the IAD.
7. Discussed and approved the IAD's annual audit program for 2017 and redefined it by monitoring its implementation.
8. Studied the assessment of the Bank's risk areas with a view to drafting the control program for 2018.
9. Made observations and suggestions which are recorded in its quarterly reports to the Board.

2.2. Remuneration Committee

The Remuneration Committee is established and operates in accordance with the applicable regulatory framework and oversees the activities of both the credit institution and its subsidiaries.

The main responsibilities of the Committee are to provide a specialized and independent opinion on remuneration policies and their implementation and to ensure effective alignment of staff remuneration with the risks incurred by the Bank in its overall operation, as well as in the management of its funds and its liquidity.

The Committee consists of at least three (3) non-executive members, while its Chairman is an independent non-executive member of the BoD.

The term of office of the members of the Committee coincides with their term as members of the BoD.

The Chairman and the members of the Committee are appointed by decision of the Bank's BoD, as well as the exact number of its members.

The tasks of the Commission include, inter alia:

- Preparing decisions and proposes to the BoD issues related to the configuration, review and oversight of the remuneration policies of Bank and Group staff, including those that have an impact on the risks undertaken and their management.
- Ensuring compliance with the terms and conditions laid down in the regulatory framework governing the employment relationships of the staff with the Organization, remuneration, and other benefits provided by applicable laws, sectoral and operational Labor Agreements, as well as the best remuneration policies for the Bank and its interests.
- Making suggestions to the members of the BoD on the remuneration of the Management, the executive members and the highest remunerated employees of the Bank and the Group in accordance with the Bank's current policy.
- Supervising directly senior executives' salaries in the Risk Management Unit and the Regulatory Compliance & Corporate Governance Unit.
- Suggesting corrective actions in case it finds a failure to implement remuneration policy or deviations from its implementation.
- Assesses the appointment of external experts on the provision of advisory or support services for policy remuneration.

The Commission was reconstructed and had the following composition as at 31.12.2016:

Chairman : Vlachakis Georgios, Independent Non-Executive BoD Member.

Member : Marmangiolis Ioannis, Independent Non-Executive BoD Member.

Member : Brilakis Charalambos, Independent Non-Executive BoD Member.

Representative of the Greek State: Papatheodorou Zacharoula

Finally, in accordance with the decision of the Board of Directors dated 27.07.2017, the composition of the Committee was formed to four members and consists of four non-executive members of the BoD, who are independent with a permanent observer the representative of the Greek State, and regular participation of Human Resource Management executives, as described below:

Chairman : Vlachakis Georgios, Independent Non-Executive BoD Member.

Member : Marmangiolis Ioannis, Independent Non-Executive BoD Member.

Member : Brilakis Charalambos, Independent Non-Executive BoD Member.

Member : Tzanninis Dimitris, Non-Executive BoD Member.

Representative of the Greek State: Papatheodorou Zacharoula

During the year 2017, the **Remuneration Committee** held 5 regular and 3 extraordinary meetings and the participation of the members stood at 100%.

The most important issues for the Committee in 2017 were, inter alia:

1. Updating and modernization of the Bank's and Group's Rewards Policy based on the pre-existing preparation by an internal working group as well as on the best practices of the Greek market.
2. Policy alignment with the current regulatory framework and in particular the incorporation of recent regulatory developments brought about by MiFID II / MIFIR as from 03.01.2018.
3. Configuration and implementation of a single Benefits Policy based on the same principles of transparency and rational operation with the new Revenue Policy, and is in line with the current Collective Labor Agreement.
4. Overview and review of the Remuneration of the Executive Members of the BoD.
5. Overview and review of fees of non-executive members and participation in committees of the BoD.

6. Preparation of material and recommendations to the BoD on matters relating to remuneration and are subject to the approval of the General Meetings of the Bank's shareholders.
7. Review of Health and Hospital Coverage Programs.

2.3. BoD Members Nomination Committee

The BoD Members Nomination Committee is responsible for (a) identifying, designating and submitting candidates for nomination to the Board of Directors. and (b) assessing the adequacy, efficiency and effectiveness of the Board of Directors.

The Committee consists of at least three (3) non-executive members of the BoD, of whom at least the Chairman must be an independent non-executive member.

The term of office of the members of the Committee coincides with their term as members of the BoD.

The Chairman and the members of the Committee are appointed by decision of the Bank's BoD. The same applies for the exact number of its members.

Responsibilities of the Committee

The responsibilities of the Committee include among others:

- Planning and coordinating the implementation of the process of determining and selecting the candidate members for the BoD and its committees.
- Describing the particular skills and qualifications required for covering the BoD member posts and estimating the necessary time which should be devoted to the said post.
- Periodically assessing (at least on an annual basis):
 - o The structure, size, composition and performance of the BoD and submitting recommendations as to any changes it deems to be necessary.
 - o The BoD members' combination of range, expertise, skills and experience per topic on a personal and collective level.
- Periodically re-examining (at least on an annual basis):
 - The Bank's BoD Member Nomination Policy.
 - The Bank's Higher Administrative Executives Selection and Appointment Policy.
- Ratifying the appointment of higher administrative executives.
- Submitting proposals to the BoD about the diversity policy to it.
- Re-examining semi-annually the independence of independent non-executive members of the BoD.
- Observing, on a quarterly basis, the attendance of the members in the BoD and its committees.
- Re-examining annually any other significant commitments of the BoD members outside the Bank.
- Evaluating existing or potential conflicts of interest between the members of the BoD and the Bank, including transactions of BoD members with the Group, and submitting relevant reports to the BoD.
- Drawing up and materialising a program of induction for the new BoD members and periodically training the current BoD members.
- Re-examining periodically the succession planning for the higher management executives and submitting a relevant report to the BoD.

Finally, by decision of the BoD on 20 September 2016, the Committee was reformulated as follows:

Chairman : Marmangiolis Ioannis, Independent Non-Executive BoD Member.
Member : Vlachakis Georgios, Independent Non-Executive BoD Member.
Member : Stathopoulos Athanasios, Non-Executive BoD Member.
Advisory Member, without the right to vote – Makedos Konstantinos (Chairman of TSMEDE).

By decision of the BoD on 27 July 2017, the Committee was reformulated as follows:

Chairman : Marmangiolis Ioannis, Independent Non-Executive BoD Member.
Member : Vlachakis Georgios, Independent Non-Executive BoD Member.
Member : Stathopoulos Athanasios, Non-Executive BoD Member.
Member : Brilakis Charalambos, Independent Non-Executive BoD Member.

Operation of the Committee

The BoD Members Nomination Committee, in 2017 held 6 meetings and the participation of its members stood at 100%.

In carrying out its tasks during 2017, the Committee, inter alia:

1. Suggested to the BoD the approval of a new member.
2. Elaborated and proposed to the BoD for approval the following policies:
 - i. Policy and Process of Evaluation of the Board of Directors and its Committees.
 - ii. Performance Evaluation Policy for the Chief Executive Officer and the Executive Managing Directors.
 - iii. Succession Planning Policy for members of the Board of Directors and Chief Executives.
 - iv. Policy of Training and Professional Development of the members of the Board of Directors.
3. Supervised the preparation and recommended for approval to the Board:
 - i. Of the Annual Corporate Governance Statement,
 - ii. The Code of Corporate Governance.
4. Reviewed the independence of independent non-executive members of the Board of Directors.
5. Validated the recruitment of new Executive Directors.
6. Reviewed the participation of the members of the BoD in the meetings of the BoD and its Committees. For the year 2017, the Committee unanimously concluded that the participation of all members of the BoD in its meetings as well as in the meetings of its Committees, was satisfactory.
7. Has been responsible for the design and implementation of the Introductory Training Program for the members of the Board of Directors.
8. The Committee has commenced an annual evaluation of the overall performance of the Board of Directors and its Committees with the support of a dedicated external consultant, as well as evaluating the performance of the CEO and senior executives. The Evaluation is underway and will be completed in the first quarter of 2018.

BoD Members Nomination Committee Policy

The BoD Members Nomination Committee Policy determines the criteria and the procedure for selection and appointment of the Candidate Members of the BoD.

The BoD with the assistance of the Members Nomination Committee, nominates candidates who meet the following cumulative criteria:

Fit and proper criteria

- Good reputation, honesty, integrity and credibility.
- Experience and work experience,
- Independence of thought.

Absence of Conflict of Interest - Incompatibility of BoD members

Dedication of Time

Desirable features of members of the BoD

Candidates are desirable to have one or more of the features listed below, and the BoD to cover collectively the following characteristics:

- i. Financial (theoretical and practical) experience in the banking sector.
- ii. Financial (theoretical and practical) experience in auditing and accounting.
- iii. Regulatory framework and governance.
- iv. Risk management.
- v. Strategy.
- vi. Leading profile.
- vii. The willingness to constructively argue in the decision-making of the BoD.
- viii. Independence.
- ix. Achieving a good balance between men and women as members of the Board

The BoD Members Nomination Committee Policy is approved by the BoD and updated at least annually.

2.4. Strategic Planning and Communication Committee

The Strategic Planning and Communication Committee aims to assist the Board of Directors in drafting the Bank's strategy guidelines with a view to improving the efficiency of its operations.

In this context, it supervises the implementation of the Business Plan and proposes and decides on any issue of strategic importance to the Bank.

In addition, it is the Institution for the formulation of the Communication Policy and the information of the Investors.

The Strategic Planning and Communication Committee supports the Board of Directors. regarding the preparation and implementation of the strategic planning of the Group.

The Strategic Planning and Communication Committee consists of at least five (5) members of the BoD (executive and non-executive) as well as a number of non-voting members. The Chairman of the Committee is appointed by the Chairman of the BoD. The number of the members, the Chairman and the composition of the Committee shall be determined by the Bank's Board of Directors.

The responsibilities of the Committee are, among others, the following:

- Suggesting the determination of the basic long-term targets of the Bank and developing its mid-long-term strategy, in alignment with the directives and targets set by the BoD.
- Drawing up the business plan of the Bank and the annual budget and proposing it to the BoD, as well as monitoring their implementation.
- Revising the basic targets and re-examining the important business decisions before they are submitted for approval to the BoD within the framework of drafting the annual budget. Monitoring the Bank's strategy, providing updates on the main performance indexes which are related to or affect the said strategy and submitting proposals to the BoD about any remedial action.
- Assessing the proposals for transforming the business and operational model of the Bank (strategic co-operations, takeovers or acquisitions, capital increases etc.)
- Updating and supervising the strategic tasks of the Bank, as provided by its business plan or required by the institutional and regulatory framework.
- Supervising the communication with analysts and institutional investors, the broader promotion of the Bank towards the public (investors, clients etc.) and developing effective relations with them.

On 31.12.2016 the composition of the Commission was as follows:

Chairman : Roumeliotis Panagiotis, BoD Chairman.
Member : Pantalakis Theodoros, CEO.
Member : Tsadaris Athanassios, Deputy CEO, Executive BoD Member.
Member : Vlachakis Georgios, Independent Non-Executive BoD Member.
Member : Tzanninis Dimitris, Non-Executive BoD Member.
Member : Triantafyllopoulos Georgios, Head of the Restructuring Office.
Member : Anagnostopoulos Dimitris, Director of the Risk Management Directorate

Rapporteur: Polyxeni Triantafyllou, Head of Strategic Planning & Communication.

The composition of the Committee changed after a series decisions of the Bank's BoD and therefore on 31.12.2017 the composition of the Committee was as follows:

Chairman : Roumeliotis Panagiotis, BoD Chairman.
Member : Pantalakis Theodoros, CEO.
Member : Tsadaris Athanassios, Deputy CEO, Executive BoD Member.
Member : Tsakirakis Ioannis, Deputy CEO, Executive Member.
Member : Vlachakis Georgios, Independent Non-Executive BoD Member.
Member : Tzanninis Dimitris, Non-Executive BoD Member.
Member : Marmangiolis Ioannis, Independent Non-Executive BoD Member.
Member : Triantafyllopoulos Georgios, Head of the Restructuring Office
Member : Anagnostopoulos Dimitris, Director of the Risk Management Directorate
Member : Koutsoyiannis Nikolaos, Chief Financial Officer,
Rapporteur: Tsekoura Ioanna, Deputy Director of the Deputy Directorate of Statutory Bodies and Management

During 2017, the **Strategic Planning and Communication Committee** held **10** meetings, in full quorum, with the following main issues:

1. Regular update on the progress of implementation of the recommendations of the Governing Council / ECB's findings.
2. Review and approval of the Bank's Restructuring Plan and monitoring of its acceptance process by DG Comp.
3. Monitoring of the progress of implementation of the Bank's Business Plan and Budget.
4. Consideration and approval of the Funding Plan and the Action Plan to improve the Bank's liquidity.
5. Consideration and monitoring of the restructuring plan of the Subsidiaries of the Bank.
6. Regular monitoring of the investor-finding plan to manage the denounced loan portfolio.
7. Consideration of co-operation with an external partner in the field of IT support as well as in the management of the Bank's loan portfolio.
8. Monitoring of the Bank's contacts with potential investors as well as with the European Investment Bank, the European Bank for Reconstruction and Development and the Black Sea Trade and Development Bank.
9. Consideration of the Updated Credit Regulation.

2.5. Risk Management Committee

The Risk Management Committee is responsible for monitoring the risks undertaken by the Group through its activities.

In carrying out its tasks, the Commission shall, inter alia:

- Supervises the development and implementation of an appropriate risk management framework, which includes specific limits of tolerance or risk taking.
- Checks the pricing of the provided services, taking into account the business plan and the risk taking framework of the institution.
- Recommends to the BoD, when it sees fit, revising the Risk Management Policy and the Credit Policy of the Group, following a recommendation of the Head of Risk Management.
- Assesses annually the adequacy and efficiency of the risk management policy of the Bank and the Group and in particular the compliance with the specified level of tolerance, the adequacy of the limits, the adequacy of the forecasts and the overall adequacy of own funds.
- Ensures that there are proper supervision and control mechanisms for the monitoring and effective management of NPEs and NPLs.
- Formulates proposals and remedial action to the BoD, in case it detects an inability to materialise the strategy developed for the credit institution's risk management or any divergence in its implementation.
- Provides for issues which concern the Group's relationship with Related Parties.
- Ensures the development of an internal system of risk management.
- Sets the principles which govern risk management as to their detection, prediction, calculation, monitoring, control and handling, in line with the current applicable business plan and the sufficiency of available resources. In the case of deficiencies in the technical infrastructure and

staffing of the Risk Management Unit, the Risk Management Committee suggests to the BoD the strengthening of the Risk Management Unit in order to respond to its work.

- Forecasts the conduct of at least annual stress tests about the market, credit balance and liquidity risks, and of analogous techniques for the operational risk.
- Guides the Risk Management Unit through the preparation of the Quarterly Risk Report, which covers all risks to which the Bank is exposed, includes evaluations and proposals for actions as well as information on the Bank's transactions with related parties. The Committee discusses extensively and evaluates the above mentioned report of the Risk Management Unit and presents to the BoD the relevant conclusions and suggested actions.
- Informs the BoD (at least every three months) about the work done by the Committee and the most important risks undertaken by the Group, assures the BoD about their effective handling and suggests any necessary actions it sees fit.
- Ensures the development of appropriate early warning systems and monitoring and control mechanisms for the monitoring and effective management of high risk credits.

The composition of the Risk Management Committee consists of at least 3 (three) non-executive members of the BoD with sufficient knowledge and experience in the field of risk management, of which 1 (one) is appointed as Chairman. At least one (1) member of the Committee is an independent member of the BoD. The Chairman and the composition of the Committee are appointed by the Board of Directors of the Bank. The Chairman of the Committee may not be the Chairman of the Audit Committee. The members of the Committee have the appropriate knowledge, skills and expertise required to carry out their duties. The term of the members of the Risk Management Committee is three years and it is altered by decision of the BoD.

The Committee meets regularly at least once a quarter or even exceptionally when, at the discretion of its Chairman, it is imposed by the circumstances or immediate decision-making is required. The Committee is in quorum when all three members are present at the meeting and, if composed of more members, when half of them plus one additional member are involved.

Finally, by decision of the BoD on 20 September 2016, the Committee was reformulated as follows:

Chairman : Tzanninis Dimitrios, Non-Executive BoD Member
Member : Marmangiolis Ioannis, Independent Non-Executive BoD Member.
Member : Panayiotou Georgios, Independent Non-Executive BoD Member.
Member : Brilakis Charalampos, Independent Non-Executive BoD Member.

By decision of the BoD on 27 July 2017, the Committee was reformulated as follows:

Chairman : Tzanninis Dimitrios, Non-Executive BoD Member
Member : Marmangiolis Ioannis, Independent Non-Executive BoD Member.
Member : Panayiotou Georgios, Independent Non-Executive BoD Member.
Member : Brilakis Charalampos, Independent Non-Executive BoD Member.
Member : Vlachakis Georgios, Independent Non-Executive BoD Member.
Representative of the Greek State: Papatheodorou Zacharoula

During 2017, the **Risk Management Committee** held 14 regular meetings and the participation of its members stood at 93%.

In carrying out its tasks, the Committee, during 2017, inter alia:

1. Monitored the implementation of the Risk Assurance Framework.
2. It approved the Early Warning System, the Reports on the Internal Capital Adequacy Assessment Process (ICAAP) and the Internal Liquidity Efficiency Assessment Process (ILEAP).
3. Monitored and informed the BoD on the levels and evolution of the main risks faced by the Bank.
4. Supervised the design and adaptation of the Bank to IFRS 9.
5. Was continuously involved in monitoring the liquidity of the Bank and the objective of reducing dependence on E.L.A.
6. Discussed the Bank's 2018 Stress Test plan.
7. Ensured the control of the correct adherence to the new Pricing Policy.
8. Was updated and reviewed the Policy and Actions of the Non-Performing Loans.

9. Approved the update of the Credit Regulations and examined its compliance.

Administrative Committees and Councils²

3.1. Executive Committee

The Executive Committee monitors and ensures the proper and effective operation of the Bank for the materialization of the policy, the business plan and the budget, as those have been approved by the BoD. It consists of nine (9) members at least, one of whom shall be the Managing Director who shall be appointed as its Chairman. Among others, the Committee has the following duties:

- Elaborates the strategy and formulates the Operational and Annual Budget Plan proposal before they are discussed in the Strategic Planning and Communication Committee.
- Amplifies the materialization of the strategy by co-ordinating the actions of the Bank Units.
- Observes the achievement of targets on a Bank and Unit level, examines any divergence, decides on remedial actions and provides instructions to the relevant organizational structures.
- Determines the policy of developing the networks and the Group.
- Ensures that the risk management guidelines are integrated in the Bank's operation and in the budget.
- Decides the approval limits of investments and expenditure of the competent bodies.

It regularly convenes at least twice a month or extraordinarily, when, according to the Chairman's judgment, it is imperative from the current circumstances or when specific decisions have to be taken immediately.

The Committee has a quorum when the number of attendants at the meeting exceeds half of its appointed members, and in case the number of the attending members is not lower than five (5), among whom the Chairman or his replacement should necessarily be present, as prescribed in the cases of his replacement. The decisions of the Committee are made by majority by its present members, as long as the Chairman agrees with them. In case of a tie, the Chairman has a casting vote.

3.2. Default Management Committee

Attica Bank, within the framework of alignment with the Executive Committee's Act no. 42/30.05.2014 of the Bank of Greece, the Executive Committee's Act no. 47/09.02.2015 of the Bank of Greece and the Executive Committee's Act no. 102/30.08.2016 of the Bank of Greece, has established and operates a management body to observe defaults (DMC). This consists of three executive bodies and has the appropriate degree of independence in relation with the other operational structures of the Bank and especially in relation with the credit operations and the operation of the management of performing loans of the portfolio. Its responsibilities are described in the regulatory framework of the Supervisory obligations about the management of NPEs and NPLs, as applicable. These include, among others:

- The centralized processing of all internal reports regarding the operation of defaults.
- The formulation of the appropriate rescheduling types or final settlement per loan sub-portfolio and the monitoring of their efficiency, through appropriate performance indicators.
- The formulation and substantiation of the criteria, which will examine the long-term viability of each type of rescheduling or final settlement (creating and using special tree charts).
- The determination of the parameters and the range of responsibilities of bodies and persons involved in the evaluation of the viability and suitability of the proposed settlement type and the subsequent monitoring of its implementation.
- The planning, monitoring and evaluation of the pilot settlement programmes, in collaboration with the business units.
- Decision-making about the content of the reports submitted to the Bank of Greece, before those are sent to it. Also, reviewing the data thereof.

² Information on the duties, responsibilities and operation of the Administrative Committees and Councils are included in their Operating Regulations, as approved by the Bank' BoD.

The Default Management Committee convenes upon communication of its members, once every three months or extraordinarily whenever it is deemed necessary about special issues, with a respective invitation from its Chairman. The Council convenes validly with an attendance of two of its three members, either with physical presence in the meeting venue or any other venue through the use of web-conferencing and teleconferencing technologies. Furthermore, the Default Management Committee had the capacity to invite to its meetings Bank executives that do not form part of its composition, in order to facilitate its work.

3.3. Assets Liabilities Committee (ALCO)

The Assets-Liabilities Committee (ALCO) consists of three regular members, one of whom is the respective Chief Executive Officer of the Bank and is designated as its Chairman and by non-voting advisers. Regular members may be either executive members of the Board of Directors or executives of the Bank. ALCO develops the Bank's and the Group companies' policy in issues of structuring, pricing and managing the Assets and Liabilities. Moreover, it monitors the economic developments and the basic operational premises, based on which the Bank develops its policy.

Among others, ALCO:

- Determines the framework of undertaking and offsetting liquidity and interest rate risks by using the appropriate tools.
- Develops the overall interest rate policy of the Bank and the companies of the Group.
- Determines and supervises the implementation of the internal pricing system for the Bank's treasury and establishes the policy of internal pricing between deposit/credit units.
- Approves the liquidity contingency plan and sees to differentiate between the sources of extracting Bank wealth.
- Approves the stress test and examines the results from the implementation of scenarios for extreme changes in the capital markets.
- Evaluates and approves the circulation of new deposit or loan products as well as the stretch of the Bank's new products and services that comply with its strategic planning.

The Committee regularly convenes every month or extraordinarily more often whenever it is deemed necessary by its Chairman because this is imposed by the market circumstances or when it is imperative to make major decisions. The Committee has a quorum when the number of attendants at the meeting exceeds half of its appointed members, and in case the number of the attending members is not less than three (3), among whom the Chairman should necessarily be present, as prescribed in the cases of his replacement. The decisions of the Committee are made by majority by its present members, as long as the Chairman agrees with them. In case of a tie, the Chairman has a casting vote.

3.4. Senior Credit Committee

The Senior Credit Committee is the Supreme Approval Committee of the Bank for the total of its credits, performing or in default, as well as for other special relevant cases. It consists of at least three (3) main members, as well as other advisory members lacking the right of vote. A Senior Executive of the Bank is appointed Chairman of the Committee. His post level must be at least Deputy CEO. The Chairman may be a separate one depending on the case, for performing credit cases and for default issues. The composition of the Committee is determined by the BoD or the CEO, in line with the responsibilities and authorisations it has been assigned by the BoD. It operates within the framework of what is prescribed in the applicable Credit Regulation and it evaluates and decides on the requests submitted by the competent Directorates for both performing or defaulted credits.

The Committee regularly convenes at least once a week or extraordinarily more often whenever it is deemed necessary by its Chairman because this is imposed by the market circumstances or when it is imperative to make major decisions. The Committee has a quorum when the number of attendants at the meeting exceeds half of its appointed members, among whom the Chairman should necessarily be present along with the advisory member which regards the Head of the Credit Risk Directorate, if they are not included in the present members of the Committee. The decisions of the Committee are made by majority (which consists of at least two members) by its present main members, as long as the Chairman agrees with them. In case of a tie, the Chairman has a casting vote.

General Meeting

The General Meeting is the supreme body of the Bank, representing the shareholders and being entitled to deciding on every corporate issue. Its decisions about all issues are binding for all shareholders, even for those who were absent from the meeting or disagree with the decisions made.

The procedures and rules of convergence, participation and decision-making from the General Meeting, as well as its responsibilities, are regulated analytically in the provisions of the Bank's Articles of Association, as it stands amended and of Codified Law 2190/1920.

The General Meeting is the only competent body to decide on:

- Amendments to the Articles of Association, including capital share increases or decreases. The decisions on the amendments to the Articles of Association are valid unless they are explicitly prohibited in the Articles.
- The election or replacement of BoD Members and auditors, except the case of hereby article 18, paragraph 1 on the election of consultants in the case of consultants who resigned, deceased or lost their title in any other way whatsoever.
- The approval of the annual financial reports of the Bank.
- The distribution of annual profits.
- The granting of bond loan, without prejudice to article 8, paragraph 2 and 4 hereby.
- The merger, demerger, conversion, revival, extension of duration or dissolution of the Bank.
- The appointment of liquidators.
- Any other issue not provided in the Bank's Articles of Association.

Concerning the rights of shareholders in the Bank's General Meetings, there shall apply and be implemented what is stipulated in article 6 of L.3884/2010, which amended Codified Law 2190/1920 in combination with what is set out in the Bank's Articles.

Internal Audit System (IAS)

A primary consideration of the Bank is the development and constant upgrade of the Internal Audit System, which constitutes a total of adequately substantiated and detailed recorded auditing mechanisms and procedures, integrating the best principles of corporate governance and covering on a continual basis every activity and transaction of the Bank, contributing to its effective and safe operation.

The establishment of the Internal Audit System aims to:

- Consistently materialise the operational strategy of the Bank and the Group with the effective use of the resources available at any given time.
- Recognize and manage the undertaken or potential risks.
- Ensure the completeness and reliability of data, which are indispensable for drawing up reliable financial reports in accordance with the International Accounting Standards and in general for the accurate and timely definition of the Bank's financial state.
- Comply the operation of the Bank with the applicable legal and regulatory provisions as well as with the provisions of its policies and procedures established as in force.
- Identify, treat and monitor systematically all risks involved, including operational risk.
- Preserve the Bank's assets, separately and analytically observe and maintain the assets of its clients and safeguard the interests of the Bank, its shareholders and the parties that transact with it.
- Constantly control the operations and activities that are assigned to third parties, in accordance with the special provisions of the Outsourcing Policy.
- Conduct periodical or even extraordinary audits from the competent units of the Internal Audit Directorate, so as to ascertain the consistent implementation of the provided rules and procedures from all the service units of the Bank, offering simultaneously the possibility to service units to develop self-evaluation methods.

The General Committee is assisted in its work by the Audit Committee. The Audit Committee evaluates the adequacy and efficiency of the Internal Audit System on an annual basis and develops a strategy to

improve it, taking into consideration the findings, proposals and comments made by the Internal Audit Directorate, as formulated through its auditing operations, which submits an annual report on the adequacy and effectiveness of the Internal Audit System.

The Internal Audit System is implemented on several levels:

- The first level includes all the control mechanisms/safety valves that have been placed in the Bank's workflow, as well as the mechanisms for monitoring their compliance. These control mechanisms have been integrated into the Bank's procedures to ensure that the operations are carried out smoothly, the risks undertaken are effectively addressed and the final outcome of the business is in line with the Bank's objectives. Responsibility for the observance of the existing procedures and their proper functioning at the first level belongs to the executive officers of the Bank.
- The second level includes actions aimed at objectively assessing the efficient and effective operation of control mechanisms by personnel independent of the one responsible for carrying out the work, such as compliance, risk and back office support
- The third level is implemented by the Board of Directors of the Bank, which has the ultimate responsibility for the implementation, maintenance and supervision of the Internal Audit System. The Management and the Board of Directors of the Bank are responsible for the design, implementation and operation of an IAS which will support the Bank's strategic objectives.
- In this context, the Board of Directors:
 - Ensures an internal environment that recognizes the importance of the audit function and has established an organizational structure that facilitates the efficient operation of the IAS,
 - Clearly defines operational objectives and policies in line with the acceptable limits on the type and level of risks undertaken and has set up realistic operational action and budget plans which must be understood by all those involved in their implementation.
 - Ensures that the Internal Audit System is applicable to all the Bank's business units and ensures that an effective Internal Audit System exists in each Subsidiary.

The Bank's Internal Audit System is supported, in accordance with the applicable institutional framework, by a thorough Management Information and Communication System. The latter's operation ensures the uniform collection and processing of data (based on recorded procedures) as well as the timely distribution, accuracy, reliability and integrity of the information and consequently the effective, timely and valid update of every administrative body of the Bank. The Bank puts special emphasis on the planning and constant development of the Management Information System, whose efficiency is deemed necessary for decision making when managing the undertaken risks.

Audit Units

The Bank has specialized audit units that act independently within the law, while based on the best international practices, aiming at the maximum transparency in the organization's operation.

6.1. Internal Audit Directorate

The Group's Internal Audit Directorate (IAD) has unlimited and unannounced access to managerial and computerized data and information, functions, information systems, assets and staff of all levels of the Bank, including those concerning the subsidiaries.

The IAD reports administratively to the Audit Committee (AC) on its operating issues, while for management issues it reports to the CEO. It operates independently without any interference in the selection, handling and communication of its audit work. The AC and the Board of Directors, among others, approve all decisions concerning the recruitment or replacement of the Internal Audit Director, evaluate (in terms of efficiency and quality) the quality and effectiveness of the IAD work and are informed by the Group Internal Audit Director about the progress and the results of the audit work.

Its activities are organized in five (5) Audit areas:

- Central Services & Subsidiaries (including the coordination and supervision of the Internal Auditors of the Subsidiaries),
- Information Systems of the Bank,
- Network Branch Operations,

- Credits, focusing on the Bank's Credit Risk taking or Credit Risk management at a Branch or even at a Central Offices level of the Bank,
- Remote Control, Data Analysis & Support Services of the IAD (conducting remote controls using electronic media, managing the process of re-examinations in collaboration with the auditors involved in the audits and production of reports to the Audit Committee, Management and Supervisory Authorities) .

The IAD has adopted and maintains a Code of Conduct, which includes the Principles relating to the profession and Internal Audit Practice, as well as the Rules of Conduct to be followed by internal auditors. The IAD is refraining from approving any kind of transaction other than those provided for the operation of the Directorate itself.

The IAD has detailed listed audit objectives, audit plans and procedures and an appropriate methodology for conducting them in order to form an independent and substantiated view on the adequacy and effectiveness of the IAS at Bank and Group level. It establishes an annual program of audits based on risk assessment and has follow-up mechanisms to the recommendations of all kinds of audits (internal auditors, external auditors, supervisory authorities, tax authorities, etc.) and information of the Management of the Bank for the course of the corrective actions. The implementation of the corrective actions is the responsibility of the Executive Director and the relevant executives and officers.

At the same time it participates in the design of new products and processes in order to integrate the appropriate control mechanisms. Finally, the IAD monitors, investigates and processes with special caution any anonymous reports recorded through the whistle-blowing channel, whose operation has been updated by all its staff.

In order to carry out its work, the IAD ensures that its staff is trained so as to ensure that it can carry out its work properly and effectively. IAD encourages its staff to acquire recognized professional certifications related to the subject of auditing (CIA, CFSA, CFA, CFE, CISA or other equivalent professional certification), which help to maintain the high level of its work. Education and continuing professional training are covered by a specific procedure.

The IAD may cooperate with third parties (inside or outside the Bank) when it is deemed necessary in order to carry out its work (e.g. due to lack of professional staff, technical expertise, etc.). Any cooperation with third parties is approved in accordance with the Bank's regulations, taking into account the professional qualifications and the credibility of the third party. In any case, the Head of the IAD has ultimate responsibility for the audit reports.

In fulfilling its obligations, the IAD informs the BoD in writing, through the Audit Committee, and the Management at least every three months, on the main findings of the audits carried out and its respective recommendations. It also submits an annual evaluation report on the adequacy and effectiveness of the IAS to the Bank and its subsidiaries, the effectiveness and adherence to risk management processes and associated credit procedures, including policy forecasts (with an indication of any uncovered risks), the adequacy of procedures in relation to the internal assessment of the Bank's capital adequacy and the assessment of the completeness of the process or methodology for calculating the impairment of loans and other assets during the year. Upon completion of the above, the annual report is submitted to the Bank of Greece. Also, the IAD submits to the Management and through the Audit Committee to the BoD the annual report on the operation of Information Technology Systems under the BoG Governor's Act No. 2651/20.01.2012, which is also submitted to the Bank of Greece.

6.2. Compliance and Corporate Governance Directorate

The Compliance and Corporate Governance Directorate prevents and effectively manages the risks of non-compliance of the Bank and the Group's companies with the applicable legal and regulatory framework that governs their operation. For this reason it has the right of uninhibited access to all the data, accounts and information of the Bank and its Group that are considered to be necessary for the fulfillment of its mission.

The Management is administratively independent from all of the Bank's other Offices and reports to the CEO while its composition and structure as well as the placement of the Director / Head of the Unit are defined by the BoD.

In matters that require legal advice, (such as the interpretation of laws, the implementation of a regulatory provision, the delivery or non-delivery of data, the imposition of sanctions on the bank etc.), the Directorate is supported by the Legal Services Directorate of the Bank, the Legal Advisor and Legal Partners of the Bank and its subsidiaries. Among others, it co-operates with the Human Resources Directorate and the Directorate of Staff Training and Establishment of Policies, Regulations, Procedures, Circulars and other Guidelines.

The Compliance Officer as well as the Directorate's staff cannot hold any other position and/or have any other activity whatsoever inside or outside the Bank which conflicts their obligations, role and duties.

The basic operations of the Directorate are the following:

- It makes proposals to the Management about issues concerning the development and materialization of the Bank's and Group's policy in the field of compliance and corporate governance, taking into consideration the applicable institutional framework.
- It issues guidelines which are relevant to the adjustment of the internal procedures and the Internal Operation Regulation of the Group to the legal and regulatory framework.
- It monitors and checks the regulatory compliance of the separate Units and informs the Management and the BoD of the Bank for any significant breach or deficiency that arises.
- It sees to the timely and constant update of the employees in the Bank and the Group about the developments in the regulatory framework which is relevant to their responsibilities, by establishing appropriate procedures and training programmes.
- It establishes and implements the appropriate procedures and develops an annual programme with a view to achieving on time the full and constant compliance of the Bank and the Group companies to the applicable regulatory framework, the Articles of Association and the Internal Operations Regulation and prepare an activity report.
- It adheres (with the appropriate procedures) to the deadlines for the fulfillment of the commitments prescribed in the applicable regulatory framework and offers the relevant confirmation to the BoD.
- It coordinates the work of the compliance officers of the internal Services, Units and Group companies, so that they fully comply with the applicable provisions.
- It ensures that the Bank develops appropriate Policies and complies with the legal framework for the prevention and suppression of money laundering and terrorist financing.
- It ensures that the Bank complies with data protection rules.
- It provides for the provision of data and the safeguarding of the Public State's interests in cases of tax evasion, in accordance with the applicable framework.
- It proposes establishing internal Codes of Ethics and sees to their faithful implementation.
- It participates in the bodies which approve new systems, products, agreements, operations, regulations, circulars and procedures in issues that regard making business decisions so as to ensure their compatibility with applicable rules and Codes of Ethics. It draws and then provides information and data to the Supervisory, Regulatory, Judicial, Tax or other Authorities.

6.3. Risk Management Directorate

Risk Management (RM) operates in accordance with the provisions of the Bank of Greece Governor's Act 2577/06 and the applicable amendments thereof, in line with the observation and estimation of the total of risks in Assets-Liabilities and the out-of-balance items of the Bank. RM is organizationally accountable to the CEO. The participation of its Head in higher committees and councils is statutory.

The object of RM is the discovery, analysis and development of effective systems of measuring, managing and checking any kind of risk that is inherent in every operation undertaken by the Bank and the Group (on a consolidated basis). RM's operations are extensively mentioned in the ATTICA BANK S.A. Corporate Governance Code.

The Head of RM is appointed by the BoD, following a proposal by the RM. His appointment or potential replacement is notified to the Bank of Greece.

The duties and responsibilities of RM are, among others, the following:

- Observing and evaluating the adequacy of the systems and methods of monitoring credit risk and formulating proposals for remedial measures.

- Drawing up supervisory reports on credit risk, capital adequacy, market risk and operational risk issues.
- Constantly monitoring and assessing the quality of the Bank's loan portfolio in order to detect on time risks, setting criteria to evaluate the quality of the loan portfolio and providing for their implementation and for the allocation of the portfolio to the competent units, in line with the applicable policies of the Bank.
- Coordinating the actions towards editing and updating the Bank's Credit Regulation.
- Setting the criteria of the Early Warning System in individual and group portfolios.
- Setting and specializing the acceptable limits of risk undertaking (risk appetite) per risk category (market risk, operational risk, interest rate risk, liquidity risk etc.) except the credit risk and concentration risk, and monitoring their compliance.
- Analysis and measurement of market risk at the Bank level as well as in detail.
- Recognizing the areas which are characterized by a high degree of operational risk, determining a safety valve (internal controls) for the normal execution of the Bank's operations, checking the fullness and adequacy of the safety valves (internal controls) and making proposals for potential improvements.
- Identify the capital requirements to cover all the risks to which the Bank is exposed.
- Preparation of supervisory reports on credit risk, capital adequacy, market risk and operational risk.
- Submitting proposals in order to avoid any risk concentration (diversification, hedging, risk mitigation).
- Making stress-tests regarding the evaluated risks.
- Analysis and measurement of market risk at the Bank level as well as in detail.

7. Risk Management in relation with the procedure of preparing financial reports

The Bank has a sufficiently substantiated Policy and Procedures for the logistic map of the financial events and the preparation of financial reports.

The transactions are effected through special computerized applications per operational activity of the Bank and the Group, which support the responsibility limits of the operators, the procedures of double-checking of transactions and also produce automatically the necessary accounting registrations.

The accounting system of the Bank and the Group is supported by special computer systems, which have been adapted to the Bank's operational needs.

Analytical instruction manuals have been issued and implemented regarding the system T24 of TEMENOS and the system EBS of Oracle, which support the Bank's operations.

Control and accounting agreement procedures have been established so as to ensure the correctness and legitimacy of the registrations in the accounting books as well as the fullness and validity of the financial statements.

8. Brief CVs of the Members of the Board of Directors

CHAIRMAN OF THE BoD (Non-Executive Member)

Panagiotis Roumeliotis

Professor Roumeliotis studied Economics at the University of Sorbonne and holds two PhD degrees from the Sorbonne University and the University of Paris II. He served as Minister of Economy and Trade

from 1981 to 1989, Member of the European Parliament from 1989 to 1994 and Special Representative of the European Union in the Balkans from 1997 to 2001. In March 2010, Professor Roumeliotis was appointed Deputy Executive Director and Representative of Greece to the International Monetary Fund. From 2012 to 2015 he held the position of Vice-Chairman of the Board of Directors in Piraeus Bank. He has held important positions as a financial advisor at international and domestic research institutes. Since September 2016, Professor Roumeliotis is Chairman of the Board of Directors of the Bank. He is an Emeritus Professor of the Panteion University

CHIEF EXECUTIVE OFFICER (Executive Member)

Theodoros Pantalakis

Mr. Theodoros Pantalakis holds a degree from the Department of Business Administration of Piraeus Higher School of Industrial Studies. From 1980 to 1991, he worked at the National Investment Bank for Industrial Development (ETEBA), whereas during the period 1983 – 1985 he was Associate of the Deputy Minister for National Economy, Mr. Kostis Vaitzos, while during the period 1985-1988, he was Director of the Office of the Deputy Minister for National Economy, Mr. Theodoros Karatzas. From 1991 to 1996, he was Assistant General Manager at Interamerican Group. From March 1996 to April 2004, he held the position of Deputy Governor of the National Bank of Greece, while concurrently he was President, Vice-President or Board Member of subsidiaries of the National Bank. He has also been Vice Chairman of the Athens Stock Exchange, Chairman of the Central Depository, Chairman of the Executive Committee of the Hellenic Bank Association, etc. In May 2004, he became Vice Chairman of the BoD of Piraeus Bank, and from January 2009 he was Vice President and Deputy CEO of the Group. At the same time, he was Chairman or Board Member of subsidiaries and affiliates of Piraeus Bank Group.

From December 2009 to July 2012, he served as Chairman of the BoD – Governor of the Agricultural Bank of Greece (ATE). During the same period, he was Chairman or Board Member of subsidiary companies of ATE. He was also a member of the BoD of the Hellenic Bank Association. From August 2012 to September 2015 he served as Chairman and CEO of Apollonios Kyklos SA and Vice Chairman of the Union of SA and Ltd Enterprises. He was Executive Member of Demco Group, Member of the BoD of ELLAKTOR Holding Group, Hellenic Petroleum SA and of the Companies Retail World and MAD DOG AE. Nowadays he holds the position of the CEO of Attica Bank. At the same time he is Vice President of the Union of SA and Ltd Enterprises, Member of the BoD of ELLAKTOR Holding Group (Attiki Odos SA (Concessions), ATTIKA DIODIA, ELTEX, ANEMOS SA (Energy), REDS SA (Real Estate)) and Hellenic Petroleum SA.

DEPUTY CHIEF EXECUTIVE OFFICER (Executive Member)

Athanassios Tsadaris

He graduated from the Faculty of Mathematics, Aristotle University of Thessaloniki and holds an MBA (certificate) from the Athens University of Economics and Business. He has 32 years of banking experience (Postbank, Geniki Bank, Doriki –Telesis- EFG Eurobank, Macedonia-Thrace Bank) and since 2008 he was Treasurer (Manager of Treasury and Capital Markets Division) in Attica Bank. In June 2016 he was elected as executive member of the Attica Bank's Board of Directors and in July 2016 as Executive Director. Since September 2016 he serves as Deputy Chief Executive Officer and as executive member of the Board of Directors of the Attica Bank.

DEPUTY CHIEF EXECUTIVE OFFICER (Executive Member)

Ioannis Tsakirakis

Mr. Ioannis Tsakirakis holds a Bachelor degree from the Economics Department of Athens University of Economics and Business (AUEB) (1980-1985) and a 2-years Post-Graduate Degree in Economics with specialization in finance statistics & econometrics in English (1985-1987). His professional working

experience counts over 28 years in the Banking Sector, having worked in various Banks as well as in Portfolio Management Companies. From May 2015 till September 2016 he holds the position of the Deputy General Manager and Head of the Credit Restructuring Department of Attica Bank reporting directly to the CEO and from September 2016 he holds the position of Deputy CEO.

NON EXECUTIVE MEMBERS

Dimitrios Tzanninis

Dimitri Tzanninis is an Economist, currently an Advisor to Senior Management at Public Power Corporation of Greece, member of the Audit Committee of Allianz Greece, and an independent consultant.

Previously the Chairman of the Council of Economic Advisors at the Ministry of Economy and Finance of Greece, member of the Economic and Financial Committee and of the Eurogroup Working Group of the European Union, Deputy to the Minister at the ECOFIN Council of Finance Ministers and at the Eurogroup Council of the European Union, member of the Economic Policy Committee of the OECD, Alternate Governor for Greece on the Board of Governors of the World Bank Group, member of the Board of Directors of the Public Debt Management Agency of Greece, and member of the Board of Directors and of the Audit Committee of the National Bank of Greece. Taught economics at the University of Western Ontario from 1990 to 1993. From 1993 to 2008, worked at the International Monetary Fund in the Asian, European, and Policy Development and Review Departments

Graduated Summa Cum Laude (with Highest Honors) in economics from the University of Athens, got a Master's degree in economics from McMaster University, and did doctoral studies in economics at the University of Western Ontario. Was re-elected as member of the Board of Directors of the Bank in September 2016.

Athanasios Stathopoulos

He is a graduate of the School of Management and Economy/Accounting Department of the Western Greece University of Applied Sciences, while at the same time having teaching experience in the field of finance and accounting. Since 1995 he has been working at Attica Bank and in 2004 he was in charge of the Capital Markets and Investment Banking Division until 2006, when he was elected President of the Union of Attica Bank's Employees. From 2008 until today he is a member of the Board of Directors of the Bank and a member of OTOE (Federation of Bank Employee Unions of Greece) and GSEE (General Worker's Confederation of Greece) Administrations. He is also a member of the Steering Committee of the OTOE's Interbanking Training and Documentation Center and a member of the 3-member Higher Interbank Disciplinary Board of the Ministry of Labor, Social Security and Social Solidarity.

Stavros Papagiannopoulos

M.Sc. (ECON) at University College, University of London (UCL), B.A. at Pierce College Athens (Deree). Forty years career as Consultant, CFO and Financial Controller with private sector industrial firms.

NON-EXECUTIVE INDEPENDENT MEMBERS

Charalambos Brilakis

Mr. Brilakis studied Electrical Engineering at the National Technical University of Athens (Dipl. Eng. 1992) and Columbia University in the City of New York (Master of Science, 1995). He was elected in the BoD of Attica Bank on September 2016. From 2004 to 2016 he worked as Sr. Audit Manager in Eurobank's Internal Audit Department. Before Eurobank, he worked as Sr. Software Engineer for major

technology firms in U.S.A. (Bell Communications Research and QWest Communications) and Greece (OIP). He is a holder of the PRINCE2 and CISA designations, member of the "Institute of Internal Auditors (IIA)" and the "Information Systems Audit & Control Association (ISACA)" and an elected member of the ISACA-Athens Chapter BoD since 2014.

Ioannis Marmangiolis

He holds a Bachelor in Economics from Economic University of Athens and a Master of Finance from Middlesex University. He possesses excellent experience of over 25 years in Banking Sector, having expertise in corporate finance. He worked as head of coverage for corporates and SMEs at Emporiki Bank and Management Advisor for Wholesale Banking at Alpha Bank. He reelected as member of Board of Directors in September 2016.

Georgios Vlachakis

He has 35 years of work experience in banking sector both in Greece (Emporiki Bank, Citibank) and abroad (Citibank UK and IPB) specializing in Retail and Private Banking.

He has been elected as a non-Executive Board member of Attica Bank starting June 2016. During the period 2001-2012 he was part of Emporiki Bank management, managing Retail Banking, Distribution Networks and the Bank's transformation program, while he also participated as a member of the Board of Directors of Emporiki's affiliated companies. He started his career at DINERS CLUB OF GREECE in 1978, and from 1984 to 2001 he worked for CITIBANK GREECE, mostly as Financial Controller (CFO), while assuming significant

He studied Economics at the University of Athens and holds a postgraduate degree in Finance from University of Stirling in Great Britain.

Georgios Panayiotou

George Panayiotou has over 20 years senior experience in banking, finance and investments gained in Greece and abroad, having worked at Chase Manhattan Bank, Eurobank Private Bank, Ionian Bank, Hellenic Bank and Alpha Trust. He served as executive chairman at Hellenic Olympic Properties, executive board member at Hellenic Tourist Properties, CFO at Athens International Airport, and also held CEO and board positions at private companies. His earlier career was in macroeconomic planning. He holds a Master's degree in Management from the Sloan School at the Massachusetts Institute of Technology, having previously earned a BA degree in Economics and Statistics from Exeter University and MSc in Economics and Econometrics from Southampton University. He was re-elected to the board of Attica Bank in September 2016.

NON-EXECUTIVE MEMBER (pursuant to the provisions of L. 3723/2008)

Zacharoula Papatheodorou

She is a chemical engineer graduate of the Polytechnic School of Thessaloniki. She holds a postgraduate diploma with an excellent degree in Banking from the EAP. She has almost 30 years of work experience in the domestic banking sector. She had held managerial positions in regional and central banking in Risk Management, and Credit Analysis of individuals and SME's. She has been the head of evaluation and integration of investment projects and has taught in a number of seminars.

9. Non-financial information

Attica Bank takes care of the impact of its activities in relation to environmental, social and employment issues, respect for human rights, the fight against corruption and bribery issues. Thus, it has established a Code of Corporate Governance, which is posted on its website and describes in detail the structure and policy of corporate governance, promotes the continuity, consistency and effectiveness of the operation of the Board of Directors, the Collective Bodies of Administration, and more generally of the Governance of the Bank and the Group. The Bank also ensures that there is adequate infrastructure to implement the principles of corporate governance, including management bodies with clear and distinct

roles, responsibilities and obligations, an internal control system and two-way communication with both the external and the internal environment. It follows the instructions of the European, international and national supervisory authorities by establishing the appropriate procedures for the effective operation of the Internal Audit System and constantly informing its staff. Complies and implements applicable laws and regulations. The business strategy of the Bank and the Group is set only within the limits imposed by the law.

Information on article 10, paragraph 1 of Guideline 2004/25/EC of the European Council

According to article 10, paragraph 1 of Guideline 2004/25/EC of the European Council, the following information is hereby cited with report date 31.12.2017.

- The table with the most important direct participations in the Bank's share capital in line with the provision of the articles of L.3556/2007 on 31.12.2017 is as follows.

	Shares	Participation Percentage
SINGLE BODY OF SOCIAL SECURITY	1,184,312,369	50.63
TAPILTAT	185,000,418	7.91%
PUBLIC CONTRACTORS' PENSION FUND	131,590,263	5.63%

Based on L.4387/2016, the Consolidated Fund of the Independently Employed / Engineers' and Public Contractors' Pension Fund (ETAA/TSMED), as of 01.01.2017 is integrated in the EFKA (Single Body of Social Security). With decision 61662/3406/30.12.2016 of the Hellenic Ministry of Labor and Social Security, 5.625% of the Bank's ordinary shares held by ETAA/TSMED have now come to the possession of TSMED while the remaining 50.63% has come to the possession of EFKA.

- The Bank has come under the provisions of L.3723/2008 as applicable, including all the privileges that the law provides to the Greek State. As to this, preference shares have been issued, the status of which is regulated by the provisions of L.3723/2008, in conjunction with decision No. 54201/B/2884/26.11.2008 of the Minister of Economics and Finance. Moreover, in October 2017, in line with the provisions of L.3723/2008 (art.2), the Bank issued an annual bond of 380 million euros with the guarantee of the Greek State, to draw liquidity from the ELA and use it as eligible collateral in main financing operations of the Eurosystem.
- There are no restrictions in the right of vote or the voting right deadlines, apart from what the law prescribes.
- There are no rules for the appointment or replacement of BoD members and for the amendment of the Articles of Association, which are differentiated from the provisions of L.3601/2007, L.3016/2002 and Codified Law 2190/1920, as in force.
- The share capital increase is effected by decision of the General Meeting or the BoD, pursuant to the Articles of Association and the applicable provisions.
- It should be noted that the transfer of Bank shares is effected as prescribed by the Law and that there can be no restrictions to the transfer from the Articles of Association. Similarly, there can be no voting right restrictions.
- Shares are issued only when the conditions of article 6 of the Bank's Articles of Association are met.
- As to the treasury shares, pursuant to article 28 of L.3756/2009, "Dematerialised Titles System, provisions on capital market, tax issues and other provisions", the Banks that participate in the liquidity reinforcement programme of the Ministry of Finance and Economics are not allowed to purchase treasury shares during the time they participate in the programme. Therefore, the Bank has not established a treasury share purchase programme nor did it purchase any treasury shares in 2017.

Corporate Social Responsibility

The ATTICA BANK Group, with a strong sense of responsibility towards people, to vulnerable social groups and the environment, and understanding that its business practices shall have better results in

a healthy and prosperous environment, develops social and environmental actions, pays special attention to its human resources and work environment as well as to the social and cultural life of Greece.

In particular, the values set out in the Corporate Social Responsibility framework of the Bank Group are:

- Respect for human rights through full compliance with decisions prohibiting co-operation with countries, businesses or individuals that support violence and terrorism,
- Respect for the environment, as an integral part of the good corporate behavior through the adoption and implementation of specific environmental policies in the context of environmental responsibility.
- Social contribution, supported by efforts to tackle international problems of social and economic development.
- Contribution to the arts, culture and education through the enhancement and promotion of cultural values in the areas of action in which it operates.
- Independence, since Corporate Social Action is independent from the individual interests of clients, shareholders or third parties, subsidies or any form of direct / indirect support to political organizations / parties, each funding being in line with the current legislative and regulatory framework.

Employees

Recognising the devotion and contribution of the Group's human resources, the Group implements modern methods for its development, provides constant and systematic training programmes, offers additional benefits and implements evaluation, incentive and reward systems, so as to ensure the constant development and utilisation of the employees' skills.

Aiming mainly to improve the professional life and recognising the importance of good physical and mental health of our employees, the Group has provided for a modern, sanitary and safe work environment, implementing the legal provisions regarding the hygiene and safety of the employees.

Society

The Group is known for its strong sense of responsibility towards society and fellow people with special needs and contributes as much as possible to facing social problems by supporting humanitarian initiatives and the work of acclaimed organizations and social bodies. The Group funds intellectual works as well as artistic and cultural events. There is respect for human rights and equal rights are provided to men and women, to ethnic - religious and racial minorities.

Shareholders - Investors

The Group's strategy is based on a spirit of constant improvement of the efficiency aiming to create added value for the Shareholders. The Group operates in line with principles of Corporate Governance, with transparency in the decision-making process and the financial transactions.

In specific:

- Every action of the Bank aims to increase the profitability and to improve the Group's performance to the benefit of those who trust it and invest in its share.
- The Bank pursues to provide the investors with correct, thorough and timely information about the economic situation and its financial results.
- The Bank safeguards the Group's assets by proceeding to investments in its activity sectors and endeavoring to limit its operation costs.
- The Bank designs clear lines of report, monitoring and control and makes sure that the Group Bodies do not act uncontrollably, thus ensuring transparency towards its Investors and clear update to the General Meeting of Shareholders about the Group's activities.

Environment

The Group ensures that its operation is environmentally friendly. For this reason, it has adopted measures to:

- Save energy,
- Restrict the use of paper,

- Reduce the consumption of water,
- Recycle paper.

Bribery - Bribing – Bailiffs

It is not allowed for any member of the Group's Personnel as well as a first-degree relative to engage in bribery / bribing of any kind, either directly or indirectly. Bribery is defined as "any offer or acceptance of any gift, money, loan, commission, reward, or other privilege or benefit from or to any person (including staff members) as an incentive for the inappropriate conduct of the Group's operations, especially when the offer or acceptance of any gift is fraudulent, illegal or violates confidentiality".

Irrespective of any criminal responsibility, any involvement of the staff member in bribery / bribing will lead to the loss of confidence of the Group towards him / herself.

Bribing or securing personal benefits from any client or individual or organization that collaborates or seeks to enter into co-operation with the Group is not permitted. Exceptions include business gifts of small value, such as office items bearing the customer's logo, which are proven to be offered in the context of local business practices for the sake of propriety. Any staff member required to accept gifts that do not belong to the above category should report it to the Director of the Directorate.

Due Diligence

Bribery pursuant to Article 3 of Law 3691/2008, as in force, falls within the category of basic offenses that constitute criminal activity for the purposes of this law on the prevention and combating of money laundering and financing of terrorism. In this context, the appropriate due diligence exercised by the Bank to the client includes the following:

- Certification and verification of customer identity based on documents, data or information from trusted and independent sources.
- Identification of the beneficial owner or the beneficial owners of legal persons and entities, the continuous updating of the details and the taking of reasonable measures, depending on the degree of risk, for verifying the identification data to ensure that the Bank is aware of the actual beneficiary or beneficial owners. Regarding legal entities, trusts and similar legal forms, the Bank takes reasonable steps, depending on the degree of risk, to understand the structure of ownership and control of the client.
- Collecting information about the purpose and intended nature of the business relationship or significant transactions or activities of the customer or the beneficial owner.
- Creating a financial/transactional profile of the client (individual or legal person), which includes the following:
 1. the purpose for which the account is opened or the business relationship is concluded;
 2. the source of the funds deposited (e.g. savings in another bank);
 3. the source of its wealth (e.g. donation / heritage, sale of real estate, etc.);
 4. the intended account movement in terms of expected transactions, i.e. the number and type of products and services (e.g. deposits, withdrawals, remittances, checks). In case the client intends to make remittances, he/she should indicate the country of origin and destination of the funds;
 5. the expected amount of transactions and the time period (e.g., € 10,000 per month);
 6. his professional or business activity.

In addition, in the configuration of the financial profile of the customers, their income is verified as follows:

1. for individuals, on the basis of the income tax statement,
2. for legal entities, on the basis of the submitted income tax return (including confirmation of filing and the tax note), except for the cases of non-liable to submit a tax return according to the relevant provisions of the Income Tax Code.

- Constant oversight of the business relationship, with a thorough examination of the transactions and activities of the client and the beneficial owner, in order to ensure that the transactions or activities are in line with the Bank's knowledge of the above persons, the professional activities and the characteristics of the risk and, where appropriate, the source of the funds. Additionally, the maintenance of up-to-date documents, data or information and the updating of the above data is ensured.
- Careful examination of any transaction or activity that, due to its nature or the manner in which it is carried out, or data relating to the person or the status of the trader can be linked to an MN or FT. Such transactions include, in particular, complex or abnormally large transactions and all unusual types of transactions that are carried out without an obvious economic or clear legal purpose. The results of the examination shall be recorded and kept in a record for at least five years, together with the supporting documents referred to in the relevant procedure.
- Immediate information of the Anti-Money Laundering Authority and the Bank of Greece when the name of the client is included in the lists of persons or entities subject to restrictive measures (Sanction Lists), issued on the basis of relevant European Union Regulations and UN Security Council Resolutions, and in the lists of persons subject to restrictive measures either by the Greek State or by the governments of the States in which the Bank operates.

Athens, 15 March 2018

THE CHAIRMAN OF THE BoD

PANAGIOTIS V. ROUMELIOTIS

ID No. Φ 089372