

NATIONAL BANK OF GREECE

EXTRACT FROM BoD AUDIT COMMITTEE MEETING MINUTES

Date	Thursday, July 25th, 2024
Start Time	14:45 Greek time

Today, Thursday, July 25th, 2024, at 14.45 Greek time, the Audit Committee of the Board of Directors of National Bank of Greece convened at the Boardroom situated at 86 Eolou Street, Athens (within the Bank's Head Office).

ATTENDEES

Members	<ul style="list-style-type: none"> ▪ Mr. Matthieu Kiss 	Independent Non-Executive Director
	<ul style="list-style-type: none"> ▪ Mr. Claude Piret 	Independent Non-Executive Director
	<ul style="list-style-type: none"> ▪ Mr. Avraam Gounaris 	Senior Independent Director
	<ul style="list-style-type: none"> ▪ Mr. JP Rangaswami 	Independent Non-Executive Director
	<ul style="list-style-type: none"> ▪ Mr. Periklis Drougkas 	Representative of the Hellenic Financial Stability Fund
Secretary:	<ul style="list-style-type: none"> ▪ Mr. Panos Dasmanoglou 	General Manager of Group Compliance & Governance General Company Secretary

After establishing that a quorum is present, all members of the Committee as they were previously, on the same day, appointed by the Board of Directors, being present, the Audit Committee proceeds with the items on the agenda as follows:

AGENDA

Item 1	Constitution of the Audit Committee into a body and appointment of Audit Committee Chair and Vice-Chair
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Following:

i) the resolution of the Annual General Meeting of Shareholders of the Bank of July 25th, 2024, regarding the redetermination of the type of the Audit Committee, the term of office, the number and the qualities of its members as per Article 44 par. 1 case b) of Law 4449/2017, based on which:

- ❖ the Audit Committee remains a Committee of the Board of Directors, consisting of five (5) non-executive Board members, of which at least four (4) shall be independent according to the provisions of the Greek legal framework and particularly Article 9 par. 1 and 2 of Law 4706/2020 and Bank of Greece Executive Committee Act No 224/1/21.12.2023.
- ❖ The term of office of the Committee members that will be appointed by the Board of Directors in accordance with Article 44 par. 1 case c) of Law 4449/2017 shall follow their term of office as Board members, i.e. until the Annual General Meeting of year 2027 and shall, in any case, automatically expire if they cease to be members of the NBG Board of Directors.
- ❖ Committee members will be appointed by the Board of Directors in accordance with Article 44 par. 1 case c) of Law 4449/2017 and the Audit Committee Charter and shall satisfy the appropriateness criteria/qualifications set out in Article 44 of Law 4449/2017, as well as in the Audit Committee Charter.

ii) the meeting of July 25th, 2024, of the Bank's Board of Directors, during which the Board, following proposal of the Corporate Governance and Nominations Committee, decided upon the appointment of the Audit Committee members, in accordance with Article 44 par. 1 case c) of Law 4449/2017, the Audit Committee Charter and the aforementioned (under i), resolution of the Annual General Meeting;

in line with Article 44 par. 1 case e) of L. 4449/2017 and its Charter, the Committee, which was appointed by means of the abovementioned decision of the Bank's Board of Directors, constitutes into a body and appoints its Chair and Vice-Chair as follows:

Chair

- Mr. Matthieu Joseph Kiss, Chair / Independent Non-Executive Board Member

Father's name:

Date of birth:

Passport No:

TIN:, Tax Office

Home address:

Mr. Matthieu Joseph Kiss, independent non-executive member, has already been successfully serving in this role as Audit Committee Chair. Mr. Kiss possesses extensive experience in the banking sector, having served in prominent financial organizations, has expert knowledge and experience in auditing and accounting and has the knowledge and experience required to supervise auditing procedures and accounting issues reviewed by the Committee. Mr. Kiss shall be the independent non-executive member who is required to attend the meetings of the Audit Committee related to the approval of the financial statements in accordance with the provisions of article 44 para 1(g) of Law 4706/2020 as in force.

Vice - Chair

- Mr. Claude Edgard Louis Ghislain Piret, Vice-Chair / Independent Non-Executive Board Member

Father's name:

Date of birth:

ID No:

TIN:, Tax Office.....

Home address:

Mr. Claude Edgard Louis Ghislain Piret, independent non-executive member, has already been successfully serving in this role as Audit Committee Vice-Chair. Mr. Piret possesses extensive experience in audit, risk management, corporate and retail banking, ALM and Financial Markets and in the areas of management of non-performing loans.

Members

- Mr. Avraam Gounaris, Committee Member / Senior Independent Director

Father's name:

Date of birth:

ID No:

TIN:, Tax Office

Home address:

- Mr. Jayaprakasa Rangaswami, Committee Member / Independent Non-Executive Board Member

Father's name:

Date of birth:

Passport No:

TIN:, Tax Office.....

Home address:

- Mr. Periklis Drougkas, Committee Member / Representative of the Hellenic Financial Stability Fund / Non – Executive Board Member

Father's name:

Date of birth:

ID No:

TIN:, Tax Office.....

Home address:

o All the Committee members fulfill the requirements/criteria provided in the legal and regulatory framework, as well as the Bank's internal framework. Furthermore, all the Committee members have sufficient knowledge relevant to the banking sector, while the majority of proposed members have competence in finance, auditing and/or accounting issues.

As resolved upon by the Annual General Meeting of July 25th, 2024, the term of office of the Audit Committee members shall follow their term of office as Board members, i.e., until the Annual General Meeting of year 2027 and shall, in any case, automatically expire if they cease to be members of the NBG Board of Directors. In the event of resignation, death or forfeiture, the Board of Directors will appoint, from among its existing members, a new member in

replacement thereof, for the remaining term of office of the member replaced, in accordance, with par. 1 and 2 of Article 82 of L. 4548/2018, which, if applicable, apply mutatis mutandis.

Thereupon, no other matter being put forward for discussion, the Chair declared the meeting closed.

General Company Secretary

Panos Dasmanoglou