

DRAFT RESOLUTIONS / COMMENTS OF THE BOARD OF DIRECTORS ON THE ITEMS OF THE AGENDA OF THE EXTRAORDINARY GENERAL MEETING OF 23rd OCTOBER 2026

The Board of Directors invites the shareholders of the banking société anonyme “CrediaBank S.A.” (the “**Bank**”) to discuss and take decisions on the following items of the agenda of the Extraordinary General Meeting:

ITEM 1: Approval of the merger of the banking société anonyme under the name “CrediaBank S.A.” with “Evropi Holdings S.A.”, by absorption of the latter by the former (the “Merger”). Approval of the Draft Merger Agreement and of the relevant reports.

The Board of Directors informs the General Meeting that, pursuant to the decisions of 21.05.2026 of the Boards of Directors of the Bank and of “**Evropi Holdings S.A.**” (the “**Evropi**”), it was decided to commence a merger process by absorption of Evropi by the Bank (the “**Merger**”), pursuant to the provisions of Article 16 of Law 2515/1997, the applicable provisions of Law 4601/2019 and of Law 4548/2018, and the binding merger term sheet dated 21.05.2026 entitled “*Project Zeus – Merger Term Sheet*” was signed between the Bank and Evropi, on the basis of which the parties agreed the basic terms of the Merger, including the preliminary exchange ratio, the conditions and the indicative timetable. The common date of the transformation balance sheets was set as 30th June 2026.

The management of the Bank reached the decision for the Merger, assessing, on the one hand, its strategic objectives and, on the other hand, the prospects of the Merger, with the strengthening of the Bank’s insurance services and insurance intermediation services activity and the diversification of its portfolio, as analyzed in more detail in the report of the Board of Directors drawn up in accordance with Article 9 of Law 4601/2019 and made available to the Shareholders.

Furthermore, the Boards of Directors of the Bank and of Evropi, at their meetings of 16.09.2026, approved the Draft Merger Agreement.

In particular, with regard to the Draft Merger Agreement, the following are noted:

The Merger of the above two companies shall take place by absorption of Evropi by the Bank pursuant to the provisions of Article 16 of Law 2515/1997, the applicable provisions of Law 4601/2019 and of Law 4548/2018, as in force, with the consolidation of the assets and liabilities.

Under the applicable legal framework, the Merger of the two companies takes place on favorable terms. Specifically, the provisions of Article 16 of Law 2515/1997 provide tax incentives as well as exemptions. Indicatively, it is noted that, in accordance with Article 16 of Law 2515/1997, the merger agreement, the transfers and the acts in the context of the Merger, as well as their registration, are exempt from any tax, stamp duty or any other duty in favor of the State, as well as from any contribution or right in favor of any third party, including fees, fixed and proportional duties, allowances or other charges in favor of mortgage registrars.

The common date of the transformation balance sheets is set as 30 June 2026. All acts carried out from 1st July 2026 onwards by Evropi are deemed to be carried out on behalf of the Bank, which is also the legal entity that shall survive the Merger, while the financial results of Evropi arising from that date until the completion of the Merger shall be deemed to be results of the Bank in accordance with Article 16 of Law 2515/1997, and the relevant amounts shall be transferred from the books of Evropi to the books of the Bank by aggregate entry after the completion of the Merger, i.e. after the registration of the notarial merger deed and of the approval decision of the competent authority with the G.E.MI., in accordance with Article 18 of Law 4601/2019.

Upon completion of the Merger, Evropi shall be dissolved as a legal entity without liquidation, and the entirety of its property, assets and liabilities, shall be transferred to the Bank, which shall be substituted in all the rights and obligations of Evropi as its universal successor, while the shareholders of Evropi shall become shareholders of the credit institution that shall result from the Merger.

The share capital of the credit institution that shall result from the Merger, i.e. of the Bank, shall amount to €132,473,401.74, divided into 2,207,890,029 common registered shares of a nominal value of €0.06 each.

In particular:

The share capital of the Bank currently amounts to €99,781,641.45 and is divided into 1,995,632,829 common, registered shares of a nominal value of €0.05 each. The share capital of Evropi currently amounts to €38,162,283.38 and is divided into 146,778,013 registered shares of a nominal value of €0.26 each. As a result of the Merger, and after taking into account Article 16 of Law 2515/1997 and the proposed exchange ratio:

a. the share capital and, in general, the net position of Evropi is contributed to the Bank, and the share capital of the credit institution resulting from the Merger is the sum of the share capitals of the companies under Merger in accordance with paragraph 5 of Article 16 of Law 2515/1997, i.e. €137,943,924.83 (€99,781,641.45 the share capital of the Bank + €38,162,283.38 the share capital of Evropi = €137,943,924.83), while, for reasons of rounding the nominal value of the shares, the new nominal value of each share is set at €0.06 per share and, consequently, the final share capital of the credit institution resulting from the Merger shall be reduced by the amount of €5,470,523.09, which is transferred to the “Special Reserve under Article 31 par. 2 of Law 4548/2018”, and

b. 212,257,200 new shares of the Bank are issued in accordance with the Exchange Ratio (as defined below).

Accordingly, the new total share capital of the credit institution resulting from the Merger amounts to €132,473,401.74, divided into 2,207,890,029 shares of a nominal value of €0.06 each, corresponding, for the shareholders of the Bank, to the same number of shares they already held, i.e. 1,995,632,829, and, for the shareholders of Evropi, to 212,257,200, in accordance with the Exchange Ratio.

In order to ensure the above configuration of the post-Merger share capital, until the completion of the Merger none of the merging companies may acquire own shares or shares of the other merging company.

The value ratio between the Bank and Evropi Holdings S.A. had been agreed on the basis of the binding basic-terms document of the Merger dated 21.05.2026 entitled “*Project Zeus – Merger Term Sheet*” and was confirmed after the completion of the legal, financial, tax, business and regulatory-compliance due diligence conducted by the Bank on Evropi and its subsidiaries. Ultimately, and as a result of the issuance of 2,620,422 new, common, registered shares with voting rights in the context of share capital increases of the Bank that took place pursuant to the decisions of 16.04.2026 and 18.06.2026 of its Board of Directors, the participation percentage of the shareholders of the Bank in the new share capital resulting from the Merger is set at 90.386% and the participation percentage of the shareholders of Evropi Holdings S.A. at 9.614%.

Therefore, as a fair and reasonable exchange ratio (the “**Exchange Ratio**”) for the shares of Evropi, the ratio of 1.446 agreed pursuant to the “Project Zeus – Merger Term Sheet” continues to be proposed, which is specified as 1.4461103244394 new common registered shares of the Bank for each one (1) common registered share of Evropi, while the shareholders of the Bank shall retain, even after the Merger, the same number of shares they held before the Merger. It is noted that the Exchange Ratio is the same as the proposed exchange ratio disclosed to the investing public by the Bank’s announcement of 21.5.2026, developed to more decimal places.

No cash payment is provided for the Merger and the shareholders of Evropi shall receive exclusively newly issued shares of the Bank. Accordingly, the new total share capital of the Bank, i.e. of the credit institution resulting from the Merger, amounting to €132,473,401.74 (as configured in accordance with the above), shall be divided into 2,207,890,029 common registered shares with voting rights, of a nominal value of €0.06 each, corresponding, for the shareholders of the Bank, to 1,995,632,829 shares and, for the shareholders of Evropi, to 212,257,200 shares.

For the determination of the Exchange Ratio, account has been taken of the completed issuance of 3,425,688 new common registered shares with voting rights of Evropi in the context of the implementation of Long-Term Incentive Programme, the sale of Evropi’s real estate property in Paiania, Attica for a total consideration of €45,550,000, and the return of capital in cash of a total amount of €45,501,184.03, or €0.31 per share, approved by the General Meeting of the shareholders of Evropi of 18.06.2026, the payment of which is expected to be completed, through use of the consideration from the above sale of the property in Paiania,

before the completion of the Merger. It is clarified that the above return of capital constitutes a distinct pre-merger corporate action and does not constitute cash consideration for the Merger.

Furthermore, for the determination of the range of values and of the Exchange Ratio of the shares of the merging companies, the Bank and Evropi assigned to “KPMG Certified Auditors S.A.” and to “BDO Certified Auditors S.A.”, respectively, the issuance of an opinion on the fairness and reasonableness of the Exchange Ratio in accordance with Article 10 of Law 4601/2019 and Article 16 par. 5 of Law 2515/1997. According to the reports of the above-mentioned experts, the proposed exchange ratio of the shares of Evropi to the shares of the Bank was found to be within the reasonable range of values and therefore fair and reasonable.

The valuations of the merging companies were carried out on a standalone basis with the application, without difficulties, of the appropriate approaches/methodologies, which are set out in detail: (i) in the report dated 16.09.2026 of the certified auditor Mr. Andreas Riris (SOEL Reg. No.: 65601) of the audit firm “PRICEWATERHOUSECOOPERS S.A.” entitled *“Agreed-Upon Procedures Report for the determination of the book value of the assets of CrediaBank S.A. as at the transformation date in accordance with the provisions of Article 16 of Law 2515/1997, as well as the examination of the content of the Draft Merger Agreement in accordance with the provisions of Article 7 of Law 4601/2019.”* for the determination of the book value of the assets of the Bank, on the basis of the transformation balance sheet of 30.06.2026 in accordance with Article 16 par. 5 of Law 2515/1997, (ii) in the report dated 14.09.2026 of the certified auditor Mr. Theodoros Zervos (SOEL Reg. No.: 17591) of the audit firm “TMS Auditors S.A.” entitled *“EVROPI HOLDINGS S.A. Report on the determination of the book value of the assets and liabilities of the company merged by absorption EVROPI HOLDINGS SOCIÉTÉ ANONYME by CREDIA BANK S.A., as at 30 June 2026”* for the determination of the book value of the assets of Evropi, on the basis of the transformation balance sheet of 30.06.2026 in accordance with Article 16 par. 5 of Law 2515/1997, as well as (iii) in the report of the Board of Directors of the Bank to its shareholders, and (iv) the corresponding report of the Board of Directors of Evropi to its shareholders, in accordance with Article 9 of Law 4601/2019.

For the purposes of the valuation of the merging companies and of the issuance of an opinion on the Exchange Ratio, the above experts took into account, among other things, the business plans of the merging companies, as drawn up and made available to them by the respective managements. The said business plans include estimates, assumptions and forecasts, which reflect the managements’ current, at the time of their preparation, expectations and estimates regarding, among other things, the financial position, the operating results, the business plans and objectives, the future performance and the development of the business activities of the respective companies, and are based on assumptions that their managements consider reasonable at that time.

The Board of Directors, taking into account the above, considers the Exchange Ratio fair and reasonable, based on the value of each of the companies participating in the Merger resulting from the above estimates.

The Board of Directors notes that the following documents were made available to the shareholders on 18.09.2026, i.e. at least one month before the meeting of the Extraordinary General Meeting of 23.10.2026, in accordance with Articles 11 and 31 of Law 4601/2019:

1. the draft merger agreement by absorption of Evropi by the Bank, in accordance with Article 7 of Law 4601/2019,
2. the annual financial statements and the annual management reports of the Board of Directors for the last three (3) financial years of the Bank,
3. the annual financial statements and the annual management reports of the Board of Directors for the last three (3) financial years of Evropi,
4. the transformation balance sheets of the Bank and of Evropi dated 30.06.2026,
5. the semi-annual financial report of the Bank for the period from 01.01.2026 to 30.06.2026,
6. the semi-annual financial report of Evropi for the period from 01.01.2026 to 30.06.2026,

7. the report of the Board of Directors of the Bank to its shareholders, in accordance with Article 9 of Law 4601/2019,
8. the report of the Board of Directors of Evropi to its shareholders, in accordance with Article 9 of Law 4601/2019,
9. the report dated 16.09.2026 of the certified auditor Mr. Andreas Riris (SOEL Reg. No.: 65601) of the audit firm "PRICEWATERHOUSECOOPERS S.A." entitled *"Agreed-Upon Procedures Report on the determination of the book value of the assets of CREDIA BANK S.A. as at the Transformation Date on the basis of the provisions of Law 2515/1997, as well as the examination of the content of the Draft Merger Agreement in accordance with the provisions of Article 7 of Law 4601/2019"* for the determination of the book value of the assets of the Bank, on the basis of the transformation balance sheet of 30.06.2026 in accordance with Article 16 par. 5 of Law 2515/1997,
10. the report dated 16.09.2026 of the certified auditor Mr. Charalampos Syrounis, Certified Public Accountant, (SOEL Reg. No. 19071) of the audit firm "KPMG Certified Auditors S.A." entitled *"Examination of the Draft Merger Agreement and opinion on the fairness and reasonableness of the proposed share exchange ratio in accordance with Article 10 of Law 4601/2019 and Article 16 par. 5 of Law 2515/1997"* for the examination of the draft merger agreement on behalf of the Bank and the issuance of an opinion on the fairness and reasonableness of the share exchange ratio in accordance with Article 10 of Law 4601/2019 and Article 16 par. 5 of Law 2515/1997,
11. the report dated 14.09.2026 of the certified auditor Mr. Theodoros Zervos (SOEL Reg. No.: 17591) of the audit firm "TMS Auditors S.A." (SOEL Reg. No. 166) entitled *"EVROPI HOLDINGS Société Anonyme - Report on the determination of the book value of the assets and liabilities of the company merged by absorption EVROPI HOLDINGS SOCIÉTÉ ANONYME by CREDIA BANK S.A., as at 30 June 2026"* for the determination of the book value of the assets of Evropi, on the basis of the transformation balance sheet with reference date 30.06.2026 in accordance with Article 16 par. 5 of Law 2515/1997, and
12. the report dated 16.09.2026 of the certified auditor Mr. Ioannis Kalogeropoulos (SOEL Reg. No.: 10741) of the audit firm "BDO Certified Auditors S.A." (SOEL Reg. No. 173) entitled *"EVROPI HOLDINGS S.A. - Opinion on the fair and reasonable share exchange ratio (Article 16 of Law 2515/1997 & Article 10 of Law 4601/2019)"* for the examination of the draft merger agreement on behalf of Evropi and the issuance of an opinion on the fairness and reasonableness of the share exchange ratio in accordance with Article 10 of Law 4601/2019 and Article 16 par. 5 of Law 2515/1997.

The Draft Merger Agreement was registered with the G.E.MI. on 17.09.2026 with Registration Code Number (R.C.N.) 6187148, in accordance with announcement of the G.E.MI. under protocol no. 4220244/17.09.2026. From the above registration until today, no creditor of the companies under merger has appeared requesting the provision of guarantees in accordance with Article 13 of Law 4601/2019.

It is noted that the completion of the Merger is subject to the condition of obtaining the licenses and approvals of the competent authorities required by law, in accordance with the applicable legislation.

Consequently, the Board of Directors recommends to the General Meeting:

- (a) the approval of the merger of "CrediaBank S.A." with "Evropi Holdings S.A.", by absorption of the latter by the former pursuant to the provisions of Article 16 of Law 2515/1997, the applicable provisions of Law 4601/2019 and of Law 4548/2018, as in force, and of the Draft Merger Agreement, as approved by the Boards of Directors of the above merging companies and published with the G.E.MI., and
- (b) the approval of the report of the Board of Directors of the Bank in accordance with Article 9 of Law 4601/2019, of the report of the certified auditor for the examination of the draft merger agreement and the issuance of an opinion on the fairness and reasonableness of the proposed share exchange ratio in accordance with Article 10 of Law 4601/2019 and Article 16 par. 5 of Law 2515/1997, on behalf of the Bank, and of the report of the certified auditor for the determination of the book value of the assets of the Bank, on

the basis of the transformation balance sheet of 30.06.2026 in accordance with Article 16 par. 5 of Law 2515/1997.

	Minimum required quorum	Minimum required majority
Extraordinary General Meeting	½ of the total common, dematerialized shares with voting rights issued by the Bank	2/3 of the total voting rights present or represented
Repeat General Meeting	1/5 of the total common, dematerialized shares with voting rights issued by the Bank	

ITEM 2: Approval and ratification, to the extent required, of all acts, actions and declarations to date of the Board of Directors of the Bank, of its representatives, attorneys and authorized persons, which were carried out exclusively in the context of the preparation and implementation of the Merger.

Furthermore, the Board of Directors informs the General Meeting that, from the decision to commence the Merger process of 21.5.2026 until today, the acts and actions that were necessary or appropriate for the preparation and implementation of the Merger have been carried out by the Board of Directors, the legal representatives, the attorneys and the specially authorized persons of the Bank, including the cooperation with Evropi and the advisors of the merging companies, the preparation, examination, approval and signing of the Merger documents, the assignment and monitoring of the work of the independent auditors/experts, the submission of requests and files to competent authorities, the observance of the publicity formalities and the information of the shareholders and the investing public.

The proposed ratification is limited exclusively to the acts, actions and declarations carried out for the purposes of the preparation and implementation of the Merger and only to the extent required for the corporate confirmation and continuation of the relevant process. It does not cover acts or actions unrelated to the Merger and does not constitute a separate approval of overall management or a discharge from liability under the provisions of Law 4548/2018.

Consequently, the Board of Directors recommends to the General Meeting the approval and ratification, to the extent required, of all acts, actions and declarations to date of the Board of Directors of the Bank, of its representatives, attorneys and authorized persons, which were carried out exclusively in the context of the preparation and implementation of the Merger and are in accordance with the Draft Merger Agreement and the decisions of the competent corporate bodies of the Bank.

	Minimum required quorum	Minimum required majority
Extraordinary General Meeting	½ of the total common, dematerialized shares with voting rights issued by the Bank	2/3 of the total voting rights present or represented

Repeat General Meeting	1/5 of the total common, dematerialized shares with voting rights issued by the Bank	
------------------------	--	--

ITEM 3: Increase of the share capital of the Bank, as a result of the merger with “Evropi Holdings S.A.”, with a simultaneous reduction of the share capital of the Bank by the amount of €5,470,523.09 (which is transferred to the “Special Reserve under Article 31 par. 2 of Law 4548/2018”) for the purpose of rounding the nominal value of the share, so that the final share capital of the Bank amounts to €132,473,401.74, divided into 2,207,890,029 common registered shares of a nominal value of €0.06 each. Amendment of Article 5 of the Bank’s Articles of Association concerning the share capital as a result of the above.

Furthermore, the Board of Directors notes that, in accordance with the provisions of the Draft Merger Agreement, the share capital of the Bank after the Merger shall amount to €132,473,401.74, divided into 2,207,890,029 common registered shares of a nominal value of €0.06 each.

As set out in more detail above, as a result of the Merger, and after taking into account Article 16 of Law 2515/1997 and the Exchange Ratio:

a. the share capital and, in general, the net position of Evropi is contributed to the Bank, and the share capital of the credit institution resulting from the Merger is the sum of the share capitals of the companies under Merger in accordance with paragraph 5 of Article 16 of Law 2515/1997, i.e. €137,943,924.83 (€99,781,641.45 the share capital of the Bank + €38,162,283.38 the share capital of Evropi = €137,943,924.83) while, for reasons of rounding the nominal value of the shares, the new nominal value of each share is set at €0.06 per share, and consequently the final share capital of the credit institution resulting from the Merger shall be reduced by the amount of €5,470,523.09, which is transferred to the “Special Reserve under Article 31 par. 2 of Law 4548/2018” and

b. 212,257,200 new shares of the Bank are issued in accordance with the Exchange Ratio.

Accordingly, the new total share capital of the credit institution resulting from the Merger amounts to €132,473,401.74, divided into 2,207,890,029 shares of a nominal value of €0.06 each, corresponding, for the shareholders of the Bank, to the same number of shares they already held, i.e. 1,995,632,829, and, for the shareholders of Evropi, to 212,257,200, in accordance with the Exchange Ratio.

Consequently, the Board of Directors notes that it becomes necessary to amend Article 5 of the Bank’s Articles of Association and recommends the addition of final paragraphs to Article 5 of the Articles of Association, as follows:

“Following the decision of 23.10.2026 of the Extraordinary General Meeting of the shareholders of the Bank, due to the merger of the Bank with the société anonyme under the name “Evropi Holdings S.A.”, which was dissolved – without liquidation ensuing – by its absorption by the Bank, in accordance with the provisions of Article 16 of Law 2515/1997, the applicable provisions of Law 4601/2019 and of Law 4548/2018, the following changes took place in the share capital of the Bank:

(a) the above share capital was increased by the share capital of the absorbed “Evropi Holdings S.A.” amounting to thirty-eight million one hundred sixty-two thousand two hundred eighty-three euros and thirty-eight euro cents (€38,162,283.38), and at the same time, for reasons of rounding the nominal value of the share, it was reduced by the amount of five million four hundred seventy thousand five hundred twenty-three euros and nine euro cents (€5,470,523.09), which was transferred to the “Special Reserve under Article 31 par. 2 of Law 4548/2018”, and

(b) two hundred twelve million two hundred fifty-seven thousand two hundred (212,257,200) new shares of the Bank were issued, of a nominal value of six euro cents (€0.06) each,

consequently, the new share capital of the Bank amounted to one hundred thirty-two million four hundred seventy-three thousand four hundred one euros and seventy-four euro cents (€132,473,401.74) divided into two billion two hundred seven million eight hundred ninety thousand twenty-nine (2,207,890,029) common, registered shares, of a nominal value of six euro cents (€0.06) each.

Following the above, the total share capital of the Bank amounts to one hundred thirty-two million four hundred seventy-three thousand four hundred one euros and seventy-four euro cents (€132,473,401.74) and is divided into two billion two hundred seven million eight hundred ninety thousand twenty-nine (2,207,890,029) common, registered shares, of a nominal value of six euro cents (€0.06) each.”

Finally, the Board of Directors notes that, upon application of the Exchange Ratio, fractional balances may arise. It is clarified that any fractional balances shall not create a right to receive a fraction of a share and shall be disposed of by the Bank after the completion of the Merger, while the final net proceeds of the sale shall be paid to the beneficiaries by the Bank.

In addition, it notes that, after the completion of the Merger, the Bank shall take all the required actions before the Hellenic Capital Market Commission, Euronext Athens and ATHEXCSD for the admission to trading of the new shares to be issued as a result of the Merger and, in particular, the crediting of the new shares that shall result from the Merger to the beneficiary shareholders of Evropi, shall be carried out through the corporate-actions mechanism of the Hellenic Central Securities Depository (“ATHEXCSD”) in accordance with the procedures of the Dematerialized Securities System (“D.S.S.”), of ATHEXCSD and of Euronext Athens. The crediting shall be carried out on the basis of a beneficiary determination and allocation file (“Allocation File”), which shall be drawn up on the basis of the data of the D.S.S. as at the reference date (record date), and the crediting of the new shares shall be carried out directly to the securities accounts of the beneficiaries, without any action being required on their part. Any in rem encumbrances, pledges, usufructs, attachments or other legal charges registered in the D.S.S. on shares of Evropi as at the reference date shall be transferred automatically to the corresponding shares of the Bank granted in exchange, in accordance with the applicable legislation and the procedures of the D.S.S.

Consequently, the Board of Directors recommends to the General Meeting:

(a) to approve the increase of the share capital of the Bank as a result of the merger with “Evropi Holdings S.A.”, with a simultaneous reduction of the share capital of the Bank by the amount of €5,470,523.09 (which was transferred to the Special Reserve under Article 31 par. 2 of Law 4548/2018), for the purpose of rounding the nominal value of the share, so that the share capital of the Bank amounts to €132,473,401.74, divided into 2,207,890,029 common registered shares of a nominal value of €0.06 each, and

(b) to approve the amendment of Article 5 of the Bank’s Articles of Association as set out above.

	Minimum required quorum	Minimum required majority
Extraordinary General Meeting	½ of the total common, dematerialized shares with voting rights issued by the Bank	2/3 of the total voting rights present or represented
Repeat General Meeting	1/5 of the total common, dematerialized shares with voting rights issued by the Bank	

ITEM 4: Appointment of a representative or representatives of the Bank for the signing of the final notarial deed of the Merger and of any related legal act, declaration, application, certificate or other document, as well as the granting of authorizations for the carrying out of any necessary or appropriate act before the G.E.MI., the competent administrative, supervisory, stock-exchange and other authorities and bodies and, in general, for the completion and consummation of the Merger and the above items of the agenda.

Further to the approval of the Merger and of its terms under the first item of the Agenda and the decision on the increase of the share capital under the third item of the Agenda, the Board of Directors recommends to the General Meeting that the appointment of representatives of the Bank is required for the signing of the final merger agreement, which shall take the form of a notarial document in accordance with Article 15 of Law 4601/2019, as well as for the completion of the required corporate, administrative, supervisory, stock-exchange and other actions until the consummation of the Merger.

Consequently, the Board of Directors recommends to the General Meeting:

(a) the granting of authorization to Ms. Eleni Vrettou, CEO and Ms. Vasiliki (Valerie) Skouba, CFO, so that, acting each individually or jointly, they sign before a notary, in the name and on behalf of the Bank, the notarial merger deed of Evropi with the Bank by absorption of the former by the latter in accordance with the Draft Merger Agreement and the terms of the Merger approved by this General Meeting, as well as any related, supplementary or corrective notarial deed required exclusively for the completion and consummation of the Merger. The above persons shall have the authority to accept and incorporate into the final notarial deed or the other Merger documents exclusively formal, technical, verbal or non-material adjustments that may be required by the notary or by a competent authority or body for the completion of the Merger, provided that such adjustments do not alter the Exchange Ratio, the number or the rights of the shares to be attributed to the shareholders of the absorbed company, the participation percentages, the configuration of the share capital, the basic legal or financial structure of the Merger or any other material term approved by this General Meeting, while any material change shall be subject to the approvals of the competent corporate body required by law,

(b) the granting of authorizations to the above persons so that, acting each individually or jointly, they sign any other document, application, declaration, notification, certificate, solemn declaration, form, excerpt of minutes or other document that may be deemed necessary for the completion of the Merger and take any administrative, technical or executive action required for the implementation and completion of the Merger before the G.E.MI., the Ministry of Development, the Bank of Greece, the European Central Bank, the Hellenic Capital Market Commission, Euronext Athens, ATHEXCSD, the Competition Commission, the tax authorities and any other competent administrative, supervisory, judicial, stock-exchange or other authority or body, in Greece or abroad, as the case may be, and

(c) that the Board of Directors be authorized:

- i. further to the amendment of Article 5 of the Articles of Association as above, to take all the actions required for the observance of the publicity formalities provided for by law, indicatively, before the G.E.MI., the Ministry of Development, the Bank of Greece and Euronext Athens,
- ii. to regulate, in consultation with the competent authorities, the procedural matters and the technical details relating to the delisting of the shares of Evropi from Euronext Athens and the issuance and admission to Euronext Athens of the new shares that shall result from the Merger and for the crediting of these new shares to the beneficiary shareholders of Evropi, and
- iii. to proceed with the immediate disposal, through Euronext Athens, of the shares formed by the aggregation of fractional balances that may arise from the Merger, as set out above under item 2, for the formation of whole numbers of shares, and to pay to the beneficiaries the proceeds of the disposal.

	Minimum required quorum	Minimum required majority
Extraordinary General Meeting	½ of the total common, dematerialized shares with voting rights issued by the Bank	2/3 of the total voting rights present or represented
Repeat General Meeting	1/5 of the total common, dematerialized shares with voting rights issued by the Bank	

ITEM 5: Announcement of the election of a Board member in replacement of a resigned member in accordance with Article 82 par. 1 of Law 4548/2018

It is announced to the General Meeting in accordance with Article 82 par. 1 of Law 4548/2018 that the Board of Directors, at its meeting of 29-07-2026, unanimously approved the election of Ms. Antigoni Lymperopoulou as a new member of the Board of Directors and her appointment as a Non-Executive Member of the Board of Directors, in replacement of the non-executive member Mr. N. Bakos who resigned on 09-10-2025, and in order for the Bank to comply with the obligation arising from Article 3A of Law 4706/2020 regarding the balanced representation of the genders on the Board of Directors, having ascertained that the suitability criteria arising from the Suitability Assessment Policy and Procedure of the Board of Directors and of the Heads of Critical Functions of the Bank are met, further to a relevant ascertainment by the Corporate Governance, Nomination, Human Resources & Remuneration Committee.

The Chairman of the Board of Directors
Konstantinos Irodotou