REPORT OF THE INDEPENDENT NON-EXECUTIVE MEMBERS OF THE BOARD OF DIRECTORS OF "ATTICA BANK BANKING SOCIÉTÉ ANONYME" FOR THE YEAR 2023

This Report constitutes the jointly filed Report of the existing Independent Non-Executive Members of the Board of Directors (hereinafter the "BoD") of “Attica Bank Banking Société Anonyme” (hereinafter the "Bank") and is filed to the Ordinary General Meeting of the Shareholders of the Bank that is scheduled for July 16th, 2024 (hereinafter the "GM"), pursuant to article 9, par. 5 of Law 4706/2020.

The existing Independent Non-Executive Members of the BoD declare that during the accounting period 2023 they duly and lawfully performed their duties in accordance with article 7 of Law 4706/2020 and more specifically, they monitored and reviewed the implementation of the Bank's business strategy for the purposes of attaining its objectives, they supervised the Executive Members, as regards, among other things, monitoring their performance, while they reviewed the suggestions filed by the Executive members and expressed their views thereupon, based on comprehensive information.

The Independent Non-Executive Members of the Board of Directors approve the information published by the Bank in the context of the Annual Management Report of the Board of Directors and the Corporate Governance Policy which are included in the Annual Financial Report dated December 31st, 2023 and they confirm the performance of their obligations in the context of article 7 of Law 4706/2020.

The BoD of the Bank, with its current composition, is formed by the appropriate combination of executive, non-executive and independent members so as to avoid predominance of a person or a small group of people to the adoption of resolutions. There is clear allocation of competencies between the BoD and the executive Management of the Bank.

The BoD Committees, i.e. 1. the Audit Committee, 2. the Members Nomination and Remuneration Committee and 3. the Risk Management Committee, are completely independent. The segregation of competencies between the executive Management and the BoD is clear, as described in the Internal Operating Regulation of the Bank.

In the context of the provisions of Law 4706/2020, the Bank has reviewed and verified the fulfillment of conditions by the members of the Board of Directors and of the Audit Committee with respect to:

- Adequate gender representation,
- Total number of independent non-executive members of the BoD,
- Independency for the independent non-executive members,
- Eligibility criteria provided for by the applicable regulatory framework and the operating regulations of the Company.

More specifically, today, with reconstitution dated being 20/10/2023 (G.E.MI. Registration Code 3087917) the BoD consists today of thirteen (13) members, of which: a) two (2) members are executive members, b) the Vice-Chairman and six (6) more members are non-executive, i.e. seven (7) members and c) the Chairman and three (3) more members are independent non-executive members, i.e. four (4).
It is noted that as the number of independent non-executive members decreased (from 5 to 4), as a result of the resignation of the independent non-executive member Mr. M. Kefalogiannis dated 10.10.2023, the Bank, pursuant article 9, paragraph 4 of Law 4706/2020, proceeded to the disclosure, following the relevant decision of the Board of Directors dated 20.10.2023, of an announcement on its website, in which stated that the number of independent non-executive members of the Board of Directors would be determined by the next General Meeting.

During 2023, the number of independent Members is not less than 1/3 of the total number of members of the Board of Directors in accordance with Law 4706/2020 and satisfies the minimum number of said Members as provided for in the Relationship Framework Agreement concluded with the Hellenic Financial Stability Fund. It is noted that article 5 of Law 4706/2020 stipulates, inter alia, that the number of independent non-executive members of the Board of Directors must not be less than 1/3 of the total number of Members with a minimum of 2 members.

The table presenting the BoD profile and the *curriculum vitae* of the Members are available at the website of the Bank at the following link: https://www.atticabank.gr/en/group/i-attica-bank/etairiki-diakyvernisi/board-member-cvs/

The Independent Non-Executive Members of the BoD are not vested with any executive competencies in the Bank's management, in the context of the duties assigned to them, apart from the general duties entailed in their capacity as members of the BoD and they have undertaken the role of the systematic supervision and monitoring of the resolutions-adoption process by the Management. They have mainly undertaken the following duties:

a) They monitor and examine the strategy of the Bank and the implementation thereof as well as the attainment of its objectives.

b) They ensure the efficient supervision of the executive members, including the monitoring and audit of their performance.

c) They examine and express views in relation to the suggestions filed by the executive members, based on existing available information.

According to the Suitability and Nomination Policy for Candidate Members of the BoD of the Bank, the BoD members are not allowed to hold more than one positions of the following combination of positions in a BoD: (a) one position of an executive member of the BoD and two positions of non-executive member of the BoD and (b) four positions of non-executive member of the BoD.

In addition, the Suitability and Nomination Policy for Candidate Members of the BoD sets out the principles and the suitability criteria for the selection, the substitution (including filling in of any vacancies) and the renewal of the term of office of the members of the BoD, for the purposes of assessing individual and collective suitability, nominating candidates and assessing the existing members thereof and it is posted at the official website of the Bank, at the following link:
https://www.atticabank.gr/media/en/file/2024/04/suitability_and_nomination_policy.pdf

In order to avoid excessive load from other professional commitments of the BoD, the existing professional commitments of the Independent Non-Executive members of the BoD are examined during their nomination evaluation process and are reevaluated on an annual basis by the Nomination and Remuneration Committee of the BoD.

During 2023, 32 BoD meetings were held with the participation being analytically depicted on the Corporate Governance Statement for 2023 which is posted at the Bank's official site, in the following link: https://www.atticabank.gr/media/en/file/2024/04/31.12.2023-annual-report.pdf

Via their participation in the BoD and the Committees thereof, the Independent Non-Executive Members of the BoD act with regard to the independent will, promoting transparency and due diligence, dedicating adequate time and commitment for the efficient performance of their duties and acting to the best interest of all interested parties.

In 2023 the Audit Committee held twenty two (22) meetings and the participation of its members amounted to 100%. The Nomination and Remuneration Committee of the BoD held seventeen (17) meetings in 2023 and the participation of its members amounted to 97%. The Risk Management Committee held thirteen (13) meetings and the participation of its members amounted to 91.92%.

The tables quoting the participation of the Members in the meetings of the Committees are posted at the following link: https://www.atticabank.gr/en/group/i-attica-bank/etairiki-diakyvernisi/percentages-of-board-members-participation/

In the context of upgrading the Corporate Governance structure and procedures and also in the context of harmonization with law 4706/2020, the BoD approved and issued all Corporate Governance Policies which are posted at the website of the Bank, at the following link: https://www.atticabank.gr/en/group/i-attica-bank/etairiki-diakyvernisi/principles-and-policies/

Athens, 16.07.2024

The Independent Non-Executive Members of the BoD of Attica Bank

Ioannis Zografakis, son of Georgios

Efthimios Kyriakopoulos, son of Petros

Aimilios Giannopoulos, son of Polykarpos

Charikleia Vardakari, daughter of Nikolaos