



NATIONAL BANK OF GREECE
EXTRACT FROM BoD AUDIT COMMITTEE
MEETING MINUTES

DATE

Thursday, 28th July, 2022

Start Time

16.00

Today Thursday 28.07.2022, at 16.00, the Audit Committee of the Board of Directors of National Bank of Greece convened in Athens, in the Boardroom situated within the Bank's Head Office at 86 Eolou Street.

ATTENDEES

Members	▪ Mr. Matthieu Kiss	Independent Non-Executive Director
	▪ Mr. Claude Piret	Independent Non-Executive Director
	▪ Mr. Avraam Gounaris	Senior Independent Director
	▪ Mr. Jayaprakasa (JP) Rangaswami	Independent Non-Executive Director

	<ul style="list-style-type: none"> ▪ Mr. Periklis Drougkas 	Representative of the Hellenic Financial Stability Fund (HFSF) / Non-Executive Director
Secretary	<ul style="list-style-type: none"> ▪ Mr. Panos Dasmanoglou 	General Manager of Group Compliance and Corporate Governance

After establishing that a quorum is present, all members of the Committee as they were previously, on the same day, appointed by the Board of Directors, being present, the Audit Committee proceeds with the items on the agenda as follows:

Item 1	Reconstitution of the Audit Committee into a body and appointment of Audit Committee Chair and Vice-Chair
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Following:

- i) The resolution of the Annual General Meeting of Shareholders of National Bank of Greece (“the Bank”) of July 28th, 2022 regarding the redetermination of the number and the qualities of the Audit Committee members as per Article 44 par. 1 case b) of Law 4449/2017 and the Audit Committee Charter, based on which:
 - ❖ the Audit Committee consists of five (5) non–executive Board members, of which four (4) are independent according to the provisions of Article 9 par. 1 and 2 of Law 4706/2020 and one (1) is the HFSF Representative on the Bank’s Board, in accordance with Law 3864/2010 and the Relationship Framework Agreement (RFA) between the Bank and the HFSF, as in force.
 - ❖ As determined by the Annual General Meeting of Shareholders of the Bank of July 30th, 2021, Audit Committee members shall satisfy

the appropriateness criteria/qualifications set out in Article 44 of Law 4449/2017, as well as in the Audit Committee Charter.

- ii) the meeting of July 28th, 2022 of the Bank's Board of Directors, during which the Board decided upon the appointment of Audit Committee members, in accordance with Article 44 par. 1 case c) of L. 4449/2017, the Audit Committee Charter and the abovementioned, under i), resolution of the Annual General Meeting, as well as following proposal of the Corporate Governance and Nominations Committee,

in line with Article 44 par. 1 case e) of L. 4449/2017 and its Charter, the Committee, which was appointed by means of the abovementioned decision of the Bank's Board of Directors, reconstitutes into a body and appoints its Chair and Vice-Chair as follows:

Chair

Mr. Matthieu Kiss, Independent Non-Executive Director

Father's name:

Date of birth:

Passport No:

TIN:, Tax Office

Home address:

Mr. Matthieu Kiss has expert knowledge and experience in auditing and accounting, and has the knowledge and experience required to supervise auditing procedures and accounting issues reviewed by the Committee. Mr. Matthieu Kiss shall attend Committee meetings regarding the approval of financial statements. In any case, the Committee shall have quorum and convene validly when half plus one of its members are present, including its Chair or Vice-Chair or his/her substitute.

Vice-Chair

Mr. Claude Piret, Independent Non-Executive Director

Father's name:

Date of birth:

ID No:

TIN:, Tax Office

Home address:

Members

- Mr. Avraam Gounaris, Senior Independent Director

Father's name:

Date of birth:

ID No:

TIN:, Tax Office

Home address:

- Mr. Jayaprakasa (JP) Rangaswami, Independent Non-Executive Director

Father's name:

Date of birth:

Passport No:

TIN:, Tax Office

Home address:

- Mr. Periklis Drougkas, Representative of the Hellenic Financial Stability Fund, Non-Executive Director

Father's name:

Date of birth:

ID No:

TIN:, Tax Office

Home address:

As determined by the Annual General Meeting of Shareholders of the Bank of July 30th, 2021, the term of office of Audit Committee members shall follow their term of office as Board members, i.e. until the Annual General Meeting of year 2024.

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Thereupon, no other matter being put forward for discussion, the **Chair** declared the meeting closed.

THE SECRETARY

Mr. Panos Dasmanoglou