

**ANNOUNCEMENT OF 26.02.2025****RESOLUTIONS OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF ATTICA BANK S.A.**

Attica Bank S.A. (hereinafter the "Bank") announces that on Wednesday, February 26th, 2025, at 10:00 am, the Extraordinary General Meeting of Shareholders, holders of the Bank's common shares, took place in physical presence, attended either in person or by proxy, representing 1,553,606,955 common, registered, voting shares out of a total of 1,618,012,407 common shares, representing 96.02% of the Bank's fully paid common share capital, achieving the legally required quorum.

The General Meeting made the following decisions on the items of the agenda:

**1. Approved unanimously:**

The amendment of the following articles of the Bank's Articles of Association:

1. Article 2 (Purpose) with the amendment/rewording of the existing clause 2.7.
2. Article 3 (Registered Office). In the context of the relocation of the Bank's administration buildings to a building located in the Municipality of Chalandri and taking into account Articles 7 and 117 of Law 4548/2018, the Board of Directors proposes to the General Meeting the amendment of the Bank's Registered Office from the Municipality of Athens to the Municipality of Chalandri, Attica and consequently the amendment of the relevant Article 3 (Registered Office) of the Articles of Association.
3. Article 15 (Convocation of the Board of Directors), in order to provide the Bank's Board of Directors with the possibility to meet outside its registered office.
4. Article 33 (Convocation of a General Meeting and the place thereof), to comply with the wording of the Law 4548/2018.

**2. Approved by majority:**

Taking into account the provisions of the Bank's Articles of Association, the relevant provisions of L.4548/2018 and article 3.7. of the Merger and Investment Agreement between the Hellenic Financial Stability Fund and "Thrivest Holding Ltd" ("Investment Agreement") as ratified by article 1 of Law No. 5127/2024 and following the Minutes of 28-01-2025 and 4.2.2025 of the Corporate Governance, Nominations, Human Resources and Remuneration Committee, approved by majority the election of a new 13-member Board of Directors with a three-year term of office, i.e. from 26-02-2025 to 26-02-2028, which is extended in accordance with paragraph 1 of Art. 85 of Law No. 4548/2018 until the expiry of the deadline within which the next ordinary general meeting must be convened and until the relevant decision is taken and the new 13-member Board of Directors shall consist of the following members:

1. Ioannis Zographakis
2. Eleni Vrettou
3. Avraam (Minos) Moisis,

4. Vasiliki (Valerie) Skoubas
5. Aimilios Giannopoulos
6. Christos Alexakis
7. Despina Doxaki
8. Aimilios Stasinakis
9. Nikolaos Vougioukas
10. Panagiotis Liargkovas
11. Konstantinos Makedos
12. Nikolaos Bakos
13. Konstantinos Irodotou

The Corporate Governance, Nominations, Human Resources and Remuneration Committee of the Bank, at its meeting of 28.01.2025 and 4.2.2025, after a relevant evaluation, decided that the aforementioned candidates of the Board of Directors meet the minimum eligibility criteria provided for in the current legislative and regulatory framework ( L. 4261/2014, L. 4548/2018, L. 3864/2010 και L. 4706/2020, BoG's EXCO Acts 224/21.12.2023) and the Bank's internal governance framework for the eligibility criteria for Board members as well as in the Relationship Framework Agreement between the Bank and the Hellenic Financial Stability Fund.

Furthermore, the General Assembly approved by majority the appointment of the following persons as independent non-executive members of the Board of Directors:

1. Zographakis Ioannis
2. Aimilios Giannopoulos
3. Alexakis Christos
4. Liargkovas Panagiotis
5. Stasinakis Aimilios
6. Konstantinos Irodotou

The aforementioned members meet the independence criteria of article 9 par. 1, 2, 3 and 4 of Law No. 4706/2020, as well as the suitability criteria provided for in the Bank's internal governance framework, in accordance with the assessment of the Corporate Governance, Nominations, Human Resources and Remuneration Committee of 28.01.2025 and 4.2.2025.

It is noted that with the election of the proposed members of the Board of Directors:

- The requirements for adequate representation of women on the Board of Directors in accordance with the provision of a. 3 par. 1 v. 4706/2020 with the proposal to elect three (3) women out of a total of thirteen (13) members.
- The requirements of the legislative and regulatory framework for independent members of the Board of Directors are met by appointing four independent members representing one third of the total number of members of the Board of Directors in accordance with the provision of a. 5 of Law no. 4706/2020.

### **3. Approved unanimously:**

The following regarding the type, term of office, number and qualities of the members of the Audit Committee in the context of the election of a new Board of Directors as described above and in accordance with article 44 par. 1(b) of Law 4449/2017, as well as the Regulation of the Audit Committee:

- The Audit Committee will be a (mixed) independent Committee, consisting of a third independent person – not a member of the Board of Directors and non-executive members of the Board of Directors.
- The Audit Committee will consist of five (5) members of which three (3) will be independent
- The term of office of the Audit Committee is proposed to be the same as that of the Board of Directors.
- Mr. Christos-Stergios Glavanis was appointed as a third independent person – non-member of the Board of Directors, who meets the criteria of independence of article 9 of Law 4706/20 and suitability required by law.
- The term of office of the Audit Committee will be similar to that of the Board of Directors.
- The General Meeting, unanimously authorized the Board of Directors to appoint the other members of the Committee (except for the third independent person-non-member of the BoD) in accordance with article 44 par. 1 (case c) of Law 4449/2017, which will meet the criteria set out in the above article.
- The Audit Committee, after the appointment of its members by the Board of Directors, will be constituted as a body, and in accordance with Article 44 of Law 4449/2017, the Chairman of the Committee will be appointed from among its independent members.
- The members of the Committee will meet the requirements of article 44 of Law 4449/2017.

#### **4. Approved by majority:**

The payment of compensation to Mr. Vartholomaios under the terms of a relevant private agreement with the Bank as a consequence of his resignation dated 6.12.2024 and the private agreement of 18.12.2020 that he had concluded with Pancreta Bank and as amended was approved by decision of the Annual General Meeting of the latter.

**ATTICA BANK S.A.**

**VOTING RESULTS AT THE EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF ATTICA BANK S.A. HELD ON 26.02.2025**

	ITEMS OF THE AGENDA	PARTICIPATION		IN FAVOUR		AGAINST		ABSTAIN	
		VALID VOTES CAST	% OF THE SHARE CAPITAL	VOTES	% OF THE VALID VOTES CAST	VOTES	% OF THE VALID VOTES CAST	VOTES	% OF THE VALID VOTES CAST
1.	Amendment of Articles 2 (Purpose), 3 (Registered Office), 15 (Convening of the Board) and 33 (Convene a General Meeting and the place thereof) of the Bank's Articles of Association	1,553,606,955	96.02%	1,553,606,955	100.00%	0	0.00%	0	0.00%
2.	Election of new Board of Directors and appointment of independent non-executive members.	1,553,606,955	96.02%	1,545,888,165	99.50%	7,718,790	0.50%	0	0.00%
3.	Definition of the type of the Audit Committee, the term of office, the number and the status of its members pursuant to article 44 par. 1 letter b) of Law 4449/2017 and election of a new Audit Committee	1,553,606,955	96.02%	1,553,606,955	100.00%	0	0.00%	0	0.00%
4.	Settlement of issues of resigned Board Member/Management Executive.	1,553,606,955	96.02%	1,545,888,165	99.50%	7,718,790	0.50%	0	0.00%

