



BANK OF GREECE
EUROSYSTEM

ANNOUNCEMENT

Decisions of the 87th 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 87th Annual Ordinary General Meeting of Shareholders of the Bank of Greece, held on Friday 20 March 2020 at 12.00 noon, was attended by 12 shareholders and shareholders' proxies, representing 8,137,544 shares, corresponding to 108,429 voting rights, out of a total of 19,864,886 shares, corresponding to 264,865 voting rights* (i.e. 40.96% of the share capital).

The General Meeting adopted the following decisions:

- The majority approved the Annual Accounts for the year 2019, including the Annual Report thereon and on the Bank's management, as well as the Auditors' Report.

Number of shares validly voted upon: [8,137,544]. Total number of valid votes: [108,429]. Percentage of the share capital: [40.96%]. | Votes IN FAVOUR: [107,909]. Votes AGAINST: [520]. | Abstentions: [0].

- It unanimously approved the appropriation of net profits for the year 2019, in accordance with Article 71 of the Bank's Statute, totalling €842,313,498, as follows:

- Dividend to be distributed: €0.6720 per share on 19,864,886 shares	€	13,349,203
- Extraordinary reserve	€	50,000,000
- Payable to the Government	€	778,964,295

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The dividend is subject to withholding tax of 5%, in accordance with the provisions of Law 4172/2013, as currently in force.

Entitled to receive the current dividend shall be all shareholders recorded in the register of the Dematerialised Securities System (DSS) as at **27 March 2020** (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 **26 March 2020**. 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 **2 April 2020**. 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 2019".

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

Number of shares validly voted upon: [8,137,544]. Total number of valid votes: [108,429]. Percentage of the share capital: [40.96%]. | Votes IN FAVOUR: [107,909]. Votes AGAINST: [0]. | Abstentions: [520].

- It voted on the remuneration report under Article 112 of Law 4548/2018 for the year 2019.

Number of shares validly voted upon: [8,137,544]. Total number of valid votes: [108,429]. Percentage of the share capital: [40.96%]. | Votes IN FAVOUR: [107,909]. Votes AGAINST: [0]. | Abstentions: [520].

- The majority approved the Auditor's fees for the year 2020.

Number of shares validly voted upon: [8,137,544]. Total number of valid votes: [108,429]. Percentage of the share capital: [40.96%]. | Votes IN FAVOUR: [107,909]. Votes AGAINST: [0]. | Abstentions: [520].

- 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 2019.

Number of shares validly voted upon: [8,137,544]. Total number of valid votes: [108,429]. Percentage of the share capital: [40.96%]. | Votes IN FAVOUR: [107,909]. Votes AGAINST: [520]. | Abstentions: [0].

- It elected Mr Spyridon Theodoropoulos, Mr Georgios Karanikas, Mr Ioannis Retsos and Mr Athanasios Savvakis as members of the Bank's General Council.

Number of shares validly voted upon: [8,136,544]. Total number of valid votes: [108,417]. Percentage of the share capital: [40.96%].

Abstentions: [12].

Voting result:

Elected members of the Bank's General Council:

Mr Spyridon Theodoropoulos: Votes IN FAVOUR: [104,507]. Votes AGAINST: [3,910].

Mr Georgios Karanikas: Votes IN FAVOUR: [104,507]. Votes AGAINST: [3,910].

Mr Ioannis Retsos: Votes IN FAVOUR: [104,507]. Votes AGAINST: [3,910].

Mr Athanasios Savvakis: Votes IN FAVOUR: [104,443]. Votes AGAINST: [3,974].

Other candidates for election were:

Mr Ioannis Tzampazis: Votes IN FAVOUR: [1,836]. Votes AGAINST: [2,138].

Mr Georgios Tsiamis: Votes IN FAVOUR: [520]. Votes AGAINST: [3,454].

- It elected Deloitte Certified Public Accountants S.A. as Auditor for the year 2020.

Number of shares validly voted upon: [8,137,544]. Total number of valid votes: [108,429]. Percentage of the share capital: [40.96%]. | Votes IN FAVOUR: [107,909]. Votes AGAINST: [0]. | Abstentions: [520].

- It approved the appointment of the Chair and one (1) member of the Audit Committee as follows:

- Mr Charalampos Stamatopoulos, Chair of the Committee, from the date he ceased to be a General Council Member (5 April 2019) to the date of this General Meeting; and

- Mr Dionysios Nikolaou, member of the Committee, from the date of his appointment by the decision of 11 October 2019 of the General Council (9th Meeting) to the date of this General Meeting.

Number of shares validly voted upon: [8,137,544]. Total number of valid votes: [108,429]. Percentage of the share capital: [40.96%]. | Votes IN FAVOUR: [106,291]. Votes AGAINST: [1,618]. | Abstentions: [520].

- It elected Mr Charalampos Stamatopoulos as Chair of the Audit Committee, and Mr Dionysios Nikolaou and Mr Grigorios Stergioulis as members of the Committee, for a term to last until the Annual Ordinary General Meeting of Shareholders of the Bank of Greece of the year 2023.

Number of shares validly voted upon: [8,003,544]. Total number of valid votes: [106,645]. Percentage of the share capital: [40.29%].

Abstentions: [1,784].

Voting result:

Elected Chair of the Audit Committee:

Mr Charalampos Stamatopoulos: Votes IN FAVOUR: [105,027]. Votes AGAINST: [1,618].

Elected members of the Audit Committee:

Mr Dionysios Nikolaou: Votes IN FAVOUR: [104,507]. Votes AGAINST: [2,138].

Mr Grigorios Stergioulis: Votes IN FAVOUR: [104,507]. Votes AGAINST: [2,138].

Shareholder Mr Georgios Tsiamis also received [520] votes IN FAVOUR.

Athens, 20 March 2020

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.