

Resolutions of Extraordinary General Meeting

The Extraordinary General Meeting of Geniki Bank's Shareholders, held on 30.10.2014 at 10:00 a.m., was attended by shareholders representing 68,278,414 shares out of 68,322,221 common shares, namely 99.94% of share capital. The General Meeting resolved the following:

A. Approved the merger between "Piraeus Bank S.A and "Geniki Bank S.A", according to the provisions of article 79 of Law 2190/1920, articles 1 – 5 of Law 2166/1993 and article 16 of Law 2515/1997 as in force and particular:

- i. **Approved** the Draft Merger Agreement by acquisition of "Geniki Bank S.A." by "Piraeus Bank S.A." against payment of a cash consideration of euro 6.86 per each share issued by "Geniki Bank S.A.", dated 01.09.2014.
- ii. **Approved** the report of the Board of Directors of "Geniki Bank S.A.", to the Shareholders General Meeting dated 01.09.2014, pursuant to the provisions of article 69 par. 4 of Law 2190/1920, which explains and justifies, from a legal and financial point of view, the above Draft Merger Agreement.
- iii. **Accepted** the Auditors Report for the determination of the book value of "Piraeus Bank S.A." dated 01.09.2014 and of "Geniki Bank S.A." dated 02.09.2014, respectively.
- iv. **Approved** the actions and/ or declarations carried out by the Board of Directors of the Bank and its representatives or agents within the current fiscal period.

B. Authorized each of Mr. Nikolaos Karamouzis, Managing Director and Lampros Papakonstantinou, Deputy Managing Director, each acting individually, to sign the Merger Agreement, drawn up in the form of a notarial deed to carry out any action, in order to complete the merger.