



The Board of Directors of «PIRAEUS BANK Société Anonyme», decided on Thursday, March 19th, 2026, to call an Annual General Meeting of Shareholders on Tuesday, April 21st, 2026.

Please find below the invitation to the Annual General Meeting:

INVITATION

OF THE SHAREHOLDERS OF THE SOCIÉTÉ ANONYME

“PIRAEUS BANK Société Anonyme”

TO AN ANNUAL GENERAL MEETING

Tuesday, April 21st, 2026, at 18:00

Reg. No. 157660660000

Pursuant to applicable Law and the Piraeus Bank (“Bank”) Articles of Association, the Shareholders are hereby invited to participate in the Annual General Meeting (“AGM”), which will take place on **Tuesday, April 21st, 2026 at 18:00**, in a hybrid manner, namely, with the physical presence of Shareholders at the King George Hotel, 3 Vasileos Georgiou A’ Str., Syntagma Sq, Athens 105 64, Ballroom Hall and with the participation of Shareholders remotely in real-time via teleconference.

ITEMS OF THE AGENDA

1. Submission and approval of the Annual Financial Report (Bank and Group) for the financial year 01.01.2025 - 31.12.2025, including the Annual Financial Statements, along with the relevant Board of Directors’ Report and Statements as well as the Independent Auditor’s Report.
2. Approval of the distribution of €494 million, equivalent to a cash payment of €0.4 per share, to the Bank’s Shareholders.
 - 2.1. Share capital increase of €494mn through capitalization of an equal amount from the share premium account and the increase in the nominal value of each ordinary share from €0.93 to €1.33.
 - 2.2. Share capital decrease of €494mn through a reduction in the nominal value of each ordinary share by €0.4, intended to facilitate the distribution of cash to shareholders.
 - 2.3. Amendment of article 25 of the Bank’s Articles of Association.
3. Approval of the overall management for the financial year 01.01.2025-31.12.2025, in accordance with article 108 of Law 4548/2018 and release of the certified auditors from any liability for the financial year 01.01.2025-31.12.2025 pursuant to article 117 par. 1 case (c) of Law 4548/2018.
4. Appointment of Certified Auditors for the financial year 01.01.2026 - 31.12.2026 and approval of their fees.
5. Submission of the annual Audit Committee’s Report to the General Meeting pursuant to article 44 par. 1 (case i) of Law 4449/2017.

6. Submission of the Independent Non-Executive Directors' Report to the General Meeting, according to article 9 par.5 of Law 4706/2020.
7. Submission of the Remuneration Report of the year 2025 for discussion and vote by the General Meeting, according to article 112 of Law 4548/2018.
8. Approval of remuneration paid to members of the Board of Directors in respect of the financial year 2025 and approval of advance payment of remuneration in respect of the financial year 2026 in accordance with article 109 of Law 4548/2018.
9. Approval of distribution of discretionary reserves of an amount up to €22.5 million to the Bank's staff.
10. Approval of amendment of the Directors' Remuneration Policy.
11. Approval to acquire Bank's own shares (Share Buy-back Programme) and granting of relevant authorizations to the Board of Directors.
12. Approval pursuant to article 86 of Law 4261/2014 for executives of the Bank and the Group.
13. Granting of permission, as per article 98 par. 1 of Law 4548/2018, to the Members of the Board of Directors and Managers of the Bank, to participate on the Board of Directors or in the management of the Bank's subsidiaries and affiliates.
14. Miscellaneous announcements (non-voting item).

In the event that the requisite quorum for the items of the agenda is not met, the General Meeting will convene again in a Reiterative General Meeting on **April 28th, 2026 at 18:00**, in a hybrid manner, namely with the physical presence of Shareholders at the Grand Hyatt Athens Hotel, 115, Andrea Syngrou Avenue, Athens, 11745, Aristotle I Hall and remotely in real-time by teleconference.

It should be noted that, in accordance with par. 2 of article 130 of Law 4548/2018, a new invitation for the Reiterative General Meeting will not be published.

In accordance with the provisions in the Articles of Association of the Bank, the Annual General Meeting on **April 21st, 2026**, and any Reiterative Meeting, will take place in a hybrid manner, namely, with the physical presence of Shareholders and remotely, in real-time by teleconference and the use of electronic means, under the specific provisions in the present invitation.

In addition, in accordance with the provisions of the Articles of Association of the Bank, Shareholders are provided with the option to participate remotely by mail vote at the vote on the items of the General Meeting on **April 21st, 2026** and any Reiterative Meeting, that will take place **before** the General Meeting, under the conditions of the current legislation and the specific provisions in the present invitation.

The General Meeting will be provided with simultaneous interpretation into the Greek sign language.

A. RIGHT TO PARTICIPATE AND VOTE

Shareholders having the right to participate and vote in the Annual General Meeting (**AGM**) dated **April 21st, 2026**, as well as in the Reiterative General Meeting dated **April 28th, 2026 (RGM)** are those registered in the electronic registry of the Dematerialized Securities System ("DSS") of the company "Hellenic Central Securities Depository" (ATHEXCSD) or those identified as such through registered intermediaries or other intermediaries, in line with the legislative provisions (L. 4548/2018, L. 4706/2020 and Regulation (EU) 2018/1212) as well as the Rulebook of the Hellenic Central Securities Depository, at the opening of the fifth day prior to the date of the Annual General Meeting, i.e. on **April 16th, 2026 (Record Date)**.

The Shareholder status on the **Record Date** and the **Record Date** of the **RGM** is verified by any means and in any case through the direct electronic linkup of the Bank with the records of the Dematerialized Securities System ("DSS") or through the intermediaries in line with the above provisions. A Shareholder may participate in the General Meeting through confirmations or notices of Articles 5 and 6 of Regulation (EU) 2018/1212, which are provided by the intermediary, except if the General Meeting refuses said participation for good reason justifying this refusal in accordance with the applicable provisions (art. 19 par.1 L. 4569/2018, art. 124 of L. 4548/2018).

The exercise of the right to participate and vote does not require the blocking of shares or any other relevant process which restricts the Shareholders' ability to sell and/or transfer shares during the period between the **Record Date** or the **Record Date of the RGM** and **the date of the relevant General Meeting (AGM or RGM)**.

B. PROCEDURE FOR REMOTE PARTICIPATION AND VOTING IN REAL TIME BY TELECONFERENCE

In order for Shareholders to participate and vote at the **AGM** on **April 21st, 2026** or at the **RGM** on **April 28th, 2026** remotely, in real-time by teleconference, without their physical presence, they or their proxies must create and use an electronic Shareholder account at the internet platform that has been developed by the Athens Exchange Group to provide remote General

Meeting services, in real-time, by teleconference to listed companies on the website <https://axia.athexgroup.gr>

The internet platform is provided by the company "Hellenic Central Securities Depository S.A." while the Zoom Meetings service is used for the teleconference by Zoom Video Communications Inc.

In order to access the internet platform a personal computer, a smartphone or a tablet is required, a browser installed, and internet access.

In order for a Shareholder or his/her proxy to create an account in the internet platform above, a valid electronic mail (email) account and a mobile telephone number are required by the Shareholder or his/her proxy.

If, on accessing the internet platform the above information entered by the Shareholder does not match the data registered in the Dematerialized Securities System and have been provided to the Bank by the Hellenic Central Securities Depository or by the intermediaries, as part of its services to facilitate Shareholder identification for remote general meetings which are provided to listed companies in accordance with Part 3 of Decision No 8 of the Hellenic Central Securities Depository, "Technical terms and procedures for the provision of the Registry, Corporate and Other Related Actions Service", as well as the document "Terms and Conditions for the remote General Meeting of Shareholders", Shareholders must provide or update the information above, in order to create the account.

For this purpose, Shareholders are requested to contact without delay the Participant in the DSS of their Securities Account where the shares of the Bank are kept, or any other intermediary, that provides them with custody services for the shares of the Bank, as the case may be, in order to notify them or to update their valid email address and mobile telephone number for identification.

Further instructions to participate at the AGM by teleconference will be posted on the website of the Bank and will be sent via email to Shareholders that have completed the above procedure and are eligible to participate at the AGM or the RGM.

For any questions and for instructions, Shareholders may contact the Shareholders' Services Department of the Bank by email at ShareholdersMeeting@piraeusbank.gr or by telephone at +30 210 3739301 and +30 210 3335039 (daily between 09.00 –17.00).

Furthermore, starting with the publication of the present and until the end of the General Meeting, information and support will be provided to the Shareholders and their representatives, on matters related to the conduct of the General Meeting through the platform AXIA e-Shareholders Meeting (AXIA e-SM) (e.g. connection, voting, etc.) at tel. +30 210 3366426 or by e-mail at: AXIAeShareholdersMeeting@athexgroup.gr

On the date of the General Meeting, in order to participate in the proceedings, Shareholders must connect on time through the Web based Platform, at least fifteen minutes (15') before the start time of the General Meeting that has been announced in the Invitation, and to declare the number of voting rights with which they will participate and vote at the General Meeting, and, whether they wish to modify them (to a lower number).

Shareholders that will participate at the General Meeting by teleconference in real-time are taken into consideration for the formation of the quorum and majority and will be able to exercise their rights effectively during the General Meeting.

Shareholders who are successfully connected to the internet platform will be able to participate in the General Meeting in real-time by teleconference via a link that will be sent to them via email.

By activating the teleconference application (Zoom) through the link at the beginning of the General Meeting, the Shareholders will have the ability to:

- a) follow the proceedings of the General Meeting with electronic or audiovisual means,
 - b) take the floor during the General Meeting,
- and, at the same time, through the internet platform they will have the ability to:
- c) vote in real time during the General Meeting on the matters of the daily agenda,

d) receive information on the recording of their vote.

C. PROCEDURE FOR REMOTELY PARTICIPATING IN THE VOTE BEFORE THE GENERAL MEETING [MAIL VOTE]

I. In addition, Shareholders have the option to participate remotely, in person or by proxy, at the vote on the items of the agenda of the General Meeting that will take place before the AGM,

Specifically, Shareholders that wish to participate and vote remotely on the items of the agenda of the AGM that will take place before the General Meeting, can make use of this option:

a) Either by exercising the right to vote before the **AGM** through the internet platform <https://axia.athexgroup.gr> in which they have previously created an account and have successfully registered as described in B. above, during the time period **from Friday 17.04.2026 at 12.00 and until twenty-four (24) hours before the AGM (i.e. until 18:00 on 20.04.2026 at the latest).**

b) Or by completing and submitting the "Mail vote document" with the signature authenticated, to the Shareholders' Services Department of the Bank (31, Panepistimiou, Athens), or sending digitally signed by using a recognized digital signature (qualified certificate) by the proxy or the Shareholder, via email at ShareholdersMeeting@piraeusbank.gr **at least twenty-four (24) hours before the AGM (i.e. by 18:00 on 20.04.2026 at the latest).**

The mail vote document is available to Shareholders in hard copy at the Shareholders' Services Department of the Bank (31, Panepistimiou, tel. +30 210 3739301 and +30 210 3335039), and in electronic form on the website of the Bank [General Meetings | Piraeus Group](#)

c) Or by participating based on confirmations or notifications provided by intermediaries under articles 5 and 6 of Regulation (EU) 2018/1212.

Shareholders that vote as above before the AGM are counted to form the quorum and majority, provided that the votes in question have been received by the Bank by **18:00 on Monday 20.04.2026 at the latest.**

II. It is noted that Shareholders that wish to appoint proxies to participate remotely at the

vote on the items of the AGM which will take place before the General Meeting, can appoint up to one (1) proxy; the appointment must be made **at the latest forty-eight (48) hours before the AGM (i.e. by 18:00 on 19.04.2026 at the latest), as specifically described below in D II.**

Following the expiry of this deadline, it will not be possible to participate by proxy in the vote that will take place **before the AGM.**

III. If the quorum, as required by the Law and the Articles of Association in order to decide the whole or part of the original agenda, is not obtained during the meeting of **21.04.2026**, at the **RGM** which will take place on **28.04.2026 at 18:00**, the right to vote remotely, by mail vote **must be exercised again**, by a vote that will take place before the General Meeting, in the following ways:

a) Either by exercising the right to vote before the General Meeting through the internet platform <https://axia.athexgroup.gr> in which they have previously created an account and have successfully registered as described in B. above, during the time period **from Thursday 23.04.2026 at 12:00 and until twenty-four (24) hours before the RGM (i.e. until 18:00 on 27.04.2026 at the latest).**

b) Or by completing and submitting the "Mail vote document" with the signature authenticated, to the Shareholders' Services Department of the (31, Panepistimiou, Athens, 3rd floor) or sending digitally signed by using a recognized digital signature (qualified certificate) by the proxy or the Shareholder, via email at ShareholdersMeeting@piraeusbank.gr, **at least twenty-four (24) hours before the RGM (i.e. by 18:00 on 27.04.2026 at the latest).**

c) Or by participating based on confirmations or notifications provided by intermediaries under articles 5 and 6 of Regulation (EU) 2018/1212.

Shareholders that vote as above before the RGM are counted for the formation of the quorum and majority, provided that the votes in question are received by the Bank by **18:00 on 27.04.2026** at the latest.

IV. For the potential **RGM** on **28.04.2026**, Shareholders that had not appointed a proxy for the General Meeting, or wish to replace the proxy that had been appointed, in order to participate remotely at the vote that will take place before the RGM, they **can appoint up to one (1)**

proxy, whose appointment must be made at least forty-eight (48) hours before the RGM (i.e. by 18:00 on 26.04.2026 at the latest), as specifically mentioned below in D II.

Following the expiry of this deadline, it will not be possible to participate by proxy at the vote that will take place **before** the RGM.

For any questions and for instructions, Shareholders may contact the Shareholders' Services Department of the Bank by email at ShareholdersMeeting@piraeusbank.gr, or by telephone at +30 210 3739301 and +30 210 3335039 (daily between 09.00 – 17.00).

In addition, Shareholders are asked to confirm that the "Mail Vote document" is successfully sent and received by the Bank and can, for this purpose, call +30 210 3739301 and +30 210 3335039 (Shareholders' Services Department).

D. PROCEDURE FOR PARTICIPATION AND VOTING BY PROXY

I. Shareholders participate in the General Meeting and vote either in person or by proxy. Each Shareholder may appoint up to three (3) proxies. However, if a Shareholder possesses shares of the Bank that are held in more than one Investor Securities Account, the above restriction cannot prevent the Shareholder from appointing different proxies for the shares in each investor account for a particular General Meeting. A proxy appointment can be freely recalled. A proxy that acts for more than one Shareholders can vote differently for each Shareholder.

Shareholders may appoint a proxy for one or more General Meetings and for a specific period of time. The proxy votes in accordance with the Shareholder's instructions, if there are any. Non-compliance by the proxy with the instructions received does not affect the validity of the decisions of the General Meeting, even if the proxy's vote was decisive in achieving the majority.

The proxy votes in accordance with the Shareholders' instructions, as long as these are in place is obliged to file the required voting instructions for at least one (1) year from the date of the **AGM** or the **RGM**.

The Shareholder proxy is obliged to notify the Bank, before the start of the General Meeting, about any specific event, which may be useful to Shareholders in order to ascertain the risk that



the proxy may serve other interests besides the interests of the Shareholder.

A conflict of interest may arise particularly when the representative is:

- a) A Shareholder that exercises control of the Bank, or other legal person or entity that is controlled by that Shareholder.
- b) A member of the Board of Directors or in general of the management of the Bank or a Shareholder that exercises control of the Bank, or other legal person or entity that is controlled by that Shareholder, which exercises control of the Bank.
- c) An employee or a certified auditor of the Bank or a Shareholder that exercises control, or other legal person or entity that is controlled by a Shareholder that exercises control of the Bank.
- d) A spouse or a relative in the first degree with one of the private individuals that are mentioned in cases (a) to (c).

The appointment and revocation or replacement of the proxy or representative takes place in writing or by electronic means that are submitted to the Bank at least forty-eight (48) hours before the General Meeting. Notification of the appointment and revocation or replacement of the proxy by electronic means is by electronic mail at the email address on the Invitation to the General Meeting or in case of Shareholders that are identified through intermediaries, via confirmations or notices of articles 5 and 6 of Regulation (EU) 2018/1212, which are provided by the intermediary.

II. **Specifically** for Shareholder participation by proxy at the AGM on **April 21st, 2026** (at 18:00) or any **Reiterative Meeting**, which will take place in a hybrid manner, namely, with the physical presence of Shareholders at the King George Hotel, 3 Vasileos Georgiou A' Str., Syntagma Sq, Athens 105 64, Ballroom Hall for the Annual General Meeting and at the Grand Hyatt Athens Hotel, 115, Andrea Syngrou Avenue, Athens, 11745, Aristotle I Hall for any Reiterative Meeting and with the participation of Shareholders remotely in real-time by teleconference, or by Shareholder participation by proxy at the vote on the items of the General Meeting that will take place before the General Meeting, Shareholders or the Participant in the D.S.S. of their Securities Account or other intermediary acting as their custodian, providing them with custodian services can appoint up to

one (1) proxy, whose appointment must be made at least forty-eight (48) hours before the AGM (**i.e. by 18:00 on 19.04.2026 at the latest**).

Upon receipt of the information above by the Bank, and based on the email address and mobile telephone of the representative, as declared in the proxy document, an account is created for the proxy on the internet platform; the proxy is informed by email in order to activate the account in order to exercise the rights of the Shareholder in accordance with what is referred to in B. and C. above.

The Bank has made available documents:

- a) To appoint a proxy to participate in the **AGM** on **April 21st, 2026**, physically;
- b) To appoint a proxy to participate in the **AGM** on **April 21st, 2026**, remotely in real-time by teleconference; and
- c) To appoint a proxy to vote on the items of the **AGM** that will take place before the General Meeting on **April 21st, 2026**.

These documents are available to Shareholders in hard copy at the Shareholders' Services Department of the Bank (31, Panepistimiou, Athens, Tel.: +30 210 3739301 and +30 210 3335039), and in electronic form on the website of the Bank [General Meetings | Piraeus Group](#)

The abovementioned documents should be filled-in, signed with the signature authenticity verified, and submitted to the Shareholders Services Department of the Bank, at 31, Panepistimiou, Athens or be sent digitally signed by using a recognized digital signature (qualified certificate) by the proxy or Shareholder by e-mail at ShareholdersMeeting@piraeusbank.gr at least forty eight (48) hours before the date of the Annual General Meeting.

Shareholders are invited to confirm the successful transmission of the proxy form and its receipt by the Bank, and for this purpose they may contact by following telephone numbers: +30 210 3739301 and +30 210 3335039 (Shareholders Services Department).

E. SHAREHOLDER MINORITY RIGHTS

In the context of the **General Meeting**, the Shareholders of the Bank have, among others, the following rights:

- (i) If shareholders representing 1/20 of the paid-up share capital of the Bank so request, the Bank's Board of Directors is obliged to include additional items in the agenda of the General Meeting, provided that the said request is communicated to the Board by **April 6th, 2026**, i.e., at least 15 days prior to the AGM. The said request should be accompanied by justification or a draft resolution to be approved by the AGM and on **April 8th, 2026**, i.e. 13 days prior to the AGM, the revised agenda should be disclosed in the same manner as the previous agenda, and at the same time made available to shareholders through the Bank's website, along with the justification or draft resolution tabled by the shareholders, in accordance with the provisions of article 123 par.4 of Law 4548/2018, as in force.
- (ii) If shareholders representing 1/20 of the paid-up share capital of the Bank so request, the Board of Directors shall, in accordance with the provisions of article 123 par. 3 of Law 4548/2018, as in force, make available to shareholders by **April 15th, 2026** at the latest, i.e. at least 6 days prior to the AGM, any draft resolutions on the items included in the initial or revised agenda, provided that the said request is communicated to the Board by **April 14th, 2026**, i.e. at least 7 days prior to the AGM.
- (iii) If any shareholder so requests and provided that the said request is filed with the Bank by **April 16th, 2026**, i.e., at least 5 full days before the AGM, the Board of Directors is obliged to provide the AGM with information regarding the affairs of the Bank, insofar as such information is relevant to a proper assessment of the items on the agenda. The Board may decline to provide such information citing sufficient material grounds which should be recorded in the minutes. The Board may provide a single answer to shareholders' requests that are of similar content. The obligation to provide information does not apply in the event that such information is already available through the Bank's website, particularly in the case of frequently asked questions.

- (iv) If shareholders representing 1/10 of the paid-up capital of the Bank so request and provided that the said request is filed with the Bank by **April 16th, 2026**, i.e., at least 5 full days prior to the AGM, the Board of Directors is obliged to provide the AGM with information on the course of the business affairs and financial status of the Bank. The Board may decline to provide such information citing sufficient material grounds which should be recorded in the minutes.
- (v) At the request of shareholders representing 1/20 of the paid-up share capital, the Board of Directors is obliged to announce to the AGM the amounts which have been paid during the last two years to each member of the Board of Directors or to the Bank's executive officers, as well as any benefits granted to them for any reason, or on the basis of their contract with the Bank, at least five (5) days prior the date of the AGM. This application must be submitted to the Board of Directors until **April 16th, 2026**.

In all the aforesaid cases the shareholders making requests are required to prove their shareholder status as well as, except in case (iii) above, the number of shares they hold as at the time of exercising the relevant right. Status of Shareholder is verified by any means provided by law and in any case by means of information or certificate or other form of certification obtained by the Bank electronically from HCSD through the Bank's online connection to the DSS or through the Participant of the Securities Account in the DSS or another intermediary acting as custodian of the shareholder through which shares are kept.

For further details on minority rights, shareholders should refer to the provisions of article 141 of Law 4548/2018 and on the Bank's website [General Meetings | Piraeus Group](#)

F. AVAILABLE DOCUMENTS AND INFORMATION

The present invitation, any documents to be submitted to the **AGM**, the draft resolutions and relevant proposals of the Board of Directors for the items of the agenda, the proxy forms, for the appointment of representative(s), the email vote



document and any other information as stipulated in Article 123, paragraph 3, of Law 4548/2018, are posted on the 's website [General Meetings | Piraeus Group](#)

and are available in hard copy at the Shareholders Services Department of the Bank.

Athens, March 19th, 2026

THE BOARD OF DIRECTORS