



BANK OF GREECE
EUROSYSTEM

ANNOUNCEMENT

Decisions of the 81st Annual Ordinary General Meeting of Shareholders of the Bank of Greece – Voting results

In accordance with Article 32, para. 1, of Law 2190/1920 and Article 4.1.3.3 of the Athens Exchange Rulebook, it is hereby announced that the 81st Annual Ordinary General Meeting of Shareholders of the Bank of Greece, held on Thursday 27 February 2014 at 12.00 noon, was attended by 86 shareholders and shareholders' proxies, representing 8,645,466 shares, corresponding to 115,171 voting rights, out of a total of 19,864,886 shares, corresponding to 264,865 voting rights* (i.e. 43.52% of the share capital).

The General Meeting adopted the following decisions:

- It unanimously** approved the Governor's Annual Report, the Balance Sheet and other Financial Statements for the year 2013, including the Auditors' Report.
- The majority approved the appropriation of net profits, in accordance with Article 71 of the Bank's Statute, totalling €831,149,203, as follows:
 - Gross dividend to be paid: €0.6720 per share on 19,864,886 shares € 13,349,203
 - Payable to the Government € 817,800,000

(Number of shares validly voted upon: [8,645,466]. Total number of valid votes: [115,171]. Percentage of the share capital: [43.52%]. | Votes IN FAVOUR: [115,139]. Votes AGAINST: [32]. Abstentions: [0])

The gross dividend is subject to 26% corporate income tax, as well as 10% withholding tax in accordance with the provisions of Articles 6 and 9 of Law 4110/2013.

Entitled to receive the current dividend shall be all shareholders recorded in the register of the Dematerialised Securities System (DSS) as at 7 March 2014 (record date), subject to the limitations laid down in Article 8, para. 5, of the Bank's Statute***.

The ex-dividend date has been set as 5 March 2014. From this date, Bank of Greece shares will trade on the Athens Exchange without entitlement to the current dividend.

The dividend payment date has been set for 13 March 2014. Dividend payments will be effected in accordance with the procedure laid down in the Athens Exchange Rulebook (Section 5) and the specific provisions of the Regulation on the Operation of the DSS. The payor Bank will be the Bank of Greece. Details on the dividend payment modalities are given in the Bank of Greece announcement entitled "Dividend for Financial Year 2013".

- It unanimously** approved the remuneration and travel expenses of the members of the General Council.
- It unanimously** approved the Auditors' fees for the year 2014.
- It unanimously** discharged the members of the General Council and the Auditors from all personal responsibility in connection with the Bank's activities and management for the year 2013.

- It elected Mr Andreas Andreadis, Mr Dimitrios Asimakopoulos, Mr Georgios Mylonas and Mr. Michael Chandris as members of the Bank's General Council.

(Number of shares validly voted upon: [8,169,791]. Total number of valid votes: [108,853]. Percentage of the share capital: [41.13%]. | Votes IN FAVOUR: [108,835]. Votes AGAINST: [18]. Abstentions: [6,318])

- It elected KPMG Certified Auditors A.E. as Auditors for the year 2014.

(Number of shares validly voted upon: [8,169,791]. Total number of valid votes: [108,853]. Percentage of the share capital: [41.13%]. | Votes IN FAVOUR: [108,853]. Votes AGAINST: [0]. Abstentions: [6,318])

Athens, 27 February 2014
Human Resources & Organisation Department
Secretariat Section

* It should be noted that each seventy-five (75) shares confer the right to one (1) vote (Article 13 of the Statute of the Bank of Greece, taken together with decision No. 2/29.2.2000 of the General Council of the Bank increasing the minimum number of shares required for a shareholder to participate, be represented and vote at a General Meeting of Shareholders of the Bank from twenty-five (25) to seventy-five (75), following the split – under Article 9 of the Bank's Statute – of the share of the Bank of Greece pursuant to decision No. 1/17.1.2000 of the Bank's General Council, which was approved by Act of the Council of Ministers No. 8/4.2.2000 – Government Gazette A 17/7.2.2000).

** Number of shares validly voted upon: [8,645,466]. Total number of valid votes: [115,171]. Percentage of the share capital: [43.52%]. | Votes IN FAVOUR: [115,171]. Votes AGAINST: [0]. Abstentions: [0].

*** As from financial year 2013, all financial rights, including the right to dividend payments, are suspended for the shareholders referred to in Article 8, para. 5, of the Bank's Statute [*as inserted by the decision of the 79th Annual Ordinary General Meeting of Shareholders of the Bank of Greece held on 24 April 2012, which was ratified by Article 165, para. 7(b) of Law 4099/2012 (Government Gazette A 250/20.12.2012)*], i.e. persons supervised by the Bank of Greece under Article 55A of its Statute or a provision of law; associated and affiliated firms; members of the board of directors or administrators of such persons; their spouses and relatives up to second degree.