



# **EUROBANK ERGASIAS SERVICES and HOLDINGS S.A.**

## **INTERIM FINANCIAL STATEMENTS**

**FOR THE SIX MONTHS ENDED  
30 JUNE 2020**

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**Interim Balance Sheet**

		<b>30 June 2020</b>	<b>31 December 2019</b>
	<b>Note</b>	<b>€ million</b>	<b>€ million</b>
<b>ASSETS</b>			
Cash and balances with central banks		-	2,626
Due from credit institutions		20	3,459
Securities held for trading		-	50
Derivative financial instruments		-	2,278
Loans and advances to customers	11	-	29,698
Investment securities	12	940	6,580
Shares in subsidiaries	13	4,091	1,855
Investments in associates and joint ventures		-	100
Property and equipment		0	564
Investment property		-	721
Goodwill and other intangible assets		0	313
Deferred tax assets	9	-	4,754
Other assets		1	1,799
Assets of disposal groups classified as held for sale/distribution	10	57	49
<b>Total assets</b>		<b>5,109</b>	<b>54,846</b>
<b>LIABILITIES</b>			
Due to central banks		-	1,900
Due to credit institutions		-	8,201
Derivative financial instruments		-	2,724
Due to customers		-	32,693
Debt securities in issue	14	947	2,390
Other liabilities		0	1,081
<b>Total liabilities</b>		<b>947</b>	<b>48,989</b>
<b>EQUITY</b>			
Share capital	15	853	853
Share premium	15	8,056	8,056
Reserves and retained earnings		(4,747)	(3,054)
Hybrid capital	16	-	2
<b>Total equity</b>		<b>4,162</b>	<b>5,857</b>
<b>Total equity and liabilities</b>		<b>5,109</b>	<b>54,846</b>

Notes on pages 6 to 25 form an integral part of these interim financial statements.

**Interim Income Statement**

		Six months ended 30 June	
		2020	2019
	<b>Note</b>	<b>€ million</b>	Restated <sup>(1)</sup> <b>€ million</b>
Net interest income	5	63	100
Commission income/(expense)	6	(8)	-
Other income/(expenses)		(3)	(0)
<b>Operating income</b>		<b>52</b>	<b>100</b>
Operating expenses	7	(3)	(4)
<b>Profit from operations before impairments and provisions</b>		<b>49</b>	<b>96</b>
Impairment losses relating to loans and advances to customers	8	(1,509)	(205)
Other impairment losses and provisions		(10)	-
<b>Loss before tax</b>		<b>(1,470)</b>	<b>(109)</b>
Income tax	9	-	31
<b>Net loss from continuing operations</b>		<b>(1,470)</b>	<b>(78)</b>
Net profit/(loss) from discontinued operations	10	(41)	30
<b>Net loss</b>		<b>(1,511)</b>	<b>(48)</b>

<sup>(1)</sup> The comparative information has been adjusted with: a) the restatement due to change in accounting policy for investment property performed in 2019 (note 2.2) and b) the presentation of the operations of the hived down banking sector as discontinued (note 10).

Notes on pages 6 to 25 form an integral part of these interim financial statements.

**Interim Statement of Comprehensive Income**

	<b>Six months ended 30 June</b>	
	<b>2020</b>	<b>2019</b>
		Restated <sup>(1)</sup>
	<u>€ million</u>	<u>€ million</u>
<b>Net loss</b>	<u>(1,511)</u>	<u>(48)</u>
<b>Other comprehensive income:</b>		
<b>Items that are or may be reclassified subsequently to profit or loss:</b>		
<b>Cash flow hedges</b>		
- changes in fair value, net of tax	8	1
- transfer to net profit, net of tax	<u>(1)</u>	<u>(11)</u>
	7	(10)
<b>Debt securities at FVOCI</b>		
- changes in fair value, net of tax	(143)	437
- transfer to net profit, net of tax	<u>(46)</u>	<u>(214)</u>
	(189)	223
<b>Other comprehensive income</b>	<u>(182)</u>	<u>213</u>
<b>Total comprehensive income</b>		
- from continuing operations	(1,470)	(78)
- from discontinued operations	<u>(223)</u>	<u>243</u>
	<u>(1,693)</u>	<u>165</u>

<sup>(1)</sup> The comparative information has been adjusted with: a) the restatement due to change in accounting policy for investment property performed in 2019 (note 2.2) and b) the presentation of the operations of the hived down banking sector as discontinued (note 10).

Notes on pages 6 to 25 form an integral part of these interim financial statements.

**Interim Statement of Changes in Equity**

	Share capital € million	Share premium € million	Reserves and Retained earnings € million	Hybrid capital € million	Total € million
Balance at 1 January 2019, as restated (note 2.2)	656	8,056	(4,371)	42	4,383
Net loss (restated, note 2.2)	-	-	(48)	-	(48)
Other comprehensive income	-	-	213	-	213
Total comprehensive income for the six months ended 30 June 2019, as restated	-	-	165	-	165
Merger with Grivalia Properties REIC	197	-	890	-	1,087
Hybrid capital's dividend paid, net of tax	-	-	(1)	-	(1)
	197	-	889	-	1,086
Balance at 30 June 2019, as restated <sup>(1)</sup>	853	8,056	(3,317)	42	5,634
<b>Balance at 1 January 2020</b>	<b>853</b>	<b>8,056</b>	<b>(3,054)</b>	<b>2</b>	<b>5,857</b>
Net loss	-	-	(1,511)	-	(1,511)
Other comprehensive income	-	-	(182)	-	(182)
Total comprehensive income for the six months ended 30 June 2020	-	-	(1,693)	-	(1,693)
Hybrid capital's redemption and dividend paid, net of tax	-	-	-	(2)	(2)
	-	-	-	(2)	(2)
<b>Balance at 30 June 2020</b>	<b>853</b>	<b>8,056</b>	<b>(4,747)</b>	<b>-</b>	<b>4,162</b>
	Note 15	Note 15		Note 16	

<sup>(1)</sup> The comparative information has been restated due to change in accounting policy for investment property performed in 2019 (note 2.2).

Notes on pages 6 to 25 form an integral part of these interim financial statements.

## Interim Cash Flow Statement

		Six months ended 30 June	
		2020	2019
			Restated <sup>(1)</sup>
Note		€ million	€ million
<b>Cash flows from continuing operating activities</b>			
		(1,470)	(109)
<b>Profit/(loss) before income tax from continuing operations</b>			
Adjustments for :			
	8	1,509	205
		10	-
		0	0
		(3)	-
		46	96
<b>Changes in operating assets and liabilities</b>			
		2	-
		(25)	(24)
		(7)	-
		2	-
		(28)	(24)
<b>Net cash from/(used in) continuing operating activities</b>			
		18	72
<b>Cash flows from continuing investing activities</b>			
Acquisition of subsidiaries and participation in capital increases			
	13	(1)	-
<b>Net cash from/(used in) continuing investing activities</b>			
		(1)	-
<b>Net increase/(decrease) in cash and cash equivalents from continuing operations</b>			
		17	72
Net cash flows from discontinued operating activities			
		(71)	(1,052)
Net cash flows from discontinued investing activities			
		(903)	1,366
Net cash flows from discontinued financing activities			
		(8)	(8)
<b>Net increase/(decrease) in cash and cash equivalents from discontinued operations</b>			
		(982)	306
<b>Cash and cash equivalents of hived down banking sector on 20 March 2020</b>			
		(1,788)	-
Cash and cash equivalents at beginning of period			
		2,773	490
<b>Cash and cash equivalents at end of period</b>			
	17	20	868

<sup>(1)</sup> The comparative information has been adjusted with: a) the restatement due to change in accounting policy for investment property performed in 2019 (note 2.2) and b) the presentation of the operations of the hived down banking sector as discontinued (note 10).

Notes on pages 6 to 25 form an integral part of these interim financial statements.

## **Selected Explanatory Notes to the Interim Financial Statements**

### **1. General information**

On 20 March 2020, the demerger of “Eurobank Ergasias S.A.” (Eurobank Ergasias or Demerged Entity) through the banking sector’s hive down and its transfer to a new credit institution that has been established under the corporate name “Eurobank S.A.” (the Bank) was completed. Following the above, the corporate name of the Demerged Entity has been amended to “Eurobank Ergasias Services and Holdings S.A.” (the Company or Eurobank Holdings) (note 4).

Eurobank Holdings is a holding company, parent of Eurobank S.A. and its subsidiaries (Eurobank S.A Group), and along with its other subsidiaries held directly, form Eurobank Holdings Group (the Group). The Company operates mainly in Greece and through Eurobank’s subsidiaries in Central and Southeastern Europe. Its main activities relate to the strategic planning of the administration of non-performing loans and the provision of services to its subsidiaries and third parties, while the Eurobank S.A. Group is active in retail, corporate and private banking, asset management, treasury, capital markets and other services. The Company is incorporated in Greece and its shares are listed on the Athens Stock Exchange.

These interim financial statements were approved by the Board of Directors on 15 September 2020. The Independent Auditor’s Report on Review of Condensed Interim Financial Information is included in the Section V of the Financial Report for the period ended 30 June 2020.

### **2. Basis of preparation and principal accounting policies**

These interim condensed financial statements have been prepared in accordance with International Accounting Standard (IAS) 34 ‘Interim Financial Reporting’ as endorsed by the European Union (EU). The interim condensed financial statements do not include all the information and disclosures required in the annual financial statements. Following the completion of the banking sector’s hive down and the subsequent amendment of the corporate name of Eurobank Ergasias S.A. to Eurobank Ergasias Services and Holdings S.A. (notes 1 and 4), these interim condensed financial statements should be read in conjunction with the financial statements of Eurobank Ergasias S.A. for the year ended 31 December 2019. Where necessary, comparative figures have been adjusted to conform to changes in presentation in the current period or to reflect changes in the accounting policies that were applied in the year ended 31 December 2019 (note 2.2 below). Unless indicated otherwise, financial information presented in Euro has been rounded to the nearest million.

The accounting policies and methods of computation in these interim financial statements are consistent with those in the financial statements of Eurobank Ergasias S.A. for the year ended 31 December 2019, except as described below (note 2.1).

#### **Going concern considerations**

The Company’s business strategy and activities are linked to those of its banking subsidiary Eurobank SA. In this context, the directors monitor closely the capital and liquidity position of the Bank as well as the associated risks, uncertainties and the mitigating factors affecting its operations. The interim financial statements have been prepared on a going concern basis, as the Board of the Directors considered as appropriate, taking into consideration the following:

2020 had begun with positive medium-term prospects for the economy in Greece and the other countries where the Group has a substantial presence, however the coronavirus (Covid-19) outbreak posed substantial uncertainties and risks for both the macroeconomic environment and the ability of numerous businesses to operate under the restrictive measures, including lockdowns, adopted to contain the virus’s expansion. The lockdown in Greece started in mid-March 2020 and was lifted through a gradual relief from 4 May 2020 onwards according to the Greek government’s plan. Based on Hellenic Statistical Authority (ELSTAT) provisional data, the real GDP growth rate in the second quarter of 2020 decreased by 15.2% on an annual basis, as a result of a significant drop in total consumption expenditure, investments and exports, while the respective figure for the first quarter of 2020 was at -0.5%. The European Commission (EC), in its 2020 summer economic forecasts (July 2020), estimated a 9% drop of real GDP in Greece in 2020, followed by a 6% recovery in 2021. According to its spring economic forecasts (May 2020) the unemployment rate is projected to increase to 19.9% in 2020 and then to fall to 16.8% in 2021 from 17.3% in 2019, while the primary balance is expected to register a deficit of 3.4% of GDP in 2020 and a surplus of 0.6% of GDP in 2021, taking into account the public support measures as of early May 2020. The deviation from the Enhanced Surveillance (ES) primary surplus target of 3.5% of GDP for both 2020 and 2021 will not be considered a violation of Greece’s commitments undertaken in the ES framework, as on 4 March 2020 Eurogroup decided that non-permanent deviations from the agreed fiscal paths of the member-states, due to unusual effects outside the control of their governments (i.e. the effects of the pandemic), are acceptable. The primary balance figures might change significantly as a result of the actual size of the public sector’s support measures and the reduction in tax revenues due to the Government’s relevant moratoria and the decline of economic activity. On 15 April 2020, amid the Covid-19 lockdown, the Greek



## Selected Explanatory Notes to the Interim Financial Statements

Public Debt Management Agency (PDMA) issued a seven-year bond of € 2 billion at a yield of 2.013% and on 9 June 2020, a 10-year bond of € 3 billion at a yield of 1.568%. On 2 September 2020, the PDMA raised € 2.5 billion via the re-opening of the aforementioned 10-year bond at a historic low yield of 1.187%.

In response to the Covid-19 outbreak, there has been a monetary, fiscal and regulatory support to the economy and the banking system by both Greek Government and European authorities. In particular, the Greek government as of mid-August 2020 planned measures aiming to address the economic effects of the Covid-19 pandemic which include, among others: (a) income subsidies for employees, the suspension of taxes and social security contributions for firms and free lancers during the lockdown period and the immediate period following it as well as the abolishment of the advance tax payment for 2021, (b) interest rates subsidies for firms that remained closed during the lock down period as well as mortgage loans subsidies to households, and (c) additional measures for the period June-October 2020 including employment subsidies, suspension of tax payments for businesses that remained closed by law during the said period and the reduction of VAT rates for certain goods and services. According to the January – July 2020 Budget execution data the actual cost of the measures implemented thus far was at € 5 billion. In addition, the liquidity support for the Greek economy via the various EC, European Stability Mechanism (ESM) and European Investment Bank (EIB) initiatives amounts to ca € 10.3 billion and includes, among others, loan guarantees (€ 7 billion) and SMEs loans (€ 1.3 billion). On top of the above, the European Council on 21 July 2020 agreed a recovery package amounted to € 750 billion under the EC's Next Generation EU framework in order to support the recovery and resilience of the member states' economies, out of which ca € 32 billion will be available for Greece, provisionally divided to € 19.4 billion in grants and € 12.7 billion in loans. The respective amount for the Multiannual Financial Framework 2021-2027 (MFF) is at € 1,100 billion, of which ca € 40 billion will be available for Greece. Furthermore the ECB, on 24 March 2020 established a temporary Pandemic Emergency Purchase Programme (PEPP) with an overall financial envelope of € 750 billion which has increased to € 1,350 billion, out of which ca € 28 billion will be available for the purchase of Greek public and private sector securities. The PEPP came on top of the ECB liquidity measures of 12 March 2020 (additional Long Term Financing operations, more favorable terms for the Targeted Long Term Operations, new Asset Purchase Programme of € 120 billion).

On 12 March 2020, the ECB announced a number of temporary capital and operational relief measures to ensure that its directly supervised banks can continue to fulfil their role in funding the real economy. Banks will be allowed to use capital and liquidity buffers and cover Pillar 2 requirements with other than CET 1 instruments. On the same date the EBA decided to postpone the EU-wide stress test exercise to 2021 to allow banks to focus on and ensure continuity of their core operations, including support for their customers. The ECB stated that it supports the above EBA decision and will extend the postponement to all banks (including Eurobank) subject to the 2020 stress test. In addition, the EBA stated that there is flexibility in the implementation of the EBA Guidelines on management of non-performing and forborne exposures and called for a close dialogue between supervisors and banks, also on their non-performing exposure strategies, on a case by case basis. Furthermore, on 24 June 2020 the Regulation 2020/873 (CRR quick fix) introduced targeted amendments to the Capital Requirements Regulation (CRR) to encourage banks to continue lending during the Covid-19 pandemic.

Regarding the outlook for the next 12 months, the major macroeconomic risks and uncertainties in Greece relate with the outbreak of Covid-19 pandemic and are as follows: (a) the evolution of the health crisis including the probability of a second, more severe, pandemic wave during 2020 or in early 2021, and its negative effect on the domestic, regional and / or global economy, despite the fact that a further country-wide lockdown is highly unlikely, b) the actual size of the fiscal measures aiming to address the effect of the pandemic on the real economy and their effect on the long-term sustainability of the country's public debt, (c) the pace of the economy's recovery in 2021 (d) the effective utilization of the NGEU and MFF funds and the attraction of new investments in the country, (e) the implementation of the reforms and privatizations' agenda in order to meet the ES targets and milestones, and (f) the geopolitical conditions in the near or in broader region.

Materialization of the above Covid-19 related and other risks would have potentially adverse effects on the fiscal planning of the Greek sovereign and on the liquidity, solvency and profitability of the Greek banking sector, as well as on the realization of their Non Performing Exposures (NPE's) reduction plans. The Group is continuously monitoring the developments on the Covid-19 front and has increased its level of readiness, so as to accommodate decisions, initiatives and policies to protect its capital and liquidity standing as well as the fulfilment, to the maximum possible degree, of its strategic and business goals for the quarters ahead, focusing primarily on the support of its clients to overcome the challenging juncture, the protection of its asset base and the resilience of its pre-provision profitability. In addition, the Group, under the extraordinary circumstances of the Covid-19 pandemic, has proceeded with the successful implementation of its Business Continuity Plan to ensure that business is continued and critical operations are unimpededly performed. In line with authorities' instructions and recommendations, the Group has taken all the

## **Selected Explanatory Notes to the Interim Financial Statements**

required measures to ensure the health and safety of its employees and customers (e.g. implementation of teleworking, restrictions to business trips, and medical supplies for protective equipment).

Within this challenging external environment, the Group proceeded with the closing of the “Cairo” (sale of 20% of mezzanine/ 50.1% of junior Cairo securitizations’ notes) and “Europe” (sale of 80% of Eurobank FPS) transactions in early June 2020, which signals the completion of its accelerated NPE reduction plan announced in the fourth quarter of 2018. As a result, following the classification of the underlying securitised loan portfolio of € 7.3 billion (consisting primarily of NPEs) as held for sale in the consolidated financial statements of Eurobank Holdings, as at 30 June 2020, the Group NPEs were reduced to € 6.2 billion (31 December 2019: € 13 billion) driving the NPE ratio to 15.3% pro-forma with the recognition of Cairo senior notes (31 December 2019: 29%) and the NPE coverage ratio to 60.6% (31 December 2019: 54.5%).

As at 30 June 2020 the Group’s total CAD and Common Equity Tier 1 (CET1) ratios, taking into account the effect of the loss of € 1,509 million on Cairo transaction and the gain (after tax) of € 173 million on FPS disposal, stood at 15.8% (31 December 2019: 19.2%) and 13.3% (31 December 2019: 16.7%) respectively. Pro-forma with the derecognition of Cairo loans, the Group’s total CAD and CET1 ratios would be 15.5% and 13% respectively. The adjusted net profit for the first half of 2020 amounted to € 176 million (first half 2019: € 97 million profit). Group’s net loss for the period, including the loss of the Cairo transaction recorded in the Company’s Income Statement, the gain of FPS disposal mentioned above and the restructuring costs after tax, amounted to € 1,166 million. Net loss for the Company equals to €1,511 million. During the same period, the Group has increased its deposits by € 0.4 billion to € 45.2 billion (2019: € 44.8 billion) and the funding from the targeted long term refinancing operations of the European Central Bank – TLTRO III programme to € 8 billion (2019: € 1.9 billion). In the context of the internal liquidity stress test framework, which is part of the 2020 ILAAP (Internal Liquidity Adequacy Assessment Process), the results of the short and medium term liquidity stress tests indicate that the Eurobank S.A. has adequate liquidity buffer to withstand to all of the stress test scenario effects.

### **Going concern assessment**

The Board of Directors, acknowledging the risks of the Covid-19 outbreak to the economy and the banking system and taking into account the above factors relating to (a) the measures adopted by the Greek and European authorities to mitigate the negative economic impact, (b) the Group’s pre-provision income generating capacity and the adequacy of its capital and liquidity position and (c) the completion of the Group’s NPE reduction acceleration plan, has been satisfied that the financial statements of the Company can be prepared on a going concern basis.

### **2.1 New and amended standards and interpretations adopted by the Company**

The following amendments to standards and Conceptual Framework as issued by the International Accounting Standards Board (IASB) and endorsed by the European Union (EU), apply from 1 January 2020:

#### **Amendments to the Conceptual Framework for Financial Reporting, including amendments to references to the Conceptual Framework in IFRS Standards**

In March 2018, the IASB issued its revised “Conceptual Framework for Financial Reporting” (Conceptual Framework). The revised Conceptual Framework is not a standard nor overrides any requirements of individual standards. This replaces the previous version of the Conceptual Framework issued in 2010. Revisions performed by IASB introduced guidance on measurement, presentation and disclosure as well as on derecognition concepts. In addition, the revision includes updated definitions of an asset/liability and of recognition criteria, as well as clarifications on important areas.

Alongside the revised Conceptual Framework, the IASB has published an accompanying document “Amendments to References to the Conceptual Framework in IFRS Standards” which contains consequential amendments to affected standards so that they refer to the revised Framework.

The adoption of the amended Framework had no impact on the interim financial statements.

#### **Interest Rate Benchmark Reform: Amendments to IFRS 9, IAS 39 and IFRS 7**

In September 2019, the IASB issued amendments to IFRS 9 ‘Financial Instruments’, IAS 39 ‘Financial Instruments: Recognition and Measurement’ and IFRS 7 ‘Financial Instruments: Disclosures’ to address the implications for certain hedge accounting requirements related to the uncertainties arising from the market-wide reform of several interest rate benchmarks (referred to as ‘IBOR reform’). As a result of the IBOR reform, there may be uncertainties about: a) the interest rate benchmark designated as a hedged risk and/or b) the timing or amount of the benchmark-based cash flows of the hedged item or the hedging instrument, during the period before the replacement of an existing interest rate benchmark with an alternative nearly risk-free interest rate (an ‘RFR’). The amendments modify certain hedge accounting requirements under IAS 39 or IFRS 9 in order to provide temporary reliefs from the potential effect

## **Selected Explanatory Notes to the Interim Financial Statements**

of the uncertainty, during the transition period. These reliefs are related mainly to the highly probable requirement for the cash flow hedges, the compliance with the identifiable nature of the hedged risk component and the application of prospective and retrospective effectiveness tests.

The IASB addresses the IBOR reform and its potential effects on financial reporting in two phases. The first phase focuses on hedge accounting issues affecting financial reporting in the period before the interest rate benchmark reform, while the second phase focuses on potential issues that might affect financial reporting once the existing rates are replaced with alternative rates.

The Company has adopted Interest Rate Benchmark Reform (Amendments to IFRS 9, IAS 39 and IFRS 7) from 1 January 2020, while amendments have been applied retrospectively to hedging relationships that existed on that date or were designated thereafter and that are directly affected by the IBOR reform.

As described in note 2.2.3 of the financial statements for the year ended 31 December 2019, Eurobank Ergasias elected, as a policy choice permitted under IFRS 9, to continue to apply hedge accounting in accordance with IAS 39. Therefore, the amendments to IAS 39 and IFRS 7 are applicable to the Company.

Due to the adoption of the reliefs as of 1 January 2020, the Company's hedging relationships affected by the IBOR reform continued to be accounted for as continuing hedges.

### **Amendments to IFRS 3 Business Combinations**

The IASB issued amendments to the definition of a business in IFRS 3 "Business Combinations" to help entities determine whether an acquired set of activities and assets is a business or not. They clarify the minimum requirements for a business, remove the assessment of whether market participants are capable of replacing any missing inputs or processes and add guidance to help entities assess whether an acquired process is substantive. In addition, with the introduction of the amendments the definitions of a business and of outputs are narrowed, while an optional fair value concentration test is introduced.

The adoption of the amendment had no impact on the interim financial statements.

### **Amendments to IAS 1 and IAS 8: Definition of Material**

The amendments to IAS 1 "Presentation of Financial Statements" and IAS 8 "Accounting Policies, Changes in Accounting Estimates and Errors" aim to align the definition of 'material' across the standards and to clarify certain aspects of the definition. According to the new definition, information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements. The amendments clarify that materiality depends on the nature or magnitude of information, or both, while an entity should assess whether information is material on its own or when combined with other information.

The definition of material in the Conceptual Framework was also amended in order to align with the revised definition in IAS 1 and IAS 8.

The adoption of the amendment had no impact on the interim financial statements.

## **2.2 IAS 40 'Investment property' – Restatement due to change in accounting policy to fair value model performed in 2019**

In the fourth quarter of 2019, Eurobank Ergasias S.A. has elected to change its accounting policy regarding the measurement of Investment Property from cost model to fair value model according to IAS 40 "Investment property" (as described in note 2.3.2 of the financial statements of Eurobank Ergasias S.A. for the year ended 31 December 2019). Following the aforementioned change, the investment property is carried at fair value, as determined by external, independent, certified valuers on an annual basis.

In accordance with IAS 8 "Accounting policies, changes in accounting estimates and errors", the above change in the accounting policy on Investment Property was applied retrospectively.

As a result the comparative information referring to the first half of 2019 has been restated due to the reversal of the depreciation of investment property previously recognized under the cost model in the above mentioned period. In particular, the results of the hived down banking sector of Eurobank Ergasias S.A. for the comparative period, which are presented as discontinued operations (note 10), have been restated by 1 million net profit, increasing respectively the total equity as of the same date.

## Selected Explanatory Notes to the Interim Financial Statements

The table below presents the results of the hived down banking sector of Eurobank Ergasias S.A. for the comparative period before and after the aforementioned restatement for each individual line item of the income statement affected, whereas line items which were not affected by the changes have not been included.

	Six months ended 30 June 2019		
	Hive down banking sector before the restatement € million	Restatement € million	Hive down banking sector as restated € million
<b>Income Statement</b>			
Operating expenses	(320)	2	(318)
<b>Profit before impairments, provisions and restructuring costs from discontinued operations</b>	202	2	204
<b>Profit before tax from discontinued operations</b>	39	2	41
Income tax	(10)	(1)	(11)
<b>Net profit from discontinued operations</b>	29	1	30

### 3. Significant accounting estimates and judgments in applying accounting policies

Following the completion of the banking sector's hive down and the subsequent amendment of the corporate name of Eurobank Ergasias S.A. to Eurobank Ergasias Services and Holdings S.A. (notes 1 and 4), in preparing these interim financial statements, the significant estimates, judgments and assumptions made by Management in applying the Company's accounting policies and the key sources of estimation uncertainty are the same as those applied in the financial statements of Eurobank Ergasias S.A. for the year ended 31 December 2019, except for those that relate to the impact of the Covid-19 pandemic to the estimation of the expected credit losses (ECL) on loans and advances to customers as analyzed below.

#### Impairment losses on loans and advances to customers

The ECL measurement requires Management to apply significant judgment, in particular, the estimation of the amount and timing of future cash flows and collateral values when determining the impairment losses and the assessment of a significant increase in credit risk. The ECL calculations are outputs of various synthetic models with a number of underlying assumptions regarding the choice of variable inputs and their interdependencies. In addition, temporary adjustments may be required to capture new developments and information available, which are not reflected yet in the ECL calculation through the risks models.

Although, the ECL calculation methodology regarding the application of macroeconomic scenarios and the incorporation of forward looking information remained unchanged compared to 31 December 2019, the Company revised the forward-looking information incorporated in the above scenarios, in order to capture the negative impact of the Covid-19 pandemic, based on its best estimate regarding such economic forecasts in the first quarter of 2020. In addition, Management applied the appropriate level of judgement regarding its expectations for the severity and the duration of the economy's negative outlook, in line with the International Accounting Standards Board (IASB), European Central Bank (ECB) and other banking regulators' statements, which emphasize the need for overlays where the ECL risk models do not capture the specific circumstances. In March 2020, upon the completion of the hive down process, the impairment allowance, corresponding to the loans and advances to customers of the banking sector, were transferred, inter alia, to Eurobank S.A. (note 4).

Furthermore, with regards to the remaining loan portfolio of the Company which comprises the Cairo securitized loans, the completion of the transaction with doValue for the sale of 20% of the mezzanine and 50.1% of the junior notes of Cairo securitization in June 2020, resulted in the re-measurement of the loan portfolio's expected credit losses, and eventually its de-recognition from the Company's balance sheet (notes 4 and 11).

### 4. Corporate Transformation-Hive down

In November 2018, Eurobank Ergasias announced its transformation plan aiming to enable the former to deal with the challenging non-performing loans (NPEs) reduction targets, achieve a significant balance sheet de-risking and focus on the core banking business. The aforementioned transformation plan included the merger with Grivalia, which was completed in April 2019, and the NPEs reduction Acceleration Plan comprising the steps described below:

## Selected Explanatory Notes to the Interim Financial Statements

a) In June 2019, Eurobank Ergasias, through the special purpose financing vehicle (SPV) 'Pillar Finance Designated Activity Company' issued senior, mezzanine and junior notes of total value of ca. € 2 billion, via a securitization of NPEs, which were fully retained by the entity. In September 2019, Eurobank Ergasias sold the 95% of the above-mentioned mezzanine and junior notes to Celidoria S.A R.L. Upon the completion of the above sale, Eurobank Ergasias ceased to control the SPV and de-recognized the underlying loan portfolio in its entirety, on the basis that it transferred substantially all the risk and rewards of the underlying loan portfolio's ownership. In addition, Eurobank Ergasias recognized the retained notes, i.e. 100% of the senior, 5% of the mezzanine and junior notes, on its balance sheet (notes 11 and 14).

b) In June 2019, Eurobank Ergasias, through its special purpose financing vehicles (SPVs) 'Cairo No. 1 Finance Designated Activity Company', 'Cairo No. 2 Finance Designated Activity Company' and 'Cairo No. 3 Finance Designated Activity Company', issued senior (Class A), mezzanine (Class B1 and B2) and junior (Class C1 and C2) notes of total value of ca. € 7.5 billion, via a securitization of a mixed portfolio consisting primarily of NPEs, which were fully retained by the entity. The control of the SPVs resides with the majority holder of Class B1. Accordingly, Eurobank Ergasias being the sole holder of the issued notes, controlled the SPVs and continued recognizing the underlying loan portfolio on its balance sheet on the basis that it retained substantially all risks and rewards of ownership (note 14).

c) On 20 March 2020, the demerger of Eurobank Ergasias through the hive down of the banking sector and the establishment of a new company-credit institution under the corporate name "Eurobank S.A." was completed (as detailed in Hive Down section below). At the aforementioned date, Eurobank S.A. assumed, inter alia, 100% of the senior, 5% of the mezzanine and junior notes of the Cairo securitization. The rest of the Cairo notes, i.e. 95% of the mezzanine and junior notes, remained with Eurobank Holdings.

On 23 March 2020, the distinctive title of Eurobank Ergasias was amended to Eurobank Holdings.

Accordingly, following the hive down, the ownership distribution of Cairo notes is depicted below:

### Cairo noteholders post hive down

Cairo notes	(C) = (A) + (B) -		
	(A) - Eurobank S.A.	(B) - Eurobank Holdings	Eurobank Holdings Group/ Total Issue
<b>A Senior</b>	<b>100%</b>	<b>0%</b>	<b>100%</b>
B1 Mezzanine	5%	20%	25%
B2 Mezzanine	-	75%	75%
<b>B Total</b>	<b>5%</b>	<b>95%</b>	<b>100%</b>
C1 Junior	5%	50.1%	55.1%
C2 Junior	-	44.9%	44.9%
<b>C Total</b>	<b>5%</b>	<b>95%</b>	<b>100%</b>

d) In December 2019, Eurobank Ergasias announced that it has entered into binding agreements with doValue S.p.A. for the sale of the 20% of the mezzanine (representing the 80% of Class B1) and 50.1% of the junior notes of the aforementioned Cairo securitization in exchange for a cash consideration of € ca. 14 million. In June 2020 the sale was completed.

Upon the sale of 20% of the mezzanine notes, which effectively represents the majority stake of Class B1, Eurobank Holdings ceased to control the SPVs and the related Cairo real estate companies, i.e. Cairo Estate I Single Member S.A, Cairo Estate II Single Member S.A, Cairo Estate III Single Member S.A. Furthermore, being the holder of 75% of the mezzanine and 44.9% of the junior notes, Eurobank Holdings, ceased to have control over the securitized loans, which resides with the SPV being the only party that has the practical ability to sell the loans under the instructions of the majority stake of B1 noteholders. Accordingly, Eurobank Holdings derecognized the investments in the above-mentioned subsidiaries as well as the securitized loan portfolio at its carrying amount.

The completion of the aforementioned sale transaction triggered the re-measurement of the portfolio's expected credit losses in accordance with the entity's accounting policy for the impairment of financial assets. Therefore, a loss of € 1,506 million was recognized in the second quarter of 2020 that was based on the fair valuation of the notes retained (notes 11 and 14).

### Selected Explanatory Notes to the Interim Financial Statements

The table below presents the ownership distribution of Cairo notes following the steps described in points (b) to (d) above.

#### Cairo noteholders after the completion of the sale transaction

Cairo notes	(A) - Eurobank S.A. <sup>(1)</sup>	(B) - Eurobank Holdings	(C) = (A) + (B) - Eurobank Holdings Group	(D) - Third Parties <sup>(2)</sup>	(E) = (C) + (D) - Total issue
<b>A Senior</b>	<b>100%</b>	<b>0%</b>	<b>100%</b>	<b>-</b>	<b>100%</b>
B1 Mezzanine	5%	-	5%	20%	25%
B2 Mezzanine	-	75%	75%	-	75%
<b>B Total</b>	<b>5%</b>	<b>75%</b>	<b>80%</b>	<b>20%</b>	<b>100%</b>
C1 Junior	5%	-	5%	50.1%	55.1%
C2 Junior	-	44.9%	44.9%	-	44.9%
<b>C Total</b>	<b>5%</b>	<b>44.9%</b>	<b>49.9%</b>	<b>50.1%</b>	<b>100%</b>

<sup>(1)</sup> Transferred from Eurobank Ergasias upon hive down.

<sup>(2)</sup> Sold to doValue S.p.A.

e) On 15 June 2020, Eurobank Holdings, following a decision by the Board of Directors, proceeded to the contribution of the retained Cairo notes, i.e. 75% of the mezzanine and 44.9% of the junior notes along with an amount of € 1.5 million in cash to its Cyprus-based subsidiary Mairanus Ltd, which shall be renamed to 'Cairo Mezz Plc', in exchange for the newly-issued shares of the above mentioned subsidiary. Based on the valuation, according to the provisions of Article 17 of L. 4548/2018, the fair value of the shares received by Eurobank Holdings amounted to € 57.5 million consisting of the fair value of the contributed Cairo notes of € 56 million and the cash amount of € 1.5 million (notes 13 and 14). The above BoD decision for the contribution of notes retained by Eurobank Holdings initiates the distribution process and clearly demonstrates Management's commitment to a specific plan for the notes' disposal as the last step to the Group's Corporate Transformation Plan.

Accordingly, as at 30 June 2020, the investment in Mairanus Ltd has been classified as held for distribution to owners according to the provisions of IFRS 5 'Non-current assets held for sale and discontinued operations'.

f) On 7 July 2020, the BoD of Eurobank Holdings proposed to the General Shareholders' Meeting the distribution of Mairanus Ltd shares to Eurobank Holding's shareholders through the decrease in kind of its share capital. Subject to prior receipt of the relevant approvals, Mairanus Ltd shares are expected to be listed to the Alternative Market (ENA) of the Athens Stock Exchange. On 28 July 2020, the General Shareholders' Meeting approved the decrease in kind of Eurobank Holdings' share capital via the decrease of the nominal value of each ordinary share. The impact from the distribution of Mairanus Ltd shares to Eurobank Holding's shareholders, i.e. the reduction by an equal amount of € 57.5 million of Eurobank Holding's share capital along with the related costs directly attributable to the equity transaction of ca. € 1 million, will be recorded upon its consummation in the third quarter of 2020 (note 15).

The below table presents, the ownership distribution of the Cairo notes following the completion of all steps involved, as described in points (b) to (f) above, as well as the respective valuation prices of each class of notes:

#### Cairo noteholders after the completion of the distribution (expected in September 2020)

Cairo notes	(A) - Eurobank S.A. <sup>(1)</sup>	(B) - Eurobank Holdings	(C) = (A) + (B) - Eurobank Holdings Group	(D) - Mairanus Limited <sup>(2)</sup>	(E) - Third parties <sup>(3)</sup>	(F) = (C) + (D) + (E) - Total issue	Valuation price
<b>A Senior</b>	<b>100%</b>	<b>0%</b>	<b>100%</b>	<b>0%</b>	<b>-</b>	<b>100%</b>	<b>100%</b>
B1 Mezzanine	5%	-	5%	-	20%	25%	
B2 Mezzanine	-	0%	0%	75%	-	75%	
<b>B Total</b>	<b>5%</b>	<b>0%</b>	<b>5%</b>	<b>75%</b>	<b>20%</b>	<b>100%</b>	<b>5%</b>
C1 Junior	5%	-	5%	-	50.1%	55.1%	
C2 Junior	-	0%	0%	44.9%	-	44.9%	
<b>C Total</b>	<b>5%</b>	<b>0%</b>	<b>5%</b>	<b>44.9%</b>	<b>50.1%</b>	<b>100%</b>	<b>0%</b>

<sup>(1)</sup> Transferred from Eurobank Ergasias upon hive down.

<sup>(2)</sup> Contributed by Eurobank Holdings and subsequently will be distributed to its shareholders.

<sup>(3)</sup> Sold to doValue S.p.A.



## Selected Explanatory Notes to the Interim Financial Statements

Following the completion of all steps involved as described in points (b) to (f) above, the total expected equity impact for Eurobank Holdings, is presented in the below table:

	NAV impact
Impairment loss upon securitized loans' de-recognition (note 11)	(1,506)
Distribution of Mairanus shares	(58)
	<b><u>(1,564)</u></b>

### Hive down

On 28 June 2019, the BoD of Eurobank Ergasias (“Demerged Entity”) decided the initiation of the hive down process of the banking sector of the Demerged Entity and its transfer to a new company-credit institution that would be established (“the Beneficiary”).

On 31 July 2019, the BoD of Eurobank Ergasias approved the Draft Demerger Deed through the aforementioned hive down and establishment of a new company-credit institution, pursuant to Article 16 of Law 2515/1997 and Articles 57 (3) and 59-74 of Law 4601/2019, as currently in force. In particular, the demerger would involve the hive-down of the banking sector of Eurobank Ergasias, to which the assets and the liabilities are included, as described on the transformation balance sheet of the hived-down sector as at 30 June 2019 (“Transformation Date”). In accordance with the Draft Demerger Deed, Eurobank Ergasias retained the 95% of the Pillar mezzanine and junior notes, which in September 2019 were sold to a third party investor, as well as the participation in the Pillar DAC and the related Pillar real estate entity.

On 31 January 2020, the Demerged Entity’s Extraordinary General Shareholders’ Meeting (EGM) resolved, among others: a) the approval of the aforementioned demerger of Eurobank Ergasias through the banking sector’s hive down and the establishment of a new company-credit institution under the corporate name “Eurobank S.A.”, b) the approval of the Draft Demerger Deed as well as the Articles of Association of the Beneficiary, as they were approved by the Demerged Entity’s BoD and c) the adjustment of the Articles of Association of the Demerged Entity which would cease to be a credit institution by amending its object and corporate name, as was also approved by its BoD.

On 20 March 2020, the demerger of Eurobank Ergasias through the banking sector’s hive down and the establishment of a new company-credit institution (“Demerger”) under the corporate name “Eurobank S.A” as well as the Articles of Association of the Beneficiary were approved by virtue of the decision of the Ministry of Development and Investments No 31847/20.03.2020, which was registered on the same day in the General Commercial Registry. At the aforementioned date: a) the Demerged Entity becomes the shareholder of the Beneficiary by acquiring all the shares issued by the Beneficiary and more specifically 3,683,244,830 common registered shares, of a nominal value of € 1.10 each and b) the Beneficiary substitutes the Demerged Entity, by way of universal succession, to all the transferred assets and liabilities, as set out in the transformation balance sheet of the hived down sector as at 30 June 2019 and formed up to 20 March 2020, day of the Demerger’s completion. In respect of pending lawsuits where the Demerged entity was an involved party and are related to the hived down banking sector, they will continue ipso jure by the Bank or against it.

On 23 March 2020, the Articles of Association of the Demerged Entity were amended with the decision of the Ministry of Development and Investments Number 32403/23.03.2020, which was registered on the same day in the General Commercial Registry. According to article 1 of the Articles of Association, the corporate name and the distinctive title of the Demerged Entity is amended to “Eurobank Ergasias Services and Holdings S.A.” and “Eurobank Holdings” respectively. The date of change of the Company’s corporate name and distinctive title in the Athens Exchange was set for 24 March 2020.

The hive down of the banking sector (including subsidiaries/associates) constitutes a common control transaction, which involves a new entity to effect the combination of entities under common control. As a common control transaction, the hive down does not fall within the scope of the IFRS 3 ‘Business Combinations’; furthermore it is a common control transaction that involves the set-up of a new company which is neither the acquirer, nor a business and therefore it is not a business combination as defined by IFRS 3. Since IFRS 3 guidance does not apply and the hive down does not meet the definition of a business combination under common control, it is accounted for as a capital re-organisation of the transferred business on the basis that no substantive economic change has occurred. In line with the Group’s accounting policy for business combinations that involve the formation of a new entity, in case of a capital reorganization, the acquiring entity incorporates the assets and liabilities of the acquired entity at their carrying amounts, as presented in the books of that acquired entity, rather than those from the highest level of common control. Any difference between the cost of the transaction and the carrying amount of the net assets acquired is recognized in the equity of the

**Selected Explanatory Notes to the Interim Financial Statements**

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new entity. In addition, the capital reorganization transactions do not have any impact on the Group's consolidated financial statements.

Accordingly, in the separate financial statements of Eurobank Holdings, the assets and liabilities of the business transferred (including investments in subsidiaries and associates) to Eurobank (Beneficiary) were derecognized and the investment in the Beneficiary was recognized at cost, which is the carrying value of the net assets given up. The Beneficiary respectively incorporated the assets and liabilities of the existing business at their pre-combination carrying amounts with a corresponding increase in share capital. Pre-existing valuation reserves under IFRS that were transferred to the Beneficiary were separately recognized in the Beneficiary's total equity.

In accordance with the Demerger Deed, Eurobank Holdings maintained activities and assets that are not related to the main banking activities but are mainly related to the strategic planning of the administration of non-performing loans and the provision of services to the Group companies and third parties. Furthermore, Eurobank Holdings retained the 95% of Cairo mezzanine and junior notes, the preferred securities and the participations in certain subsidiaries including Be Business Exchanges S.A., Cairo DACs, Pillar and Cairo real estate entities. In case of any assets or liabilities that would not be possible to be transferred, in the context of the above mentioned Draft Demerger Deed, the Demerged Entity undertakes the obligation to collect or liquidate the assets in accordance with the Beneficiary's instructions whereas the Beneficiary undertakes the obligation to indemnify the Demerged Entity for the settlement of the liabilities including any arising costs or losses. Accordingly, the Beneficiary, receives the remaining assets (including 100% of Cairo senior and 5% of mezzanine and junior notes that were recognized at fair value) and liabilities that constitute the banking sector, by issuing shares to the Demerged entity.

In addition, considering that the obligations of the Demerged Entity arising from the Tier 2 Subordinated Capital Instruments were not transferred to the Beneficiary, the latter pursuant to the terms of the Draft Demerger Deed has explicitly and irrevocably undertaken to fulfil the relevant obligations. In that context, on 20 March 2020, the Beneficiary issued a subordinated instrument of equivalent terms with those of TIER 2 mentioned above which was fully subscribed by the Demerged Entity.



**Selected Explanatory Notes to the Interim Financial Statements**

The table below presents at the hive down date, i.e. 20 March 2020, Eurobank Ergasias balance sheet before the hive down, and the adjustments made to derive both balance sheets of Eurobank and Eurobank Holdings after hive down.

	20 March 2020				
	(A) - Eurobank Ergasias S.A. € million	(B) - Intercompany (IC) net assets contributed to Eurobank S.A. € million	(C) - Total net assets contributed to Eurobank S.A. € million	(D) - IC net assets of Eurobank Holdings & investment in Eurobank S.A. € million	(E) = (A) + (B) - (C) + (D) Eurobank Holdings S.A. € million
<b>ASSETS</b>					
Cash and balances with central banks	1,916		1,916		-
Due from credit institutions	3,887		3,817	103 <sup>1</sup>	173
Securities held for trading	28		28		-
Derivative financial instruments	2,381		2,381		-
Loans and advances to customers	30,023	2,425 <sup>2</sup>	28,592		3,856
Investment securities	6,995		6,995	950 <sup>3</sup>	950
Shares in subsidiaries	1,855		1,854	4,090 <sup>4</sup>	4,091
Investments in associates and joint ventures	101		101		-
Property and equipment	567		567		0
Investment property	873		873		-
Goodwill and other intangible assets	316		316		0
Deferred tax assets	4,832		4,832		-
Other assets	1,778	4	1,779		3
Assets of disposal groups classified as held for sale	41		41		-
<b>Total assets</b>	<b>55,593</b>	<b>2,429</b>	<b>54,092</b>	<b>5,143</b>	<b>9,073</b>
<b>LIABILITIES</b>					
Due to central banks	2,700		2,700		-
Due to credit institutions	7,677		7,677		-
Derivative financial instruments	2,904		2,904		-
Due to customers	33,169	103 <sup>1</sup>	33,272		-
Debt securities in issue	2,412	950 <sup>3</sup>	2,402	2,425 <sup>2</sup>	3,385
Other liabilities	1,064		1,047	4	21
<b>Total liabilities</b>	<b>49,926</b>	<b>1,053</b>	<b>50,002</b>	<b>2,429</b>	<b>3,406</b>
<b>Total equity</b>	<b>5,667</b>	<b>1,376</b>	<b>4,090</b> <sup>4</sup>	<b>2,714</b>	<b>5,667</b>

**Notes**

1. € 103 million refer to deposits of Eurobank Holdings with Eurobank S.A.
2. € 2,425 million refer to the notes of Cairo securitizations retained by Eurobank S.A. (i.e. 100% senior notes, 5% of mezzanine and junior notes).
3. € 950 million refer to Tier 2 notes issued by Eurobank S.A. and retained by Eurobank Holdings
4. € 4,090 million refer to the investment in Eurobank S.A. held by Eurobank Holdings corresponding to the net assets contributed to the former by Eurobank Ergasias S.A.; Eurobank S.A. total equity of € 4,090 million as at 20 March 2020 comprises (a) share capital of € 4,051.6 million as it has been determined based on the assets and liabilities included in the transformation balance sheet of the hived-down banking sector of Eurobank Ergasias S.A. as at 30 June 2019, (b) pre-existing valuation reserves of € 238.7 million and (c) retained losses of € 200.4 million.

**Selected Explanatory Notes to the Interim Financial Statements**
**5. Net interest income**

	<b>30 June 2020 € million</b>	<b>30 June 2019 € million</b>
<b>Interest income</b>		
Customers	76	100
Securities	15	-
	<b>91</b>	<b>100</b>
<b>Interest expense</b>		
Debt securities in issue	(28)	-
	<b>(28)</b>	<b>-</b>
<b>Total from continuing operations</b>	<b>63</b>	<b>100</b>

In the period ended 30 June 2020, an amount of € 15 million is included in interest expense (continuing operations) relating to the TIER 2 capital instruments issued by the Company (note 14), while an equal amount is included in interest income for the subordinated TIER 2 note issued by Eurobank SA and held by the Company (the terms of which are equivalent with those of the abovementioned capital instruments - note 12). In addition, interest expense includes € 12.4 million for the financial liability relating to the Senior notes of the Cairo securitization contributed to Eurobank SA as of the hive down date i.e. 20 March 2020 (note 4).

In the period ended 30 June 2020, interest income from customers refers to the underlying loan portfolio of the Cairo securitization until its derecognition in June 2020, while for the comparative period it refers to the underlying loan portfolios of Cairo and Pillar securitizations. As no internal allocations have been made between continuing and discontinued operations, the funding expense of the Company's aforementioned continuing activities until the hive down date was included in the net interest income of the discontinued activities i.e. those of the hived down banking sector (note 4).

**6. Commission income/(expense)**

In the period ended 30 June 2020, the commission expense refers to the administrative fees to doValue Greece Loans and Credits Claim Management S.A. for the management of the Cairo loan portfolio.

**7. Operating expenses**

Operating expenses mainly refer to staff and other administrative expenses.

**8. Impairment allowance for loans and advances to customers**

The following tables present the movement of the impairment allowance on loans and advances to customers (expected credit losses-ECL):

	<b>30 June 2020</b>			
	<b>12-month ECL- Stage 1 € million</b>	<b>Lifetime ECL- Stage 2 € million</b>	<b>Lifetime ECL credit-impaired € million</b>	<b>Total € million</b>
<b>Impairment allowance as at 1 January 2020</b>	105	379	5,982	6,466
Discontinued operations (Hived down banking sector)	(104)	(319)	(2,560)	(2,983)
Transfers between stages	2	(7)	5	-
Impairment loss for the period	29	97	1,380	1,506
Loans and advances derecognised during the period (note 11)	(32)	(150)	(4,735)	(4,917)
Amounts written off	-	-	(3)	(3)
Unwinding of Discount	-	-	(52)	(52)
Foreign exchange and other movements	-	-	(17)	(17)
<b>Impairment allowance as at 30 June 2020</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

## Selected Explanatory Notes to the Interim Financial Statements

	30 June 2019			
	12-month ECL-	Lifetime	Lifetime ECL	Total
	Stage 1	Stage 2	credit-impaired	
	€ million	€ million	€ million	€ million
Impairment allowance as at 1 January 2019	124	678	7,165	7,967
Transfers between stages	60	30	(90)	-
Impairment loss for the period	(64)	(93)	416	259
Recoveries from written - off loans	-	-	1	1
Loans and advances derecognised/ reclassified as held for sale during the period <sup>(1)</sup>	(1)	(13)	(903)	(917)
Amounts written off	-	-	(286)	(286)
Unwinding of Discount	-	-	(103)	(103)
Foreign exchange and other movements	(0)	-	2	2
Impairment allowance as at 30 June 2019	119	602	6,202	6,923

<sup>(1)</sup> It represents the impairment allowance of loans derecognized during the period due to a) sale transactions and b) substantial modifications of the loans' contractual terms and those that have been reclassified as held for sale during the period.

The impairment losses relating to loans and advances to customers recognized in the Company's income statement for the period ended 30 June 2020 amounted to € 1,509 million (30 June 2019: € 296 million of which € 205 million relate to the continuing operations) and are analyzed as follows:

	30 June 2020 € million	30 June 2019 € million
Impairment loss on loans and advances to customers	(1,506)	(196)
Modification loss on loans and advances to customers	(3)	(9)
<b>Total from continuing operations</b>	<b>(1,509)</b>	<b>(205)</b>

## 9. Income tax

As of the year 2019 onwards, according to Law 4646/2019 which was enacted in December 2019 and amended Law 4172/2013, the Greek corporate tax rate for legal entities other than credit institutions (i.e. credit institutions that fall under the requirements of article 27A of Law 4172/2013 regarding eligible DTAs/deferred tax credits) decreased from 29% to 24%. In addition, according to the aforementioned Law 4646/2019, as of 1 January 2020 the withholding tax rate for dividends distributed, other than intragroup dividends, decreased from 10% to 5%. In particular, the intragroup dividends under certain preconditions are relieved from both income and withholding tax.

Based on the management's assessment the Company is not expected to have sufficient future taxable profits, against which the unused tax losses mainly resulting from the Cairo transaction (note 11) can be utilised. Accordingly, in the period ended 30 June 2020, an income tax has not been recognized for the Company's continuing operations. For the comparative period, an amount of € 31 million deferred income tax attributable to the Company's continuing operations has been recognized mainly referring to impairment losses relating to loans and advances to customers.

### Deferred tax

The movement on deferred tax is as follows:

	30 June 2020 € million
<b>Balance at 1 January</b>	<b>4,754</b>
Income statement credit/(charge) from discontinued operations	1
Investment securities at FVOCI	80
Cash flow hedges	(3)
Hived down banking sector	(4,832)
<b>Balance at 30 June</b>	<b>-</b>

## Selected Explanatory Notes to the Interim Financial Statements

Analysis of temporary differences on which deferred tax assets/liabilities had been recognized is provided in the income tax note of the financial statements of Eurobank Ergasias S.A. for the year ended 31 December 2019.

### Tax certificate and open tax years

The Company, in accordance with the general principles of the Greek tax legislation has 6 open tax years (i.e. five years as from the end of the fiscal year within which the relevant tax return should have been submitted). For the open tax years 2014-2015 the Company was required to obtain an 'Annual Tax Certificate' pursuant to the Law 4174/2013, which is issued after a tax audit is performed by the same statutory auditor or audit firm that audits the annual financial statements. For fiscal years starting from 1 January 2016 onwards, the 'Annual Tax Certificate' is optional, however, the Company will continue to obtain such certificate.

The tax certificates, which have been obtained by the Company are unqualified for the open tax years 2014-2018. For the year ended 31 December 2019, the tax audit from external auditor is in progress.

In accordance with the Greek tax legislation and the respective Ministerial Decisions issued, additional taxes and penalties may be imposed by the Greek tax authorities following a tax audit within the applicable/aforementioned statute of limitations, irrespective of whether an unqualified tax certificate has been obtained from the tax paying company. In light of the above, as a general rule, the right of the Greek State to impose taxes up to tax year 2013 (included) has been time-barred for the Company as at 31 December 2019.

In reference to its total uncertain tax positions, the Company assesses all relevant developments (e.g. legislative changes, case law, ad hoc tax/legal opinions, administrative practices) and raises adequate provisions.

## 10. Discontinued operations and disposal groups classified as held for sale/distribution

### (a) Discontinued operations

Following the demerger of Eurobank Ergasias S.A. through the banking sector's hive down, which was completed on 20 March 2020 (note 4), the results of the banking sector for the current period (i.e. from 1 January to 20 March 2020), which comprised the major part of the demerged company's operations, are presented as discontinued operations. The comparative information for the six month period ended 30 June 2019 are presented based on the results of the net assets transferred, without any notional internal allocations between the continued and discontinued operations.

The results of the discontinued operations are presented in the below table:

	20 March 2020 Hived down banking sector € million	30 June 2019 Hived down banking sector € million
Net interest income	182	399
Net banking fee and commission income	31	72
Income from non banking services	14	15
Dividend income	0	4
Net trading income/(loss)	(2)	(7)
Gains less losses from investment securities	2	40
Other income/(expenses)	(2)	(1)
<b>Operating income</b>	<b>225</b>	<b>522</b>
Operating expenses	(144)	(318)
<b>Profit before impairments, provisions and restructuring costs from discontinued operations</b>	<b>81</b>	<b>204</b>
Impairment losses relating to loans and advances to customers <sup>(1)</sup>	(109)	(91)
Other impairment losses and provisions	(10)	(11)
Restructuring costs	(4)	(61)
<b>Profit/(Loss) before tax from discontinued operations</b>	<b>(42)</b>	<b>41</b>
Income tax	1	(11)
<b>Net profit/(loss) from discontinued operations</b>	<b>(41)</b>	<b>30</b>

<sup>(1)</sup> For the period 1 January to 20 March 2020, it includes impairment loss on loans and advances to customers of € 87 million and modification loss of € 22 million (for the six month period ended 30 June 2019: € 63 million, € 26 million respectively, while € 2 million related to impairment loss for credit related commitments)

## Selected Explanatory Notes to the Interim Financial Statements

Information on the Assets and liabilities transferred in the context of the Hive-down of the banking sector of Eurobank Ergasias is provided in note 4.

### (b) Assets held for distribution

On 15 June 2020, Eurobank Holdings, following the relevant decision by the Board of Directors, proceeded to the contribution of the retained Cairo notes, along with an amount of € 1.5 million in cash to its Cyprus-based subsidiary company Mairanus Ltd. The above BoD decision, initiated the distribution process as the last step to the Group's Corporate Transformation Plan (note 4). Accordingly, as at 30 June 2020 the carrying amount of the Company's participation in Mairanus Ltd amounting to € 57.5 million has been classified as held for distribution.

## 11. Loans and advances to customers

### Cairo securitization – loans' derecognition

In December 2019, Eurobank Ergasias announced that it has entered into a binding agreement with doValue S.p.A. for the sale of 20% of the mezzanine and 50.1% of the junior notes of a securitization of a mixed portfolio consisting primarily of non-performing loans (NPEs) of ca. € 7.5 billion gross book value. In June 2020, the above sale was completed for a cash consideration of ca. € 14 million.

Upon completion of the sale of 20% of the mezzanine notes that effectively represents the majority stake of Class B1, i.e. 80% of Class B1, Eurobank Holdings (ex-Eurobank Ergasias post hive down) ceased to control the SPVs on the basis that it does not have the power to direct their relevant activities that resides with the majority stake of Class B1 noteholders. At the same time, the above sale triggered the de-recognition assessment of the underlying loan portfolio where it was concluded that Eurobank Holdings ceased to have control over the securitized loans, which resides with the SPV being the only party that has the practical ability to sell the loans under the instructions of the majority stake of B1 noteholders.

Accordingly, in June 2020, Eurobank Holdings proceeded with the re-measurement of the portfolio's expected credit losses in accordance with its accounting policy for the impairment of financial assets and recognized an impairment loss of € 1,506 million net of expenses (note 8) in the second quarter of 2020 based on the fair value of the notes retained by Eurobank Holdings, the carrying amount of the notes de-recognized from its financial liabilities and the consideration received for the mezzanine notes' disposal to doValue S.p.A. Furthermore, in June 2020, Eurobank Holdings, (i) derecognized the underlying loan portfolio in its entirety of carrying amount € 2,341 million, comprising loans with gross carrying amount of € 7,259 million which carried an impairment allowance of € 4,918 million after the recognition of the Cairo loss, along with the impairment allowance of the letter of guarantees included in the underlying portfolio of € 12 million as well as the related net securitization receivables of € 163 million, (ii) derecognized from its financial liabilities the obligations for the Cairo notes transferred to Eurobank through the hive down process, i.e. 100% of senior, 5% of mezzanine and 5% of junior notes, of carrying amount € 2,422 million, including the senior notes' accrued income (iii) recognized the fair value of the retained mezzanine and junior notes within its financial assets, i.e. 75% of mezzanine and 44.9% of junior notes of € 56 million as well as the cash consideration received from doValue S.p.A. of € 14 million.

Finally, in June 2020, following the respective decision by its Board of Directors to contribute the aforementioned Cairo notes to its Cyprus-based subsidiary company Mairanus Ltd, Eurobank Holdings derecognized the retained notes from its balance sheet and recognized an investment in the above subsidiary for the newly-issued shares issued in exchange for the notes contributed.

The table below represents the percentage holding of the Cairo notes as at 30 June 2020 as well as their valuation price:

Cairo notes	(A) - Eurobank S.A. <sup>(1)</sup>	(B) - Eurobank Holdings	(C) - Mairanus Limited <sup>(2)</sup>	(D) = (A) + (B) + (C) - Eurobank Holdings Group	(E) - Third parties <sup>(3)</sup>	(F) = (D) + (E) - Total issue	Valuation price
A Senior	100%	0%	0%	100%	-	100%	100%
B1 Mezzanine	5%	-	-	5%	20%	25%	-
B2 Mezzanine	-	0%	75%	75%	-	75%	-
<b>B Total</b>	<b>5%</b>	<b>0%</b>	<b>75%</b>	<b>80%</b>	<b>20%</b>	<b>100%</b>	<b>5%</b>
C1 Junior	5%	-	-	5%	50.1%	55.1%	-
C2 Junior	-	0%	44.9%	44.9%	-	44.9%	-
<b>C Total</b>	<b>5%</b>	<b>0%</b>	<b>44.9%</b>	<b>49.9%</b>	<b>50.1%</b>	<b>100%</b>	<b>0%</b>

<sup>(1)</sup> Transferred from Eurobank Ergasias upon hive down.

<sup>(2)</sup> Contributed by Eurobank Holdings and subsequently will be distributed to its shareholders.

<sup>(3)</sup> Sold to doValue S.p.A.

## Selected Explanatory Notes to the Interim Financial Statements

### Pillar securitization – loans' derecognition

In June 2019, Eurobank Holdings announced that it has entered into a binding agreement with Celidoria S.A R.L for the sale of 95% of the mezzanine and junior notes of a securitization of a residential mortgage loan portfolio of ca. € 2 billion gross book value comprising primarily NPEs. Eurobank Holdings would retained the 100% of the senior notes, as well as the 5% of the mezzanine and junior notes. As at 30 June 2019, the portfolio comprising loans with gross carrying amount of € 1,987 million, which carried an impairment allowance of € 845 million, was classified as held for sale. The net carrying amount of the loan portfolio amounting to € 1,142 million corresponded to its implied valuation based on the nominal value of the senior notes and the sale price of the mezzanine notes according to the terms of the above agreement.

In September 2019, the above transaction was completed for a total consideration of € 102.5 million, of which € 70 million cash and € 32.5 million deferred amount subject to the fulfillment of the terms of the agreement. The final consideration amounted to € 70 million in cash, while the above deferred amount that was previously recognized, was reversed in the fourth quarter of 2019, as the underlying terms and conditions were not fulfilled. Accordingly, Eurobank Holdings ceased to control the SPV ('Pillar Finance Designated Activity Company') and de-recognized the underlying loan portfolio in its entirety, on the basis that it transferred substantially all risk and rewards of the underlying loan portfolio's ownership. In addition, Eurobank Ergasias recognized the retained notes on its balance sheet. In March 2020, upon the completion of the hive down process, the retained notes transferred, inter alia, to Eurobank.

### 12. Investment securities

In the context of the hive down (note 4), considering that the obligations of Eurobank Ergasias ('Demerged Entity') arising from the Tier 2 Subordinated capital instruments were not transferred to Eurobank SA ('the Beneficiary'), the latter pursuant to the terms of the Draft Demerger Deed has explicitly and irrevocably undertaken to fulfil the relevant obligations. Accordingly, on 20 March 2020, the Beneficiary issued a subordinated instrument of equivalent terms with those of the TIER 2 mentioned above which was fully subscribed by the Demerged Entity. As at 30 June 2020, the carrying amount of the subordinated instrument held by the Company and categorised as at amortised cost, amounted to € 940 million, including accrued interest of € 166 thousand and impairment allowance of € 10 million (12-month ECL). The fair value of the said security was determined based on quotes for the related Tier 2 instrument (note 14) and amounted to € 868 million.

### 13. Shares in subsidiaries

The following is a listing of the Company's subsidiaries held directly at 30 June 2020:

<u>Name</u>	<u>Note</u>	<u>Percentage holding</u>	<u>Country of incorporation</u>	<u>Line of business</u>
Eurobank S.A.	a	100.00	Greece	Banking
Be Business Exchanges S.A. of Business Exchanges Networks and Accounting and Tax Services		98.01	Greece	Business-to-business e-commerce, accounting, tax and sundry services
Mairanus Ltd	b	100.00	Cyprus	Portfolio company

#### (a) Eurobank S.A., Greece

On 20 March 2020, Eurobank Ergasias S.A. ("Eurobank Ergasias" or "the Demerged Entity") announced that the demerger of Eurobank Ergasias through banking sector's hive down and establishment of a new company-credit institution ("Demerger") under the corporate name "Eurobank S.A." ("the Beneficiary") was approved. Following the approval of the Demerger, the Demerged Entity, which as of 23 March 2020 was renamed to "Eurobank Ergasias Services and Holdings S.A.", became the sole shareholder of the Beneficiary by acquiring all of its issued shares. Further information is provided in note 4.

#### (b) Mairanus Ltd, portfolio company, Cyprus

In June 2020, the Company acquired 100% of the shares of Mairanus Ltd for a cash consideration of € 2 thousand. In the same month, the Company following the respective decision by its Board of Directors, contributed cash of € 1.5 million and the retained Cairo notes of fair value € 56 million in exchange for newly-issued shares of Mairanus Ltd, which will be distributed to Eurobank Holdings shareholders, as the last step of the Cairo transaction (note 4).

#### (c) Special purpose financing vehicles for the securitization of loan portfolios and related real estate companies – Project "Cairo"

On 5 June 2020, the Company announced that the sale of a portion of mezzanine and junior securitization notes of the € 7.5 billion multi-asset NPE securitization (project "Cairo"), has been completed (note 14). Following the above, the Company ceased to have

## Selected Explanatory Notes to the Interim Financial Statements

control over the related special purpose financing vehicles (Cairo No. 1 Finance Designated Activity Company, Cairo No. 2 Finance Designated Activity Company, Cairo No. 3 Finance Designated Activity Company) and the related real estate companies (Cairo Estate I Single Member S.A., Cairo Estate II Single Member S.A., Cairo Estate III Single Member S.A.).

### 14. Debt securities in issue

	30 June 2020 € million	31 December 2019 € million
Securitizations	-	943
Subordinated notes (Tier 2)	947	947
Covered bonds	-	500
<b>Total</b>	<b>947</b>	<b>2,390</b>

#### Pillar securitization

In June 2019, Eurobank Ergasias through its special purpose financing vehicle (SPV) 'Pillar Finance Designated Activity Company', issued asset backed securities (notes) of total value of ca. € 2 billion collateralized by a portfolio of primarily non performing residential mortgage loans (project Pillar), which were fully retained by the entity. The securitization notes consisted of € 1,044 million senior issued at par, € 310 million mezzanine issued at par and € 645 million junior of issue price € 1. In the same month, Eurobank Ergasias announced that it has entered into a binding agreement with Celidoria S.A R.L, an entity ultimately owned by funds whose investment manager is the global investment management firm Pimco, for the sale of 95% of the mezzanine and junior notes of the abovementioned securitization. Upon the completion of the transaction, in September 2019, Eurobank Ergasias ceased to have control over the SPV.

#### Cairo securitisation

In June 2019, Eurobank Ergasias, through its special purpose financing vehicles (SPVs) 'Cairo No. 1 Finance Designated Activity Company', 'Cairo No. 2 Finance Designated Activity Company' and 'Cairo No. 3 Finance Designated Activity Company', issued asset backed securities (notes) of total value of ca. € 7.5 billion, collateralized by a mixed assets portfolio of primarily non performing loans, which were fully retained by the entity. The securitization notes consisted of € 2,409 million senior issued at par, € 1,464 million mezzanine issued at par and € 3,633 million junior of issue price € 1.

In the context of Law 4649/2019 ('Hercules' – Hellenic Asset Protection Scheme) voted by the Greek parliament on 16 December 2019, the SPVs opted in for the state guarantee scheme. Specifically, Eurobank Ergasias submitted the relevant applications to the Ministry of Finance on 25 February 2020 for Cairo No.1 and Cairo No.2 and on 15 May 2020 for Cairo No. 3. As a prerequisite to the above law, Eurobank Ergasias has already obtained the required external rating of the senior notes.

On 20 March 2020, the demerger of Eurobank Ergasias (renamed to Eurobank Holdings) through the hive down of the banking sector and the establishment of a new company-credit institution under the corporate name 'Eurobank S.A.' (Eurobank) was completed (note 4). At the aforementioned date, Eurobank assumed, inter alia 100% of the senior, 5% of the mezzanine and junior notes of the Cairo securitization of total fair value of € 2,425 million. The rest of the Cairo notes, i.e. 95% of the mezzanine and 95% of the junior notes, remained with Eurobank Holdings.

In December 2019, Eurobank Ergasias announced that it has entered into binding agreements with doValue S.p.A. for the sale of 20% of the mezzanine and 50.1% of the junior notes of the aforementioned Cairo securitization for a cash consideration of ca. € 14 million. Upon the completion of the transaction, in June 2020, Eurobank Holdings ceased to have control over the SPVs.

Finally, in June 2020, Eurobank Holdings, following the respective decision of the Board of Directors, proceeded to the contribution the Cairo notes retained, i.e. 75% of the mezzanine and 44.9% of the junior notes, of total fair value of ca. € 56 million to the Cyprus-based subsidiary "Mairanus Ltd" in exchange for its newly-issued shares.

A description of the accounting implications of the aforementioned transactions and events is provided in notes 4 and 11.

#### Tier 2 Capital instruments

In January 2018, Eurobank Ergasias issued Tier 2 capital instruments of face value of € 950 million, in replacement of the preference shares which had been issued in the context of the first stream of Hellenic Republic's plan to support liquidity in the Greek economy under Law 3723/2008. The carrying amount of the aforementioned instruments, which have a maturity of ten years (until 17 January 2028) and pay fixed nominal interest rate of 6.41%, that shall be payable semi-annually, as at 30 June 2020, amounted to € 947



## Selected Explanatory Notes to the Interim Financial Statements

million, including € 3 million unamortized issuance costs and € 0.2 million accrued interest. Their fair value, which was determined by using quotes for identical financial instruments in non-active markets, amounted to € 868 million.

### 15. Share capital and share premium

As at 30 June 2020, the par value of the Company's shares is € 0.23 per share (31 December 2019: € 0.23). All shares are fully paid. Share capital, share premium and number of shares are as follows:

	Share capital € million	Share premium € million	Number of issued shares
Balance at 30 June	853	8,056	3,709,161,852

#### Treasury shares

According to paragraph 1 of Article 16c of Law 3864/2010, during the period of the participation of the HFSF in the share capital of the Company, it is not permitted to the Company to purchase treasury shares without the approval of the HFSF.

#### Post balance sheet events

##### Decrease of the share capital in kind

On 7 July 2020, the Board of Directors of the Company proposed to the General Shareholders' Meeting the distribution of Mairanus Ltd shares to Company's shareholders through the decrease in kind of its share capital.

Following the above, on 28 July 2020, the General Meeting of the Shareholders of the Company approved among others:

- The decrease of the share capital in kind with the decrease in the nominal value of each ordinary share issued by the Company by € 0.0155 and distribution to the shareholders of the Company of shares issued by Mairanus Ltd, which shall be renamed to "Cairo Mezz Plc" (Issuer), with a value corresponding to the value of the share capital decrease, i.e. 309,096,821 common shares issued by the Issuer, each common registered share of nominal value € 0.10, at a ratio of 1 share of the Issuer for every 12 shares of the Company already held. Under the condition of prior receipt of the relevant approvals, the shares of the Issuer are expected to be listed on the Alternative Market (ENA) of the Athens Stock Exchange.
- The capitalization of taxed reserves amounting to €20,400,390.19 for the purpose of rounding the new nominal value of each ordinary share issued by the Company.

#### Share options

In addition, the aforementioned General Meeting of the shareholders of the Company:

- approved the establishment of a five year shares award plan, starting from 2021, in the form of stock options rights by issuing new shares with a corresponding share capital increase, awarded to executives (of the Management) and personnel of the Company and its affiliated companies. The maximum number of rights that can be approved will be 55,637,000 rights, each of which will correspond to one new share, i.e. in case all option rights are exercised up to 55,637,000 new common registered shares of the Company in total will be allocated, corresponding to 1.5% of the current paid share capital. The exercise price of each new share is equal to the nominal value of the share, i.e. € 0.23.
- authorized the Board of Directors of Eurobank Holdings to determine the remaining terms and conditions of the plan.

### 16. Hybrid capital

In April 2019, the Board of Directors of ERB Hellas Funding decided to proceed with the redemption of all four series of the preferred securities issued. Accordingly, following a notice for redemption on 29 May, 21 June and 13 September 2019, series C, B and D preferred securities were redeemed on 9 July, 2 August and 29 October 2019, respectively.

On 23 January 2020, a notice for the redemption of the remaining preferred securities of series A was given to the holders and on 18 March 2020, the aforementioned notes of face value of € 1.6 million were redeemed. In addition, for the period ended 30 June 2020, ERB Hellas Funding Ltd declared and paid for Series A of preferred securities in accordance with its terms and following the redemption of the Greek State – owned preference shares (note 14) on 17 January 2018, the non-cumulative dividend of € 11 thousand.



## Selected Explanatory Notes to the Interim Financial Statements

### 17. Cash and cash equivalents

For the purpose of the cash flow statement, cash and cash equivalents comprise the following balances with original maturities of three months or less:

	30 June 2020 € million	31 December 2019 € million
Cash and balances with central banks (excluding mandatory and collateral deposits with central banks)	-	2,626
Due from credit institutions	20	146
Securities held for trading	-	1
<b>Total</b>	<b>20</b>	<b>2,773</b>

### 18. Post balance sheet events

#### Voluntary Exit Scheme (VES)

In July 2020, Eurobank Holdings group decided to launch a new VES for eligible units in Greece, which will be offered to employees over a specific age limit. The new VES will be implemented through either lump-sum payments or long term leaves during which they will be receiving a percentage of a monthly salary, or a combination thereof, and the estimated cost refers almost in its entirety to Eurobank S.A. and its subsidiaries.

Details of other post balance sheet events are provided in the following notes:

Note 2 - Basis of preparation and principal accounting policies

Note 4 - Corporate Transformation-Hive down

Note 15 - Share capital and share premium

### 19. Related parties

On 20 March 2020, Eurobank Ergasias S.A. ("Demerged Entity") announced that the demerger of Eurobank Ergasias S.A. through the banking sector's hive down and the establishment of a new company-credit institution ("Demerger") under the corporate name "Eurobank S.A." (the Bank) was approved, while on 23 March 2020 "the Demerged Entity" was renamed to "Eurobank Ergasias Services and Holdings S.A." ("Company" or "Eurobank Holdings") (note 4). Following the above, the key management personnel (KMP) of Eurobank Ergasias S.A. remained as Eurobank S.A.'s KMP. Furthermore, the Board of Directors (BoD) of Eurobank Holdings is the same as the BoD of Eurobank S.A. and part of the KMP of Eurobank S.A. provides services to Eurobank Holdings according to the terms of the relevant agreement between the two entities. As at 30 June 2020, the percentage of the Company's ordinary shares with voting rights held by the Hellenic Financial Stability Fund (HFSF) stands at 1.40%. The HFSF is considered to have significant influence over the Company pursuant to the provisions of the Law 3864/2010, as in force the Relationship Framework Agreement (RFA) Eurobank Ergasias S.A. has entered into with the HFSF on 4 December 2015 and the Tripartite Relationship Framework Agreement (TRFA) between Eurobank S.A., the Company and the HFSF signed on 23 March 2020. Further information in respect of the HFSF rights based on the aforementioned framework is provided in the section "Report of the Directors and Corporate Governance Statement" of the Annual Financial Report for the year ended 31 December 2019.

In addition, as of December 2019, Fairfax Financial Holdings Limited has obtained the required regulatory approvals in relation to the increase of its shareholding in Eurobank Ergasias S.A., which arose from the merger of the latter with Grivalia Properties REIC in the same year. Accordingly Fairfax group, which as at 30 June 2020 holds 31.27% in the Company's share capital, is considered to have significant influence over the Company. For the first half of 2020, the net income arising from the Company's activities with Fairfax group amounted to € 1.1 million.

**Selected Explanatory Notes to the Interim Financial Statements**

A number of transactions are entered into with related parties in the normal course of business and are conducted on an arm's length basis. The outstanding balances of the transactions with: (a) the subsidiaries, (b) the key management personnel (KMP) and the entities controlled or jointly controlled by KMP and (c) the associates and joint ventures, as well as the relating income and expenses from continuing and discontinued operations are as follows:

	30 June 2020		
	KMP <sup>(1)</sup> and Entities controlled or jointly controlled by KMP		
	Subsidiaries <sup>(2)</sup> € million	€ million	Associates and joint ventures € million
Due from credit institutions	19.54	-	-
Investment securities	939.92	-	-
Other assets	0.20	-	-
Other liabilities	-	-	1.75
	Six months ended 30 June 2020		
	€ million	€ million	€ million
Net interest income	3.84	-	(1.10)
Net banking fee and commission income	4.44	-	4.02
Net trading income	0.50	-	-
Other operating income/(expense) <sup>(4)</sup>	1.33	(3.12)	(4.84)
Other Impairment losses and provisions (note 12)	(10.24)	-	-
Impairment losses relating to loans and advances and collectors' fees	(4.95)	-	(0.17)
	31 December 2019		
	KMP <sup>(1)</sup> and Entities controlled or jointly controlled by KMP		
	Subsidiaries € million	€ million	Associates and joint ventures € million
Due from credit institutions <sup>(3)</sup>	752.25	-	-
Securities held for trading	0.62	-	-
Derivative financial instruments assets	19.24	-	-
Loans and advances to customers	1,435.85	6.16	11.60
Other assets	10.89	-	9.80
Due to credit institutions	3,432.26	-	-
Derivative financial instruments liabilities	2.03	-	-
Due to customers	294.24	13.86	46.83
Other liabilities	294.99	-	3.21
Guarantees issued	598.45	0.01	2.00
Guarantees received	-	0.03	-
	Six months ended 30 June 2019		
	€ million	€ million	€ million
Net interest income	(1.27)	0.01	(2.35)
Net banking fee and commission income	5.54	-	6.23
Dividend income	-	-	3.00
Net trading income	0.68	-	0.19
Other operating income/(expense) <sup>(4)</sup>	3.73	(4.35)	(12.08)
Impairment losses relating to loans and advances and collectors' fees	(25.93)	-	(3.58)

<sup>(1)</sup> Includes the key management personnel of the Company and their close family members.

<sup>(2)</sup> Equity contributions and other transactions with subsidiaries are presented in note 13.

<sup>(3)</sup> Furthermore as of 31 December 2019, € 0.7 billion guarantees have been issued relating mainly to the lending activities of banking subsidiaries for which the equivalent pledged amount is included above in "Due from credit institutions"

<sup>(4)</sup> For the period ended 30 June 2020, the amount of € 3.12 million (30 June 2019: 4.35 million) relates to the services agreement with Grivalia Management Company S.A. for the management of the Company's real estate properties until the hive down date (note 4).

## Selected Explanatory Notes to the Interim Financial Statements

### Key management compensation (directors and other key management personnel of the Company)

Following the completion of the banking sector's hive down of Eurobank Ergasias S.A., the Company recognizes KMP compensation referring mainly to KMP services provided by Eurobank S.A. in accordance with the relevant agreement. The Key management compensation for the period ended 30 June 2020 (mainly referring to the compensation of Eurobank Ergasias KMP for the pre hive down period) comprises short-term employee benefits of € 1.43 million (30 June 2019: € 3.02 million), long-term employee benefits of € 0.23 million (30 June 2019: € 0.47 million), while the cost recognized in the income statement relating to the defined benefit obligation for the KMP amounts to € 0.02 million (30 June 2019: € 0.05 million).

### 20. Board of Directors

The Board of Directors (BoD) was elected by the Annual General Meeting (AGM) of the Shareholders held on 10 July 2018 for a three years term of office that will expire on 10 July 2021, prolonged until the end of the period the AGM for the year 2021 will take place.

Further to that:

- Mr. Theodoros Kalantonis, submitted his resignation, effective as of 3 April 2020.
- The BoD by its decision dated 8 April 2020, appointed Ms. Alice Gregoriadi and Ms. Irene Rouvitha Panou as their new independent non-executive members, in replacement of the resigned independent non-executive members Mr. Richard Boucher and Mr. Nikolaos Bertzos, and their term of office will expire concurrently with the term of office of the other members of the BoD.

Following the above, the BoD is as follows:

G. Zanias	Chairman, Non-Executive
G. Chrysikos	Vice Chairman, Non-Executive
F. Karavias	Chief Executive Officer
S. Ioannou	Deputy Chief Executive Officer
K. Vassiliou	Deputy Chief Executive Officer
B. P. Martin	Non-Executive
A. Gregoriadi	Non-Executive Independent
I. Rouvitha- Panou	Non-Executive Independent
R. Kakar	Non-Executive Independent
J. Mirza	Non-Executive Independent
G. Myhal	Non-Executive Independent
D. Miskou	Non-Executive (HFSF representative under Law 3864/2010)

Athens, 15 September 2020

**Georgios P. Zanias**  
I.D. No AI - 414343  
CHAIRMAN  
OF THE BOARD OF DIRECTORS

**Fokion C. Karavias**  
I.D. No AI - 677962  
CHIEF EXECUTIVE OFFICER

**Harris V. Kokologiannis**  
I.D. No AN - 582334  
GENERAL MANAGER OF GROUP FINANCE  
GROUP CHIEF FINANCIAL OFFICER