



Constitution of the Board of Directors into a body – Composition of the Committees of the Board of Directors [27.7.2023]

The Board of Directors of Alpha Services and Holdings S.A. (the “Company”), at its meeting held on 27.7.2023, was constituted into a body, in accordance with article 11 of the Articles of Incorporation of the Company, following (a) its resolution dated 29.6.2023 regarding the election of Ms. Diony C. Lebot and Mr. Panagiotis I.-K. Papazoglou as Independent Non-Executive Members of the Board of Directors of the Company, with effect as of 27.7.2023, in replacement of the resigned Independent Non-Executive Members, Messrs. Richard R. Gildea and Shahzad A. Shahbaz respectively; and (b) the resolution of the Ordinary General Meeting of Shareholders on 27.7.2023 (the “Ordinary General Meeting”) on the appointment of two new Members of the Board of Directors, Ms. Diony C. Lebot and Mr. Panagiotis I.-K. Papazoglou, as Independent Non-Executive Members of the Board of Directors.

In particular:

Chair of the Board of Directors, Mr. Vasileios T. Rapanos, NON-EXECUTIVE MEMBER

Chief Executive Officer, Mr. Vassilios E. Psaltis, EXECUTIVE MEMBER

EXECUTIVE MEMBER

Mr. Spyros N. Filaretos, General Manager

NON-EXECUTIVE MEMBER

Mr. Efthimios O. Vidalis

INDEPENDENT NON-EXECUTIVE MEMBERS

Mmes. Elli M. Andriopoulou, Aspasia F. Palimeri, Carolyn G. Dittmeier, Elanor R. Hardwick and Diony C. Lebot and Messrs. Mr. Panagiotis I.-K. Papazoglou, Dimitris C. Tsitsiragos and Jean L. Cheval

NON-EXECUTIVE MEMBER in accordance with Law 3864/2010

Mr. Johannes Herman Frederik G. Umbgrove, as representative and upon instruction of the Hellenic Financial Stability Fund

It is noted that the tenure of the Board of Directors is quadrennial as per article 9 of the Company’s Articles of Incorporation, as this was determined by the resolution of the Ordinary General Meeting dated 22.7.2022, and may be extended until the termination of the deadline for the convocation of the next Ordinary General Meeting and until the relevant resolution has been adopted.

Composition of the Audit Committee

Pursuant to the resolution of the Ordinary General Meeting held on 27.7.2023 and in accordance with article 44 par. 1 case b) of Law 4449/2017, as in force:

- The Audit Committee remains a Committee of the Board of Directors, consisting of five (5) of its Members, in particular, of four (4) Independent Non-Executive Members, according to the provisions of article 9 pars. 1 and 2 of Law 4706/2020, and one (1) Non-Executive Member.
- The term of office of the Committee Members appointed by the Board of Directors in accordance with article 44 par. 1 case c) of Law 4449/2017 follows their term of office as Members of the Board of Directors.
- The Members of the Committee are appointed by the Board of Directors, in accordance with article 44 par. 1 case c) of Law 4449/2017, as in force, and the Audit Committee Charter and satisfy the criteria/qualifications set out in article 44 of Law 4449/2017 as well as in the Audit Committee Charter. In the event of resignation, death or forfeiture of a Member of the Committee, the Board of Directors, in accordance with article 44 par. 1 case f) of law 4449/2017, as in force, will appoint, from among its existing Members, a new Member in replacement thereof, for the remaining term of office of the Member replaced, in accordance with pars. 1 and 2 of article 82 of law 4548/2018.

Subsequently, following the respective recommendation of the Corporate Governance, Sustainability and Nominations Committee: (a) the Board of Directors of the Company at its meeting dated 27.7.2023 appointed the Members of the Audit Committee and (b) the Audit Committee of the Company at its meeting held on the same date appointed its Chair and was constituted into a body as follows:

Audit Committee

Carolyn G. Dittmeier (Chair), Independent Non-Executive Member
 Elli M. Andriopoulou, Independent Non-Executive Member
 Panagiotis I.-K. Papazoglou, Independent Non-Executive Member
 Jean L. Cheval, Independent Non-Executive Member
 Johannes Herman Frederik G. Umbgrove, Non-Executive Member as representative and upon instruction of the Hellenic Financial Stability Fund

Further to the above, the Board of Directors taking into consideration the respective recommendation of the Corporate Governance, Sustainability and Nominations Committee and the requirements of the regulatory framework resolved on the composition of the remainder of the Committees of the Board of Directors, as follows:

Risk Management Committee

Jean L. Cheval (Chair), Independent Non-Executive Member
 Aspasia F. Palimeri, Independent Non-Executive Member
 Dimitris C. Tsitsiragos, Independent Non-Executive Member
 Elanor R. Hardwick, Independent Non-Executive Member
 Diony C. Lebot, Independent Non-Executive Member
 Johannes Herman Frederik G. Umbgrove, Non-Executive Member as representative and upon instruction of the Hellenic Financial Stability Fund

Remuneration Committee

Dimitris C. Tsitsiragos (Chair), Independent Non-Executive Member
 Efthimios O. Vidalis, Non-Executive Member
 Aspasia F. Palimeri, Independent Non-Executive Member
 Panagiotis I.-K. Papazoglou, Independent Non-Executive Member

Johannes Herman Frederik G. Umbgrove, Non-Executive Member as representative and upon instruction of the Hellenic Financial Stability Fund

Corporate Governance, Sustainability and Nominations Committee

Elanor R. Hardwick (Chair), Independent Non-Executive Member

Efthimios O. Vidalis, Non-Executive Member

Elli M. Andriopoulou, Independent Non-Executive Member

Carolyn G. Dittmeier, Independent Non-Executive Member

Diony C. Lebot, Independent Non-Executive Member

Johannes Herman Frederik G. Umbgrove, Non-Executive Member as representative and upon instruction of the Hellenic Financial Stability Fund