



BANK OF GREECE

EUROSYSTEM

ANNOUNCEMENT

Decisions of the 86th Annual Ordinary General Meeting of Shareholders of the Bank of Greece – Voting results

In accordance with Article 133, para. 2, of Law 4548/2018 and Article 4.1.3.3 of the Athens Exchange Rulebook, it is hereby announced that the 86th Annual Ordinary General Meeting of Shareholders of the Bank of Greece, held on Monday 1 April 2019 at 12.00 noon, was attended by 57 shareholders and shareholders' proxies, representing 8,503,345 shares, corresponding to 113,292 voting rights, out of a total of 19,864,886 shares, corresponding to 264,865 voting rights* (i.e. 42.81% of the share capital).

The General Meeting adopted the following decisions:

- The majority approved the Annual Accounts for the year 2018, including the Annual Report thereon and on the Bank's management, as well as the Auditors' Report.

Number of shares validly voted upon: [8,503,345]. Total number of valid votes: [113,292]. Percentage of the share capital: [42.81%]. | Votes IN FAVOUR: [112,851]. Votes AGAINST: [0]. | Abstentions: [441].

- It unanimously approved the appropriation of net profits, in accordance with Article 71 of the Bank's Statute, totalling € 657,601,480, as follows:

- Gross dividend to be paid: €0.6720 per share on 19,864,886 shares	€ 13,349,203
- Payable to the Government	€ 644,252,277

Number of shares validly voted upon: [8,503,345]. Total number of valid votes: [113,292]. Percentage of the share capital: [42.81%]. | Votes IN FAVOUR: [113,292]. Votes AGAINST: [0]. | Abstentions: [0].

The gross dividend is subject to 29% corporate income tax, as well as tax withholding of 10%, in accordance with the provisions of Law 4172/2013, as amended.

Entitled to receive the current dividend shall be all shareholders recorded in the register of the Dematerialised Securities System (DSS) as at 5 April 2019 (record date), subject to the limitations laid down in Article 8, para. 5, of the Bank's Statute**.

The ex-dividend date has been set as 4 April 2019. From this date, Bank of Greece shares will trade on the Athens Exchange without entitlement to the current dividend.

The dividend payment date has been set for 11 April 2019. Dividend payments will be effected in accordance with the procedure laid down in the Athens Exchange Rulebook (Article 5.5) and the specific provisions of the Regulation on the Operation of the DSS. The payor Bank will be the Bank of Greece. Details on the dividend payment modalities are given in the Bank of Greece announcement entitled "Dividend for Financial Year 2018".

- The majority approved the remuneration policy for the General Council members for the next four (4) financial years.

Number of shares validly voted upon: [8,503,345]. Total number of valid votes: [113,292]. Percentage of the share capital: [42.81%]. | Votes IN FAVOUR: [112,851]. Votes AGAINST: [0]. | Abstentions: [441].

- The majority approved the remuneration and travel expenses of the members of the General Council.

Number of shares validly voted upon: [8,503,345]. Total number of valid votes: [113,292]. Percentage of the share capital: [42.81%]. | Votes IN FAVOUR: [112,851]. Votes AGAINST: [0]. | Abstentions: [441].

- The majority approved the Auditor's fees for the year 2019.
Number of shares validly voted upon: [8,503,345]. Total number of valid votes: [113,292]. Percentage of the share capital: [42.81%]. | Votes IN FAVOUR: [112,851]. Votes AGAINST: [0]. | Abstentions: [441].
- The majority discharged the members of the General Council and the Auditors from all personal responsibility in connection with the Bank's activities and management during the year 2018.
Number of shares validly voted upon: [8,503,345]. Total number of valid votes: [113,292]. Percentage of the share capital: [42.81%]. | Votes IN FAVOUR: [112,851]. Votes AGAINST: [441]. | Abstentions: [0].
- It elected Mr Evangelos Geraniotakis as member of the Bank's General Council.
Number of shares validly voted upon: [8,439,680]. Total number of valid votes: [112,455]. Percentage of the share capital: [42.49%]. | Votes IN FAVOUR: [108,335]. Votes AGAINST: [1,970]. | Abstentions: [837].
Other candidates for election were:
Mr Ioannis Tzampazis: Votes IN FAVOUR: [1,705]. Votes AGAINST: [1,970]. | Abstentions: [837].
Mr Georgios Tsiamis: Votes IN FAVOUR: [445]. Votes AGAINST: [1,970]. | Abstentions: [837].
- It elected Deloitte Certified Public Accountants S.A. as Auditor for the year 2019.
Number of shares validly voted upon: [8,503,345]. Total number of valid votes: [113,292]. Percentage of the share capital: [42.81%]. | Votes IN FAVOUR: [112,851]. Votes AGAINST: [0]. | Abstentions: [441].

Athens, 1 April 2019
Human Resources & Organisation Department
Secretariat Section

* It should be noted that each seventy-five (75) shares confer the right to one (1) vote (Article 13 of the Statute of the Bank of Greece, taken together with decision No. 2/29.2.2000 of the General Council of the Bank increasing the minimum number of shares required for a shareholder to participate, be represented and vote at a General Meeting of Shareholders of the Bank from twenty-five (25) to seventy-five (75), following the split – under Article 9 of the Bank's Statute – of the share of the Bank of Greece pursuant to decision No. 1/17.1.2000 of the Bank's General Council, which was approved by Act of the Council of Ministers No. 8/4.2.2000 – Government Gazette A 17/7.2.2000).

** As from financial year 2013, all financial rights, including the right to dividend payments, are suspended for the shareholders referred to in Article 8, para. 5, of the Bank's Statute [*as inserted by the decision of the 79th Annual Ordinary General Meeting of Shareholders of the Bank of Greece held on 24 April 2012, which was ratified by Article 165, para. 7(b) of Law 4099/2012 (Government Gazette A 250/20.12.2012)*], i.e. persons supervised by the Bank of Greece under Article 55A of its Statute or a provision of law; associated and affiliated firms; members of the board of directors or administrators of such persons; their spouses and relatives up to second degree.