CrediaBank

Acquisition of a 70% stake in HSBC Malta

September 16, 2025

CrediaBank

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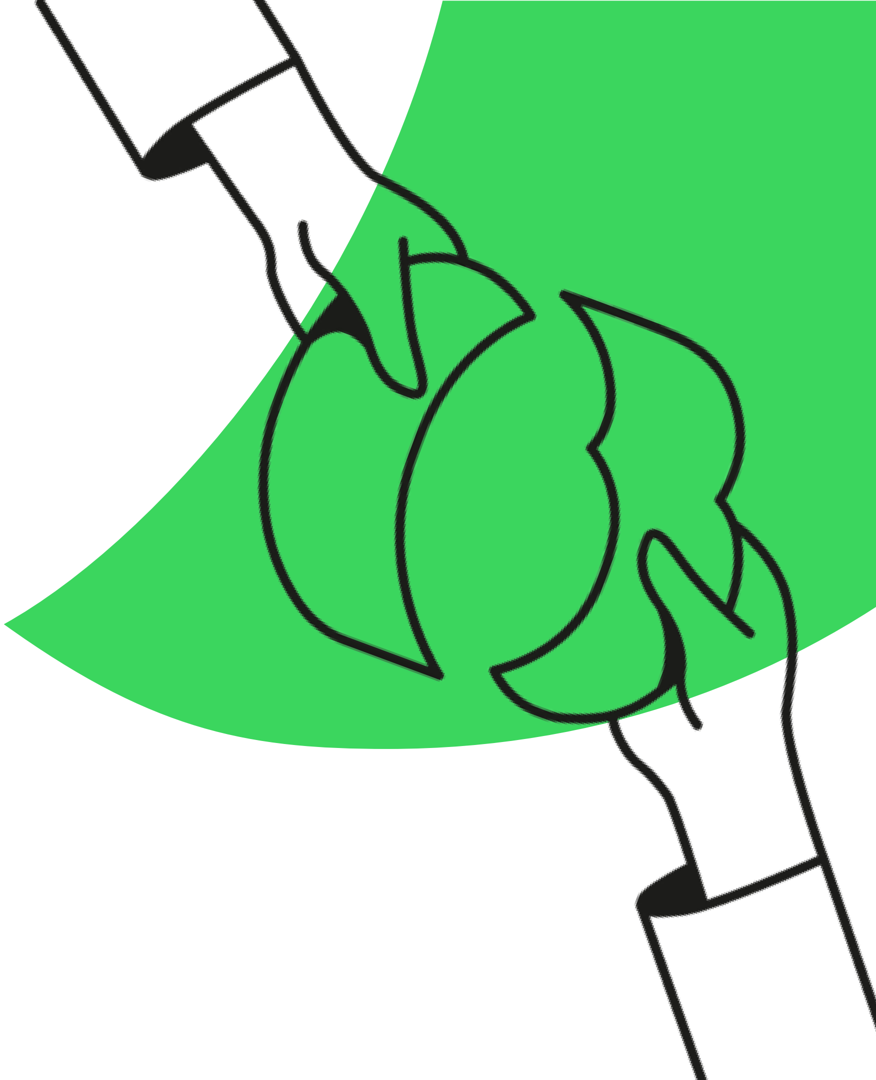

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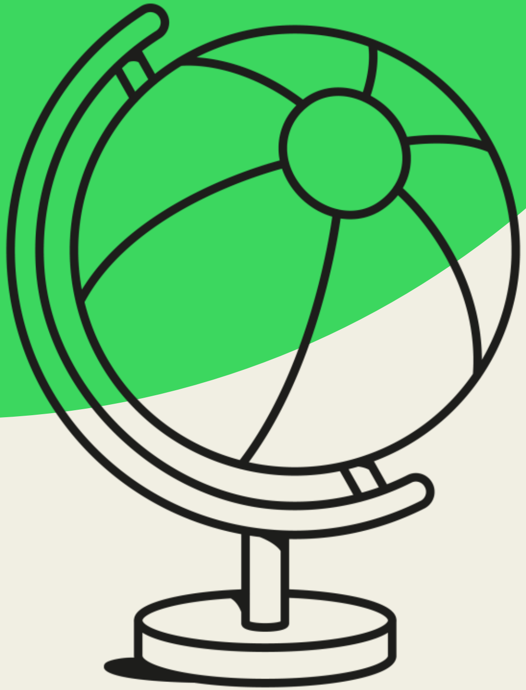
Transaction Considerations



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Overview of the Transaction

- CrediaBank has entered into a put option agreement with HSBC Continental Europe regarding the potential acquisition of its 70.03% shareholding in HSBC Malta for a €200m cash consideration
- CrediaBank will also launch a Mandatory Tender Offer (MTO), after regulatory approvals, for the remaining minorities at a price per share of €1.44(1)

€200 million
Purchase price for 70.03%

- Consideration paid for the 70.03% stake implies a valuation of €286m for 100% and represents an acquisition multiple of 0.48x 1H 2025A P/TBV and 3.7x 2025E P/E(2)
- Transaction is expected to be capital neutral and financed entirely from CrediaBank's own liquidity and capital resources at the time of the Transaction

Self-funded
No additional funding expected to be required

- The transaction remains subject to approvals by the Malta Financial Services Authority (MFSA), the European Central Bank, and the Bank of Greece
- Closing is expected in 2H 2026

2H 2026
Expected transaction close

- CrediaBank shall retain all employees & benefits for at least 2 years
- Integration preparation right after initial agreement (no transfer of client data until completion)
- Target completion by end of 2026

Key Commitments
Expected transaction close

Notes: (1) Calculated on the basis of the 'equitable price' formula as defined in Rule 11.39 of the MFSA's Capital Markets Rules based on the Bank's undisturbed trading prices up to and including 15 September 2025, being the last trading day prior to announcement of this transaction. The equitable price will therefore be fixed and without regard to any subsequent movements of the share price. This basis for calculating the 'equitable price' has been approved by the MFSA and safeguards minority shareholders from volatility in the Bank's share price arising from a potentially lengthy regulatory approval process. (2) Based on annualised reported earnings of €38mn as of 1H 2025.

Overview of the Target

HSBC Malta's unique positioning and strengths

2nd Largest Bank in Malta

Market entry to an adjacent jurisdiction, acquiring a bank with **€8bn** of **total assets, €6bn** of **customer deposits** at **low cost of funding, stable profitability and robust** and **strong CET1**

Data reflects FY2024 (unless otherwise stated)

~€8bn Total Assets	**~€0.6bn** Equity	**~€6bn** Customer deposits	**~€88mn** LTM 1H25 Net Income
~€3bn Customer Loans	**~22.6%** CET 1 Ratio	**~0.4%** CoF	**~14%** 1H2025 RoTE

Transaction enabling factors and value drivers

Market Momentum

Limited competition for the asset due to:

- Other **Maltese banks** limited by **antitrust issues**
- **Market & asset size limits appetite from larger European banks**
- Potential other interested parties **domiciled outside of ECB jurisdictions**
- Need to **complete** the **transaction** in an **accelerated timeframe** (start of the process Sept. 2024)

~24% Mkt Share assets HSBC Malta

2H 2026 Expected closing

Badwill transaction with above hurdle ROIC

Possibility to **complete** the **transaction** at a **price** which would **generate** a **substantial badwill** and **significant PAT accretion**

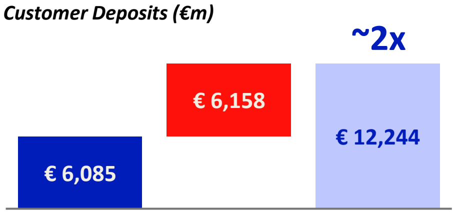
~€228mn Expected Badwill(1)

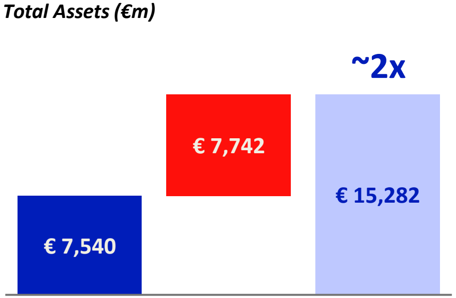
Sources: company filings.
Notes: (1) Cash acquisition of the stake @70% of HSBC Malta, and shareholder' equity of HSBC Malta with a price of €200mn.

Pro-Forma Financial Profile

Does not include further potential synergy upside

FY24 (€m, unless otherwise stated)		CrediaBank [1]	HSBC Malta [2]	Combined [1],[2]
Recurring P&L	**Operating Income**	204	253	456
	Operating Expenses[3]	(155)	(113)	(268)
	Pre-Provision Op. Income[4]	49	140	189
	Profit Before Tax	44	154	198
Balance Sheet & Capital	**Customer Loans** (Gross, excludes senior notes)	3,285	2,905	6,190
	Customer Deposits	6,085	6,158	12,244
	Assets	7,540	7,742	15,282
	RWAs	3,309	2,185	5,494
KPIs & Ratios	**Cost-Income Ratio[5] (%)**	76%	45%	59%
	NPE Ratio (%)	2.8%	2.4%	*c. 2.0–3.0%*
	NPE Coverage Ratio (%)	47.8%	44.6%	*>40.0%*
	Loan/Deposit Ratio (%)	54.0%	47.2%	50.6%
	NIM (average assets) (%)	2.1%	3.0%	*LT >2.0%*
	Employees (FTE) (#)	1,468	931[6]	2,399





Sources: Company filings and as of FY2024, unless otherwise stated.

Notes: (1) Metrics for CrediaBank represent an unaudited pro forma view for the acquisition of Pancreta. (2) Metrics reflect 100% of HSBC Malta. (3) Includes depreciation and amortisation. (4) Calculated as recurring operating income (-) recurring operating expenses. (5) Calculated as recurring operating expenses / recurring operating income. (6) Excludes offshore employees.

Highly Attractive Rationale for CrediaBank Shareholders

Strategic Rationale

Entry to Malta and its banking sector, an attractive economy with the highest growth rate among EU peers

Leading Maltese banking franchise:
Top 2 positioning across key products & credible moat

Strong **alignment** with CrediaBank's **"Grow the Core" 2025 – 2027 commercial strategy…**

1. … opportunity to grow in the underserved commercial banking clients
2. …Ownership of a market-leading **Wealth Manager,** in an attractive wealth management jurisdiction, **with significant bancassurance potential**
3. …Re-focuses towards an **RM-centric retail bank**, allowing for further penetration with new products and capabilities

Financial Benefits

Self-funded transaction benefiting from sizeable badwill creation (0.48x 1H 2025A P/TBV)

Transaction expected to have positive earnings contribution from Year 1

Transaction ROIC exceeding the company's internal cost of capital

Robust balance sheet and liquidity maintained
Total Capital and Liquidity ratios safely above hurdle rates allowing to fuel future growth

Further cost benefits expected from optimization of model
(review of current HSBC shared services offshore model)

An Attractive Future for HSBC Malta and its Stakeholders

Growth & Investment

- ✓ Increased investment into HSBC Malta as a platform for financing the local economy
- ✓ Significant new investments in digital products and internal automations
- ✓ Adopt both Banks' best practices and align policies, streamlining services for clients
- ✓ Maintain clients' international connectivity

Government & MFSA

- ✓ Long-term stewardship for Malta's 2nd biggest bank by an ECB-regulated, EU-domiciled financial institution
- ✓ Strong ambition to become the partner of choice for the Maltese state for financing the domestic economy
- ✓ Proactive & transparent approach to the dialogue with our regulators

Employees

- ✓ Preserve & grow local opportunities for training and employment
  - ✓ Upfront commitment to retain HSBC Malta's employees for the next 2 years
  - ✓ Equal opportunities for all employees in the combined group
- ✓ Invest in our people
- ✓ Move from offshore to onshore model where appropriate and exchange know-how between Greece and Malta

Minority Shareholders

- ✓ Constructive engagement with investor community
- ✓ Maintain attractive shareholder returns:
  - ✓ Continued listing at the Malta Stock Exchange
  - ✓ Maintain current dividend policy, subject to regulatory approvals
  - ✓ Benefit from new investment and modernization of the Bank, leading to incremental value creation
- ✓ Priority investment for CrediaBank

CrediaBank

5th largest bank in Greece by total assets serving

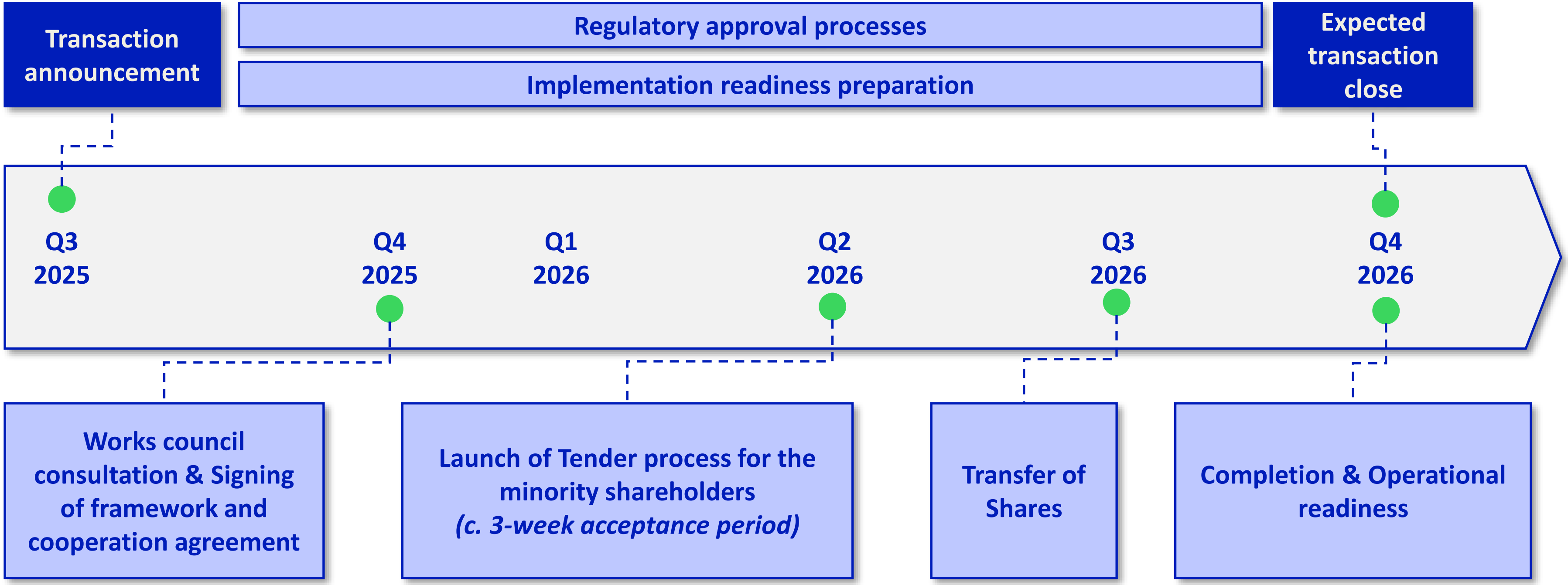
300,000 active corporate and retail customers

65 retail banking branches & **5** business centers offering a range of financial services

ECB regulated via BoG
with clean capitalisation and low NPE ratio

Significant value creation
track record and experience from integrating HSBC Greece

Indicative Timetable to Completion



Introduction to HSBC Malta

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Introduction to HSBC Bank Malta plc

- Perimeter includes EU licenced bank, life insurer and asset manager
- Market leading positions in growing Maltese market
- High quality and reputable business with robust corporate governance and conservative risk appetite
- Strong customer base
- Experienced executive team

HSBC | Malta

Group

€117m Profit before Tax (H1'2025 *annualised*)	**13.8%** Return on Tangible Equity (H1'25)	**22.5%** CET1 (H1'25)

Banking Operations

c.940 employees	**166k** Total retail customers(1) (91% active)	**€6.2bn** Customer Deposits (H1'25)	**€2.8bn** Loans & Advances (H1'25)

Insurance

#2 insurer in Malta	**€6.5m** PAT (H1'25)	**38k+** customers

Asset Management

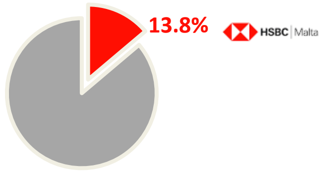
#2 largest AM in Malta	**€0.9bn** Assets Under Mgmt & Distribution(2)	**11** FTE

Sources: HSBC Malta company filings (HY25 Interim Report and FY24 Annual Report) and company website.
Notes: (1) Includes Premium, Retail, and Retail Banking Business (RBB) customers. (2) As of December 2024. HSBC Asset Management – Maltese Assets Fund Information Sheet (31 July 2025).

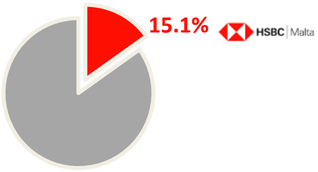
HSBC Malta Market Share in Key Products

HSBC Malta Strong Market Shares Across Products[1]

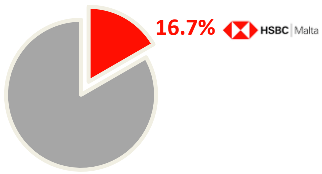
Customer Loans



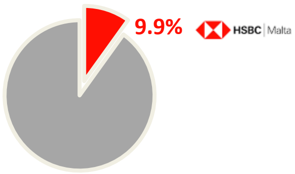
Customer Deposits



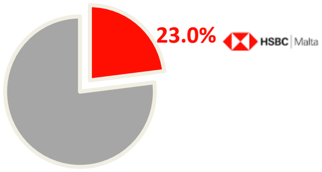
Retail Loans



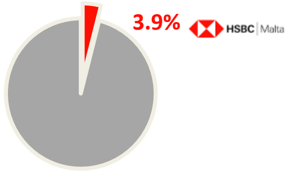
Corporate Deposits



Mortgage Loans



Consumer Finance Loans



Immediate Market Entry Into a #2 Position

Data as of 31.12.2024, in €'mn	Total Assets	Branches	CET1 ratio	ROE	Market share[1]
BOV Bank of Valletta	15,099.1	29	22.6%	16.5%	47.0%
HSBC | Malta	**7,741.7**	**12**	**22.6%**	**20.0%**	**24.1%**
APS bank	4,161.2	12	14.6%	6.2%	12.9%
LOMBARD Lombard Bank Malta p.l.c.	1,388.4	11	20.0%	5.9%	4.3%
BNFBANK	1,375.7	13	13.2%	8.8%	4.3%
ECCM Bank plc	1,306.0	1	n.a.	6.2%	4.1%
FIMBANK	1,103.2	2	21.3%	4.7%[2]	3.1%

Highly Concentrated Market (Top 3 Players 84% of Assets)

Sources: Central Bank of Malta and Company's 2024 Annual Report unless otherwise stated.
Notes: (1) Market share on total assets (2) ROE of FIM Bank was calculated by considering Profit before tax as the taxation for 2024 included deferred taxation. (3) As of 2023.

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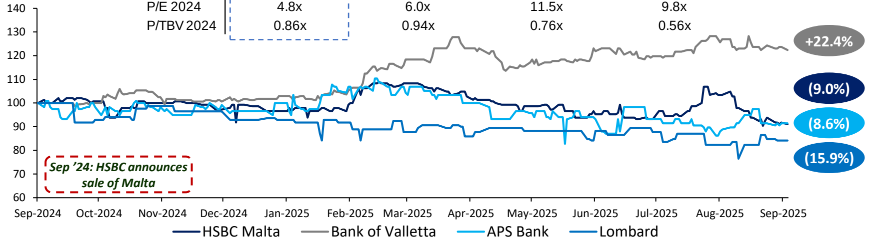
HSBC Malta Overview

Key Historical Figures

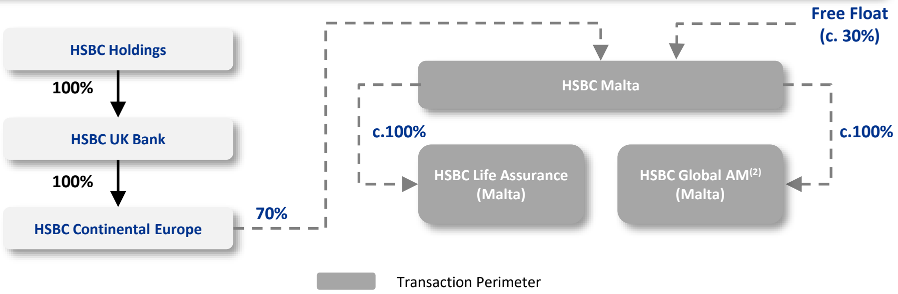
	EURm, unless otherwise stated	2022A	2023A	2024A	LTM H1 2025
Key P&L Items	Net Interest Income	108	196	206	189
	Pre-provision Operating Income[3]	46	129	140	124
	PBT	56	134	154	135
	Net Income	36	87	100	88
Key B/S Items	Total Assets	7,337	7,661	7,742	7,900
	RWAs	2,213	2,210	2,185	2,212
	Net Loans	3,175	3,084	2,873	2,791
	Deposits	5,971	6,142	6,158	6,203
	Shareholders' Equity	473	543	601	616
	CET1 Capital	401	450	493	497
Key Ratios	Loan-to-deposit ratio (%)	53%	50%	47%	45%
	CET1 ratio (%)	18%	20%	23%	22%
	Cost-to-Income ratio[1] (%)	68%	44%	45%	48%
	RoTE (%)	9%	20%	21%	17%

LTM Public Market Overview

Key Stats	HSBC Malta	Bank of Valletta	APS Bank	Lombard
Share Price	1.32	1.88	0.53	0.72
Market Cap	476	1,207	202	111
P/E 2024	4.8x	6.0x	11.5x	9.8x
P/TBV 2024	0.86x	0.94x	0.76x	0.56x



Ownership Structure



Source: Company filings, FactSet as of 15th September 2025.
(1) Calculated as OpEx (incl. D&A) / Total Income before change in ECL; (2) Asset Management. (3) Calculated as pre-provision income (-) operating expenses.

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HSBC Malta Key Performance Indicators

Asset side

- Clean and solid balance sheet with:
  - A **loan book** composed mainly of **retail exposures (~72% of total)**, primarily **mortgage loans (92% of total retail)**; **corporate loans stand at €0.8bn**, with **limited CRE and other property-related exposures** (€140m), and **state-guaranteed loans (€240m)**;
  - B **low NPL gross ratio at 2.5%** (**€71m** of stage 3 exposures) as of 1H2025;
  - C **conservative and prudent liquidity strategy** with the portfolio concentrated in government bonds and A+ or above-rated debt securities;
  - **Held-to-Collect debt securities portfolio shows a +€10 mn *fair value* mark vs *book value as of 1H2025***
- **Loan-to-deposit ratio of ~45% in 1H'2025**, showing potential investment strategy to optimise excess liquidity
- **Low RWA density**, supporting profitability and enabling potential upside via enhanced asset allocation

Equity and liability side

- **Solid capital position**, with **CET1 ratio at 22.5%** (vs 22.6% as of 31.12.2024). The minor decrease is mainly due to calendar provisioning, with limited impact on overall capital strength;
- **Low funding cost structure**, with customer deposits at €6.2bn (**~75% retail**), and cost of funding from clients remains below 0.3%
- Liquidity ratios are well above regulatory requirements

Efficiency

- **Cost/income** ratio ranging from **44% to 51%**, showing potential upside from potential to deliver improvements via investment / optimization and review of previous shared services model adopted by HSBC

Data in €'mn, %	2023	2024	1H2025
A **Loan book (Gross)**	**3,129.3**	**2,905.3**	**2,821.0**
o/w Retails	*2,214.2*	*2,087.1*	*2,029.7*
o/w Corporate	*855.4*	*772.8*	*753.8*
o/w non-bank FIs	59.7	45.5	37.5
B NPL	3.2%	2.4%	2.5%
Loan to deposit[1]	50.2%	46.7%	45.0%
C **Cash and cash equivalents**	**1,676.6**	**1,073.7**	
o/w Balances with CB Malta	1,257.5	809.0	
o/w T-Bills	385.6	234.5	
o/w Cash	33.6	30.2	
C **Financial investments**	**1,315.9**	**2,291.2**	
o/w AAA	*485.1*	*895.8*	
o/w AA- to AA+	*383.6*	*910.1*	
o/w A-	*447.2*	*485.3*	
RWA density (RWA/Total assets)	28.8%	28.2%	28.0%
CET 1 ratio FL	20.4%	22.6%	22.5%
Deposit from customers	6,141.5	6,158.3	6,202.8
LCR	504.0%	545.0%	534.8%
NSFR	222.5%	245.0%	252.7%
Cost/income ratio	44.2%	44.6%	51.2%

Source: Balance sheet HSBC Malta 2024, interim balance sheet HSBC Malta 1H2025, and Pillar 3 as of 31.12.2024 and as of 1H2025; Note: (1) Loans and advances to customers to Customer accounts.

The Maltese Market

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Malta Market Highlights

Strong Growth Fundamentals

- ✓ Resilient economic growth diversified across sectors
- ✓ GDP expected to outperform the EU by 2.4% from 2025-2029(1)
- ✓ Average working population age ~3 years younger than the EU average
- ✓ Natural geographic hub connecting Europe, North Africa and the Middle East

Stable Socio-Political Landscape

- ✓ Full member of the European Union and Eurozone with close proximity to Greece
- ✓ Robust fiscal stability (Fitch: A+, Moody's: A2, S&P: A-)

Attractive Banking Market

- ✓ Highly concentrated banking market
- ✓ Limited international presence
- ✓ Banking assets growth expected to outperform the EU by 3.5% from 2025-2028E(2)
- ✓ Loan penetration at ~66% of GDP highlights further growth upside (c. 6ppts lower vs ~72% EU average)(3)

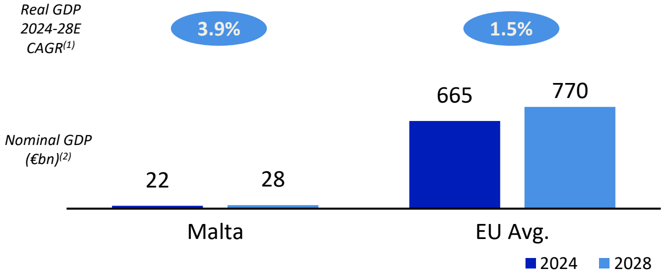
The Maltese market represents a highly attractive opportunity for CrediaBank's expansion strategy

Sources: European Mortgage Federation, Fitch Data, Moody's, S&P, Malta National Statistics Office, and Euromonitor.
Notes: (1) Euromonitor as of 4 September 2025. (2) Fitch Data as of 4 September 2025. (3) Eurostat as of 4 September 2025.

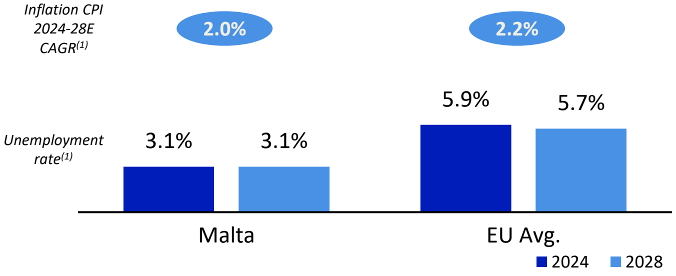
Malta: Strong Macro Fundamentals and Stable Socio-Political Landscape

- ✓ Stable sovereign rating (Fitch: A+, Moody's: A2, S&P: A-)
- ✓ European Union member since 2004
- ✓ Shared Eurozone member with Greece
- ✓ Close proximity to both Southern Europe and Northern Africa
- ✓ Stable, fair judicial system ranking top 30 within World Justice Project
- ✓ Relatively younger demographic, 3 years vs. EU and 4 years younger vs. Greece

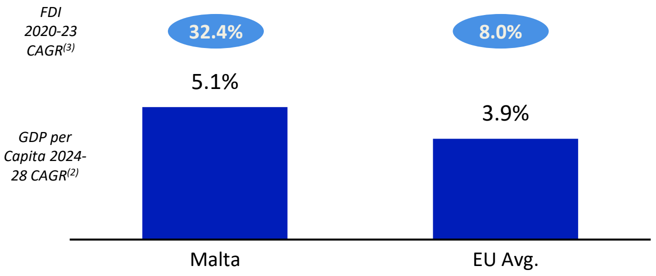
✓ GDP Expected to Outperform the EU by 2.4ppts



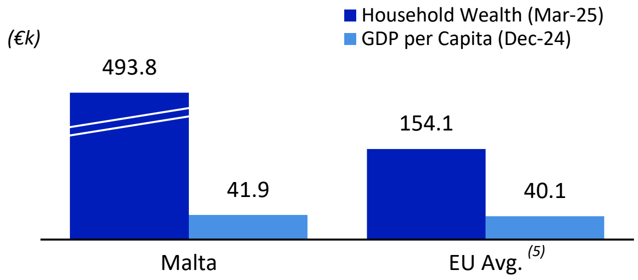
✓ Robust Economy With Low Unemployment and Inflation



✓ Highly Productive Economy Attracting Consistent FDI



✓ High Household Wealth and Purchasing Power[4]



Sources: (1) Euromonitor as of 4 September 2025, (2) Fitch Data as of 04 September 2025, (3) World Bank Data as of 04 September 2025, (4) European Central Bank Data Portal as of 04 September 2025.
Notes: (5) Represents EU20 countries for Household Wealth.

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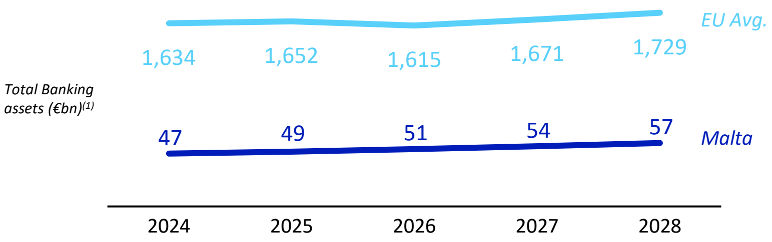
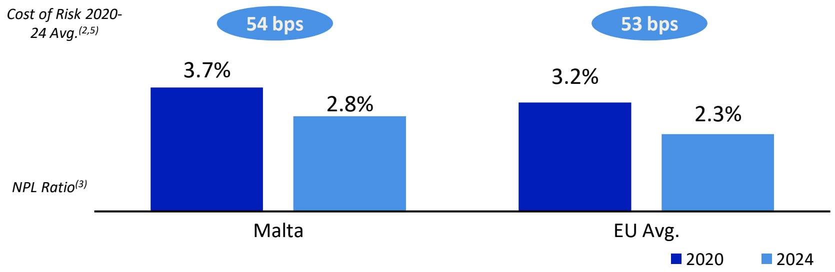
The Maltese Banking Sector

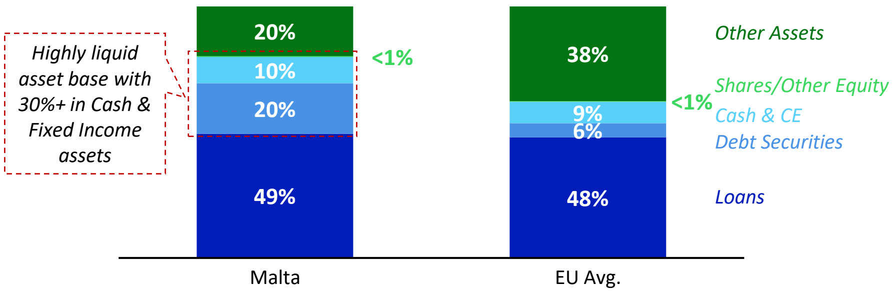
✓ Banking assets growth expected to outperform the EU by 3.3ppts from 2024-2028



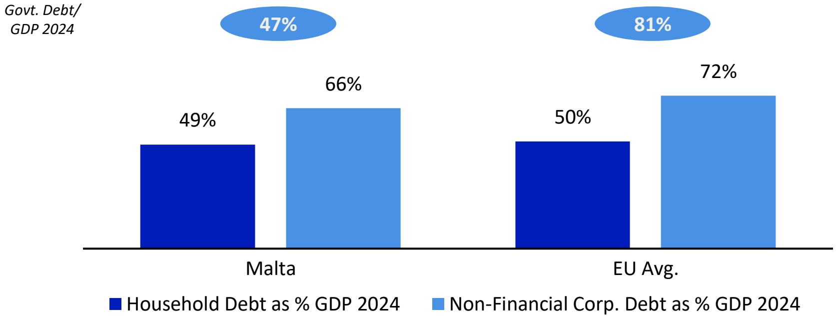
✓ Continuously Improving Credit Quality Across Local Banks



✓ Significant Additional Liquidity Available for Lending Growth[2]



✓ Stable Sovereign Debt Position and Strong Local Borrowing Rates[4]



Sources:(1) Fitch Data as of 4 September 2025, (2) Capital IQ as of 4 September 2025, (3) Euromonitor as of 04 September 2025, (4) Eurostat as of 4 September 2025.
Notes: (5) Cost of Risk calculated as customer loan impairment expense / (average L2Y Customer Loans).

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Appendix

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Glossary of Terms

Terms	Definitions
Non-Performing Exposures (NPEs)	An exposure that is a) 90 days past-due (material exposure) and b) unlikely to be repaid in full without collateral realization (irrespective of any past-due amount or of the number of days past-due), in compliance with EBA Guidelines, In this document, NPEs are reported under IFRS, For regulatory reporting purposes, NPEs also include Omega and Metexelixis underlying loan exposures
Non-Performing Exposures Coverage (NPE coverage)	Loan Loss Reserves divided by Non-Performing Exposures for the period
Net Stable Funding Ratio (NSFR)	A liquidity standard requiring banks to hold enough stable funding to cover the duration of their long-term assets
Pre-Provision Income (PPI)	Total Operating Income for the period less Total Operating Expenses for the period
Proforma figures & Adjusted Proforma figures	Figures under the assumption that the effective date of the merger was Jan. 1, 2024. Adjusted pro-forma, adjusting PCB figures to align with ATB while Q4 is a proxy given merger was concluded Sep. 4, 2024
Risk Weighted Assets (RWAs)	Risk Weighted Assets are the Bank's assets and off-balance sheet exposures, weighted according to risk factors based on the Regulation (EU) 575/2013 for credit, market and operational risk
Tier II instrument	Secondary component of the bank capital, in addition to Tier 1 capital, that makes up the bank's required regulatory reserves
Stage 1	Loan Loss Reserves for exposures classified under Stage 1 are calculated from the initial recognition of the loan on a 12-month period, (Expected Credit Losses)
Stage 2	Loan Loss Reserves for exposures classified under Stage 2 are calculated for the lifetime of the exposure (Lifetime Expected Credit Losses)
Stage 3	Includes credit impaired exposures, Loan Loss Reserves for exposures classified under Stage 3 are calculated for the lifetime of the exposure (Lifetime Expected Credit Losses)
Unlikely to pay (UTP)	The debtor is assessed as unlikely to pay its credit obligations in full without realization of collateral, regardless of the existence of any past-due amount or of the number of days past due (Regulation (EU) 575/2013)
Voluntary Exit Scheme (VES)	A scheme that provides an incentive for employees to retire early

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