

**SUPPLEMENT NUMBER 3 DATED 30 MAY 2022 TO THE OFFERING CIRCULAR DATED  
10 NOVEMBER 2021**

 **EUROBANK**  
**EUROBANK ERGASIAS SERVICES AND HOLDINGS S.A.**  
*(incorporated with limited liability in the Hellenic Republic)*  
*as Issuer*

and

**EUROBANK S.A.**  
*(incorporated with limited liability in the Hellenic Republic)*  
*as Issuer*

**€5,000,000,000**  
**Programme for the Issuance of Debt Instruments**

This supplement no.3 (the “Supplement”) is supplemental to, forms part of and must be read and construed in conjunction with, the offering circular dated 10 November 2021 (the “Offering Circular”) and the supplements dated 15 December 2021 (“Supplement No.1”) and 20 April 2022 (“Supplement No.2”) prepared by Eurobank Ergasias Services and Holdings S.A., formerly known as Eurobank Ergasias S.A. (“Eurobank Holdings”), and Eurobank S.A. (together with Eurobank Holdings, the “Issuers” and each an “Issuer”), and any other supplements subsequently prepared by the Issuers, in connection with their Euro Medium Term Note Programme (the “Programme”) for the issuance of up to €5,000,000,000 in debt instruments (“Instruments”). Terms given a defined meaning in the Offering Circular shall, unless the context otherwise requires, have the same meaning when used in this Supplement.

This Supplement, Supplement No.1, Supplement No.2 and the Offering Circular have been approved by the Luxembourg Stock Exchange pursuant to Part IV of the Luxembourg act dated 16 July 2019 on prospectuses for securities for the purpose of admitting Instruments on the Euro MTF market of the Luxembourg Stock Exchange (“Euro MTF”). The Euro MTF is a multilateral trading facility and not a regulated market for the purposes of Directive 2014/65/EU (as amended).

### **Purpose of the Supplement**

The purpose of this Supplement is to: (a) incorporate by reference Eurobank Holdings’ unaudited interim consolidated financial statements for the three months ended 31 March 2022; (b) update the “Important Information” section in the Offering Circular and (c) amend the “General Information” section in the Offering Circular.

## **IMPORTANT NOTICES**

Each of the Issuers accepts responsibility for the information set out in this Supplement. Having taken all reasonable care to ensure that such is the case, the information contained in this Supplement is, to the best of the knowledge of the Issuers, in accordance with the facts and does not omit anything likely to affect the import of such information.

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Offering Circular by this Supplement and (b) any other statement in, or incorporated by reference into, the Offering Circular as supplemented by Supplement No.1 and Supplement No.2, the statement in (a) above will prevail.

Save as disclosed in this Supplement, Supplement No.1 and Supplement No.2, there has been no other significant new factor, material mistake or material inaccuracy relating to the information included in the Offering Circular which is capable of affecting the assessment of any Instruments has arisen or been noted, as the case may be, since publication of the Offering Circular.

## INFORMATION INCORPORATED BY REFERENCE

The following document, which has previously been published and has been filed with the Luxembourg Stock Exchange, shall be incorporated by reference in, and form part of, the Offering Circular and this Supplement:

- (a) Eurobank Holdings' unaudited interim consolidated financial statements for the three months ended 31 March 2022 including the information set out at the following pages available at <https://www.eurobankholdings.gr/-/media/holding/omilos/grafeio-tupou/etairikes-anakoinoseis/2022/1q-2022/enopoiimenes-endiameses-oikonomikes-katastaseis-en.pdf>:

Interim Consolidated Balance Sheet	Page 4 of the pdf
Interim Consolidated Income Statement	Page 5 of the pdf
Interim Consolidated Statement of Comprehensive Income	Page 6 of the pdf
Interim Consolidated Statement of Changes in Equity	Page 7 of the pdf
Interim Consolidated Cash Flow Statement	Page 8 of the pdf
Notes to the Interim Consolidated Financial Statements	Pages 9 – 43 of the pdf

Any information not referred to in the cross-reference list above but included in the documents incorporated by reference is given for information purposes only. Any non-incorporated parts of a document referred to herein are either deemed not relevant for an investor or are otherwise covered elsewhere in the Offering Circular or this Supplement. Any documents themselves incorporated by reference in the documents incorporated by reference in the Offering Circular or this Supplement shall not form part of the Offering Circular or this Supplement.

Copies of documents incorporated by reference in the Offering Circular and this Supplement can be obtained from the Luxembourg Stock Exchange's website at [www.bourse.lu](http://www.bourse.lu).

## **IMPORTANT INFORMATION**

The following paragraphs shall be inserted at the end of the “Important Information” section on page 5 of the Offering Circular:

### **“IMPORTANT NOTICE – SALES TO CANADIAN INVESTORS**

The Instruments may be sold only to purchasers purchasing, or deemed to be purchasing, as principal that are accredited investors, as defined in National Instrument 45-106 Prospectus Exemptions or subsection 73.3(1) of the Securities Act (Ontario), and are permitted clients, as defined in National Instrument 31-103 Registration Requirements, Exemptions and Ongoing Registrant Obligations. Any resale of the Instruments must be made in accordance with an exemption from, or in a transaction not subject to, the prospectus requirements of applicable securities laws.

Securities legislation in certain provinces or territories of Canada may provide a purchaser with remedies for rescission or damages if this Offering Circular (including any supplement or amendment thereto) contains a misrepresentation, provided that the remedies for rescission or damages are exercised by the purchaser within the time limit prescribed by the securities legislation of the purchaser’s province or territory. The purchaser should refer to any applicable provisions of the securities legislation of the purchaser’s province or territory for particulars of these rights or consult with a legal advisor.”

## **GENERAL INFORMATION**

Paragraph 4 of the “General Information” section on page 210 of the Offering Circular shall be deleted in its entirety and replaced with:

- “4. Save for the risk and uncertainties as disclosed in note 2 “Going concern considerations” of Eurobank Holdings’ unaudited interim consolidated financial statements for the three months ended 31 March 2022, there has been no material adverse change in the prospects of Eurobank Holdings or the Group since 31 December 2021 and no significant change in the financial position or financial performance of Eurobank Holdings or the Group since 31 March 2022.”