

**ANNUAL GENERAL MEETING OF THE SHAREHOLDERS
21 JULY 2022
INFORMATION FOR THE SHAREHOLDERS
(UPDATED FOR AGENDA ITEM 2)**

**ANNUAL GENERAL MEETING
Thursday, 21 July 2022, 10:00 a.m.**

Remotely via teleconference in real time

Should the quorum required by law not be achieved, the Annual General Meeting of the shareholders of the Company will take place in Repeat Meeting on Wednesday, July 27, 2022, at 10:00 a.m., also remotely via teleconference in real time, without the publication of a further invitation.

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1. AGENDA ITEMS

The Board of Directors invites the shareholders of "Eurobank Ergasias Services and Holdings S.A." (Company) to decide upon the following issues on the agenda:

1. Annual and Consolidated Financial Statements for the financial year 2021. Directors' and Auditors' Reports.
2. Offsetting of "Corporate law Reserves" and "Share premium" with accumulated losses of the Company.
3. Approval of the overall management for the financial year 2021 and discharge of the Auditors for the financial year 2021.
4. Appointment of Auditors for the financial year 2022. Approval of relevant amendment of the Tripartite Relationship Framework Agreement with the Hellenic Financial Stability Fund.
5. Approval of the remuneration for the financial year 2021 and of the advance payment of the remuneration for the Directors for the financial year 2022.
6. Remuneration Report for the financial year 2021.
7. Approval of amendment of the Nomination Policy of the Directors.
8. Recomposition of the Audit Committee.
9. Submission of the Annual Activity Report of the Audit Committee for the financial year 2021.
10. Submission of the Independent Non-Executive Directors' Report.

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2. SUMMARY OF ISSUES ON THE AGENDA

1. Annual and Consolidated Financial Statements for the financial year 2021. Directors' and Auditors' Reports.

Required quorum: 20% of share capital

Required quorum of Repeat Meeting: no minimum

Required majority: 50% + 1 of votes (present in person or by proxy)

The Board of Directors (Board or BoD) proposes to the Annual General Meeting (AGM) the approval of the Annual and Consolidated Financial Statements for the financial year 2021.

The aforementioned financial statements consist of the Balance Sheet, the Income Statement, the Statement of Comprehensive Income, the Statement of Changes in Equity, the Cash Flow Statement as well as the Notes to the Financial Statements. The aforementioned financial statements and the Directors' Report were approved by the BoD on 05.04.2022.

The said financial statements, the Directors' Report and the Auditors' Report for the financial year 2021 are available to the shareholders on the Company's website www.eurobankholdings.gr.

It is pointed out that, according to the provisions of par. 1 (b) of article 97 of L. 4548/2018, the relevant information regarding cases of conflicts of interest as well as contracts concluded during the financial year 2021 and fall within the provisions of article 99 of L. 4548/2018 has been included and made public in the abovementioned Directors' Report (in the relevant part titled "Information required under L. 4548/2018 (article 97, par.1 (b))").

In addition, the relevant presentation and press release are also available on the Company's website (www.eurobankholdings.gr).

Finally, it is noted that, based on the 2021 results in combination with the article 159 of L. 4548/2018, the distribution of dividends to shareholders is not permitted.

Draft proposed resolution:

The AGM, with a majority exceeding the minimum required by the law, approved the Annual and Consolidated Financial Statements for the financial year 2021, as well as the Directors' and Auditors' Reports.

2. Offsetting of "Corporate law Reserves" and "Share premium" with accumulated losses of the Company.

Required quorum: 20% of share capital

Required quorum of Repeat Meeting: no minimum

Required majority: 50% + 1 of votes (present in person or by proxy)

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The BoD informs the AGM that, in accordance with the provisions of article 35 par. 3 of L. 4548/2018, the difference produced from the issue of shares above par value may be netted out to absorb losses of the Company following a decision of the General Meeting of shareholders.

As a result, it is proposed: 1) the offsetting of the total of the account "Corporate law Reserves" amounting to six billion nine hundred and nineteen million three hundred and forty thousand nine hundred and ninety six euros and seventy five cents (€6,919,340,996.75) and 2) the offsetting of part of the account "Share Premium" amounting to six billion eight hundred and ninety four million three hundred and seventy two thousand four hundred and thirty three euros and thirty two cents (€6,894,372,433.32) with accumulated losses of equivalent value amounting to thirteen billion eight hundred and thirteen million seven hundred and thirteen thousand four hundred and thirty euros and seven cents (€13,813,713,430.07) from the account "Retained earnings/losses".

It is noted that the abovementioned account "Corporate law Reserves" consists of: a) Share premium of merged entities amounting to one billion one hundred and twenty six million four hundred and fifty nine thousand fifty nine euros and eighty five cents (€1,126,459,059.85), b) Regulatory reserves amounting to two hundred million one hundred and fourteen thousand seven hundred and forty euros and seventy six cents (€200,114,740.76), c) Regulatory reserves of merged entities amounting to thirteen million five hundred and seventy thousand eight hundred and eight euros (€13,570,808.00) and d) reserves of former article 4 par. 4a of c.l. 2190/1920 and present article 31 par. 2 of L. 4548/2018 amounting to five billion five hundred and seventy nine million one hundred and ninety six thousand three hundred and eighty eight euros and fourteen cents (€5,579,196,388.14).

The above proposed offsetting does not affect the Company's own and regulatory capital and is subject to approval by the competent Supervisory Authorities.

Draft proposed resolution:

The AGM, with a majority exceeding the minimum required by the law, approved: 1) the offsetting of the total of the account "Corporate law Reserves" amounting to six billion nine hundred and nineteen million three hundred and forty thousand nine hundred and ninety six euros and seventy five cents (€6,919,340,996.75), consisting of a) Share premium of merged entities (amounting to €1,126,459,059.85), b) Regulatory reserves (amounting to €200,114,740.76), c) Regulatory reserves of merged entities (amounting to €13,570,808.00) and d) reserves of former article 4 par. 4a of c.l. 2190/1920 and present article 31 par. 2 of L. 4548/2018 (amounting to €5,579,196,388.14), and 2) the offsetting of part of the account "Share Premium" amounting to six billion eight hundred and ninety four million three hundred and seventy two thousand four hundred and thirty three euros and thirty two cents (€6,894,372,433.32) with accumulated losses of equivalent value amounting to thirteen billion eight hundred and thirteen million seven hundred and thirteen thousand four hundred and thirty euros and seven cents (€13,813,713,430.07) from the account "Retained earnings/losses".

3. Approval of the overall management for the financial year 2021 and discharge of the Auditors for the financial year 2021.

Required quorum: 20% of share capital

Required quorum of Repeat Meeting: no minimum

Required majority: 50% + 1 of votes (present in person or by proxy)

The BoD recommends to the AGM the approval of the overall management for the financial year 2021, in accordance with the provisions of article 108 of L. 4548/2018, as well as the discharge of the Auditors for the financial year 2021 according to the provisions of article 117 of L. 4548/2018.

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Draft proposed resolution

The AGM, with a majority exceeding the minimum required by the law, approved the overall management for the financial year 2021 as well as the discharge of the Auditors for the financial year 2021.

4. Appointment of Auditors for the financial year 2022. Approval of relevant amendment of the Tripartite Relationship Framework Agreement with the Hellenic Financial Stability Fund.

Required quorum: 20% of share capital

Required quorum of Repeat Meeting: no minimum

Required majority: 50% + 1 of votes (present in person or by proxy)

On Audit Committee's proposal, the BoD recommends to the AGM the reappointment of KPMG Certified Auditors S.A. (KPMG) as the statutory auditor for the Annual and Consolidated Financial Statements of the Company for the financial year 2022.

KPMG intends to assign the statutory audit to its member Mr. Charalampos Sirounis (SOEL Reg. No 19071) as statutory auditor and its member Mr. Nikolaos Vouniseas (SOEL Reg. No18701) as his substitute, in case of impediment of the statutory auditor.

Finally, it is recommended to the AGM the KPMG's relevant fees for the audit of the Annual and Consolidated Financial Statements of the Company for the financial year 2022 to amount to €0.2 m.

The total fees paid to KPMG for audit and other services rendered during the financial year 2021 are analyzed in note 46 of the 2021 Annual and Consolidated Financial Statements of the Company, according to the provisions of article 29 of L. 4308/2014.

Furthermore, the BoD informs the AGM that, in accordance with article 28 of L. 4701/2020 that applies from 1.1.2020 onwards, the Hellenic Financial Stability Fund (HFSF) and any credit institution which has received capital support from the HFSF or the beneficiary credit institutions that emerge from the transfer of the banking activities due to demerger or hive-down/spin off in the context of a corporate transformation provided in L. 4601/2019 (in this case, both the Company and Eurobank S.A. (hereinafter the "Bank")) may decide to extend the contracts with the statutory auditors entrusted with the audit of the credit institution even after the end of the five (5) year period, for a period not exceeding a total of ten (10) years, provided that the General Meeting of shareholders of the credit institution approves the relevant duly reasoned proposal submitted, after the recommendation of the Audit Committee, by the BoD.

Taking into consideration the above, the AGM is called to approve the amendment of the Tripartite Relationship Framework Agreement between the HFSF, the Company and the Bank, for the incorporation of the provisions of article 28 par. 2 of L. 4701/2020, in order to offer the potential to extend the duration of the audit assignment to the same statutory auditor (in this case, KPMG) even after the end of the initial five (5) years' engagement (2018-2022) for a period not exceeding a total of ten (10) years.

Draft proposed resolution:

The AGM, with a majority exceeding the minimum required by the law, approved:

a) the appointment of the firm KPMG Certified Auditors S.A. (KPMG) as statutory auditor for the Annual and Consolidated Financial Statements of the Company for the financial year 2022;

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b) KPMG's relevant fees for the audit of the Annual and Consolidated Financial Statements of the Company for the financial year 2022 to amount to €0.2 m; and

c) the amendment of the Tripartite Relationship Framework Agreement between the HFSF, the Company and the Bank, for the incorporation of the provisions of article 28 par. 2 of L. 4701/2020, in order to offer the possibility to extend the duration of the audit assignment to the same statutory auditor (in this case, KPMG) even after the end of the initial five (5) years' engagement (2018-2022) for a period not exceeding a total of ten (10) years.

5. Approval of the remuneration for the financial year 2021 and of the remuneration to be paid for the financial year 2022 for the Directors.

Required quorum: 20% of share capital

Required quorum of Repeat Meeting: no minimum

Required majority: 50% + 1 of votes (present in person or by proxy)

Board's proposal/comment on the above agenda item:

Following the recommendation of the Remuneration Committee, the BoD proposes to the AGM to approve:

1) The remuneration paid during 2021 to the Board members, for the execution of their duties as Board members and as members of the Board Committees, of a total gross amount of €1,192,756 (€681,511 net), as these had been approved by the AGM of the shareholders of the Company on 23.07.2021.

2) The payment of remuneration to the Board members for the financial year 2022, as follows:

i) annual gross remuneration amounting to €295,000 (€164,313 net) to the Chairman of the Board for executing his relevant duties. It is noted that the said remuneration of the Board Chairman includes the remuneration related to the execution of his duties as non-executive member (2.iii below) and as member of Board Committees (2.iv below);

ii) annual gross remuneration amounting to €60,000 to the Vice Chairman of the Board;

iii) annual gross remuneration amounting to €40,000 to each non-executive Board member;

iv) annual gross remuneration to the non-executive Board members for executing their duties as members of the Board Committees, as follows:

- to the Chairperson of the Audit and Board Risk Committees:
 - €35,000 if the Chairperson resides in Greece
 - €60,000 if the Chairperson resides abroad
- to the Vice Chairperson of the Audit and Board Risk Committees:
 - €25,000 if the Vice Chairperson resides in Greece
 - €35,000 if the Vice Chairperson resides abroad

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- to each member of the Audit Committee:
 - €12,500 if the member resides in Greece and to the representative of the Hellenic Financial Stability Fund
 - €17,500 if the member resides abroad
- to each member of the Board Risk Committee:
 - €15,000 if the member resides in Greece and to the representative of the Hellenic Financial Stability Fund
 - €17,500 if the member resides abroad
- to the Chairperson of the Nomination & Corporate Governance Committee and the Remuneration Committee:
 - €17,500 if the Chairperson resides in Greece
 - €30,000 if the Chairperson resides abroad
- to the Vice Chairperson of the Nomination & Corporate Governance Committee and the Remuneration Committee:
 - €15,000 if the Vice Chairperson resides in Greece
 - €20,000 if the Vice Chairperson resides abroad
- to each members of the Nomination & Corporate Governance Committee and the Remuneration Committee:
 - €10,000 if the member resides in Greece and to the representative of the Hellenic Financial Stability Fund Representative
 - €15,000 if the member resides abroad
- to the Chairperson of the Board Digital and Transformation Committee:
 - €15,000 if the Chairperson resides in Greece
 - €20,000 if the Chairperson resides abroad
- to the Vice Chairperson of the Board Digital and Transformation Committee:
 - €10,000 if the Vice Chairperson resides in Greece
 - €15,000 if the Vice Chairperson resides abroad
- to each member of the Board Digital and Transformation Committee:
 - €5,000 if the member resides in Greece and to the representative of the Hellenic Financial Stability Fund Representative
 - €10,000 if the member resides abroad.

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It is also noted that remuneration is paid only to the non-executive Board members who do not hold an employment relationship or a salary assignment relationship with the entities of the Company's Group.

It is noted that, due to same composition of the Board of the Company with the Board of its subsidiary "Eurobank S.A." ("Bank") and of the Board Committees of these companies (either such Committees function in the Company or not), the Directors shall be paid solely by one of the two entities, and more precisely by the Bank.

It is understood that in case the above-mentioned positions are not held throughout the entire financial year of 2022, an amount corresponding to the respective period will be paid.

All fees/remuneration of the Board members are consistent with the Remuneration Policy for Directors and the relevant provisions of the law.

6. Remuneration Report for the financial year 2021.

Required quorum: 20% of share capital

Required quorum of Repeat Meeting: no minimum

Required majority: 50% + 1 of votes (present in person or by proxy)

Board's proposal/comment on the above agenda item:

Following the recommendation of the Remuneration Committee, the BoD submits for discussion and vote to the AGM the Remuneration Report ("Report") for the financial year 2021, in accordance with article 112 of L. 4548/2018.

The Report includes a comprehensive overview of the total remuneration paid to the members of the BoD for the financial year 2021, as prescribed by article 112 of L. 4548/2018.

The Report is and will remain available on the Company's website (www.eurobankholdings.gr) for a period of ten (10) years, as required by law.

In addition, the auditors of the Company audit whether and to what extent the Remuneration Report contains the information specified in the law. For this purpose, the relevant Remuneration Report submitted according to the above includes the relevant Audit Report of the auditing company "KPMG Certified Auditors S.A.".

It is noted that, according to paragraph 3 of article 112 of L. 4548/2018, the shareholders' vote on the Report is advisory. The BoD will explain in the following Remuneration Report the way the advisory vote at the AGM has been taken into account.

7. Approval of amendment of the Nomination Policy of the Directors.

Required quorum: 20% of share capital

Required quorum of Repeat Meeting: no minimum

Required majority: 50% + 1 of votes (present in person or by proxy)

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On Nomination & Corporate Governance Committee's proposal, the BoD recommends to the AGM to approve the amendment of the Nomination Policy of the Directors of the Board, which has been approved by the AGM of the shareholders of the Company on 23.07.2021 pursuant to the provisions of article 3 par. 3 of L. 4706/2020, for updating purposes, particularly following the amendments of the Joint ESMA and EBA Guidelines on the assessment of the suitability of members of the management body and key function holders under Directive 2013/36/EU and Directive 2014/65/EU (EBA/GL/2021/06) and the Hellenic Corporate Governance Code adopted by the Company's BoD at its meeting held on 29.09.2021.

Draft of the revised Policy is available on the Company's website (www.eurobankholdings.gr).

Draft proposed resolution:

The AGM, with a majority exceeding the minimum required by the law, approved the amendment of the Nomination Policy of the Directors of the Board.

8. Recomposition of the Audit Committee.

Required quorum: 20% of share capital

Required quorum of Repeat Meeting: no minimum

Required majority: 50% + 1 of votes (present in person or by proxy)

On Nomination & Corporate Governance Committee's proposal, the Board also recommends to the AGM:

- a) The Audit Committee to function as Committee of the BoD consisting of members of the Board.
- b) The Audit Committee to consist of four (4) non-executive members of the BoD, of which at least three (3) shall be Independent.
- c) The term of office of the members of the Audit Committee that will be appointed by the BoD in accordance with article 44, par. 1c of L. 4449/2017 as in force, to coincide with their term of office as members of the BoD, i.e. the term of office of the Audit Committee members will expire on 23.07.2024, prolonged until the end of the period the Annual General Meeting for the year 2024 will take place.

The members of the Committee that will be appointed by the Board of Directors in accordance with article 44, par. 1c of L. 4449/2017, as in force, will possess sufficient knowledge in the field in which the Company operates, and will satisfy the criteria of article 44, of L. 4449/2017, as in force.

Following the appointment of members of the Committee by the BoD, the Committee will constitute as a body to appoint its Chairperson among its independent members, taking also into consideration the provisions of article 10 of L. 3864/2010.

Draft proposed resolution:

The AGM, with a majority exceeding the minimum required by the law, approved the following:
a) The Audit Committee to function as Committee of the BoD consisting of members of the Board.

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b) The Audit Committee to consist of four (4) non-executive members of the BoD of which at least three (3) shall be Independent.

c) The term of office of the members of the Audit Committee that will be appointed by the BoD in accordance with article 44, par. 1c of L. 4449/2017, as in force, to coincide with their term of office as members of the BoD, i.e. the term of office of the Audit Committee members will expire on 23.07.2024, prolonged until the end of the period the Annual General Meeting for the year 2024 will take place.

9. Submission of the Annual Activity Report of the Audit Committee for the financial year 2021.

In accordance with article 44, par. 1 case i of L. 4449/2017 as in force, the Annual Activity Report of the Audit Committee for the financial year 2021 is submitted to the AGM (including the sustainability policy of the Company), which is available on the website of the Company (www.eurobankholdings.gr).

10. Submission of the Independent Non-Executive Directors' Report.

The Independent Non-Executive Directors' Report is submitted to the AGM, which is available on the Company's website (www.eurobankholdings.gr).

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3. DOCUMENTS SUBMITTED TO THE GENERAL MEETING

The following documents have been made available to the website of the Company www.eurobankholdings.gr:

- The Annual Financial Report for the year 2021
- The Remuneration Report for the financial year 2021
- Draft of the new Nomination Policy of the Directors
- The Audit Committee Activity Report for the financial year 2021
- The Independent Non-Executive Directors Report

All items on the agenda of the Annual General Meeting are analyzed in section 2. «SUMMARY OF ISSUES ON THE AGENDA».

4. INVITATION

**Eurobank Ergasias Services and Holdings S.A.
Annual General Meeting of the Shareholders
21 July 2022
10:00 a.m.**

INVITATION

In accordance with Law 4548/2018 "Reform of the legislation of Sociétés Anonymes", as in force, and the Articles of Association of the Company, the Board of Directors by its decision dated 30 June 2022 invites the shareholders of Eurobank Ergasias Services and Holdings S.A. to participate remotely in real time via teleconference in the Annual General Meeting, Thursday, 21 July 2022, at 10:00 a.m., in order to discuss and decide on the following items of the agenda:

1. Annual and Consolidated Financial Statements for the financial year 2021. Directors' and Auditors' Reports
2. Offsetting of "Corporate law Reserves" and "Share premium" with accumulated losses of the Company.
3. Approval of the overall management for the financial year 2021 and discharge of the Auditors for the financial year 2021.
4. Appointment of Auditors for the financial year 2022. Approval of relevant amendment of the Tripartite Relationship Framework Agreement with the Hellenic Financial Stability Fund.
5. Approval of the remuneration for the financial year 2021 and of the advance payment of the remuneration for the Directors for the financial year 2022.
6. Remuneration Report for the financial year 2021.
7. Approval of amendment of the Nomination Policy of the Directors.
8. Recomposition of the Audit Committee.
9. Submission of the Annual Activity Report of the Audit Committee for the financial year 2021.
10. Submission of the Independent Non-Executive Directors Report.

Should the quorum required by law not be achieved, the Annual General Meeting of the shareholders of the Company will take place in Repetitive Meeting Wednesday, 27 July 2022, at 10:00 a.m., also remotely in real time via teleconference, without the publication of a further invitation.

The Annual General Meeting and any Repetitive Meeting will take place remotely in real time via teleconference by electronic means, under the conditions of the legislation in force and the specific provisions in the present invitation.

In addition, in accordance with the provisions in the Articles of Association of the Company, shareholders are provided with the option to participate remotely by mail vote in the vote on the items of the Annual General Meeting and any Repetitive Meeting, that will take place before the General Meeting, under the conditions of the legislation in force and the specific provisions in the present invitation.

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Pursuant to articles 121 par. 4, 124 par. 6, 125, 126 and 128 of Law 4548/2018, the Company informs the shareholders on the following:

A. Right To Participate and Vote in the General Meeting

In the Annual General Meeting of 21 July 2022 is only entitled to participate and vote any person who has the status of shareholder at the start of the fifth (5th) day before the meeting date of the Annual General Meeting, i.e. at the beginning of 16 July 2022 ("Record Date").

The Record Date of 16 July 2022 is also the record date for the Repetitive General Meeting.

For the Company, shareholder who is entitled to participate in the General Meeting and exercise the right to vote is considered any person who is registered on the Record Date in the Dematerialized Securities System (DSS) of the company "Hellenic Central Securities Depository S.A." (ATHEXCSD) or any person identified as such based on the relevant date through registered intermediaries or other intermediaries in compliance with the provisions of the legislation (Law 4548/2018, Law 4569/2018, Law 4706/2020 and Regulation (EU) 2018/1212) and the Rulebook of Operation of the Hellenic Central Securities Depository (Government Gazette B/1007/16.03.2021).

The shareholder capacity is verified by any legal means and in any case based on information the Company receives by ATHEXCSD via a direct electronic linkup of the Company with the records of DSS or through the abovementioned intermediaries in accordance with the abovementioned provisions. A shareholder may participate in the General Meeting on the basis of confirmations or notifications of articles 5 and 6 of Regulation (EU) 2018/1212 provided by the intermediary unless the General Meeting refuses this participation for a good reason that justifies its refusal in accordance with the provisions in force (article 19 par. 1 of Law 4569/2018, article 124 par. 5 of Law 4548/2018).

Exercising the rights of participation and vote does not require either the blocking of the shares of the beneficiary or any other similar procedure which limits the ability to sell and transfer these shares during the period between the Record Date and the date of the General Meeting. Each share is entitled to one vote.

B. Procedure for Participating and Voting remotely in real time by teleconference

In order for shareholders to participate and vote at the Annual General Meeting on 21 July 2022 or at any Repetitive Meetings which will take place remotely, in real time by teleconference, without their physical presence, they or their proxies must create and use an electronic shareholder account at the internet platform that has been developed by the Hellenic Exchanges – Athens Stock Exchange Group to provide remote General Meeting services, in real time, by teleconference to listed companies on the website <https://axia.athexgroup.gr/en/home>.

The internet platform is provided by the company "Hellenic Central Securities Depository S.A." (ATHEXCSD), while for the teleconference are used the WEBEX tools/services of the company Cisco Hellas S.A..

In order to access the internet platform, a personal computer, a smartphone or a tablet with an installed browser and internet access is required.

In order for a shareholder or his/her proxy to create an account in the internet platform above, a valid electronic mail (email) account and a mobile telephone number are required by the shareholder or his/her proxy.

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If, on accessing the internet platform, the above information entered by the shareholder does not match the information registered in the Dematerialized Securities System (DSS) and has been provided to the Company by the "Hellenic Central Securities Depository S.A." (ATHEXCSD) or through intermediaries, as part of its services to facilitate shareholder identification for remote general meetings which are provided to listed companies in accordance with Part 3 of Decision No 8 of the "Hellenic Central Securities Depository S.A." "Technical terms and procedures for the provision of the Registry, Corporate and Other Related Actions Service", as well as with the document "Terms and Conditions for the remote General Meeting of Shareholders", shareholders must provide and/ or update the information above, in order to create the account.

For this purpose, shareholders are requested to contact without delay the Participant of the Securities Account in the DSS or any other intermediary that provides them with custody services for the shares of the Company, as the case may be, in order to notify and/ or update their valid email address and mobile telephone number for their identification.

Further instructions to participate at the General Meeting by teleconference will be posted on the website of the Company and will be sent via email to shareholders that have completed the above procedure and are eligible to participate at the Annual General Meeting or any Repetitive meetings.

For any questions and for instructions, shareholders may contact the Company's Investor Information Services Division by email at investorsinfo@eurobankholdings.gr or by telephone at +30 210 3522400 (daily between 09.30 and 17.00).

Furthermore, starting with the publication of the present and until the end of the General Meeting, a help desk will operate that will provide information and support to shareholders and their representatives at +30 210 3366120 or by email at AXIAeShareholdersMeeting@athexgroup.gr.

Shareholders that participate at the Annual General Meeting by teleconference in real time are taken into consideration for the formation of the quorum and majority and will be able to exercise their rights effectively during the General Meeting.

On the date of the General Meeting, in order to participate in the proceedings, shareholders must log in on time through the Internet Platform, at least fifteen minutes (15') before the start time of the General Meeting announced in the Invitation and state the number of voting rights with which they will participate in the General Meeting and vote and, whether they wish to amend it (to a smaller amount).

Shareholders that will have been successfully connected to the internet platform will be able to participate in the Annual General Meeting by teleconference in real time via a link that will be sent to them by email.

By activating the teleconference application (Cisco Webex) through the link at the start of the Annual General Meeting, shareholders will be able to:

- a) follow the proceedings of the General Meeting with electronic or audiovisual means,
 - b) take the floor and address the General Meeting orally while it is conducted,
- while at the same time through the internet platform, they will be able to:
- c) vote in real time during the General Meeting on the items of the agenda and
 - d) receive information on the recording of their vote.

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C. Procedure for remotely participating in the vote that takes place before the General Meeting (Mail Vote)

I. In addition, shareholders have the option to participate remotely, in person or by proxy, at the vote on the items of the agenda of the General Meeting that will take place before the General Meeting, under the conditions of article 126 of Law 4548/2018 and according to the following.

More specifically, shareholders that wish to participate and vote remotely on the items of the General Meeting that will take place before the General Meeting can make use of the following options:

a) either by exercising the right to vote before the General Meeting through the electronic platform <https://axia.athexgroup.gr/en/home> in which they will have previously created an account and have successfully registered as described in B. above, during the time period from Monday 18.07.2022 and until twenty-four (24) hours before the date of the Annual General Meeting (i.e. until 10.00 a.m. on 20.07.2022 at the latest).

b) or by completing and submitting the "Mail vote Document", with the signature authenticated, to the Company's Investor Information Services Division at 8, Iolkou & Filikis Etaireias Streets, 14234 N. Ionia,

or by sending it digitally signed by using a recognized digital signature (qualified certificate) by the shareholder, the representative or the proxy, via email at investorsinfo@eurobankholdings.gr, at least twenty-four (24) hours before the date of the General Meeting (i.e. until 10.00 a.m. on 20.07.2022 at the latest).

c) or by participating based on confirmations or notifications provided by intermediaries under articles 5 and 6 of Regulation (EU) 2018/1212.

Shareholders that vote as above before the General Meeting are counted to form the quorum and majority, provided that the votes in question have been received by the Company by 10.00 a.m. on 20.07.2022 at the latest.

II. It is noted that shareholders that wish to appoint proxies to participate at the remote vote on the items of the General Meeting which will take place before the General Meeting can appoint up to one (1) proxy; the appointment must be made at the latest forty-eight (48) hours before the date of the General Meeting (i.e. by 10.00 a.m. on 19.07.2022 at the latest), as specifically described below in D. II.

After that date, it will not be possible to participate by proxy in the vote that will take place before the Annual General Meeting.

III. If the quorum, as required by the law in order to decide the whole or part of the original agenda, is not obtained during the meeting of 21 July 2022, at the Repetitive General Meeting which will take place on Wednesday, 27 July at 10.00 a.m., the right to vote remotely by mail vote must be exercised again by a vote that will take place before the Repetitive General Meeting, in the following ways:

a) either by exercising again the right to vote before the General Meeting through the internet platform <https://axia.athexgroup.gr/en/home> in which they have previously created an account and have successfully registered as described in B. above, during the time period from Monday, 25.07.2022 and until twenty-four (24) hours before the date of the Repetitive General Meeting (i.e. until 10.00 a.m. on 26.07.2022 at the latest).

b) or by completing and submitting a new "Mail vote document" that will be provided by the Company for the items for which no decision was taken on 21 July 2022, filled-in and signed, with the signature authenticated, to the Company's Investor Information Services Division at 8, Iolkou & Filikis Etaireias Streets, 14234 N. Ionia, or by sending it digitally signed by using a recognized digital signature (qualified certificate) by the shareholder, the representative or the proxy via email at investorsinfo@eurobankholdings.gr, at least twenty-four (24) hours before the date of the Repetitive General Meeting (i.e. by 10.00 a.m. on 26.07.2022 at the latest).

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c) or by participating based on confirmations or notifications provided by intermediaries under articles 5 and 6 of Regulation (EU) 2018/1212.

Shareholders that vote as above before the General Meeting are counted for the formation of the quorum and majority, provided that the votes in question are received by the Company by 10.00 a.m. on 26.07.2022 at the latest.

IV. For the potential Repetitive General Meeting on 27th July 2022, shareholders that had not appointed a proxy for the initial General Meeting, or shareholders that wish to replace the proxy that had been appointed, in order to participate at the remote vote that will take place before the General Meeting, can appoint up to one (1) proxy, at least forty-eight (48) hours before the date of the Repetitive General Meeting (i.e. by 10.00 a.m. on 25.07.2022 at the latest), as specifically mentioned below in D.II.

After that date, it will not be possible to participate by proxy at the vote that will take place before the Repetitive General Meeting.

For any questions and for instructions, shareholders may contact the Investor Information Services Division of the Company by email at investorsinfo@eurobankholdings.gr or by telephone at +30 210 3522400 (daily between 09.30 and 17.00).

In addition, shareholders are requested to confirm that the "Mail Vote Document" is successfully sent to and received by the Company and, to this end, they can call the Investor Information Services Division of the Company at +30 210 3522400.

D. Procedure for Participating and Exercising Voting Rights by Proxy

I. Shareholders may participate in the Annual General Meeting and vote either in person or by proxy. Each shareholder may appoint up to three (3) proxies. In cases where a shareholder owns shares of the Company that are held in more than one investor securities account, the above limitation does not prevent the shareholder from appointing separate proxies for the shares appearing in each account. A proxy appointment can be freely recalled. A proxy holding proxies from several shareholders may cast votes differently for each shareholder.

A shareholder may appoint a proxy for one or more General Meetings and for a specific time period. The proxy shall vote according to the shareholder's instructions, if any. Non-compliance with the instructions received by the shareholder shall not affect the validity of the resolutions of the General Meeting, even if the proxy's vote was the decisive one for the achievement of a majority. The shareholder's proxy shall archive the voting instructions for at least one (1) year, starting from the date of the General Meeting or, in case of postponement, from the date of the last Iterative Meeting in which the proxy right was exercised.

The shareholder proxy is obliged to notify the Company, before the start of the General Meeting, about any specific event, which may be useful to shareholders in order to assess the risk that the proxy may serve other interests besides the interests of the shareholder.

A conflict of interest may arise particularly when the representative is:

a) a shareholder that exercises control of the Company, or other legal person or entity that is controlled by that shareholder,

b) a member of the Board of Directors or in general of the management of the Company or a shareholder that exercises control of the Company, or other legal person or entity that is controlled by that shareholder, which exercises control of the Company,

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- c) an employee or an auditor of the Company or a shareholder that exercises control or other legal person or entity that is controlled by a shareholder that exercises control of the Company,
- d) a spouse or a relative in the first degree with one of the private individuals that are mentioned in cases a) to c).

The appointment and revocation or replacement of the proxy or representative takes place in writing or by electronic means that are submitted to the Company at least forty-eight (48) hours before the appointed date of the General Meeting. Notification of the appointment and revocation or replacement of the proxy by electronic means is made by electronic mail at the email address on the Invitation to the General Meeting or, in case of shareholders that are identified through intermediaries, through confirmations or notifications of articles 5 and 6 of Regulation (EU) 2018/1212 provided by intermediaries.

II. Specifically for shareholder participation by proxy at the Annual General Meeting of 21 July 2022 or any Repetitive Meetings, remotely in real time by teleconference, or for shareholder participation by proxy in the vote on the items of the General Meeting that will take place before the General Meeting, shareholders or Participants in the Securities Accounts in the DSS or other intermediary that provides custody services for the shares of the Company, can appoint up to one (1) proxy, whose appointment must be made at least forty-eight (48) hours before the date of the Annual General Meeting (i.e. by 10.00 a.m. on 19.07.2022 at the latest).

For the potential Repetitive General Meeting of 27 July 2022, shareholders that had not appointed a proxy for the initial General Meeting, or shareholders that wish to replace the proxy that had been appointed, they can appoint up to one (1) proxy, at least forty-eight (48) hours before the date of the Repetitive General Meeting (i.e. by 10.00 a.m. on 25.07.2022 at the latest).

Upon receipt of the information above by the Company, and based on the email address and mobile telephone of the proxy, as declared in the proxy document, the Company creates an account for the proxy on the electronic platform; the proxy is informed by email in order to activate the account in order to exercise the rights of the shareholder in accordance with what is referred to in B. and C. above.

The Company has made available documents:

- a) To appoint a proxy to participate in the General Meeting on 21 July 2022 remotely in real time by teleconference; and
- b) To appoint a proxy to vote on the items of the agenda of the General Meeting that will take place before the General Meeting.

These documents are available to shareholders in hard copy either at the Investor Information Services Division of the Company (8, Iolkou & Filikis Etaireias Streets, 14234 N. Ionia, tel.+30 210 3522400) or at the Company's offices at 8 Othons str., 105 57 Athens, and in electronic form on the website of the Company (<https://www.eurobankholdings.gr/en/investor-relations/shareholders/information-about-the-general-meetings/>)

The appropriate document must be filled-in, signed with the authenticity of the signature verified, and submitted to: 8, Iolkou & Filikis Etaireias Streets, 14234 N. Ionia,

or be sent digitally signed by using a recognized digital signature (qualified certificate) by the representative or the shareholder by e-mail at investorsinfo@eurobankholdings.gr at least forty eight (48) hours before the date of the General Meeting.

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In addition, shareholders are requested to confirm that the proxy document is successfully sent to and received by the Company, and, to this end, they can call the Investor Information Services Division of the Company at +30 210 3522400.

E. Minority Shareholders' Rights

1. Shareholders representing 1/20 of the paid-up share capital of the Company may request:

(a) to include additional items in the Agenda of the Annual General Meeting, provided that the request is communicated to the Board at least fifteen (15) days prior to the Annual General Meeting, accompanied by a justification or a draft resolution to be approved by the Annual General Meeting.

(b) to make available to shareholders six (6) days prior to the Annual General Meeting at the latest, any draft resolutions on the items included in the initial or revised agenda, provided that the request is communicated to the Board at least seven (7) days prior to the Annual General Meeting.

(c) the disclosure by the Board at the Annual General Meeting of the amounts paid to each member of the Board or to the management as well as of any benefits acquired by such persons from any cause or through any contract, during the last two (2) years, provided that the request is filed with the Company at least five (5) full days prior to the Annual General Meeting.

2. Any shareholder may request, provided that the said request is filed with the Company at least five (5) full days prior to the Annual General Meeting, to provide the Annual General Meeting with the information regarding the affairs of the Company, insofar as such information is relevant to the items on the agenda.

3. Shareholders representing 1/10 of the paid-up capital of the Company may request, provided that the said request is filed with the Company at least five (5) full days prior to the Annual General Meeting, to provide the Annual General Meeting with information on the course of the business affairs and financial status of the Company.

Detailed information regarding minority shareholders' rights and the specific conditions to exercise these rights, are available on the website of the Company (www.eurobankholdings.gr).

AVAILABLE DOCUMENTS AND INFORMATION

The documents to be submitted to the Annual General Meeting, the present Invitation, the total number of existing shares and voting rights, the documents for voting by proxy and mail vote as well as the draft resolutions/comments of the Board of Directors on each item of the Agenda shall be made available in electronic form on the website of the Company (www.eurobankholdings.gr) and in hardcopy form either at the Company's Investor Information Services Division, 8, Iolkou & Filikis Etaireias Streets, 14234 N. Ionia (tel. +30 210-3522400) either at the Company's offices, 8, Othonos Str., 105 57 Athens, where shareholders can obtain copies.

Athens, 30 June 2022

THE BOARD OF DIRECTORS

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5. BALLOT-PAPER

OF THE ANNUAL GENERAL MEETING OF 21 JULY 2022 OF EUROBANK ERGASIAS SERVICES AND HOLDINGS S.A.
(and in the case of postponement or interruption of the Meeting)

	ITEMS ON AGENDA	AGAINST	ABSTAIN
1	Annual and Consolidated Financial Statements for the financial year 2021. Directors' and Auditors' Reports.		
2	Offsetting of "Corporate law Reserves" and "Share premium" with accumulated losses of the Company.		
3	Approval of the overall management for the financial year 2021 and discharge of the Auditors for the financial year 2021.		
4	Appointment of Auditors for the financial year 2022. Approval of relevant amendment of the Tripartite Relationship Framework Agreement with the Hellenic Financial Stability Fund.		
5	Approval of the remuneration for the financial year 2021 and of the advance payment of the remuneration for the Directors for the financial year 2022.		
6	Remuneration Report for the financial year 2021.		
7	Approval of amendment of the Nomination Policy of the Directors.		
8	Recomposition of the Audit Committee.		
9	Submission of the Annual Activity Report of the Audit Committee for the financial year 2021.	For information	
10	Submission of the Independent non-Executive Directors Report.	For information	
NOTE: THE INSTRUCTIONS FOR THE VOTING PROCESS THROUGH ELECTRONIC MEANS, WILL BE GIVEN DURING THE MEETING			

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6. MAIL VOTE DOCUMENT

For voting remotely before the Annual General Meeting of shareholders of "Eurobank Ergasias Services and Holdings S.A." (the "Company") of 21 July 2022

I the undersigned shareholder / legal representative of shareholder / proxy holder of shareholder of the Company:

Name / Company Name	
Address / Registered Office	
Identity card number/Company's Register Num.	
DSS Investor Share No	
DSS Securities Account	
Number of shares (if no number of shares is filled-in, the proxy will be valid for the total number of shares registered in the Investor Account on the Record Date, as this is stated in the Invitation of the AGM)	
Name of the legal entity's representative who signs the form (completed by legal entities only)	
Mobile Phone Number	
Email	

With the present document I am notifying you of
(please mark with ✓ your choices)

- my vote
- the vote of the shareholder that I represent or I am a proxy holder of

on the items of the Annual General Meeting of shareholders of the Company of Thursday 21 July 2022 at 10.00, as follows

IF YOU APPROVE THE ITEMS BELOW, SUBMIT THIS DOCUMENT AS IS, WITHOUT ANY MARKINGS

For any item (items) that you do not approve, or wish to abstain from the voting, please mark the corresponding column on the right "AGAINST" or "ABSTAIN" respectively.

ITEMS ON AGENDA	AGAINST	ABSTAIN
1. Annual and Consolidated Financial Statements for the financial year 2021. Directors' and Auditors' Reports.		
2. Offsetting of "Corporate law Reserves" and "Share premium" with accumulated losses of the Company.		
3. Approval of the overall management for the financial year 2021 and discharge of the Auditors for the financial year 2021.		
4. Appointment of Auditors for the financial year 2022. Approval of relevant amendment of the Tripartite Relationship Framework Agreement with the Hellenic Financial Stability Fund.		
5. Approval of the remuneration for the financial year 2021 and of the advance payment of the remuneration for the Directors for the financial year 2022.		
6. Remuneration Report for the financial year 2021.		
7. Approval of amendment of the Nomination Policy of the Directors.		
8. Recomposition of the Audit Committee.		
9. Submission of the Annual Activity Report of the Audit Committee for the financial year 2021.	For information	
10 Submission of the Independent Non-Executive Directors Report.	For information	

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Place and date:

(name/surname)

(signature)

(signature verification)

Instructions:

1. The present document, filled-in and signed, with the signature authenticity verified, is submitted to the Company's Investor Information Services Division at: 8 Iolkou & Filikis Etaireias Streets, 142 34 N. Ionia or is sent digitally, signed by using a recognized digital signature (qualified certificate), by the shareholder, the representative or the proxy holder via e-mail at the e-mail address Investorsinfo@eurobankholdings.gr, at least twenty-four (24) hours before the date of the General Meeting (i.e. by 10.00 a.m. on 20.07.2022 at the latest).
2. If the present mail vote is transmitted by a proxy holder, the appointment of the proxy holder must be made at least forty-eight (48) hours before the date of the General Meeting, i.e. by 10.00 a.m. on 19.07.2022 at the latest. Following that date, it will not be possible to participate by proxy at the vote that will take place before the General Meeting.

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7. PROXY FOR PARTICIPATING REMOTELY BY TELECONFERENCE

AT THE ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF EUROBANK ERGASIAS SERVICES AND HOLDINGS S.A. OF 21 JULY 2022

The undersigned Shareholder/ legal representative of Shareholder of Eurobank Ergasias Services and Holdings S.A.

Name / Company Name	
Address / Registered Office	
Identity card number/Company's Register Num.	
Mobile Phone Number	
Email	
DSS Investor Share No	
DSS Securities Account	
Number of shares <i>(if no number of shares is filled-in, the proxy will be valid for the total number of shares registered in the Investor Account on the record date) as this is stated in the Invitation of the AGM.</i>	
Name of the legal entity's representative who signs the form (completed by legal entities only)	

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

[Please note that you can appoint, as follows, one (1) proxy holder.]

<input type="checkbox"/> 1. Mr. G. Zanias	<input type="checkbox"/> 2. Mr. F. Karavias
<input type="checkbox"/> 3. Mr. S. Ioannou	<input type="checkbox"/> 4. Mr. K. Vassiliou
<input type="checkbox"/> 5. Ms. K. Kallimani	

Note: The above are directors and officers of the Company. 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.

or alternatively:

6. email Mobile Phone Number
Note: In case your proxy is the abovementioned under (6) 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 Company and no specific written voting instructions are given (i.e. by marking the appropriate box «For»/ «Against»), the proxy will have to abstain.
Note: Please fill in the mobile phone number and email of your hereinabove (under 6) proxy, in order to enable him/her to vote remotely by teleconference in the Annual General Meeting of shareholders of the Company. If not provided, participation in the Annual General Meeting will not be possible. In case your proxy is one of 1-5 mentioned above, there is no need to fill in any email and mobile phone number.

¹ Please select one (1) proxy by marking the appropriate box 1-5 with a ✓ or add your proxy under 6. If more are selected, the first one 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 Invitation of the Annual General Meeting.

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to represent me / the Legal Entity⁴ at the Annual General Meeting of the Shareholders of the Company to be held on Thursday, 21 July at 10:00 a.m, remotely in real time via teleconference, or any adjournment thereof and to vote in my name and on my behalf / in the name and on behalf of the Legal Entity⁵, for all / voting rights owned by me / the Legal Entity⁶ on the Record Date, taking any and all necessary actions as follows⁷:

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

or

ITEMS ON AGENDA	FOR	AGAINST	ABSTAIN
1. Annual and Consolidated Financial Statements for the financial year 2021. Directors' and Auditors' Reports.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Offsetting of "Corporate law Reserves" and "Share premium" with accumulated losses of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Approval of the overall management for the financial year 2021 and discharge of the Auditors for the financial year 2021.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Appointment of Auditors for the financial year 2022. Approval of relevant amendment of the Tripartite Relationship Framework Agreement with the Hellenic Financial Stability Fund.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Approval of the remuneration for the financial year 2021 and of the advance payment of the remuneration for the Directors for the financial year 2022.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Remuneration Report for the financial year 2021.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Approval of amendment of the Nomination Policy of the Directors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Recomposition of the Audit Committee.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Submission of the Annual Activity Report of the Audit Committee for the financial year 2021.	For information		
10. Submission of the Independent Non-Executive Directors Report.	For information		

Place and date:

(name/surname)

(signature)

(signature verification)

Instructions:

The present document, filled-in and signed, with the signature authenticity verified, is submitted to the Company's Investor Information Services Division at: 8 Iolkou & Filikis Etaireias Streets, 142 34 N. Ionia or is sent digitally, signed by using a recognized digital signature (qualified certificate), by the shareholder or the representative via e-mail at the e-mail address Investorsinfo@eurobankholdings.gr, at least forty eight (48) hours before the date of the Annual General Meeting.

⁴ Delete as appropriate.

⁵ Delete as appropriate.

⁶ Delete as appropriate.

⁷ Please mark the appropriate box with a ✓.

**ANNUAL GENERAL MEETING OF THE SHAREHOLDERS
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8. PROXY FOR VOTING REMOTELY BEFORE THE ANNUAL GENERAL MEETING

OF THE SHAREHOLDERS OF EUROBANK ERGASIAS SERVICES AND HOLDINGS S.A. OF 21 JULY 2022

The undersigned Shareholder/ legal representative of Shareholder of Eurobank Ergasias Services and Holdings S.A.

Name / Company Name	
Address / Registered Office	
Identity card number/Company's Register Num.	
Mobile Phone Number	
Email	
DSS Investor Share No	
DSS Securities Account	
Number of shares <i>(if no number of shares is filled-in, the proxy will be valid for the total number of shares registered in the Investor Account on the record date) as this is stated in the Invitation of the AGM.</i>	
Name of the legal entity's representative who signs the form (completed by legal entities only)	

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

[Please note that you can appoint, as follows, one (1) proxy holder.]

<input type="checkbox"/> 1. Mr. G. Zantias	<input type="checkbox"/> 2. Mr. F. Karavias
<input type="checkbox"/> 3. Mr. S. Ioannou	<input type="checkbox"/> 4. Mr. K. Vassiliou
<input type="checkbox"/> 5. Ms. K. Kallimani	

Note: The above are directors and officers of the Company. 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.

or alternatively:

6.
email

Mobile Phone Number

Note: In case your proxy is the abovementioned under (6) 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 Company and no specific written voting instructions are given (i.e. by marking the appropriate box «For»/ «Against»), the proxy will have to abstain.

Note: Please fill in the mobile phone number and email of your hereinabove (under 6) proxy, in order to enable him/her to vote in the Annual General Meeting of shareholders of the Company at least twenty-four (24) hours before the date of the General Meeting (i.e. by 10.00 a.m. on 20.07.2022 at the latest). If not provided, participation in the voting on the Items of the Agenda of the Annual General Meeting will not be possible. In case your proxy is one of 1-6 mentioned above, there is no need to fill in any mobile phone number and email.

¹ Please select one (1) proxy by marking the appropriate box 1-5 with a ✓ or add your proxy under 6. If more are selected, the first one 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 Invitation of the Annual General Meeting.

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to represent me / the Legal Entity⁴ at the Annual General Meeting of the Shareholders of the Company to be held on Thursday, 21 July 2022 at 10:00 a.m, via teleconference, or any adjournment thereof, and to vote in my name and on my behalf / in the name and on behalf of the Legal Entity⁵, at least twenty-four (24) hours before the date of the General Meeting (i.e. by 10.00 a.m. on 20.07.2022 at the latest), for all / voting rights owned by me / the Legal Entity⁶ on the Record Date, taking any and all necessary actions as follows⁷:

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

or

ITEMS ON AGENDA	FOR	AGAINST	ABSTAIN
1. Annual and Consolidated Financial Statements for the financial year 2021. Directors' and Auditors' Reports.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Offsetting of "Corporate law Reserves" and "Share premium" with accumulated losses of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Approval of the overall management for the financial year 2021 and discharge of the Auditors for the financial year 2021.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Appointment of Auditors for the financial year 2022. Approval of relevant amendment of the Tripartite Relationship Framework Agreement with the Hellenic Financial Stability Fund.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Approval of the remuneration for the financial year 2021 and of the advance payment of the remuneration for the Directors for the financial year 2022.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Remuneration Report for the financial year 2021.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Approval of amendment of the Nomination Policy of the Directors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Recomposition of the Audit Committee.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Submission of the Annual Activity Report of the Audit Committee for the financial year 2021.	For information		
10. Submission of the Independent Non-Executive Directors Report.	For information		

Place and date:

(name/surname)

(signature)

(signature verification)

Instructions:

The present document, filled-in and signed, with the signature authenticity verified, is submitted to the Company's Investor Information Services Division at: 8 Iolkou & Filikis Etaireias Streets, 142 34 N. Ionia or is sent digitally, signed by using a recognized digital signature (qualified certificate), by the shareholder or the representative via e-mail at the e-mail address Investorsinfo@eurobankholdings.gr, at least forty eight (48) hours before the date of the Annual General Meeting.

⁴ Delete as appropriate.

⁵ Delete as appropriate.

⁶ Delete as appropriate.

⁷ Please mark the appropriate box with a ✓.

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9. TOTAL NUMBER OF SHARES AND VOTING RIGHTS

As at 30 June 2022, the total number of Eurobank Ergasias Services and Holdings S.A. shares amounts to 3,709,161,852 listed, electronic, voting, ordinary registered shares.

10. MINORITY SHAREHOLDERS' RIGHTS

(a) At the request of shareholders, representing 1/20 of the paid up capital, the Board of Directors is obliged to include additional items on the agenda of the General Assembly that has already been convened, if the relevant application is submitted to the Board of Directors at least 15 days before the General Assembly. Additional matters must be published or disclosed under the responsibility of the Board of Directors in accordance with Article 122 of Law 4548/2018 at least 7 days before the General Assembly. The request for inclusion of additional items on the agenda is accompanied by a justification or a draft decision for approval by the General Assembly and the revised agenda is published in the same manner as the previous agenda, 13 days before the date of the General Assembly and at the same time it is made available to the shareholders on the company's website together with the justification or the draft resolution submitted by the shareholders according to the provisions of paragraph 4 of article 123 of law 4548/2018. If these items are not published, the requesting shareholders are entitled to request the postponement of the General Assembly in accordance with paragraph 5 of article 141 of Law 4548/2018 and to make the publication themselves, in accordance with the second subparagraph of this paragraph at the expense of the company. The Board of Directors is not obliged to include items on the agenda or to publish or disclose them together with the justification or the draft resolution submitted by the shareholders if their content appears to be contrary to law or morality.

(b) Shareholders representing 1/20 of the paid-up capital have the right to submit draft decisions on items included in the initial or revised general agenda of the General Assembly. The relevant application must be submitted to the Board of Directors at least 7 days before the date of the General Assembly, while the draft decisions are made available to the shareholders according to the provisions of paragraph 3 of Article 123 of Law 4548/2018 at least 6 days before the date of the General Assembly. The Board of Directors is not required to publish or notify draft decisions submitted by shareholders if their content appears to be contrary to law or morality.

(c) At the request of any shareholder, that is filed with the company at least 5 full days before the General Assembly, the Board of Directors is obliged to provide to the General Assembly the specific information requested for the company's affairs insofar as they are relevant to the items on the agenda. The obligation to provide information does not exist when the relevant information is already available on the company's website, in particular in the form of questions and answers. Idem, the Board of Directors may refuse to provide the information for substantive reasons, as recorded in the minutes. Such a reason may be, in the circumstances, the representation of the requesting shareholders in the BoD, in accordance with Articles 79 or 80 of Law 4548/2018. In the cases of this paragraph the Board of Directors can respond once to shareholders' requests with the same content. Any doubts as to whether or not the reasoning for refusal by the Board of Directors to provide information is valid are settled by the court by a decision given in the interim proceedings. By the same decision the court also obliges the company to provide the information that it refused. The decision is not challenged by legal remedies.

(d) At the request of a shareholder or shareholders representing 1/20 of the paid-up capital, the chairman of the meeting shall postpone the decision-making of the General Assembly on all or certain matters, defining the resumption day of the meeting, as specified in the shareholders' request, which may not be more than 20 days from the date of postponement. The meeting of the General Assembly that follows a postponed one is a continuation of the previous one and does not require the resumption of the publication formalities of the invitation of the shareholders. New shareholders may participate in this meeting, subject to the relevant participation formalities in accordance with the provisions of paragraph 6 of Article 124 of Law 4548/2018 apply.

(e) At the request of shareholders, representing 1/20 of the paid up capital, that is filed with company at least 5 full days before the General Assembly, the Board of Directors is obliged to notify to the General Assembly, if it is annual, the amounts that have been paid to each member of the Board during the last two years or the managers of the company, as well as any benefit to such persons from any cause or contract of the company with them.

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(f) At the request of shareholders, representing 1/10 of the paid up capital, that is filed with the company at least 5 full days before the General Assembly, the BoD is obliged to provide to the General Assembly information on the course of corporate affairs and the assets of the company. The Board of Directors may refuse to provide the information for substantive reasons, as recorded in the minutes. Such a reason may be, in the circumstances, the representation of the requesting shareholders in the BoD, in accordance with Articles 79 or 80 of Law 4548/2018. In the cases of this paragraph the Board of Directors can respond once to shareholders with the same content. Any doubts as to whether or not the reasoning for refusal by the Board of Directors is valid, provision of information is settled by the court by a decision given in the interim proceedings. By the same decision the court also obliges the company to provide the information that it refused. The decision is not challenged by legal remedies.

In the above mentioned cases, the requesting shareholders must prove their shareholding status and the number of shares they hold in the exercise of the relevant right. Proof of shareholding may be provided by any legal instrument and, in all cases, on the basis of information received by the company from the central securities depository.

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11. TERMS AND CONDITIONS FOR THE PARTICIPATION IN THE REMOTE GENERAL MEETING OF THE SHAREHOLDERS OF "EUROBANK ERGASIAS SERVICES AND HOLDINGS S.A."

The Annual General Meeting of Shareholders of the company "Eurobank Ergasias Services and Holdings S.A." (the Company) will convene on Thursday, 21 July 2022, at 10.00 a.m., remotely in real-time by teleconference without the physical presence of Shareholders, or in a potential Repeat Meeting on Wednesday, 27 July 2022, at 10.00 a.m., also remotely in real-time by teleconference without the publication of a further invitation.

Shareholders of the Company will participate at the General Meeting exclusively by electronic means.

Participation by Shareholders at the General Meeting is subject to the present terms and conditions for the remote General Meeting (the "Terms for the remote General Meeting").

Capitalized terms used have the meaning as defined in the Appendix to the present.

1. Introductory remarks

1.1. In order for Shareholders to participate and vote at the General Meeting or at any Repetitive Meeting, it is necessary that they, or their proxies, create and use an electronic account in the Internet Platform that has been developed by the Hellenic Exchanges-Athens Stock Exchange Group to provide remote General Meeting services, in real-time, by teleconference to listed companies on the website www.athexgroup.gr/AXIAeShareholdersMeeting.

1.2. The Internet Platform is provided by "Hellenic Central Securities Depository S.A.", while the WEBEX set of tools / services, provided by Cisco Hellas S.A., is used for the teleconference.

1.3. In order to access the Internet Platform a personal computer, a smartphone type mobile telephone or a tablet is required, with a browser application installed, and internet access.

1.4. In order for a Shareholder or his/her proxy to create an account in the Internet Platform, a valid electronic mail (email) account and a mobile telephone number are required by the shareholder or his/her proxy.

1.5. If, on accessing the Internet Platform the above information entered by the Shareholder does not match the data registered in the Dematerialized Securities System and provided to the Company by the Hellenic Central Securities Depository or through intermediaries as part of its services to facilitate shareholder identification for remote general meetings which are provided to listed companies in accordance with Part 3 of Decision No 8 of the Hellenic Central Securities Depository, "Technical terms and procedures for the provision of the Registry, Corporate and Other Related Actions Service", shareholders must provide or/and update the information above through their Participants in the DSS of their Securities Account, in order to create the account.

1.6. Shareholders that have successfully connected to the Internet Platform will be able to participate at the General Meeting by teleconference in real time via link that will be sent to them by email.

By activating the teleconference application (Cisco WEBEX) via the link at the start of the General Meeting, Shareholders will be able to:

a) follow the proceedings of the General Meeting with electronic or audiovisual means,

b) take the floor and address the General Meeting orally during the General Meeting,

while at the same time, through the Internet Platform they will be able to:

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c) vote in real time during the General Meeting on the items of the daily agenda,

d) receive information on the recording of their vote.

1.7. The deadlines, during which the rights of Shareholders can be exercised are included in detail in the Invitation to the General Meeting and in the present Terms for the remote General Meeting.

1.8. Besides these Terms for the remote General Meeting, the Terms of Use by Third Party Suppliers also apply.

1.9. The Company reserves the rights at any time to modify, suspend, cancel or limit the mechanisms for the electronic General Meeting and vote when necessary or appropriate for technical or security reasons.

2. Technical infrastructure

2.1. The Company ensures, insofar as possible, that the technical infrastructure to conduct the remote General Meeting is accurate, secure and accessible to Shareholders with compatible devices. The Company will cooperate and make use of the services of reliable Third Party Suppliers to provide the technical infrastructure required to conduct the General Meeting.

2.2. Shareholders should know that certain residual risks associated with the technical infrastructure used for the remote General Meetings will always exist. The Company, through Third Party Suppliers, takes all measures, technical and organization, and makes every possible effort to ensure as much as possible the continuous and uninterrupted of the Internet Platform and the teleconference application, so that the services provided through it are available continuously and uninterruptedly with an acceptable response time without interruption to Shareholders with compatible devices. However, due to the nature of the Internet and web applications, the Company and the Third Party Suppliers cannot guarantee the absolute completeness, correctness or continuity of their operation and they may not be available to part or all of the Internet, or may respond with interruptions, or, finally, respond in times longer than usual. In cases such as the above, the Company and the Third Party Suppliers will make every possible effort to restore its operation, however beyond that, the Company and the Third Party Suppliers cannot be held responsible or become legally accountable for their availability or response time.

2.3. It is recommended that Shareholders take all measures to protect the integrity and security of their information systems, hardware and software, in order to adequately protect the access data and the usage data of the Internet Platform that are stored on the local storage systems of the devices of Shareholders, portable and non-portable. Any failure in Shareholders' systems or connection or usage data leak due to an intrusion by malicious software in the operating systems of Shareholders, does not relieve the latter from their obligations under the present terms, does not constitute force majeure or exceptional condition, nor does it imply any liability of the Company for any damages suffered by Shareholders. Furthermore, Shareholders are solely responsible for their personal equipment and the required technical means which will allow access to the Internet Platform.

2.4 Shareholders must, prior to the start of the General Meeting, check their connection and ensure that they have access to the Internet Platform and have correctly installed and configured the teleconference application (Cisco WEBEX). The Company, through Third Party Suppliers, has ensured the timely implementation of the technical infrastructure for the Internet Platform in order to allow Shareholders to control their access and to verify that they can participate substantively in the General Meeting.

A help desk will be available to Shareholders during the General Meeting and as well as for access testing in the Internet Platform, at + 30 210 3366120 or by email at AXIAeShareholdersMeeting@athexgroup.gr.

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2.5. Shareholders can notify any failure in the technical infrastructure through the help desk referred to in clause 2.4. Any failure or deficiency in the equipment of Shareholders, software, network infrastructure, servers, connection to the Internet or telephone, video or voice equipment, power outage, any kind of mechanical failure during the General Meeting or similar events, including data security instances (which includes any unauthorized use, piracy, denial-of-service attack, access denial, potential failure, or intrusion that arises from the theft or illegal interception of a password or a network password or any other attack), which may prevent the remote participation of Shareholders at the General Meeting, will, in any case, be in the sole responsibility of those Shareholders.

Inability by one or more Shareholders to follow the proceedings and participate at the General Meeting or to vote electronically during (any part) of the General Meeting, does not affect the validity of the General Meeting, or any work carried out therein.

2.6. In the event that during the General Meeting the Chairman of the General Meeting becomes aware of any failure in the technological infrastructure that may have occurred during the General Meeting and which materially impacts the proceedings of the General Meeting, the Chairman of the General Meeting informs Shareholders that are participating at the General Meeting.

The Chairman of the General Meeting may decide, at her absolute discretion, taking into consideration the possible impact in the decision making process at the General Meeting, whether the General Meeting should be postponed or adjourned due to this failure, or to proceed with the proceedings even though some Shareholders may not have the ability to participate and/ or vote and/or follow the General Meeting.

In the event that, at the discretion of the Chairman, the Internet Platform or the teleconference application no longer allows all (or some) Shareholders to follow the proceedings of the General Meeting, to vote electronically during (any part) of the General Meeting and to submit questions, then the Chairman may, at her absolute discretion, continue, adjourn, postpone the General Meeting, change the order of discussion and / or decision on the items of the General Meeting or to proceed with the General Meeting without the ability for some or all of the Shareholders that participate remotely at the General Meeting through the Internet Platform and the teleconference application to follow the proceedings of the Meeting and/ or to vote electronically during (any part) of the General Meeting. The Chairman of the Meeting notifies this decision, to the extent possible, to Shareholders present at the General Meeting.

2.7. If the Chairman of the General Meeting decides to suspend or postpone the General Meeting, as mentioned in clause 2.6, then the whole process that has taken place up to the point of suspension or postponement and any decisions taken on the items of the daily agenda will be valid.

3. Right to participate and vote at the General Meeting

3.1. The General Meeting is considered to have begun its proceedings with the announcement of the start of the General Meeting by the Chairman of the Meeting to Shareholders.

3.2. Each Shareholder may participate, follow substantively the proceedings of the General Meeting and vote in real-time electronically, provided that he has taken the necessary steps mentioned in the Invitation to the General Meeting to create and use an electronic account in the Internet Platform and clauses 1.1 to 1.6 of the present and in accordance with the instructions provided in the Invitation.

3.3. In order to participate in the General Meeting, Shareholders must connect through the Internet Platform, before the start of the General Meeting and to declare that they intend to participate in the General Meeting. Following the declaration of the intention to participate, Shareholders will receive a personalized information message by electronic mail with the link that must be followed to connect to the teleconference of the General Meeting.

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3.4 On the date of the General Meeting, in order to participate in the proceedings Shareholders must connect in a timely fashion through the Internet Platform, at least fifteen minutes (15') before the start time of the General Meeting that has been announced in the Invitation, and to declare the number of voting rights with which they will participate and vote at the General Meeting, and, whether they wish to modify them (to a lower number).

3.5. Shareholders that do not connect to the Internet Platform on time before the start of the General Meeting in accordance with clause 3.4 above and up until the announcement of the start of the proceedings by the Chairman of the General Meeting, will not be counted among the Shareholders present at the General Meeting, they will not be able to exercise the right to vote or to take the floor and submit questions to the General Meeting, and will only be able to follow the live feed of the General Meeting by teleconference.

3.6. Shareholders who have not appointed a proxy or representative by the deadline (i.e. at least 48 hours before the date of the General Meeting), but who, however, have connected on time through the Internet Platform before the start of the General Meeting will, in accordance with clause 3.4, participate at the General Meeting, unless the General Meeting refuses for good reason and justifies its refusal. In that case, they will not be counted among the Shareholders that are present at the General Meeting, and will only be able to follow the live feed of the General Meeting by teleconference.

3.7. Shareholders who have complied with the formalities above and have connected on time through the Internet Platform before the start of the General Meeting:

(i) are considered to be present in person at the General Meeting;

(ii) are included in the calculation of the quorum of shareholders present or represented at the General Meeting and the calculation of the percentage of the issued share capital of the Company present or represented at the General Meeting based on the number of voting rights they stated they would exercise in accordance with clause 3.3 above;

(iii) will be able to follow with electronic or audiovisual means the proceedings of the General Meeting;

(iv) will have the right to vote in real-time during the General Meeting on the items of the daily agenda at the point in time announced by the Chairperson;

(v) will be able to take the floor and address the General Meeting orally during the General Meeting;

(vi) will receive information on the registration of their vote.

3.8. The names of Shareholders that have been registered as participants in the General Meeting through the Internet Platform will be included in the list of Shareholders that are present at the General Meeting in person or by proxy (if there is one).

3.9. Any early disconnection by Shareholders before the end of the General Meeting does not affect the calculation of the quorum of Shareholders present or represented at the General Meeting for the time they are connected. Shareholders can connect again to the Internet Platform and continue to follow the remainder of the General Meeting and exercise all of their rights to participate and vote electronically.

In all other cases, Shareholders will only be able to follow the live stream of the General Meeting through teleconference.

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3.10. Shareholders will be able to vote electronically from the time when the Chairman of the General Meeting announces the start of voting on the items of the daily agenda, following the completion of the proposals and discussion on the items of the daily agenda, and up until the point when the Chairperson of the General Meeting announces the end of voting.

The Chairman of the General Meeting may, at her absolute discretion, decide that voting can take place from the start of the General Meeting up until the time when she announces the end of voting.

3.11 For Shareholders that participate in the voting on the items of the General Meeting that takes place before the General Meeting (mail vote), voting on the items of the daily agenda will be possible exclusively and only for the time period indicated in the Invitation to the General Meeting.

Following that time point, it will not be possible for Shareholders to participate in the voting on the items of the daily agenda that takes place before the General Meeting by mail vote.

On entering the Internet Platform, Shareholders will declare the number of voting rights with which they wish to participate at the General Meeting and vote, and, if they wish, they can amend that number (to a lower one). Shareholders that vote on time as above can follow the live feed of the General Meeting by teleconference.

3.12. Shareholders that voted on time as above before the General Meeting by mail vote will be able to withdraw it, as follows:

a) If they voted before the General Meeting through the Internet Platform, they will be able to withdraw their vote through the Internet Platform, up until the start of the General Meeting.

b) If they voted before the General Meeting by sending to the Company the "Mail Vote Form", they will be able to withdraw their vote in the same manner in which they submitted it, by 10:00 on 20.07.2022 at the latest. Shareholders above may, if they wish, participate in person at the General Meeting under clauses 1.1 to 1.5 and 3.1 to 3.9 of the present.

4. Vote confirmation and voting results

4.1. Submission of the vote by the Shareholder through the Internet Platform is final and cannot be withdrawn, subject to the conditions in par. a) and b) of clause 3.12.

4.2. Each Shareholder who voted at the General Meeting (including by mail vote) will receive from "Hellenic Central Securities Depository S.A." confirmation of registration of her vote on the items of the daily agenda through the Internet Platform after the end of the General Meeting.

4.3. If during voting the voting rights which were declared for participation at the General Meeting, are not fully exercised by the Shareholder, then, following the end of the General Meeting, he will receive, in accordance with clause 4.2, confirmation by the "Hellenic Central Securities Depository S.A." that the remaining rights were noted as "ABSTAIN".

4.4. After the end of voting on the items of the daily agenda and the vote count, the Chairperson informs Shareholders about the results of the vote.

The results of the vote on the items of the General Meeting will be published on the website of the Company, in accordance with the law.

5. Communication

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For any questions concerning these Terms for the remote General Meeting, you may contact the Investor Information Services Division of the Company by email at investorsinfo@eurobankholdings.gr or by telephone at +30 210 3522400 (daily between 09.30 – 17.00).

For any information regarding technical support to Shareholders and their representatives, you may contact the Help Desk by email at AXIAeShareholdersMeeting@athexgroup.gr or by telephone at +30 210 3366.120.

Appendix – Definitions

Company refers to the company «**Eurobank Ergasias Services and Holdings S.A.**».

General Meeting refers to the General Meeting of Shareholders of «**Eurobank Ergasias Services and Holdings S.A.**» dated **21.07.2022**, which will take place remotely in real time by teleconference and the use of electronic means, without the physical presence of shareholders at the venue, under the conditions of articles 125 and 126 of Law 4548/2018.

Internet Platform refers to the internet platform www.athexgroup.gr/AXIAeShareholdersMeeting that has been developed by the Hellenic Exchanges – Athens Stock Exchange Group and is available by the “Hellenic Central Securities Depository” for the provision of General Meeting services to issuing companies that take place remotely, in real-time by teleconference without the physical presence by shareholders.

Teleconference application / teleconference refers to the WEBEX set of tools / services that are provided by Cisco Hellas S.A., through which teleconference is provided.

Mail vote refers to the participation remote participation of Shareholders in the vote on the items of the General Meeting that will take place before the General Meeting.

Shareholder of the Company is the one that is registered on the start of the fifth (5th) day before the date of the General Meeting (“Record date”), i.e. on **July, 16th 2022**, in the Dematerialized Securities System (DSS) of the company “HELLENIC CENTRAL SECURITIES DEPOSITORY (ATHEXCSD)” or the one identified as such based on the relevant date through registered intermediaries or other intermediaries in compliance with the provisions of the legislation (Law 4548/2018, Law 4569/2019, Law 4706/2020 and Regulation (EU) 2018/1212) as well as the Rulebook of Operation of the Hellenic Central Securities Depository (Government Gazette B/1007/16.03.2021). Proof of shareholding status may be evidenced by any legal means and in any case based on information received by the Company electronically by ATHEXCSD, if the latter provides registration services, the participating and registered intermediaries in the central securities depository in any other case. A shareholder may participate in the General Meeting, based on the confirmations or notices of Articles 5 and 6 of Regulation (EU) 2018/1212, provided by the intermediary, unless the General Meeting refuses such participation for a material cause, which justifies its refusal, in compliance with the relevant statutory provisions (Article 19 (1), Law 4569/2018 and Article 124, Law 4548/2018).

Terms for the remote General Meeting refers to the present terms and conditions.

Chairman of the General Meeting refers to the Chairman of the General Meeting that will take place remotely in real-time by teleconference and the use of electronic means, without the physical presence of shareholders at the venue.

Third Party Suppliers refers to the companies “Hellenic Central Securities Depository S.A.”, headquartered in Athens, and “Cisco Hellas S.A.”, headquartered in Marousi Attica.