
CORPORATE GOVERNANCE OVERVIEW

March - May 2022

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ALPHA BANK

STRATEGIC OVERVIEW

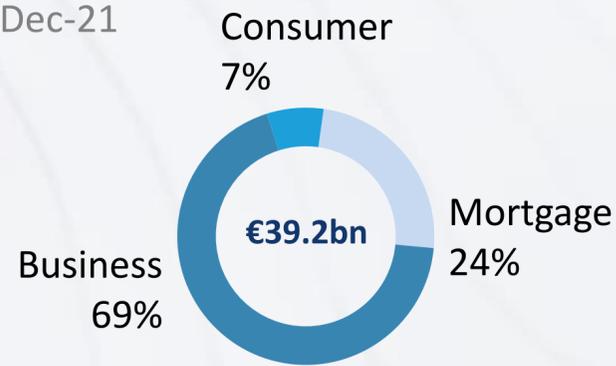
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A photograph of a modern, multi-story office building with a glass and metal facade, serving as the background for the slide. The building features a prominent glass section on the right and a more solid facade on the left. The Alpha Bank logo and name are visible on the lower part of the building.

 ALPHA BANK

Gross loans breakdown

Group, Dec-21

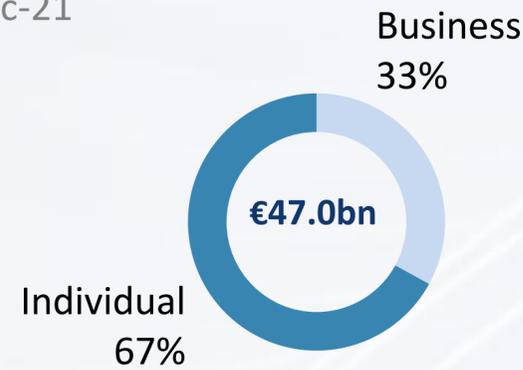


Out of which 90% Greece

 Market share 23.3%

Deposits breakdown

Group, Dec-21

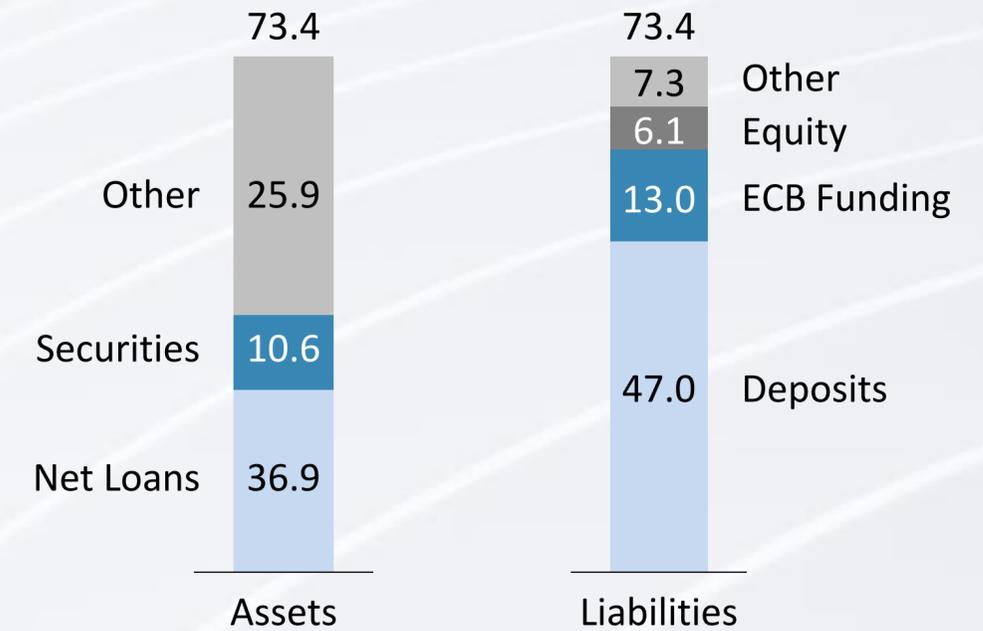


Out of which 88% Greece

 Market share 21.7%

Balance sheet structure

Group, EUR bn, Dec-21



Alpha Bank SEE network

Dec-21

SEE Network	Dec-21
Countries of presence 	2
Branches 	150
Employees 	2,536

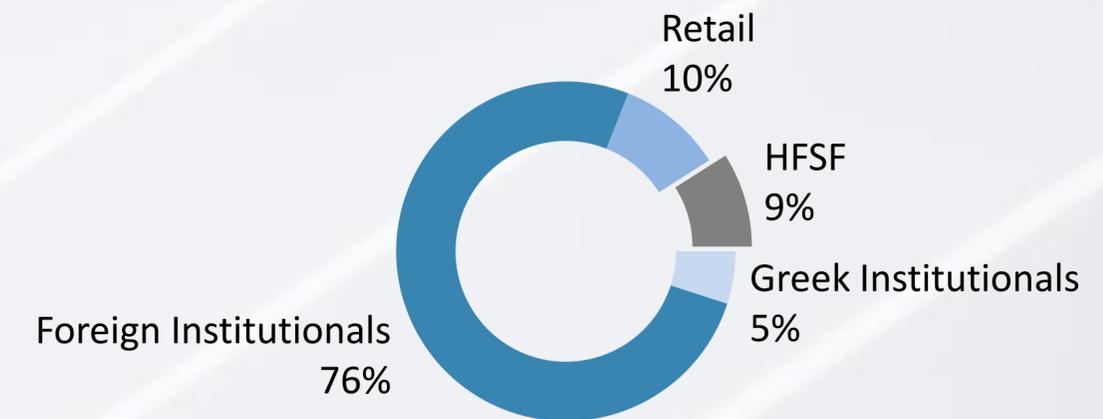
Market shares

%, Dec-21

Market Shares Loans ²	Dec-21
Romania 	4.1%
Cyprus 	4.5%

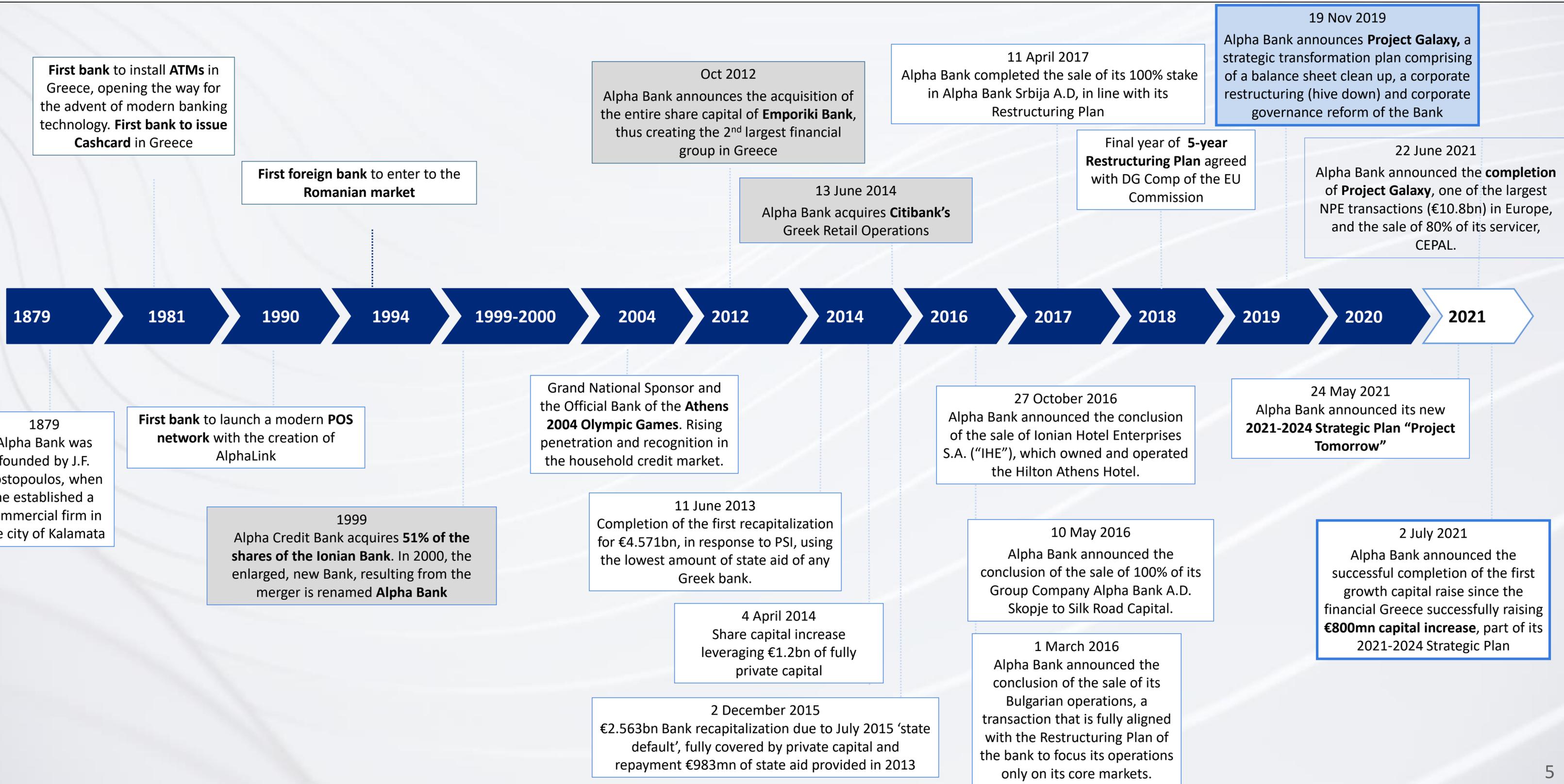
Alpha Bank's shareholder structure

Feb-22



1| Excluding General Government and foreign residents, as per Central Bank definitions

ALPHA BANK'S HISTORY | Sustained Leading Role in the Market



Normalised PAT

€330mn

TBV

€5.6bn

ROTE

5%

Performing Loan Growth

+2%

YoY

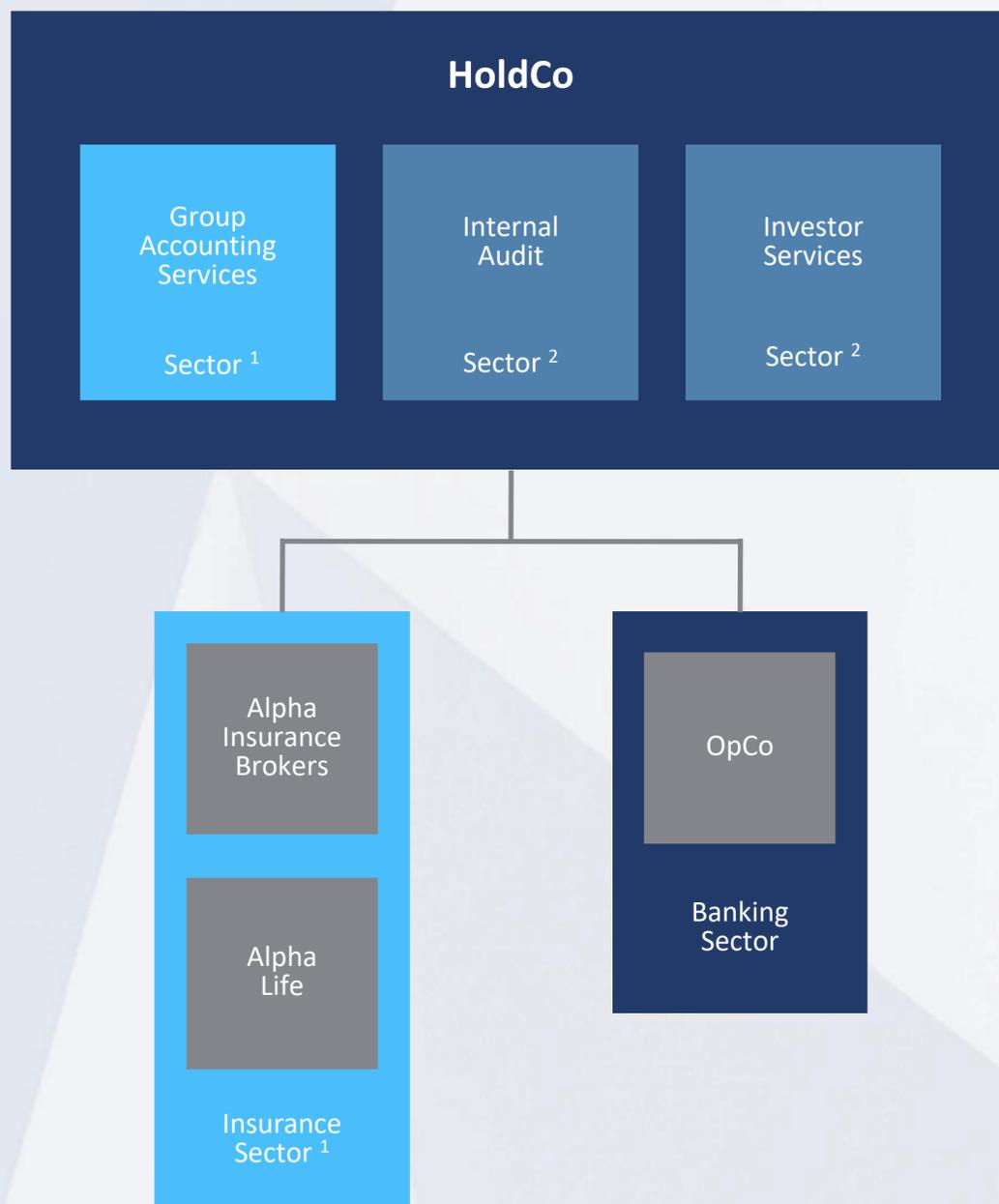
Total CAD

16.7%

Pro-forma for Orbit, Sky and Riviera RWA relief

Underlying CoR

85bps



Governance: governance structure of HoldCo and OpCo:

- A. Same BoD: the BoD composition and capacities of the Board Members (Executive, Non-Executive, Independent Non-Executive) are the same at the two levels.
- B. Same CEO: Both entities have the same CEO.
- C. Committees: an Audit Committee, a Risk Management Committee, a Remuneration Committee and a Corporate Governance, Sustainability and Nominations Committee established at both levels.
- D. Substantive decisions: the substantive decisions in terms of the Alpha Bank Group are adopted at the OpCo level. Only decisions necessary under statute (such as the approval of the Financial Statements, dividend distribution, etc.) or in connection with specific corporate actions (such as a share capital increase or decrease, etc.) are adopted at the level of the HoldCo BoD.

HFSF Framework: The HFSF Framework continues to apply (post-Hive Down) and all rights of the HFSF under the HFSF Framework are preserved in full.

1. At least one (non-core banking) sector of Alpha Bank was retained at the HoldCo level in order to satisfy requirements of the Greek Transformation Law. The two retained sectors (Bank Assurance and Group Accounting Services include a number of FTEs which is less than 10.
2. The existence of internal audit and investor services department at the HoldCo Level is a statutory requirement, since HoldCo remains listed on the AthEx.



ALPHA BANK

EXECUTIVE MANAGEMENT

.02

General Managers	Business Unit
SPYROS N. FILARETOS	Growth and Innovation
SPIROS A. ANDRONIKAKIS	Chief Risk Officer
LAZAROS A. PAPAGARYFALLOU	Chief Financial Officer
IOANNIS M. EMIRIS	Wholesale Banking
ISIDOROS S. PASSAS	Retail Banking
NICHOLAS R. CHRYSSANTHOPOULOS	Chief of Corporate Center
STEFANOS N. MYTILINAIOS	Chief Operating Officer
ANASTASIA CH. SAKELLARIOU	Chief Transformation Officer
SERGIU-BOGDAN A. OPRESCU	International Network
FRAGISKI G. MELISSA	Chief Human Resources Officer
GEORGIOS V. MICHALOPOULOS	Wealth Management & Treasury



VASSILIOS E. PSALTIS / CEO

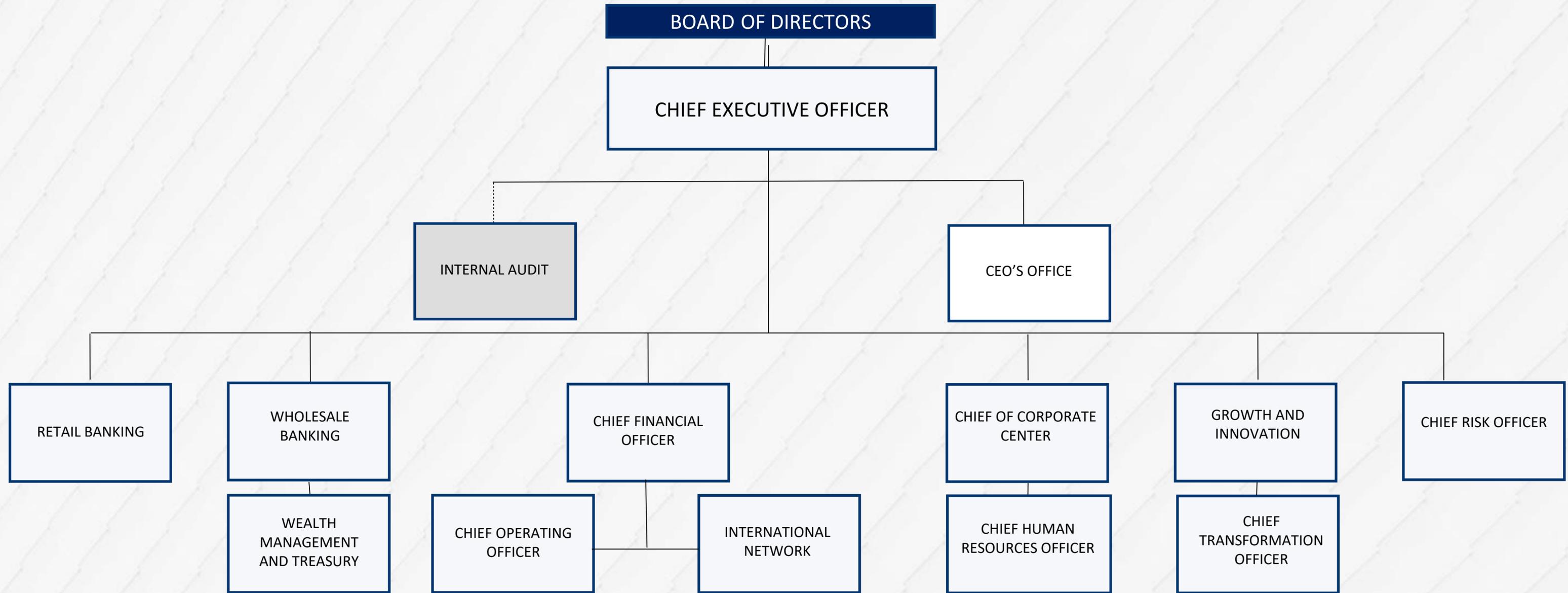
New CEO

High energy management team with proven experience and track record to give confidence on strategy delivery.

Executive General Managers	Business Unit
XENOFON D. AVLONITIS	Compliance
MARIA C. RONTOGIANNI	Group Internal Auditor
SPYRIDON P. TZAMTZIS	IT-CIO
EVANGELOS D. PATRINOS	NPE's Remedial Management
MICHAEL V. TSARBOPOULOS	Chief Digital Officer

NEW ORGANISATIONAL STRUCTURE

Stronger corporate governance with clear delegation of authority from the BoD to the CEO and the CEO to the management team



 General Manager and member of the Executive Committee

 Executive General Manager

NOTE: The Management structure has been updated to depict the Management structure that came into effect 20th May 2022



ALPHA BANK

CORPORATE GOVERNANCE

.03



“The success of the Strategic Plan, which we presented last May, is based on the implementation of an ambitious Transformation Programme. The philosophy on which this Transformation Programme is based aims to change the way Alpha Bank is repositioned in society.

To achieve this, it is also necessary to substantially and structurally adapt from within. We want to create a new corporate experience, one that aims to boost our performance, focuses on the constant development of our workforce, but also introduces sustainability considerations across the entire operational framework of the Bank.

By bringing sustainability to the core of its strategy, Alpha Bank intends to be an active agent of progress and one that will contribute to shaping a new environment for banking in our country.”

VASSILIOS E. PSALTIS / CEO

March 2022

PROGRESSIVE GOVERNANCE REFORM

- Continuous improvements since 2019, on an annual basis, since the new management took over
- 54% independent board - only 2 executive members on the Board of Directors
- 23% of the Members of the BoD are female. Following the appointment of 2 new Members at the 2022 AGM, the percentage will reach 30%
- 2 Chairs of the BoD Committees are female
- External adviser retained to facilitate the search for new Board candidates, in line with of the Board of Directors' succession planning process.
- 7 Non-Executive Members' meetings convened during 2021

ADOPTION OF HELLENIC CORPORATE GOVERNANCE LAW & CODE

- Alpha Services and Holdings S.A., in 2021, adopted the **Hellenic Corporate Governance Code** of the Hellenic Corporate Governance Council
- Fully compliant with the Hellenic CG Code (one deviation clarified under comply or explain principle)
- 100% compliance with the new Hellenic CG law 4706/2020 by the 2022 AGM
- The Company revised Policies pertaining to Corporate Governance as well as the BoD Committees' Charters

DIRECTORS' ELECTION

- Election of a new Board of Directors due to the expiry of its 4 year tenure
- Election of a new Member of the Board of Directors
- Appointment of Independent Members
- Determination of the type of the Audit Committee, the term of office, the number and the qualifications of its Members

REMUNERATION ITEMS

- Remuneration Report for the year 2021
- Approval of the Members of the Board of Directors' remuneration

4 BOARD COMMITTEES

- AUDIT
- RISK MANAGEMENT
- REMUNERATION
- CORPORATE GOVERNANCE, SUSTAINABILITY AND NOMINATIONS

DIVERSE SKILL SET & INTERNATIONAL EXPERTISE

- BANKING AND FINANCIAL SERVICES
- BOARD EXPERIENCE
- M&A
- RESTRUCTURING
- REGULATORY/ LEGAL
- ACCOUNTING & AUDITING
- RISK MANAGEMENT
- DIGITAL / IT
- GOVERNANCE
- ESG

Name	Status	Committees	Gender	Tenure (in years)
VASILEIOS T. RAPANOS	Chairman- Non-Executive Member		M	7.5
VASSILIOS E. PSALTIS	Chief Executive Officer – Executive Member		M	3
SPYROS N. FILARETOS	General Manager – Growth and Innovation - Executive Member		M	16
ELLI M. ANDRIOPOULOU (since 1.1.2022)	Non-Executive Member (NEW)		F	2 months
EFTHIMIOS O. VIDALIS	Non-Executive Member	<i>Member of the Audit and Corporate Governance, Sustainability and Nominations Committees</i>	M	7.5
DIMITRIS C. TSITSIRAGOS	Independent Non-Executive Member	<i>Member of the Risk Management and Remuneration Committees</i>	M	1.5
JEAN L. CHEVAL	Independent Non-Executive Member	<i>Member of the Risk Management and Remuneration Committees</i>	M	3.5
CAROLYN G. DITTMEIER	Independent Non-Executive Member	<i>Chair of the Audit and Member of the Corporate Governance, Sustainability and Nominations Committees</i>	F	5
RICHARD R. GILDEA	Independent Non-Executive Member	<i>Chair of the Remuneration and Member of the Risk Management Committees</i>	M	5.5
ELANOR R. HARDWICK	Independent Non-Executive Member	<i>Chair of the Corporate Governance, Sustainability and Nominations and Member of the Audit Committees</i>	F	1.5
SHAHZAD A. SHAHBAZ	Independent Non-Executive Member	<i>Member of the Corporate Governance, Sustainability and Nominations Committee</i>	M	7.5
JAN A. VANHEVEL	Independent Non-Executive Member	<i>Chair of Risk Management and Member of the Audit Committees</i>	M	5.5
JOHANNES HERMAN FREDERIK G. UMBGROVE	Non-Executive Member (Representative of the Hellenic Financial Stability Fund)	<i>Member of the Audit, Risk Management, Remuneration and Corporate Governance, Sustainability and Nominations Committees</i>	M	3.5

NOTE: the tenure of the Members is calculated based on February 2022 as a reference date.

BOARD OF DIRECTORS

The BoD composition is in line with international best practice

- 7 Independent Non-Executive Members
- 4 Non-Executive Members (including the Chairman and the HFSF Representative)
- 2 Executive Members

- 3 female Board Members (the target will be to increase the number of female board members to 5 by 2023)

New developments

- New ESG board oversight - C.G. Dittmeier appointed as the Member in charge of overseeing Sustainability/ESG issues
- Increase in the number of Non-Executive Members meetings – introduced in 2021.

EXECUTIVE COMMITTEE MANAGEMENT COMMITTEES

Upgraded Executive Committee and Management Bench

- The Executive Committee was introduced formally in the articles of incorporation as Corporate Body, thus enhancing a two-tier system in the Bank
- New ExCo appointed by the BoD, at the recommendation of the CEO
- New GMs appointed, with clear areas of responsibility and authority by way of CEO Acts

Redesigning the Management Committees

- The Management Committees structure was analysed in light of best practice with the support of McKinsey
- Aim was to facilitate executive decision-making while maintaining strong risk management, leveraging insights from other European Banks and an internal assessment of current pain points

OVERALL STRUCTURE

In line with Bank's ESG strategy, sustainability oversight added at board level

- The Corporate Governance and Nominations Committee was renamed to Corporate Governance, Sustainability and Nominations Committee in order to cover ESG and sustainability issues

Updating the Charters to include ESG

- The BOD Committee's Charters were updated in order to be in line with the regulatory framework as well as to include ESG and sustainability issues
- Establishment of the Group Sustainability Committee at Management level

EVALUATION OF THE BOARD OF DIRECTORS & ITS COMMITTEES

The Board of Directors annually assesses its effectiveness and that of its Committees.

- Supported by the CGSNC
- At least once every three years the Board of Directors appoints external consultants to facilitate a more in-depth review of its effectiveness
- **The Collective Evaluation** of the Members of the Board of Directors and its Committees, for a third year, was conducted by **Nestor Advisors**, supported by the CGSNC.
- **The Individual Evaluation** of the Members of the Board of Directors was conducted by the Chair of the Board of Directors.

Collective Evaluation – Main highlights

- The Board of Directors’ overall score shows continuous improvement since the governance reform commenced in 2019
- Recommendation that the BoD focuses on certain topics : gender diversity – Greek market experience - retail/digital banking expertise – age

Individual Evaluation – Main highlights

- The Board performed its functions effectively
- In order to face the new challenges, the Board of Directors and its Committees worked productively and supported the Management, both in facing the consequences of the pandemic but also in implementing the strategic events of the Company

ASSESSMENT OF THE BOARD MEMBERS’ COLLECTIVE SUITABILITY BASED ON ESMA AND EBA GUIDELINES

Suitability Assessment as per ESMA/EBA guidelines

- During 2021 an assessment of the Board Members’ collective suitability in terms of knowledge, skills and experience based on the Joint ESMA/EBA Guidelines on “the assessment of the suitability of members of the management body and key function holders” (the “Joint ESMA/EBA Guidelines”) was conducted
- Supported by the CGSNC
- Each Member of the Board of Directors conducted an Individual Self-Assessment based on the criteria listed in the Joint ESMA/EBA Guidelines
- The Chair of the Board of Directors completed the Collective Suitability Matrix of the Joint ESMA/EBA Guidelines based on the Individual Self Assessments and examining, among others, areas of governance, risk management, compliance, audit, management, strategy, decision-making and past experience, as suggested by the Guidelines.

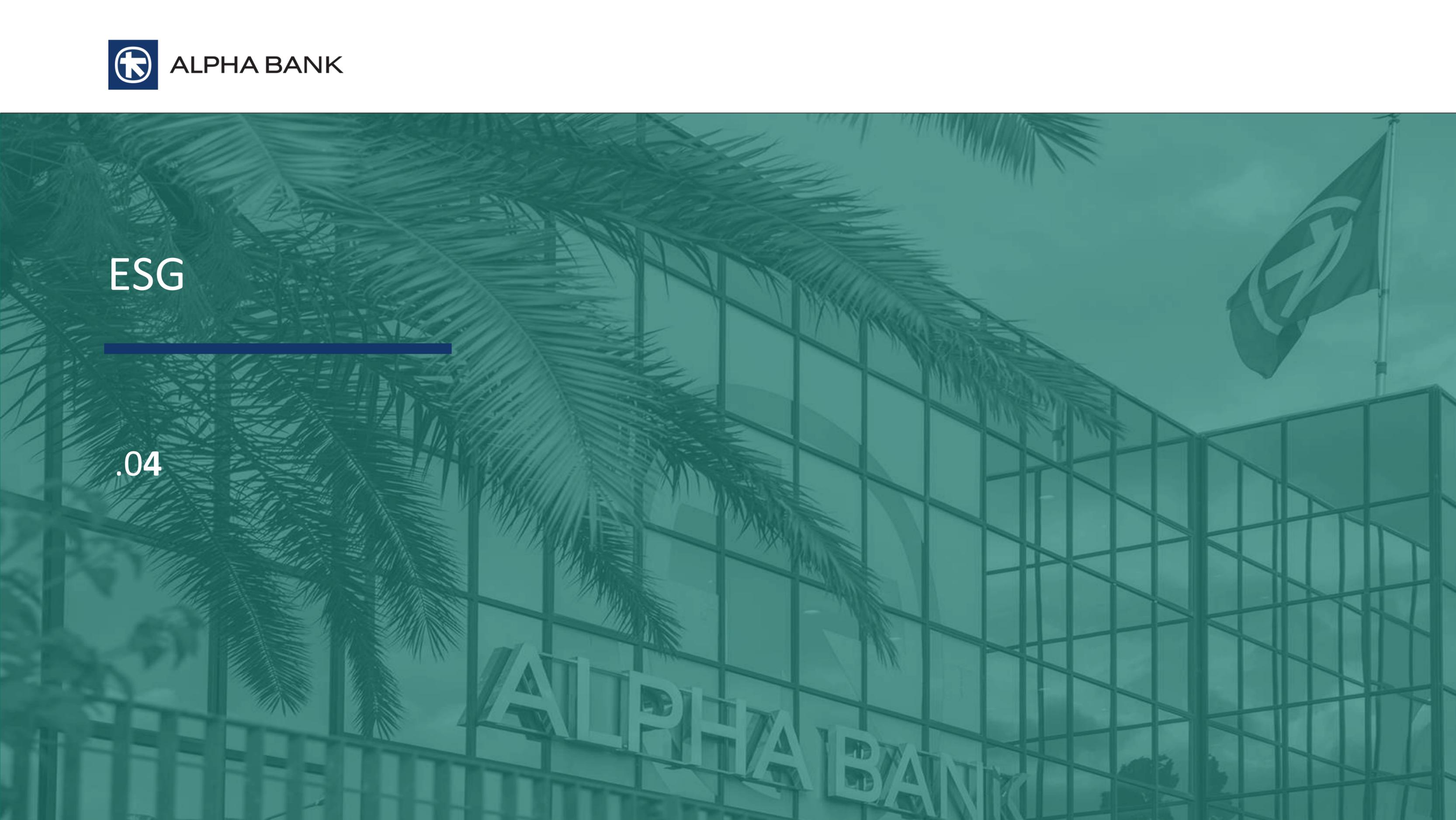
Main highlights

Based on the approved Collective Suitability Matrix, the Board of Directors resolved that it would benefit from:

- gender and ethnically diverse candidates
- further Greek market expertise
- experience in retail financial services
- IT and Digital
- Human Resources
- ESG skills and knowledge and/or experience

ESG

.04



ALPHA BANK

KEY METRICS

E

- Percentage of electricity from Renewable Energy Sources : **100%**
- Direct emissions (Scope 1) (tn CO2 eq): **1,793**
- Indirect emissions (Scope 2) (tn CO2 eq): **32,638**
- Total indirect emissions (Scope 3) (tn CO2 eq): **548,648**
- New financing arrangements for renewable energy projects during the year (million Euro): **179**
- ISO 14001 (Environmental Management System): 

S

- Women Employees: **56%**
- Women in managerial positions: **37%**
- Employee training (training hours per Employee) : **24**
- Number of injuries: **1**
- Number of fatalities: **0**
- Percentage of branches accessible by people with disabilities (PwD): **67%**
- Social investments (million Euros): **2.7**

G

- Percentage of women in the Board of Directors (%) **23%**
- Percentage of Non-executive Board Members (%) : **76.92%**
- Percentage of Non-executive Independent Board Members (%): **54%**
- Sustainability oversight at Board Committee level : 
- External assurance of published non-financial information: 

SDG CONTRIBUTION



KEY TARGETS

E

- Development of products and financial instruments for the agricultural sector in cooperation with European institutions, aiming to reach 5% of new disbursements **by 2025**.
- Increase of the Alpha Green Loan Products penetration to double the 2020 percentage of Total New Disbursements **by 2022**.
- Increase of the ESG-related assets (such as Green Bonds) by 5% on a yearly basis or 25% cumulative **by 2025**.
- Increase of Renewable Energy Systems (“RES”) funding by €40 million, equivalent to approximately 70 MW by 2025.
- Reduce the bank’s own energy & resource use / Reduce OPEX

S

- Inclusion of responsible investments in Customers’ total investment portfolio.
- Align CSR spend with emerging social impact objectives
- Address societal expectations and ensure the support of our stakeholders
- Increase employee engagement and commitment
- Increase of youth hiring by 20% **by 2025**.

G

- Address regulatory expectations & align with public policy stance
- Mitigate legal & reputational risks
- Enhance Internal ESG Governance
- Further enhancement of Corporate ESG Disclosures: Adoption of **TCFD** and **SASB** frameworks

ENHANCEMENT OF SUSTAINABILITY REPORTING



Adoption of TCFD reporting framework within 2022



Adoption of SASB framework 50 % alignment by June 2022

OFFICIAL MEMBERSHIPS



Alpha Bank significantly contributes to **9** SDGs





Alpha Bank signed the **six Principles for Responsible Banking** in August 2019 and set **quantitative targets** for their implementation



POSITIVE TREND IN ALPHA BANK'S ESG SCORES

ESG RATERS	2020	2021
MSCI ESG Rating (scale CCC-AAA)	AA	AA
FTSE4Good Emerging Index	✓	✓
ISS ESG Quality Score (score 1-10, 1 indicates lower risk and better disclosure)	Environment: 1 Social: 2 Governance: 4 <i>December 2020</i>	Environment: 1 Social: 2 Governance: 4 <i>March 2022</i>
Vigeo Eiris Best Emerging Market Performers	✓	✓
CDP Climate Change	Awareness/C	Management/B-
Bloomberg Gender Equality Index	✓ (Index 2021)	✓ (Index 2022)
Athex ESG Index		✓

ESG provides an opportunity to align with our stakeholders and ensure the sustainability of our business

E

Environmental impact:

Incorporate environmental considerations in our strategy & decision making

- Management of climate risks for the bank and its clients
- Transition risks arising from increasing market disruption
- Environmental impact of company activities, direct or via financing

S

Social Impact:

Ensuring the bank's internal & external impact supports societal standards and objectives

- Public perception & reputation
- Labor relations, employee well-being
- Corporate Social Responsibility
- Human Rights, including in the supply chain

G

Governance:

Continuing alignment of our corporate governance with shareholder expectations

- Board structure and practices, diversity and inclusion
- Remuneration alignment with shareholder interests
- Business Ethics (anti-corruption, anti-competitive practices)
- Continuous improvement of Disclosures and Transparency

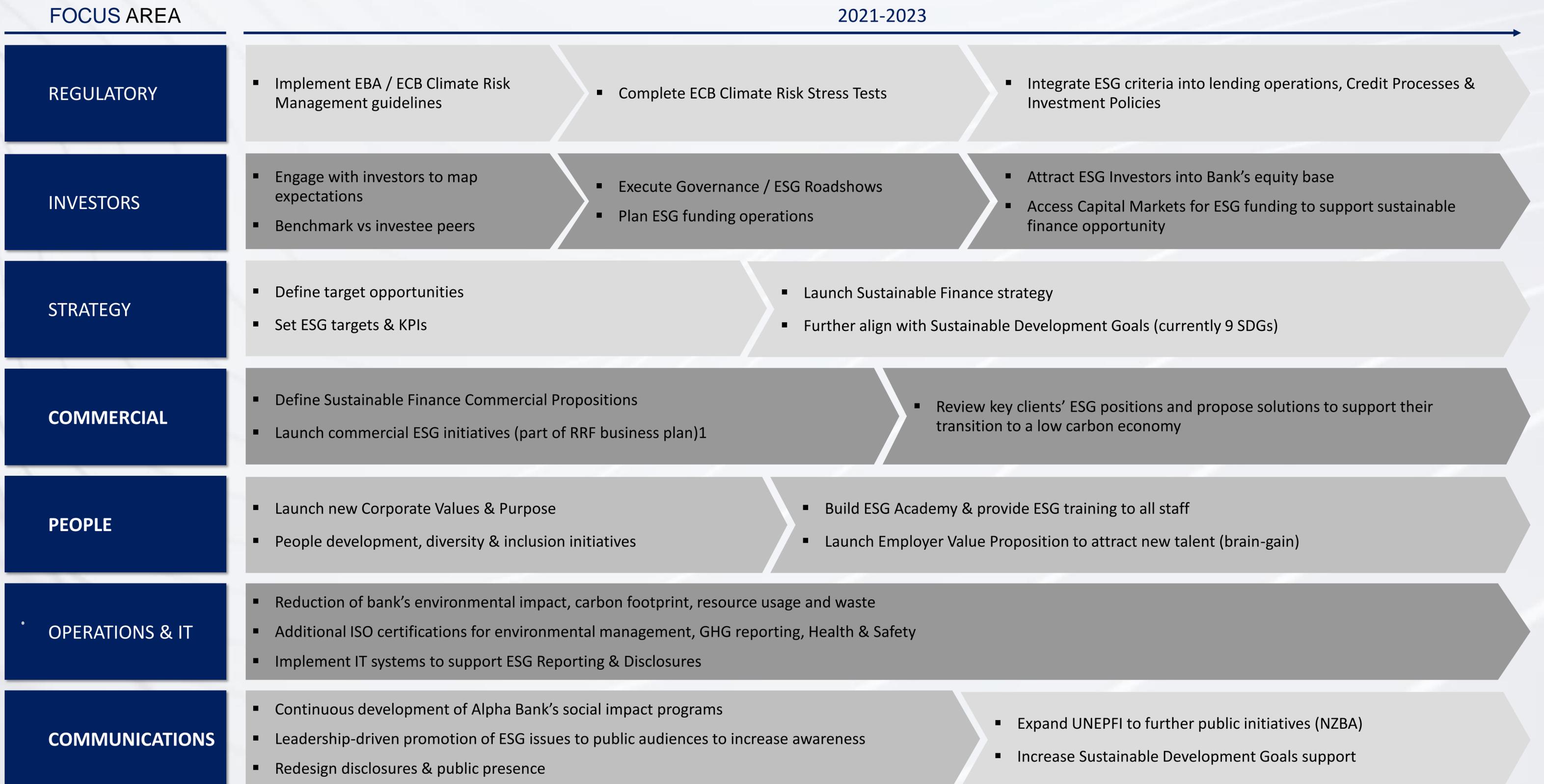
We aim to fully integrate ESG into our strategy and achieve a leading position in our markets

Capture Opportunities

- Align standards with investor community expectations via regular engagement
- Align funding operations with our Sustainable Finance strategy
- Enhance perception of Alpha Bank's Brand by becoming a leader in ESG
- Address emerging business opportunities and customer preferences
- Ensure employee engagement and commitment
- Enhance position in public and official sector funding initiatives
- Align CSR spend with new social impact objectives
- Reduce the bank's own energy and resource use / Reduce OPEX

Manage risks

- Mitigate impact of our portfolio ESG risks
- Comply with regulatory expectations and align with public policy stance
- Safeguard our reputation as a responsible corporate citizen
- Ensure readiness for evolving changes in legal and regulatory framework
- Align with societal expectations and ensure the support of our stakeholders





ESG GOVERNANCE STRUCTURE

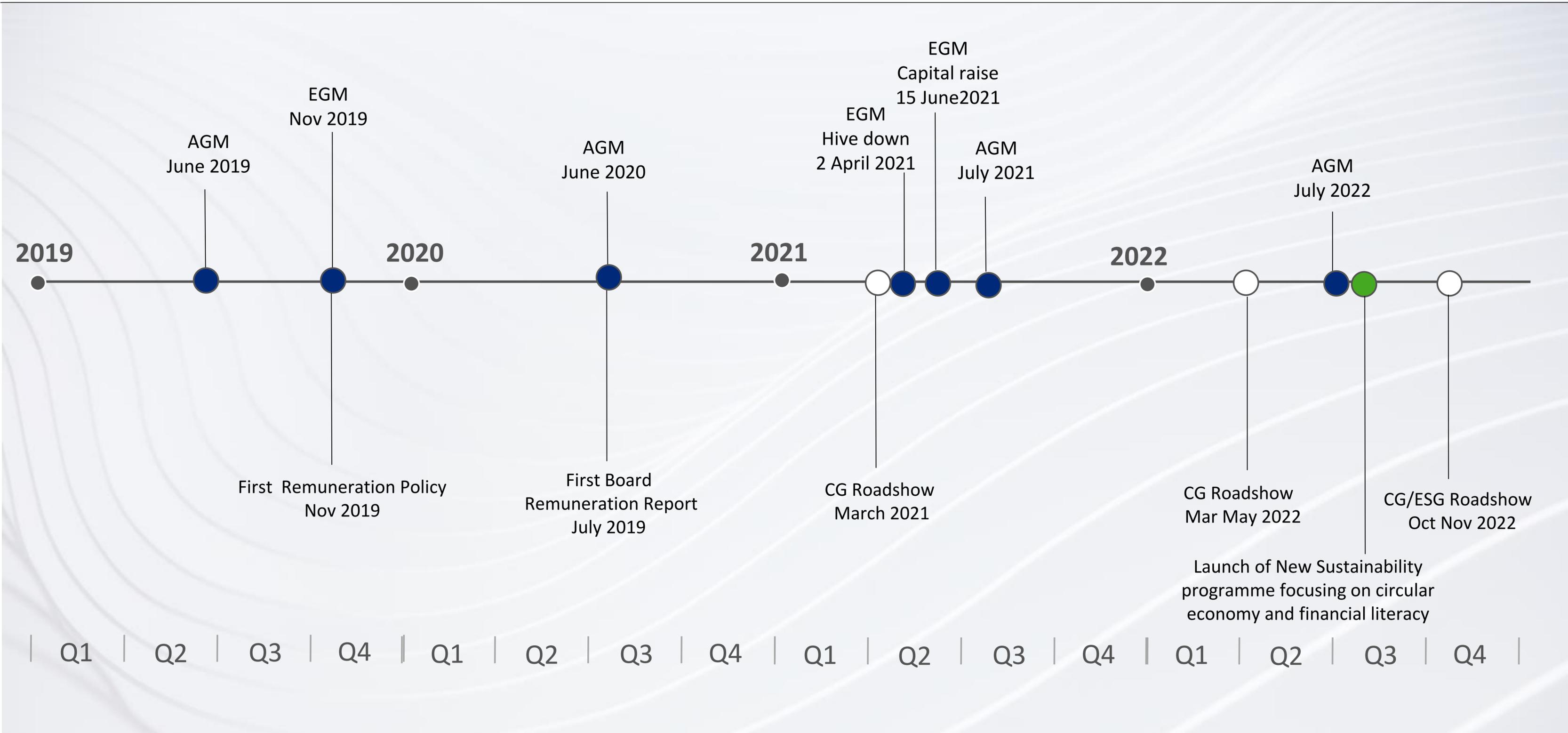
- 1 **Board committees' charters** amended to ensure all ESG are addressed by the relevant committee
- 2 **Corporate Governance, Sustainability & Nominations Committee** has central ESG oversight at Board level
- 2 **Group Sustainability Committee** at management level, consisting of 6 Executive Committee members, chaired by the Head of Wholesale Banking.
- 3 **Group ESG coordinator** appointed to oversee all ESG initiatives & objectives. **ESG Division setup** in progress.
- 4 Cross-functional **ESG Working Group** to drive internal adoption of best practice standards and make ESG business as usual
 - *Equivalent Governance structure will apply to all **Group subsidiaries, including internationally** (adjusted to align with local regulatory requirements)*

APPENDIX

.03

- CG/ESG Engagement Timeline
- 2021 AGM Results
- Remuneration Policy Overview
- Board & Committee Attendance
- Biographies

APPENDIX | CG & ESG Engagement Timeline



ITEM	AGENDA	% SUPPORT
1	Approval of the Annual and Consolidated Financial Statements of the financial year 2020 (1.1.2020 - 31.12.2020), together with the relevant reports of the Board of Directors and the Statutory Certified Auditors	99.9%
2	Approval, as per article 108 of law 4548/2018, of the overall management for the financial year 2020 (1.1.2020 - 31.12.2020) and discharge of the Statutory Certified Auditors for the financial year 2020, in accordance with article 117 of law 4548/2018	99.84%
3	Election of Statutory Certified Auditors for the financial year 2021 (1.1.2021 - 31.12.2021) and approval of their remuneration	100%
4	Submission of the Activity Report of the Audit Committee for the year 2020, in accordance with article 44 of law 4449/2017	NON-VOTING ITEM
5	Approval of the Members of the Board of Directors' remuneration for the financial year 2020 (1.1.2020 - 31.12.2020)	100%
6	Approval, in accordance with article 109 of law 4548/2018, of the advance payment of remuneration to the Members of the Board of Directors for the financial year 2021 (1.1.2021 - 31.12.2021)	100%
7	Deliberation and advisory vote on the Remuneration Report for the year 2020, in accordance with article 112 of law 4548/2018	100%
8	Approval of the Remuneration Policy of the Members of the Board of Directors as per the provisions of law 4548/2018.	100%
9	Submission of the Report of the Non-Executive Independent Members, as per the provisions of law 4706/2020	NON-VOTING ITEM
10	Approval of the Suitability and Nomination Policy for the Members of the Board of Directors.	100%
11	Granting of authority, in accordance with article 98 of law 4548/2018, to Members of the Board of Directors and the General Management as well as to Managers to participate in the boards of directors or in the management of companies having purposes similar to those of the Company	98.57%

KEY PILLARS

The key pillars of the Remuneration Policy are formed so as to promote the business strategy, the sustainability and the long-term interests of the Bank.

- ✓ Long term value creation
- ✓ Attraction and retention of Officers and Employees
- ✓ Risk Management
- ✓ Remuneration linked to performance evaluation

The Policy contributes to the Bank's business strategy, long-term interests and sustainability and is set to comply with the legal and regulatory framework, to align the interests between Shareholders and Management and to create value for the benefit of all stakeholders

REMUNERATION ELEMENTS

FIXED PAY

To determine the salary, in line with the applicable law provisions, the Bank takes into consideration:

- Position
- Duties
- Level of responsibility and risk undertaking
- Skills required for the exercise of duties
- Competence and experience of Executives
- International trends, evolving market conditions and local market comparables.

The Executive members of the BoD do not receive any remuneration related to their participation in the Board of Directors.

VARIABLE PAY

- The variable component of the total compensation of the Executive Members of the BoD is discretionary and refers to a performance reward (bonus) or other reward schemes that may vary per year.
- Variable remuneration is linked to Key Performance Indicators and set to provide a balance, so as to ensure a focus on the bank's business plan objectives, as well as on long-term goals determined by the Company's strategy as in effect, whilst discouraging excessive risk-taking.

As of 2010, payment of any performance-related reward (bonus) to the Members of the Board of Directors, General Managers and Deputy General Managers is prohibited by the statutory provisions of the HFSF Law (Law 3864/2010 as in force).

APPENDIX | Board and Committee Attendance



BOARD & COMMITTEE MEMBERS	Board of Directors	Audit Committee	Risk Management Committee	Remuneration Committee	Corporate Governance, Sustainability and Nominations Committee
No of meetings	(29)	(15)	(17)	(11)	(10)
VASILEIOS.T RAPANOS	100%	--	--	--	--
VASSILIOS E. PSALTIS	100%	--	--	--	--
SPYROS N. FILARETOS	100%	--	--	--	--
EFTHIMIOS O. VIDALIS	100%	93%	--	--	100%
DIMITRIS C. TSITSIRAGOS	100%	--	100%	100%	--
JEAN L. CHEVAL	100%	--	100%	100%	--
CAROLYN DITTMEIER	100%	100% C	--	--	100%
RICHARD R. GILDEA	93%	--	94%	100% C	--
ELANOR R. HARDWICK	100%	100%	--	--	100% C (as of 30.9.2021) M (until 30.9.2021)
SHAHZAD A. SHAHBAZ	86%	--	--	--	90% M (as of 30.9.2021) C (until 30.9.2021)
JAN A. VANHEVEL	100%	93%	100% C	--	--
JOHANNES HERMAN	100%	100%	100%	100%	100%
FREDERIK G. UMBGROVE					

C:Chair M: Member

--: The member does not participate in this Committee



VASILEIOS T. RAPANOS

CHAIR (NON EXECUTIVE MEMBER)

Vasileios Rapanos has been a Member of the Board of Directors of the Company since May 2014.

He was Deputy Governor and Governor of the Mortgage Bank (1995-1998), Chairman of the Board of Directors of the Hellenic Telecommunications Organization (1998-2000), Chairman of the Council of Economic Advisors at the Ministry of Economy and Finance (2000-2004), member of the Board of Directors of the Public Debt Management Agency (PDMA) (2000-2004) as well as Chairman of the Board of Directors of the National Bank of Greece and of the Hellenic Bank Association (2009-2012). In October 2021 he was re-elected as Chairman of the Board of Directors of the Hellenic Bank Association.

He was born in Kos in 1947. He is Professor Emeritus at the Faculty of Economics of the University of Athens and has been an Ordinary Member of the Academy of Athens since 2016. He studied Business Administration at the Athens School of Economics and Business (1975) and holds a Master's in Economics from Lakehead University, Canada (1977) and a PhD from Queen's University, Canada.

Nationality: Hellenic



VASSILIOS E. PSALTIS

CEO (EXECUTIVE MEMBER)

Vassilios Psaltis has been a Member of the Board of Directors of the Company since November 2018 and Chief Executive Officer since January 2019.

He joined Alpha Bank in 2007. In 2010 he was appointed Group Chief Financial Officer (CFO) and in 2012 he was appointed General Manager. Through these posts, he spearheaded capital raisings of several billions from foreign institutional shareholders, diversifying the Bank's shareholder base, as well as significant mergers and acquisitions that contributed to the consolidation of the Greek banking market, reinforcing the position of the Bank.

He held various senior management positions at ABN AMRO Bank's Financial Institutions Group in London and at Emporiki Bank wherein he has worked as Deputy (acting) Chief Financial Officer. In 2019 he was elected member of the Institut International d' Études Bancaires (IIEB). He is a Member of the Board of Directors and of the Executive Committee of the Hellenic Federation of Enterprises (SEV) since July 2021.

He was born in Athens in 1968. He holds a PhD in Banking and a MA in Business and Banking from the University of St. Gallen in Switzerland.

Nationality: Hellenic

SPYROS N. FILARETOS

EXECUTIVE MEMBER

Spyros Filaretos has been a Member of the Board of Directors of the Company since 2005.

He joined Alpha Bank in 1985. He was appointed Executive General Manager in 1997 and General Manager in 2005. From October 2009 to November 2020, he served as Chief Operating Officer (COO). In December 2020 he was appointed General Manager – Growth and Innovation.

He was born in Athens in 1958. He studied Economics at the University of Manchester and at the University of Sussex.

Nationality: Hellenic

ELLI. M. ANDRIOPOULOU

NON-EXECUTIVE MEMBER

Elli Andriopoulou has been a Member of the Board of Directors of the Company since January 2022.

She commenced her career at Citibank NA (Athens, Greece) (1997-1999) and then worked as a consultant (2000-2003) at Mercer Management Consulting (currently Oliver Wyman), (USA). Afterwards, she re-joined Citibank International Plc (Athens, Greece) (2004-2012), where she held various positions, including those of Sales Development Manager, Branch Expansion Project Manager, Strategy and Development Manager, Customer Interaction Unit Head, Customer Advocacy and Segment Management Head as well as Marketing Director. Subsequently, she served as Co-Chief Operating Officer (2013) at the Stavros Niarchos Foundation, as Chief Operating Officer (2014-2015) of the Stavros Niarchos Foundation Cultural Center (SNFCC) and as SNFCC Grant Manager (2016-2020). Since 2020, she has been Chairwoman and Managing Director of the SNFCC.

She was born in Athens in 1975. She holds a BA in Psychology from the American College of Greece (Deree College) and an MBA from the Kellogg School of Management, Northwestern University (USA).

Nationality: Hellenic

EFTHIMIOS O. VIDALIS

NON-EXECUTIVE MEMBER

Member of the Audit and Corporate Governance, Sustainability and Nominations Committees

Efthimios Vidalis has been a Member of the Board of Directors of the Company since May 2014.

He held several leadership positions for almost 20 years at Owens Corning, where he served as President of the Global Composites and Insulation Business Units. He joined S&B Industrial Minerals S.A. in 1998 as Chief Operating Officer (1998-2001), became the first non-family Chief Executive Officer (2001-2011) and served on the Board of Directors for 15 years. He was a member of the Board of Directors of Future Pipe Industries (Dubai, U.A.E.) from 2008 to 2019, Chairman of the Board of Directors of the Greek Mining Enterprises Association (2005-2009) and member of the Board of Directors of the Hellenic Federation of Enterprises (SEV) from 2006 to 2016, where he served as Vice Chairman (2010-2014) and as Secretary General (2014-2016).

He is the founder of the SEV Business Council for Sustainable Development and served as Chairman from 2008 to 2016. He was elected President of the Executive Committee of SEV during the AGM held in June 2020. He is a non-executive member of the Board of Directors of TITAN CEMENT COMPANY S.A. and Fairfield-Maxwell Ltd (U.S.A.) and non-executive independent member of Eurolife FFH Insurance Group Holdings S.A.

He was born in Washington in 1954. He holds a BA in Government from Harvard University and an MBA from the Harvard Graduate School of Business Administration.

Nationality: Hellenic

JEAN L. CHEVAL

INDEPENDENT NON-EXECUTIVE MEMBER

Member of the Risk Management and Remuneration Committees

Jean Cheval has been a Member of the Board of Directors of the Company since June 2018.

After starting his career at BIPE (Bureau d'Information et de Prévisions Économiques), he served in the French public sector (1978-1983) and then worked at Banque Indosuez-Crédit Agricole (1983-2001), wherein he held various senior management positions including the positions of Chief Economist, Head of Corporate Planning and Head of Asset-based Finance and subsequently he became General Manager. He served as Chairman and CEO of the Banque Audi France (2002-2005). Furthermore he served as Head of France at the Bank of Scotland (2005-2009). As of 2009 he has been working at Natixis in various senior management positions such as Head of the Structured Asset Finance Department and Head of Finance and Risk, second "Dirigeant effectif" of Natixis, alongside the CEO.

He is currently a member of the Board of Directors of EFG-Hermes, Egypt, Chairman of the Steering Committee of Natixis Algérie and Chairman of the Natixis Foundation for Research and Innovation.

He was born in Vannes in 1949. He studied Engineering at the École Centrale des Arts et Manufactures, while he holds a DES (Diplôme d'Études Spécialisées) in Economics (1974) from the University of Paris I. Additionally he holds a DEA (Diplôme d' Études Approfondies) in Statistics and a DEA in Applied Mathematics from the University of Paris VI.

Nationality: French

CAROLYN G. DITTMEIER

INDEPENDENT NON-EXECUTIVE MEMBER

Chair of the Audit and Member of the Corporate Governance Sustainability and Nominations Committees

Carolyn Dittmeier has been a Member of the Board of Directors of the Company since January 2017.

She commenced her career in the US at the auditing and consulting firm Peat Marwick & Mitchell (now KPMG) where she reached the position of Audit Manager, and subsequently assumed managerial responsibilities in the Montedison Group as Financial Controller and later as Head of Internal Audit. In 1999, she launched the practice of corporate governance services in KPMG Italy. Subsequently, she took on the role of Chief Internal Audit Executive of the Poste Italiane Group (2002-2014). She has carried out various professional and academic activities focusing on risk and control governance and has written two books.

She was Vice Chair (2013-2014) and Director of the Institute of Internal Auditors (2007-2014), Chair of the European Confederation of Institutes of Internal Auditing (2011-2012) and Chair of the Italian Association of Internal Auditors (2004-2010). Furthermore, she served as Independent Director and Chair of the Risk and Control Committee of Autogrill SpA (2012-2017) as well as of Italmobiliare SpA (2014-2017). Since 2014 she has been Chair of the Board of Statutory Auditors of Assicurazioni Generali SpA and a member of the Boards and/or the Audit Committees of some non-financial companies (Moncler, Illycaffè).

She was born in Salem, U.S.A., in 1956. She holds a BSc in Economics from the Wharton School of the University of Pennsylvania. She is a Statutory Auditor, a Certified Public Accountant (CPA), a Certified Internal Auditor (CIA) and a Certified Risk Management Assurance (CRMA) professional, focusing on the audit and risk management sectors. Additionally, she has obtained a Qualification in Internal Audit Leadership (QIAL).

Nationality: Italian and US

RICHARD R. GILDEA

INDEPENDENT NON-EXECUTIVE MEMBER

Chair of the Remuneration and Member of the Risk Management Committees

Richard Gildea has been a Member of the Board of Directors of the Company since July 2016.

He served in JP Morgan Chase, in New York and London, from 1986 to 2015, wherein he held various senior management positions throughout his career. He was Emerging Markets Regional Manager for the Central and Eastern Europe Corporate Finance Group, London (1993-1997) and Head of Europe, Middle East and Africa (EMEA) Restructuring, London (1997-2003). He also served as Senior Credit Officer in EMEA Emerging Markets, London (2003-2007) and Senior Credit Officer for JP Morgan's Investment Bank Corporate Credit in EMEA Developed Markets, London (2007-2015), wherein, among others, he was Senior Risk Representative to senior committees.

He is currently a member of the Board of Advisors at the Johns Hopkins University School of Advanced International Studies, Washington D.C., where he chairs the Finance Committee, as well as a member of Chatham House (the Royal Institute of International Affairs), London.

He was born in Winthrop, Massachusetts, U.S.A., in 1952. He holds a BA in History from the University of Massachusetts (1974) and an MA in International Economics, European Affairs from the Johns Hopkins University School of Advanced International Studies (1984).

Nationality: British

SHAHZAD A. SHAHBAZ

INDEPENDENT NON-EXECUTIVE MEMBER

Member of the Corporate Governance, Sustainability and Nominations Committee

Shahzad Shahbaz has been a Member of the Board of Directors of the Company since May 2014.

He is currently the Group CIO of Al Mirqab Holding Co. He is also a member of the Board of Directors of El Corte Inglés and of Seafox.

He has worked at various banks and investments firms, since 1981, including the Bank of America (1981-2006), from which he left as Regional Head (Corporate and Investment Banking, Continental Europe, Emerging Europe, Middle East and Africa). He served as Chief Executive Officer (CEO) of NBD Investment Bank/Emirates NBD Investment Bank (2006-2008) and of QInvest (2008-2012).

He was born in Lahore, Pakistan in 1960. He holds a BA in Economics from Oberlin College, Ohio, U.S.A.

Nationality: British

JAN A. VANHEVEL

INDEPENDENT NON-EXECUTIVE MEMBER

Chair of the Risk Management and Member of the Audit Committees

Jan Vanhevel has been a Member of the Board of Directors of the Company since April 2016.

He joined Kredietbank in 1971, which became KBC Bank and Insurance Holding Company in 1998. He acquired a Senior Management position in 1991 and joined the Executive Committee in 1996. In 2003 he was in charge of the non-Central European branches and subsidiaries, while in 2005 he became responsible for the KBC subsidiaries in Central Europe and Russia. In 2009 he was appointed CEO and implemented the Restructuring Plan of the group until 2012, when he retired.

From 2008 to 2011 he was President of the Fédération belge du secteur financier (Belgian Financial Sector Federation) and a member of the Verbond van Belgische Ondernemingen (Federation of Enterprises in Belgium), while he has been the Secretary General of the Institut International d'Études Bancaires (International Institute of Banking Studies) since May 2013. He was also a member of the Liikanen Group on reforming the structure of the EU banking sector. Currently, he is a Board member of a private industrial multinational company and of a private equity company.

He was born in Belgium in 1948. He studied Law at the University of Leuven (1971), Financial Management at Vlekho (Flemish School of Higher Education in Economics), Brussels (1978) and Advanced Management at INSEAD (The Business School for the World), Fontainebleau.

Nationality: Belgian

DIMITRIS C. TSITSIRAGOS

INDEPENDENT NON-EXECUTIVE MEMBER

Member of the Risk Management and Remuneration Committees

Dimitris Tsitsiragos has been a Member of the Board of Directors of the Company since July 2020.

He spent 28 years at the International Finance Corporation (IFC) – World Bank Group. He held progressive positions in the Oil, Gas and Mining and in the Central and Eastern Europe Departments, including the positions of Manager, Oil and Gas and Manager, Manufacturing and Services, based in Washington, D.C., USA (1989-2002). Furthermore, he held director positions for South Asia (India), Global Manufacturing and Services (Washington, D.C.) and Middle East, North Africa and Southern Europe (Cairo, Egypt), overseeing IFC's global and regional investment operations (2002-2011). In 2011, he was promoted to Vice President, EMENA region (Istanbul, Turkey) and in 2014 he was appointed Vice President Investments/Operations (Istanbul/Washington).

He currently sits on the Board of Directors of Titan Cement International and serves as a Senior Advisor, Emerging Markets at Pacific Investment Management Company (PIMCO) in London, UK. He previously served as a non-executive independent Board Member at the Infrastructure Development Finance Company (IDFC), India and at the Commercial Bank of Ceylon (CBC), Sri Lanka.

He was born in Athens in 1963. He holds a BA in Economics from Rutgers University and an MBA from the George Washington University. He completed the World Bank Group Executive Development Program at Harvard Business School.

Nationality: Hellenic

ELANOR R. HARDWICK

INDEPENDENT NON-EXECUTIVE MEMBER

Chair of the Corporate Governance, Sustainability and Nominations and Member of the Audit Committees

Elanor Hardwick has been a Member of the Board of Directors of the Company since July 2020.

She commenced her career in 1995 at the UK Government's Department of Trade and Industry, focusing on the Communications and Information Industries policy, and subsequently held roles as a strategy consultant with Booz Allen Hamilton's Tech, Media and Telco practice and with the Institutional Equity Division of Morgan Stanley. Since 2005, she has held various roles, including Global Head of Professional Publishing and Global Head of Strategy, Investment Advisory at Thomson Reuters (now Refinitiv). Afterwards, she joined the team founding FinTech startup Credit Benchmark, becoming its CEO (2012-2016). Then, she served as Head of Innovation at Deutsche Bank (2016-2018) and as Chief Digital Officer at UBS (2019-2020).

Since 2018 she has served as a non-executive member of the Board of Directors of specialty (re)insurer Axis Capital, while she is also a member of the Risk Committee, the Compensation Committee and the Corporate Governance and Nominating Committee. She served as a non-executive member of the Board of Directors of Itiviti Group AB (July 2020 - May 2021). She is an external member of the Audit Committee of the University of Cambridge as of January 2021, and a member of the Advisory Board of Concirrus as of May 2021 and a member of the Supervisory Council of Luminor Group as of April 2022.

She was born in UK in 1973. She holds an MA (Cantab) from the University of Cambridge and an MBA from the Harvard Business School.

Nationality: British

JOHANNES HERMAN FREDERIK G. UMBGROVE

NON-EXECUTIVE MEMBER (pursuant to the provisions of Law 3864/2010)

Member of the Audit, Risk Management, Remuneration and Corporate Governance, Sustainability and Nominations Committees

Johannes Herman Frederik Umbgrove has been a Member of the Board of Directors of the Company, representing the Hellenic Financial Stability Fund, since April 2018.

He worked at ABN AMRO Bank N.V. (1986-2008), wherein he held various senior management positions throughout his career. He served as Chief Credit Officer Central and Eastern Europe, Middle East and Africa (CEEMEA) of the Global Markets Division at The Royal Bank of Scotland Group (2008-2010) and as Chief Risk Officer and member of the Management Board at Amsterdam Trade Bank N.V. (2010-2013). From 2011 until 2013 he was Group Risk Officer at Alfa Bank Group Holding and as of 2014 he has been a Risk Advisor at Sparrenwoude B.V.

He has been a member of the Supervisory Board of Demir Halk Bank (Nederland) N.V. since 2016 and in 2018 he became the Chairman of the Supervisory Board thereof. He is currently the Chair of the Supervisory Board, of the Nomination and Remuneration Committee as well as a member of the Risk and Audit Committee, and of the Related Party Transactions Committee of Demir Halk Bank N.V. Furthermore, since December 2019 he has been an independent member of the Supervisory Board and as of 1.1.2022 he has been the Chairman of the Audit Committee of Lloyds Bank GmbH.

He was born in Vught, the Netherlands in 1961. He holds an LL.M. in Trade Law (1985) from Leiden University and an MBA from INSEAD (The Business School for the World), Fontainebleau (1991). Additionally, he attended the IN-BOARD Non-Executive Directors Program at INSEAD.

Nationality: Dutch

EIRINI E. TZANAKAKI

SECRETARY OF THE BOARD OF DIRECTORS

Eirini Tzanakaki was appointed Secretary of the Board of Directors in December 2021.

From 1997 to 1999, she worked as a Senior Credit Officer at the Corporate Banking Division of Geniki Bank. Since 1999 she has been working for the Alpha Bank Group, initially as an Investment Banker in Alpha Finance and from 2006 until 2020 as an Associate Director of the Corporate Finance Division of Alpha Bank. She joined the Secretariat of the Board of Directors in May 2020 as an Assistant Manager of the Division.

She has more than 20 years of professional experience in the investment banking industry in Greece, having participated in a large number of international and domestic capital market transactions as well as privatizations, Mergers and Acquisitions, tender offers and corporate restructurings.

She was born in Chania in 1971. She studied Mathematics at the University of Crete and holds an MBA from the Cyprus International Institute of Management as well as an MSc in Finance and Banking from the Athens University of Economics and Business.

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CORPORATE GOVERNANCE

DIMITRIS KAZAZOGLU-SKOURAS

Head of Corporate Governance & ESG

E: dimitris.kazazoglou-skouras@alpha.gr

INVESTOR RELATIONS

IASON KEPAPTSOGLOU

Head of Investor Relations

E: iason.kepaptoglou@alpha.gr

40 Stadiou Street

102 52 Athens

GREECE

www.alpha.gr/en