

PROXY

**FOR THE GENERAL MEETING OF THE SHAREHOLDERS OF EUROBANK ERGASIAS S.A.
ON 5 APRIL 2019**

The undersigned Shareholder of Eurobank Ergasias S.A.

Name / Company Name	
Address / Registered Office	
Identity card number/Company's Register Num.	
Telephone number	
Number of shares/voting rights	
DSS Investor Share	
DSS Securities Account	
Operator	
Name of the legal entity's representative who signs the form (completed by legal entities only)	

hereby authorize, empower and direct ^{(1), (2), (3)}

<input type="checkbox"/> 1. Mr. F. Karavias	<input type="checkbox"/> 2. Mr. Th. Kalantonis
<input type="checkbox"/> 3. Mr. K. Vassiliou	<input type="checkbox"/> 4. Ms. K. Kallimani

Note: The above are directors and officers of the Bank. In case your proxy is any of the above and no specific written voting instructions are given (i.e. by marking the appropriate box «For»/ «Against»), the proxy will have to abstain.

6.

7.

8.

9.

Note: In case your proxy is any of the above (6-9) and no specific voting instructions are provided, your proxy will vote as s/he thinks fit. In case your proxy be a member of the BoD or an employee of the Bank and no specific written voting instructions are given (i.e. by marking the appropriate box «For»/ «Against»), the proxy will have to abstain.

to represent me / the Legal Entity ⁽⁴⁾, acting each one separately or jointly-(for paper proxies only)⁽⁵⁾, at the General Meeting of the Shareholders of Eurobank Ergasias S.A. (the "Bank") to be held on Friday, 5 April, 2019, at 1:00 p.m, at "Bodossakis Foundation Building (John S. Latsis Hall)", 20 Amalias Av., Athens, or any adjournment thereof and to vote in my name and on my behalf / in the name and on behalf of the Legal Entity ⁽⁴⁾, for all / [Note number] voting rights owned by me / the Legal Entity ⁽⁴⁾ on the Record Date, taking any and all necessary actions as follows ⁽⁶⁾:

¹ Please select up to 3 proxies by marking the appropriate box 1-5 with a ✓ or/and add your proxies under 6-9. If more are selected, the first three will be deemed to have been appointed.
² The proxy could be either a natural person or a legal entity.
³ Relevant information on voting by proxy is included in the Notice of the General Meeting.
⁴ Delete as appropriate.
⁵ If you choose just one way, please delete as appropriate. In case more than one proxies are appointed capable to act in both ways (separately or jointly), and more than one has come to attend the General Meeting, priority is given to the proxy appearing in the General Meeting first.
⁶ Please mark the appropriate box with a ✓.

	FOR	AGAINST	ABSTAIN
ALL ITEMS ON THE AGENDA	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

or:

	ITEMS ON THE AGENDA	FOR	AGAINST	ABSTAIN
1	Merger of "Eurobank Ergasias S.A." with "GRIVALIA PROPERTIES Real Estate Investment Company" by absorption of latter by the former and approval of the Draft Merger Agreement. Increase of the share capital as a result of the merger, including increase due to capitalization of amount derived from taxed profits for rounding reasons of the nominal value of the share. Respective amendment of article 5 of the Articles of Association. Authorization to the Board of Directors to immediately sell any fractional balances that might result from the aforementioned increase and return to the beneficiaries the proceeds of the sale.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2	Announcement a) of the election of new member of the Board of Directors in replacement of a resigned member and b) of the change of the status of an existing independent member of the Board of Directors.	For information		
3	Increase of the number of the members of the Board of Directors. Appointment of new member of the Board of Directors and his designation as independent non-executive member and member of the Audit Committee.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Any revocation of this proxy will be valid if it has been notified to your Bank, either in writing or electronically (via e-General Meeting) at least forty eight (48) hours before the relevant date of the General Meeting.

Place and date:

(name/surname)

(signature)