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**RESOLUTIONS OF THE  
ANNUAL GENERAL MEETING  
OF PIRAEUS FINANCIAL HOLDINGS S.A.  
JUNE 27<sup>th</sup>, 2023**

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Piraeus Financial Holdings S.A. announces that the Annual General Meeting of Shareholders, held in June 27<sup>th</sup>, 2023 at 17:30 and conducted remotely in real-time via teleconference, was attended either in person or by proxy, by shareholders representing 940,335,843 shares corresponding to 75.20 % of the total 1,250,367,223 shares.

The Annual General Meeting adopted the following resolutions:

1. **Approved** the Annual Financial Report (Company and Group) for the financial year 01.01.2022 - 31.12.2022, including the Annual Financial Statements, along with the relevant Board of Directors' Reports and Statements as well as the Independent Auditor' Report and **resolved** not to distribute dividend, in accordance with the legal and regulatory framework currently in force.
2. **Approved** the overall management of the Company for the financial year 01.01.2022-31.12.2022, according to article 108 of Law 4548/2018 and the release of the auditors from any liability for the financial year 01.01.2022 - 31.12.2022 in accordance with article 117 par. 1 case (c) of Law 4548/2018.
3. **Approved** the appointment of the audit firm "Deloitte" as Certified Auditors for the financial year 01.01.2023 - 31.12.2023 and **approved** the fees of the Certified Auditors, for the statutory audit of the Company's standalone and consolidated financial statements, as well as for the Tax Audit, for the period from 01.01.2023 to 31.12.2023, of €210,000 plus VAT, and €56,000 plus VAT, respectively.
4. **Took note of** the annual Audit Committee's Report, pursuant to article 44 par. 1 (case i) of Law 4449/2017.
5. **Took note of** the Independent Non – Executive Directors' Report of the Company, in accordance with article 9, par. 5 of Law 4706/2020.
6. **Approved** the remuneration paid to members of the Board of Directors in respect of the financial year 2022 and the advance payment of remuneration to Directors in respect of the financial year 2023.
7. **Cast an affirmative vote** for the Remuneration Report of year 2022, in accordance with article 112 of Law 4548/2018.
8. **Elected** the following (13) Members for the Board of Directors with a three-year term of office, i.e. until 27 June 2026, to be extended until the expiration of the term within which the respective Annual General Meeting must convene and the relevant

resolution is taken, and **appointed** eight (8) Members out of them as Independent Non – Executive Board Members, in accordance with the provisions of Law 4706/2020.

The composition of the new Board of Directors is as follows (in alphabetical order):

- Solomon Berahas, father’s name Albert, Independent Non – Executive Board Member
  - Alexander Blades, father’s name Zisis
  - Enrico Tommaso Cucchiani, father’s name Clemente, Independent Non – Executive Board Member
  - Karel De Boeck, father’s name Gerard, Independent Non – Executive Board Member
  - Periklis Dontas, father’s name Nikolaos, (HFSF Representative under Law 3864/2010)
  - George Handjinicolaou, father’s name Peter
  - David Hexter, father’s name Richard, Independent Non – Executive Board Member
  - Venetia Kontogouris, father’s name Gerasimos, Independent Non – Executive Board Member
  - Vasileios Koutentakis, father’s name Dimitrios
  - Christos Megalou, father’s name Ioannis
  - Andrew Panzures, father’s name Deones, Independent Non – Executive Board Member
  - Francesca Tondi father’s name Angelo, Independent Non – Executive Board Member
  - Anne Weatherston father’s name John, Independent Non – Executive Board Member
9. **Decided** that: a) the Audit Committee will be a Committee of the Board of Directors, consisting of six (6) non- executive Board members, of which five (5) will be independent according to the provisions of article 9 of Law 4706/2020, b) the term of office of the Committee members that will be appointed by the Board of Directors in accordance with article 44 par.1 case c) of Law 4449/2017 shall coincide with their term of office as Board members, i.e. until the Annual General Meeting of year 2026 and shall in any case expire if they cease to be members of the Company’s Board, c) the Audit Committee members will be appointed by the Board of Directors in accordance with article 44 par. 1 case c) of Law 4449/2017 as in force and the Audit Committee Terms of Reference and shall satisfy the criteria set out in article 44 of Law 4449/2017. d) following the appointment of members of the Committee of the Board of Directors, the Committee will constitute into a body to appoint its Chair and its Vice Chair from amongst its independent members.
10. **Approved** the amendment of the Director’s Suitability Policy.
11. **Approved** the amendment of the Directors’ Remuneration Policy.
12. **a. Decided** to grant free Company’s common shares to executives and employees of the Company and its affiliated entities within the meaning of Article 32 of Law 4308/2014, in accordance with the provisions of article 114 of Law 4548/2018 (including, without prejudice to the provisions of the legal and regulatory framework, to executive members of the Board of Directors) and the Directors’ and the Group

Remuneration Policies. The maximum number of free shares to be granted within a period of twenty-four (24) months may not exceed 20,000,000 common registered voting shares, i.e. the nominal value of the shares to be distributed may not exceed €18,600,000.00 corresponding to 1.6% of the share capital at the day of the decision of the General Meeting. The nominal value of the free shares that will be granted, summed with the nominal value of the shares that may be issued under the stock option plan which may be adopted by the BoD in accordance with article 113 of Law 4548/2018, pursuant to the authorization granted by the General Meeting of Shareholders held on 07.04.2021, may not exceed in aggregate a total of 3.1% of the share capital at the time of the adoption of the stock option plan by the Board of Directors. Said shares will be acquired in accordance with article 49 of law 4548/2018 subject to the fulfillment of the conditions contained therein and the receipt of all required approvals, and

**b. Granted authorization to the Board of Directors** of the Company in order to:

i) determine the beneficiaries of said free shares on the basis of the applicable remuneration policy and remuneration schemes of the Company/Group for each category of beneficiaries setting out the terms and criteria for the award and the payment of remuneration, the conditions or/and performance and/or retention criteria contained therein taking into consideration the legal and regulatory framework, in force from time to time, and

ii) proceed with the implementation of this decision at its discretion in the appropriate time and manner, and to deal with all procedural details related to this decision. The Board of Directors may sub-delegate part of the above assigned powers to one or more of its members or executives of the Company.

13. **a. Approved** a Company's Shares Buy Back Programme for the acquisition of up to 20,000,000 own common shares of the Company in a price range between €0.75 (minimum price) to €5.00 (maximum price) per share, for a period of 24 months from the date of the decision of this General Meeting of Shareholders, provided that at the time of acquisition, the conditions set out in the legislative and regulatory framework are met. The total cost of own shares buybacks shall not exceed € 15,000,000.00 and

**b. Granted authorization to the Board of Directors** of the Company, in order to proceed with the implementation of this decision at its discretion in the appropriate time and manner, and to deal with all procedural details related to this decision. The Board of Directors may sub-delegate part of the above assigned powers to one or more of its members or executives of the Company.

14. **Approved** the offsetting, pursuant to article 35 par. 3 of Law 4548/2018, as currently in force, of an amount of Euros three hundred million five hundred eighty thousand fifty four euros and fourteen cents (€300,580,054.14) in the Company's "Share Premium" account by writing-off equivalent losses (€300,580,054.14) in the general ledger account 42 "Accumulated losses carried forward" and **authorized** the responsible senior executives of the Company to proceed to all necessary actions for the implementation of this decision.

15. **Granted permission**, as per article 98 par. 1 of Law 4548/2018 to the Members of the Board of Directors and Managers of the Company to participate in the Board of Directors or in the management of the Company's subsidiaries and affiliates.