



**ALPHA BANK**

**Resolutions  
of the Second Iterative Extraordinary General Meeting  
of Shareholders of Alpha Bank on 16.4.2013  
(article 32 para. 1 of codified law 2190/1920, para. 4.1.3.3. of the Athens Exchange  
Regulations)**

The Second Iterative Extraordinary General Meeting of Shareholders of Alpha Bank, which was held on 16.4.2013 at 10:00, was attended in person or by proxy by 4,818 Shareholders, representing 159,295,816 common, nominal, paperless shares with voting rights, out of a total of 734,269,648 shares, of which 534,269,648 are common, nominal, paperless shares with voting rights, namely 29.82% of the voting share capital of the Bank.

**Item 1:**

- (A) Increase of the nominal value of each common share with voting rights issued by the Bank, by way of decrease of their number, due to reverse split,**
- (B) Increase of the Bank's share capital by way of change of the nominal value of the common shares (as formed under A), by way of capitalisation of part of article 4 para. 4a of codified law 2190/1920, in order to, inter alia, form an even replacement ratio of the number of common shares with voting rights with the old nominal value to the shares with the new nominal value,**
- (C) Decrease of the Bank's common share capital, pursuant to article 4 para. 4a of codified law 2190/1920, by way of decrease of the nominal value of the common shares with voting rights (as is formed as a result of the above) and credit with the amount of difference thereof to the special reserve of the said article,**

**Amendment of article 5 of the Articles of Incorporation.**

<u>Minimum Required Quorum:</u>	20% of the total common shares with voting rights issued by "Alpha Bank A.E." (the " <i>Bank</i> ").
<u>Achieved Quorum:</u>	29.82% of the total common shares with voting rights issued by the Bank.

The Second Iterative Extraordinary General Meeting approved: (A) the increase of the nominal value of each common share with voting rights issued by the Bank, by way of decrease of their number, due to reverse split, (B) the increase of the Bank's share capital by way of change of the nominal value of the common shares (as

formed under A), by way of capitalisation of part of article 4 para. 4a of codified law 2190/1920, in order to, inter alia, form an even replacement ratio of the number of common shares with voting rights with the old nominal value to the shares with the new nominal value, (C) the decrease of the Bank's common share capital, pursuant to article 4 para. 4a of codified law 2190/1920, by way of decrease of the nominal value of the common shares with voting rights (as is formed as a result of the above) and credit with the amount of difference thereof to the special reserve of the said article, the amendment of article 5 of the Articles of Incorporation, and granted the authority to the Board of Directors to identify the relevant numerical figures (if changes to the above share capital need to take place) and to proceed to the respective amendments of the Articles of Incorporation based on such identification.

YES = (98.51%) 156,915,060      NO = (1.23%) 1,958,410      ABSTENTION = (0.27%) 422,346

## **Item 2:**

**Raising of capital by the Bank, according to law 3864/2010, by the increase of its share capital through payment in cash and/or contribution in kind. Restriction of the pre-emption rights of the holders of common shares and cancellation of the pre-emption rights of the holder of preference shares, on the share capital increase in cash. For the remainder, granting of pre-emption rights for old holders of common shares, along with their right also to express interest for pre-subscription. Issuance and distribution by the Bank of new common dematerialised shares with voting rights. Amendment of article 5 of the Articles of Incorporation. Provision to the Board of Directors of the Bank of the power to specify the terms of the share capital increase (including the power under article 13 para. 6 of codified law 2190/1920 to determine the offer price of the new shares) and provide for similar issues related to the capital increase.**

<u>Minimum Required Quorum:</u>	20% of the total common shares with voting rights issued by the Bank.
<u>Achieved Quorum:</u>	29.82% of the total common shares with voting rights issued by the Bank.

The Second Iterative Extraordinary General Meeting approved the raising of capital by the Bank, according to law 3864/2010, by the increase of its share capital through payment in cash and/or contribution in kind. Restriction of the pre-emption rights of the holders of common shares and cancellation of the pre-emption rights of the holder of preference shares, on the share capital increase in cash. For the remainder, granting of pre-emption rights for old holders of common shares, along with their right also to express interest for pre-subscription. Issuance and distribution by the Bank of new common dematerialised shares with voting rights. Amendment of

article 5 of the Articles of Incorporation. Provision to the Board of Directors of the Bank of the power to specify the terms of the share capital increase (including the power under article 13 para. 6 of codified law 2190/1920 to determine the offer price of the new shares) and provide for similar issues related to the capital increase.

YES = (98.41%) 156,755,883      NO = (1.33%) 2,117,587      ABSTENTION = (0.27%) 422,346