



EXCERPT FROM BOARD RESOLUTION BY SIGNING OF MINUTES
IN LIEU OF A BOARD MEETING
DATED 27.7.2023

On Thursday, July 27, 2023, the Board of Directors of Alpha Services and Holdings S.A. (the "Company") resolved, in accordance with article 12.3 of the Articles of Incorporation and article 94 par. 1 of Law 4548/2018, as in force, as follows. This constitutes a resolution of the Board of Directors without the holding of a physical meeting.

Further, by executing the present Minutes and by recording herein their voting preference (Yes/No/Abstain), the Board Members have agreed that such resolution by circulation may be passed by majority vote.

Committees of the
Board of Directors.

Following (a) the election by the Board of Directors at its meeting on 29.6.2023 of Ms. Diony C. Lebot and Mr. Panagiotis I.-K. Papazoglou as Independent Non-Executive Members of the Board of Directors, with effect as of 27.7.2023, (b) the resolution of the Ordinary General Meeting of Shareholders of the Company dated July 27, 2023 on the appointment of Ms. Diony C. Lebot and Mr. Panagiotis I.-K. Papazoglou as Independent Non-Executive Members, (c) the constitution of the Board of Directors into a body and (d) the respective recommendation of the Corporate Governance, Sustainability and Nominations Committee in relation to the Board Committees' structure and membership, the Board of Directors unanimously resolves as follows:

A. Following the resolution of the Ordinary General Meeting of Shareholders earlier today pertaining to Item 13 of the Agenda, the Board of Directors takes cognizance of the determination of the type of the Audit Committee, its term of office, the number and the qualifications of its Members as per article 44 par. 1 case b) of Law 4449/2017 and in particular of the following:

- the Audit Committee will remain a Committee of the Board of Directors, consisting of five (5) of its Members, in particular, 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 shall follow their term of office as Members of the Board of Directors, i.e. their tenure shall be quadrennial 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;
- the Members of the Committee will be 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 shall 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.

The Board of Directors, taking into consideration and endorsing the recommendation of the Corporate Governance, Sustainability and Nominations Committee in respect to the composition of the Audit Committee and confirming that the persons hereinafter meet all the criteria of the respective legal and regulatory framework, including those of article 44 (1) of Law 4449/2017, and have a proven excellent track record of knowledge of the banking and financial sector in general and sufficient knowledge in the field in which the Company operates, and that their participation in the Audit Committee shall ensure the individual and collective suitability of the Committee and the proper exercise of the responsibilities of the said Committee, stipulated by the law and by the regulatory framework and by its Charter, **appoints** the following Members of the Audit Committee:

- Carolyn G. Dittmeier – 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

Furthermore, it is confirmed that Ms. Carolyn G. Dittmeier, Mr. Jean L. Cheval and Mr. Panagiotis I.-K. Papazoglou possess adequate auditing and accounting knowledge and experience.

In accordance with the provisions of article 44 (1e) of Law 4449/2017, as in force, the Chair of the Audit Committee will be appointed by its Members at the next meeting of the Committee.

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Exact translation
of excerpt of the Minutes

The Secretary of
the Board of Directors

E.E. TZANAKAKI