



Press Release

Athens, June 22, 2021

Proposed Record Date and Priority Allocation Mechanism in Relation to the Share Offering of approx. EUR 0.8 billion

Alpha Services and Holdings S.A., the 100% parent company of Alpha Bank S.A. (the “Company”), following the Extraordinary General Meeting of its Shareholders that took place on June 15, 2021 which approved:

1. The raising of common share capital (the “Share Capital Increase”) amounting to up to Euro 0.8 billion, through payment in cash, the abolition of pre-emption rights and the issuance of new common, registered, voting, dematerialized shares, each of a nominal value of Euro 0.30 (the “New Shares”);
2. That the final number of the New Shares will be equal to the quotient of the final amount to be raised through the Share Capital Increase divided by the offer price of each New Share (the “Offer Price”), which will be determined based on the results of a book-building process to be conducted by a syndicate of international investment banks led by Goldman Sachs Bank Europe SE and J.P. Morgan AG (the “Global Coordinators and Bookrunners”). Citigroup Global Markets Europe AG is acting as Senior Joint Bookrunner and Barclays Bank Ireland PLC and AXIA Ventures Group Limited are acting as Joint Bookrunners;
3. That the New Shares will be:
 - a. offered in Greece, to retail and qualified investors in the context of an offer to the public (the “Public Offering”) within the meaning of point (d) of article 2 of Regulation (EU) 2017/1129 (the “Prospectus Regulation”), the applicable provisions of Law 4706/2020 and the implementing decisions of the Board of Directors of the Hellenic Capital Market Commission (“HCMC”) and
 - b. placed outside of Greece, to qualified, institutional and other eligible investors, in the context of a private placement book-building process, in reliance on one or more exemptions from the requirement to publish or passport a prospectus under the Prospectus Regulation and/or other applicable national laws, including in the United States under Rule 144A (the “Institutional Placement” and jointly with the Public Offering the “Combined Offering”);
4. That existing Shareholders participating in the Institutional Placement or the Public Offering shall be given a priority allocation (the “Priority Allocation”) provided the below criteria are complied with:
 - a. Existing Shareholders participating in the Public Offering will be given a Priority Allocation of the New Shares to be allocated in the Public Offering. The Priority Allocation in the Public Offering will be, at least, equal to the existing Shareholders’ percentage of participation in the share capital of the Company (based on the ATHEX CSD electronic records), as at a record date to be determined by the Board of Directors of the Company (expected to be June 28, 2021, as mentioned below), as such percentage of participation will be increased and adjusted to take into account the aggregated amount of the New Shares offered in the Share Capital Increase, so that at least the same percentage participation in the share capital is retained following the Share Capital Increase;
 - b. Existing Shareholders participating in the Public Offering will not be given any allocation in the Institutional Placement and vice versa;
 - c. The same Priority Allocation will be given over the New Shares, to be placed through the Institutional Placement, to existing Shareholders who are qualified and/or institutional and/or other eligible investors (including the Hellenic Financial Stability Fund), participating in the Institutional Placement; and





d. New Shares not subscribed in the Public Offering or the Institutional Placement, will be allocated at the discretion of the Board of Directors, taking into account the view of the Global Coordinators and Bookrunners in relation to long-term, “buy and hold” investors, among other allocation criteria (such as timeliness of orders, etc.);

announces that, subject to the approval by the HCMC of the prospectus to be drawn by the Company for the purposes of the Public Offering and completion of internal corporate authorizations:

1. The record date is expected to be set at June 28, 2021 (the “Record Date”).
2. Existing Shareholders participating in the Public Offering or the Private Placement and requesting for Priority Allocation for their shareholding participation in the Company as at the Record Date should
 - a. appear with the relevant shareholding participation in the ATHEX CSD electronic records as Shareholders of the Company as of the Record Date (i.e. trades should have been settled at that point in time); and/or
 - b. in case they hold shares in the Company through intermediary/ies [in the sense of article 26 par. (b) of Law 4706/2020 (transposing into Greek law article 1 element 2 of Directive 2017/828)] deliver certificate(s) issued by such intermediary/ies, evidencing the exact number of shares held in the Company through such intermediary/ies as of the Record Date.
3. Investors purchasing shares in the Company for the purposes of evidencing ownership on the Record Date pursuant to 2a and 2b above should take into account the settlement periods of the Athens Exchange (T+2) or any other clearing system or intermediary through which they acquire shares.
4. Any Priority Allocation will only be applicable for those orders that have been placed at the Offer Price.
5. The Company shall closely monitor its shareholding structure between the Record Date and the completion of the Combined Offering, in order to preserve the Priority Allocation for Existing Shareholders in line with their participation until the Combined Offering completion.
6. The Public Offering is expected to be launched early in the week starting June 28, 2021, whilst delivery of the New Shares is expected to be completed by mid-July.

The Company, pursuant to all applicable law, shall inform investors of any further developments in relation to the Public Offering.

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