

INDEPENDENT NON EXECUTIVE DIRECTORS' REPORT TO THE ANNUAL GENERAL MEETING OF SHAREHOLDERS OF EUROBANK HOLDINGS

The Independent Non-Executive Directors of Eurobank Ergasias Services and Holdings S.A. (Eurobank Holdings) submit to the Annual General Meeting of Shareholders of Eurobank Holdings their report, as per the requirement of Law 4706/2020 (article 9 paragraph 5).

Report of the Independent Non – Executive Directors

The Independent Non – Executive Directors of Eurobank Holdings, in their capacity as members of its Board of Directors and Board Committees, act with independence of mind, commitment and transparency. They monitor and examine the strategy of Eurobank Holdings and its implementation, as well as the achievement of its goals. They constructively challenge and express their views on the proposals of the Executive Directors, ensuring their effective supervision. Moreover, they review the implementation of sound corporate governance practices, thus, ensuring that the interests of all internal and external stakeholders are appropriately taken into account in the discussions and decision making of the Board and its Committees.

The Independent Non – Executive Directors of Eurobank Holdings fully abide with the information provided in the Report of the Directors of Eurobank Holdings (Directors Report) and the Corporate Governance Statement 2022, which is an integral part of the Directors Report and has been approved by the Board of Directors on 06.4.2023. The Directors Report has been included in the Annual Financial Report for the year ended 31.12.2022. The Directors Report is available on the website of Eurobank Holdings (www.eurobankholdings.gr).

It is noted that the Non-Executive Directors (including the Independent Non – Executive Directors) meet at least annually, or exceptionally when judged appropriate, without the presence of Executive Directors in order to discuss the performance of the latter. At these meetings the Non-Executive Directors do not act as a de facto body or a committee of the Board. In 2022, the Non-Executive Directors had scheduled to meet twice, on 30.06.2022 and 15.12.2022, however the meeting on 15.12.2022 took place on 26.01.2023 due to the tight schedule of the quarterly Board and Board Committees' meetings in December 2022.

In the framework of the Board's 2022 Internal Evaluation, in line with the Board and Board Committees Evaluation Policy, the annual assessment of the Non-Executive Directors' contribution to the Board (Assessment) was directed by the Board Chair with the use of an individual self-evaluation questionnaire consisted of questions aiming to identify the strengths and areas for improvement of individual Directors across the following areas: (i) Contribution to overall Board profile skillset, (ii) Board participation and quality of contributions to Board deliberations, (iii) Punctuality and attendance, (iv) Team Spirit and demeanor and (v) Independent Thinking and Constructive Challenge. The 2022 Assessment demonstrated that the Non-Executive Directors adequately meet expectations for effectively accomplishing their role as Directors of Eurobank Holdings.

During 2022, the Nomination and Corporate Governance Committee, at its meetings held on 24.05.2022 and 14.12.2022, reviewed the independence criteria of the provisions of Law 4706/2020 on corporate governance, the European Commission Recommendation 2005/162/EC and the Joint ESMA and EBA Guidelines on the "Assessment of the suitability of members of the management body and key function holders" (EBA/GL/2021/06) and

concluded that all five Independent Non-Executive Members continue to meet the relevant independence criteria.

THE INDEPENDENT NON EXECUTIVE DIRECTORS OF EUROBANK HOLDINGS