

BOARD OF DIRECTORS DIVERSITY POLICY

The Bank, in compliance with the provisions of art. 83 para.10 and 80 para.5 a) subpar. b' of Law 4261/2014 (articles 88 and 91 of Directive 2013/36/EU) and loyal to its commitment for the adoption of the highest standards and international best practices of corporate governance, seeks and appoints as members of its Board of Directors (hereinafter "BoD") the persons most qualified for that purpose. In this context, the Bank adopts the present Board of Directors Diversity Policy (hereinafter "the Policy").

Purpose

The Policy, in combination with the Policy on the Nomination of Directors, sets out the approach for the achievement of the desirable diversity of the BoD members and ensures that the BoD's composition is fully aligned with the respective legislative and regulatory requirements.

Scope of Application

The Policy applies to the nomination procedure of the BoD members¹ and is taken into consideration for the appointment of the rest of the Bank's top/senior executive management.

The Policy is also considered when applying the provisions of the Policy on the Nomination of Directors, the Board of Directors and Board Committees Self Assessment Policy and succession planning practices/policies.

General Principles

The Bank recognizes and embraces the benefits of the diversity of its BoD members and considers it an essential element in safeguarding and improving its competitive advantage given that maximum team performance and effectiveness, innovation enhancement and team cooperation within the Board as well as with other executive managers can be achieved through diversity. The adoption of the differentiation principle permits the expression of different points of view that reflect the social and business environment in which the Bank operates, and inspires confidence to the interested persons.

In the above context, a truly diversified BoD should include and make optimal use of the skills, opinions, abilities, qualifications, knowledge, educational background, professional training, professional experience, the gender, the age and other qualities of its members.

The above differentiation parameters should be taken into consideration in determining the best possible composition of the BoDs and, when possible, should be balanced appropriately.

¹ with the exception of the representative of the Hellenic Financial Stability Fund (HFSF), the appointment of whom is governed by the provisions of Law 3864/2010, as in force

The Board Members Nomination Committee (hereafter “The Committee”) reviews and assesses the BoD composition and recommends the appointment of new members, when needed.

The nomination and election of the members of the BoD is always based on the value, the qualifications, skills and professional experience of each member and the BoD as a whole in order to achieve the necessary effectiveness.

In identifying suitable candidates for the appointment to the BoD, the Committee will consider candidates on merit against objective criteria, as those are defined by law and the corporate culture, the Policy on the Nomination of Directors and the strategic objectives of the Bank, and with due regards for the benefits of diversity of the BoD.

In each reconstitution of the BoD’s composition, the Committee will consider, but will not be limited to, the benefits of all aspects of diversity described above in order to maintain an appropriate range and balance of skills, experience, independence and background to the Board.

Measurable Objectives

The Committee will discuss and agree on measurable objectives for achieving BoD’s diversity and will recommend same for adoption by the BoD.

At any given time, the BoD may seek to improve one or more aspects of its diversity and measure progress accordingly.

The BoD commits to make effort to gradually increase the female representation in the BoD to *minimum 25% calculated on the total BoD size (rounded to the nearest integer) by the end of the year 2023*. Details of the Policy on the enhancement of the participation of the under represented gender in the BoD are mentioned in Addendum A.

Monitoring and Reporting

A summary of this Policy, the measurable objectives set for implementing the Policy and progress made towards achieving those objectives will be included in the Annual Corporate Governance Statement.

Furthermore, during the annual evaluation of the BoD’s and its Committees’ effectiveness, the members of the BoD and the Committees will take into consideration the balance of all diversity aspects mentioned in the present Policy and the level of their diversification as a whole.

Policy Review

The Committee will review the present Policy every three years, unless an earlier review is essential owing to legislative changes and will include in its report an assessment of the effectiveness of same. The Committee will amend the present Policy when needed.

Addendum A

Policy on the enhancement of the participation of the under represented gender in the BoD

The purpose of the present policy, which is an integral part of the BoD Diversity Policy of the Bank, is the enhancement of the participation of the under represented gender, e.g of women, to the BoD. The present policy aims at the adoption of specific practices for the achievement of that goal. The policy also aims at ensuring equal election opportunities of men and women to the Bank's BoD and the focus on their qualifications and professional experience.

Ways of enhancing women representation to the BoD: During the nominating process of the election of BoD members, all nominees have to be assessed based on the same criteria, irrespective of gender. Being duly qualified is the ultimate precondition for the appointment of a BoD member. Nevertheless, the Bank will ensure that women and men have equal opportunities to be nominated. In case the Bank, through its competent bodies, uses third party services for the search of possible BoD member nominees, it will explicitly state that both men and women are to be proposed.

The Bank, in order to facilitate an appropriately diverse internal pool of candidates for the BoD positions, aims at enhancing the participation of women on all levels of its hierarchy ensuring equal opportunities with respect to career planning aspects, the evaluation of the effectiveness of its employees, education, business competition etc. The Bank will also foster diversity by increasing the participation of women in the BoDs of its subsidiaries.

The Bank will disclose in its Annual Corporate Governance Statement the percentage of men and women in its BoD. The regular internal supervision will ensure that the Bank monitors and assesses the progress of the target's achievement.