



ALPHA BANK

**Resolutions
of the Extraordinary General Meeting of Shareholders of Alpha Bank on 26.4.2012
(article 32 para. 1 of Codified Law 2190/1920, para. 4.1.3.3. of the Athens Exchange
Regulations)**

The Extraordinary General Meeting of Shareholders of Alpha Bank, which was held on 26.4.2012 at 10:00, was attended in person or by proxy by 5,293 Shareholders, representing 160,251,332 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 29.99% of the voting share capital of the Bank.

Item 1: Cessation of the operations and the merger procedure of “Alpha Bank A.E.” by way of absorption of “EFG Eurobank Ergasias S.A.”. Revocation of all resolutions of the 2nd Iterative Extraordinary General Meeting of “Alpha Bank A.E.” dated November 15, 2011 and disengagement of the latter from all contractual commitments towards or in favour of “EFG Eurobank Ergasias S.A.”. Grant of relevant authorisations.

<u>Minimum Required Quorum:</u>	2/3 of the total common shares with voting rights issued by “Alpha Bank A.E.” (the “Bank”).
<u>Achieved Quorum:</u>	29.99% of the total common shares with voting rights issued by the Bank.

Due to the significance of the item brought forward for deliberation it was decided that the relevant resolution be taken by increased quorum, i.e. 2/3 of the total common shares with voting rights issued by the Bank, and majority, i.e. 2/3 of the total voting rights (present or represented) plus (+) one vote (present or represented). The discussion of this specific item was postponed because the required quorum was not achieved. This item will be discussed at the First Iterative Extraordinary General Meeting on Tuesday, May 8, 2012, at 10:00, at the Hilton Athens Hotel, 46 Vassilissis Sophias Avenue, Athens.

Item 2: **Approval and ratification of any kind of juridical or other acts, declarations or otherwise, as well as release of the Board of Directors, of its Members, the proxies and agents of “Alpha Bank A.E.” with regard to the merger by way of absorption of “EFG Eurobank Ergasias S.A.”.**

Minimum Required Quorum: 20% of the total common shares with voting rights issued by the Bank.

Achieved Quorum: 29.99% of the total common shares with voting rights issued by the Bank.

The discussion of this specific item was postponed after the General Meeting decided that this item, due to its relevance with the 1st item of the agenda, be discussed at the First Iterative Extraordinary General Meeting on Tuesday, May 8, 2012, at 10:00, at the Hilton Athens Hotel, 46 Vassilissis Sophias Avenue, Athens.

Item 3: **Amendment of article 18 para. 3 of the Articles of Incorporation of the Bank (on the appointment and revoking of proxies via electronic means).**

Minimum Required Quorum: 20% of the total common shares with voting rights issued by the Bank.

Achieved Quorum: 29.99% of the total common shares with voting rights issued by the Bank.

The discussion of this specific item was postponed after the General Meeting decided that, for the purpose of continuity of the discussion, this item be discussed at the First Iterative Extraordinary General Meeting on Tuesday, May 8, 2012, at 10:00, at the Hilton Athens Hotel, 46 Vassilissis Sophias Avenue, Athens.