



**HELLENIC
FINANCIAL STABILITY
FUND**

DISCLAIMER - IMPORTANT

THIS ANNOUNCEMENT IS NOT DIRECTED AT OR INTENDED TO BE ACCESSIBLE BY PERSONS IN THE UNITED STATES OR PERSONS RESIDENT OR LOCATED IN AUSTRALIA, CANADA, JAPAN, SOUTH AFRICA OR ANY OTHER JURISDICTION WHERE THE EXTENSION OF AVAILABILITY OF THE ANNOUNCEMENT WOULD BREACH ANY APPLICABLE LAW OR REGULATION OF OR WOULD REQUIRE ANY REGISTRATION OR LICENCING WITHIN SUCH JURISDICTION.

ANNOUNCEMENT OF THE PUBLICATION OF THE PROSPECTUS RELATING TO THE OFFERING OF SHARES OF PIRAEUS FINANCIAL HOLDINGS S.A. TO THE PUBLIC IN GREECE (THE “GREEK PUBLIC OFFERING”)

The Hellenic Financial Stability Fund (the “HFSF” or the “Selling Shareholder”) and Piraeus Financial Holdings S.A. (“PFH”) announces that, as of 03.03.2024, they make available to investors in Greece the prospectus, as approved by the board of directors of the Hellenic Capital Market Commission (“HCMC”) at its meeting held on 03.03.2024, which was drafted in English and includes a Greek translation of the summary (ΠΕΡΙΛΗΠΤΙΚΟ ΣΗΜΕΙΩΜΑ) thereof, in accordance with Regulation (EU) 2017/1129, the delegated Regulations (EU) 2019/979 and 2019/980, articles 57-68 of Greek Law 4706/2020, as in force, and Resolution 1/892/13.10.2020 of the HCMC (the “Prospectus”), relating solely to the Greek Public Offering by the Selling Shareholder of up to 41,262,118 existing ordinary registered dematerialized voting shares, listed on the Regulated Market of the Athens Exchange (the “ATHEX”), with a nominal value of €0.93 each (the “Offer Shares”) in the share capital of PFH, by virtue of a resolution of the Board of Directors of the Selling Shareholder made on 02.03.2024, which, among others, approved the disposal of the Offer Shares. There is no purchase guarantee for the Offer Shares. The Greek Public Offering is not subject to an underwriting agreement and/or placing agreements on a firm commitment basis.

Additional information regarding PFH, the Offer Shares, the Selling Shareholder and the Greek Public Offering (including, for example, but not limited to, the process that investors need to follow in order to participate in the Greek Public Offering of the Offer Shares) and the terms and conditions of the Greek Public Offering and allocation of the Offer Shares is set out in the Prospectus, and more specifically under section 19 “TERMS AND CONDITIONS OF THE OFFERING”.

Set out below is the expected indicative timetable for the Offering:

Date	Event
3 March 2024	HCMC approval of the Prospectus.
3 March 2024	Publication of the Prospectus on PFH’s, Selling Shareholder’s, Greek Public Offering Adviser’s, Greek Public Offering Coordinators and Lead Underwriters’, HCMC’s and ATHEX’s website.
3 March 2024	Publication of the announcement regarding the availability of the Prospectus in the Daily Statistical Bulletin of the ATHEX and on PFH’s and Selling Shareholder’s websites.

3 March 2024	Publication of the announcement for the invitation of the investors and the commencement of the Greek Public Offering.
4 March 2024	Commencement of the bookbuilding process for the International Offering (10:00 Greek Time).
4 March 2024	Commencement of the Greek Public Offering (10:00 Greek Time).
4-6 March 2024	The Selling Shareholder may at its sole discretion upon resolutions of its Board of Directors decide to (not in order of priority): (i) exercise the Upsize Option; (ii) determine a narrower range within the Price Range; and/or (iii) determine a price point guidance. In accordance with Article 17 of the Prospectus Regulation, investors shall be informed through the publication of respective announcements addressed to investors in the Daily Statistical Bulletin of the ATHEX and on PFH's and the Selling Shareholder's websites.
6 March 2024	End of the bookbuilding process for the International Offering (16:00 Greek Time).
6 March 2024	End of the Greek Public Offering (16:00 Greek Time).
7 March 2024	Publication of the Pricing Statement in the Daily Statistical Bulletin of the ATHEX and on PFH's and Selling Shareholder's websites.
7 March 2024	Publication of a detailed announcement concerning the outcome of the Greek Public Offering in the Daily Statistical Bulletin of the ATHEX and on PFH's and Selling Shareholder's websites.
11 March 2024	Crediting of the Offer Shares to the Investor Shares and Securities Accounts (expected Settlement Date).

Investors should note that the above timetable is indicative and subject to change, in which case PFH and the Selling Shareholder will duly and timely inform the investors pursuant to a public announcement that will be published on the Daily Statistical Bulletin of the ATHEX, the website of the Selling Shareholder and the website of PFH.

This Prospectus will be made available to investors in electronic form as of 3 March 2024 on the following websites:

- ATHEX: <http://www.helex.gr/el/web/guest/company-prospectus>
- PFH: <https://www.piraeusholdings.gr/publicoffering>
- Selling Shareholder: <https://hfsf.gr/pfh-secondary-fully-marketed-offering/>
- Greek Public Offering Advisor: <https://www.euroxx.gr/gr/content/article/pfh>
- Greek Public Offering Coordinators and Lead Underwriters:

<https://www.euroxx.gr/gr/content/article/pfh>, <https://www.piraeusholdings.gr/publicoffering>.

In accordance with article 21, par. 5 of Regulation (EU) 2017/1129, the HCMC publishes on the website (http://www.hcmc.gr/el_GR/web/portal/elib/deltia) all approved prospectuses.

In addition, printed copies of this Prospectus will be made available to investors at no extra cost, if requested, during business days and hours, at the premises of (i) PFH, 4 Amerikis Street, 105 64 Athens,

Greece, (ii) the Selling Shareholder, 3rd floor, 10 E. Venizelos Ave., 106 71, Athens, Greece; (iii) Euroxx Securities S.A. , which is acting as Greek Public Offering Advisor, Greek Public Offering Coordinator and Lead Underwriter for the Greek Public Offering (7 Paleologou = str., 152 32, Halandri, Athens, Greece;); and (iv) Piraeus Bank S.A., which is acting as Greek Public Offering Coordinator and Lead Underwriter for the Greek Public Offering (4 Amerikis Street, 105 64 Athens, Greece).

Athens, March 3rd 2024

IMPORTANT DISCLAIMER

Neither this announcement nor anything contained in it shall form the basis of, or be relied upon in conjunction with, any offer or commitment whatsoever in any jurisdiction. Investors should not acquire any Offer Shares except on the basis of the information contained in the Prospectus. PFH is not offering any shares in the offering and will not receive any proceeds from the sale of the Offer Shares, the net proceeds of which will be received by the Selling Shareholder. This announcement has been prepared for information purposes only and does not constitute or form a part of any offer of securities for sale or solicitation of an offer to purchase or subscribe for securities in any jurisdiction in which such offers or sale are unlawful, including the United States, Australia, Canada, Japan, South Africa, or in any jurisdiction in which such offers or sales are unlawful or constitute a breach of any applicable regulations. The Offer Shares have not been and will not be registered under the US Securities Act of 1933, as amended (the "US Securities Act") or under any securities laws of any state or other jurisdiction in the United States, and may not offered, sold, pledged, taken up, exercised, resold, transferred or delivered, directly or indirectly, in or into the United States absent registration or an exemption from, or in a transaction not subject to, registration under the US Securities Act and in compliance with any applicable securities laws of any state or other jurisdiction in the United States. There will be no public offer of securities in the United States. Any offer of Offer Shares in any member state of the European Economic Area (the "EEA") (each a "Member State") (with the exception of Greece) will be made pursuant to an exemption under the Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when shares are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC (together with any related implementing and delegated regulations, the "Prospectus Regulation") from the requirement to publish a prospectus for offers of shares. As a consequence, the Offer Shares may only be offered and sold in any Member State pursuant to an exemption under the Prospectus Regulation. In any member state of the EEA, other than Greece, that has implemented the Prospectus Regulation (each a "Relevant Member State"), the announcement is only addressed to and directed at persons who are "qualified investors" within the meaning of Article 2(e) of the Prospectus Regulation ("Qualified Investors"). Any offer of the Offer Shares in the United Kingdom will be made pursuant to an exemption under the Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 (the "UK Prospectus Regulation") from the requirement to publish a prospectus for offers of shares. As a consequence, the Offer Shares may only be offered and sold in the United Kingdom pursuant to an exemption under the UK Prospectus Regulation. In the United Kingdom, the announcement is being distributed only to, and are directed only at, "qualified investors" within the meaning of Regulation 2(e) of the UK Prospectus Regulation as amended and supplemented (including by the UK Prospectus Amendment Regulations 2019 and Financial Services and Market Act 2000 (Prospectus) Regulation 2019), who are also persons: (i) who have professional experience in matters relating to investments falling within the definition of "investment professionals" in Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 as amended (the "Order"); (ii) who are high net worth bodies corporate, unincorporated associations and partnerships or the trustee of high value trusts falling within Article 49(2)(a) to (d) of the Order; or (iii) other persons to whom it may otherwise lawfully be communicated (all such persons together being referred to as "Relevant Persons"). Any investment or divestment activity to which this announcement relates is available only to investors resident in Greece, Qualified Investors in Relevant Member

States and Relevant Persons in the United Kingdom, and will only be engaged with such persons. Persons who are not Qualified Investors (in Relevant Member States) or Relevant Persons (in the United Kingdom) should not act or rely on this announcement or any of its contents.