



**BANK OF GREECE**  
EUROSYSTEM

**ANNOUNCEMENT**

**Decisions of the 90<sup>th</sup> Annual Ordinary General Meeting of Shareholders of the Bank of Greece – Voting results**

In accordance with Article 133, para. 2, of Law 4548/2018 and Article 4.1.3.3 of the Athens Exchange Rulebook, it is hereby announced that the 90<sup>th</sup> Annual Ordinary General Meeting of Shareholders of the Bank of Greece, held on Friday 7 April 2023 at 12.00 noon and conducted remotely by videoconference, was attended by shareholders and shareholders' proxies representing 8,140,114 shares, corresponding to 108,467 voting rights, out of a total of 19,864,886 shares, corresponding to 264,865 voting rights<sup>1</sup> (i.e. 40.95% of the share capital).

**The General Meeting adopted the following decisions:**

- The majority approved the Annual Accounts for the year 2022, including the Annual Financial Report, the Management Report, as well as the Auditors' Report.

*Number of shares validly voted upon: 8,140,114. Total number of valid votes: 108,467.*

*Percentage of the share capital: 40.95%. | Votes IN FAVOUR: 106,423. Votes AGAINST: 2,025. | Abstentions: 19.*

- The majority approved the appropriation of net profits for the year 2022, in accordance with Article 71 of the Bank's Statute, totalling €456,775,424, as follows:

- Dividend to be distributed: €0.6720 per share on 19,864,886 shares	€	13,349,203
- Extraordinary reserve	€	42,700,000
- Amount to be transferred to the Government	€	400,726,221

*Number of shares validly voted upon: 8,140,114. Total number of valid votes: 108,467.*

*Percentage of the share capital: 40.95%. | Votes IN FAVOUR: 106,276. Votes AGAINST: 2,172. | Abstentions: 19.*

The dividend for financial year 2022 is subject to withholding tax of 5%, under Law 4172/2013, as currently in force. As a result, the net dividend for 2022 to be received by shareholders amounts to €0.6384 per share.

The record date has been set as 21 April 2023. Entitled to receive the current dividend shall be the following persons, subject to the limitations laid down in Article 8, para. 5, of the Bank's Statute: <sup>2</sup>

- (a) shareholders that stand registered with the Dematerialised Securities System (DSS) as at the record date, provided that their shares are kept in own securities accounts or in client securities accounts;
- (b) persons identified as shareholders as at the record date, in accordance with the legislation in force, through registered intermediaries or other intermediaries under Article 1.2.3 of Part 1 of Section

<sup>1</sup> It should be noted that each seventy-five (75) shares confer the right to one (1) vote (Article 13 of the Statute of the Bank of Greece, taken together with decision No. 2/29.2.2000 of the General Council of the Bank increasing the minimum number of shares required for a shareholder to participate, be represented and vote at a General Meeting of Shareholders of the Bank from twenty-five (25) to seventy-five (75), following the split – under Article 9 of the Bank's Statute – of the share of the Bank of Greece pursuant to decision No. 1/17.1.2000 of the Bank's General Council, which was approved by Act of the Council of Ministers No. 8/4.2.2000 – Government Gazette A 17/7.2.2000).

<sup>2</sup> As from financial year 2013, all financial rights, including the right to dividend payments, are suspended for the shareholders referred to in Article 8, para. 5, of the Bank's Statute [as inserted by the decision of the 79th Annual Ordinary General Meeting of Shareholders of the Bank of Greece held on 24 April 2012, which was ratified by Article 165, para. 7(b) of Law 4099/2012 (Government Gazette A 250/20.12.2012)], i.e. persons supervised by the Bank of Greece under Article 55A of its Statute or a provision of law; associated and affiliated firms; members of the board of directors or administrators of such persons; their spouses and relatives up to second degree.

VIII of the Rulebook of the Hellenic Central Securities Depository (Government Gazette B 1064/10.03.2022), as currently in force, provided that their shares are kept in clients securities accounts.

The ex-dividend date has been set as 20 April 2023. From this date, Bank of Greece shares will trade on the Athens Exchange without entitlement to the current dividend.

The dividend payment date has been set for 27 April 2023. Dividend payments will be effected in accordance with the applicable legislation (Article 19 of Law 4569/2018), the procedure laid down in the Athens Exchange Rulebook (Article 5.5) and the specific provisions of the Rulebook of the Hellenic Central Securities Depository and its relevant decisions.

The payor Bank will be the Bank of Greece.

Details on the dividend payment modalities are given in the Bank of Greece announcement entitled "Dividend for financial year 2022".

- The majority approved the proposed remuneration and travel expenses of the members of the General Council.

*Number of shares validly voted upon: 8,140,114. Total number of valid votes: 108,467.*

*Percentage of the share capital: 40.95%. | Votes IN FAVOUR: 106,423. Votes AGAINST: 2,025. | Abstentions: 19.*

- It voted on the remuneration report under Article 112 of Law 4548/2018 for the year 2022.

*Number of shares validly voted upon: 8,140,114. Total number of valid votes: 108,467.*

*Percentage of the share capital: 40.95%. | Votes IN FAVOUR: 106,423. Votes AGAINST: 2,025. | Abstentions: 19.*

- The majority approved the new Remuneration Policy for the Members of the General Council as from 1.1.2023 for the next four (4) financial years.

*Number of shares validly voted upon: 8,140,114. Total number of valid votes: 108,467.*

*Percentage of the share capital: 40.95%. | Votes IN FAVOUR: 106,423. Votes AGAINST: 2,025. | Abstentions: 19.*

- The majority approved the proposed Auditor's fees for the year 2023.

*Number of shares validly voted upon: 8,140,114. Total number of valid votes: 108,467.*

*Percentage of the share capital: 40.95%. | Votes IN FAVOUR: 106,476. Votes AGAINST: 1,972. | Abstentions: 19.*

- The majority discharged the members of the General Council and the Auditors from all personal responsibility in connection with the Bank's activities and management during the year 2022.

*Number of shares validly voted upon: 8,140,114. Total number of valid votes: 108,467.*

*Percentage of the share capital: 40.95%. | Votes IN FAVOUR: 106,423. Votes AGAINST: 2,025. | Abstentions: 19.*

- It elected Mr Spyridon Theodoropoulos, Mr Georgios Karanikas, Mr Ioannis Masoutis and Mr Ioannis Retsos as members of the Bank's General Council.

*Number of shares validly voted upon: 8,140,114. Total number of valid votes: 108,467.*

*Percentage of the share capital: 40.95%.*

Voting result:

Electing members of the Bank's General Council:

*Mr Spyridon Theodoropoulos: Votes IN FAVOUR: 106,423. Votes AGAINST: 2,025. | Abstentions: 19.*

*Mr Georgios Karanikas: Votes IN FAVOUR: 106,423. Votes AGAINST: 2,025. | Abstentions: 19.*

*Mr Ioannis Masoutis: Votes IN FAVOUR: 106,476. Votes AGAINST: 1,972. | Abstentions: 19.*

*Mr Ioannis Retsos: Votes IN FAVOUR: 106,423. Votes AGAINST: 2,025. | Abstentions: 19.*

Other candidates for election were:

*Ioannis Tzampazis: Votes IN FAVOUR: 2,919. Votes AGAINST: 105,529. | Abstentions: 19.*

*Georgios Tsiamis: Votes IN FAVOUR: 894. Votes AGAINST: 107,554. | Abstentions: 19.*

- The majority elected Ernst & Young (Hellas) Certified Auditors Accountants S.A. as Auditor for the year 2023.

*Number of shares validly voted upon: 8,140,114. Total number of valid votes: 108,467.*

*Percentage of the share capital: 40.95%. | Votes IN FAVOUR: 106,476. Votes AGAINST: 1,972. | Abstentions: 19.*

- The majority elected Mr Georgios Karadimas and Mr Christos Papazoglou as members of the Audit Committee, for a three-year term, and in any case until the Annual Ordinary General Meeting of the year 2026.

*Number of shares validly voted upon: 8,140,114. Total number of valid votes: 108,467.*

*Percentage of the share capital: 40.95%.*

Voting result:

Elected members of the Bank's Audit Committee:

*Mr Georgios Karadimas: Votes IN FAVOUR: 106,423. Votes AGAINST: 2,025. | Abstentions: 19.*

*Mr Mr Christos Papazoglou: Votes IN FAVOUR: 106,423. Votes AGAINST: 2,025. | Abstentions: 19.*

Athens, 7 April 2023  
Human Resources Department  
Secretariat Section