

0003/00031422/en

General Meeting

**HELLENIC BANK PUBLIC COMPANY LTD**

HB

**New Proposed Candidates for Election to the Board of Directors of  
Hellenic Bank Public Company Limited**

Announcement dated 9th June 2020 is attached.

Attachments:

1. **New Proposed Candidates for Election to the Board of Directors of Hellenic Bank  
Public Company Limited**
2. **Proxy Form**

**Non Regulated**

Publication Date: 09/06/2020

9<sup>th</sup> June 2020

## **ANNOUNCEMENT**

**Subject: New Proposed Candidates for Election to the Board of Directors of Hellenic Bank Public Company Limited**

Further to the announcement of Hellenic Bank Public Company Limited (the “Bank”) dated 25<sup>th</sup> May 2020, the Bank announces that, according to Regulation 112 of the Articles of Association of the Bank, **Messrs Andreas D. Athanasopoulos, Demetrios Efstathiou, Andreas P. Persianis and Michael Spanos** have been proposed, as independent non-executive directors, for election to the Board of Directors at the Annual General Meeting of the Bank on 16<sup>th</sup> June 2020.

Mr D. Efstathiou has served as a Director of the Bank from 29<sup>th</sup> May 2017 to 28<sup>th</sup> August 2019. Since 28<sup>th</sup> August 2019, he serves as an Interim Director of the Bank pursuant to the provisions of Regulations 110(B)-(E) of the Articles of Association of the Bank.

The Curricula Vitae of the above proposed candidates, as well as those of the rest of the candidates, have been uploaded to the Bank’s website [www.hellenicbank.com](http://www.hellenicbank.com) (Investor Relations / Shareholder Information (scroll down) / General Meeting Information / Annual General Meeting / Curricula Vitae (CVs) of New Candidates for the Board of Directors).

An amended Proxy Form is attached, which has also been uploaded to the Bank’s website [www.hellenicbank.com](http://www.hellenicbank.com) (Investor Relations / Announcements to CSE – CySEC or Investor Relations / Shareholder Information (scroll down) / General Meeting Information / Annual General Meeting / Proxy Form).

## **HELLENIC BANK PUBLIC COMPANY LTD**

**To: HELLENIC BANK PUBLIC COMPANY LIMITED**  
 Corner Limassol Avenue & 200 Athalassa Avenue,  
 Strovolos, 2025 Nicosia, Cyprus  
**Shares & Bonds Registry**  
 Tel.: 22 500 650 / 22 500 794  
 Fax: 22 500 065  
 Email: [shares@hellenicbank.com](mailto:shares@hellenicbank.com)

**FORM OF PROXY**

I / We\* \_\_\_\_\_ with  
 ID/ registration number\* \_\_\_\_\_ of \_\_\_\_\_,  
 member / members\* of HELLENIC BANK PUBLIC COMPANY LIMITED (the “Bank”), hereby appoint  
 Mr. / Ms.\* \_\_\_\_\_ ID / registration number\* \_\_\_\_\_  
 of \_\_\_\_\_ or, if he / she\* is unable to attend,  
 Mr. / Ms. \* \_\_\_\_\_ ID / registration number\* \_\_\_\_\_  
 of \_\_\_\_\_ as my / our\* representative, to attend and vote on my / our\*  
 behalf regarding all\* / \_\_\_\_\_ \*\* of my / our\* shares, to vote for me / us\* or on my / our\* behalf at the  
 Annual General Meeting of the Bank (the “AGM”), which will take place on Tuesday 16<sup>th</sup> June 2020 at 11:00 a.m.  
 and at any adjournment thereof.

**METHOD OF VOTING**

The appointed proxy will vote as he / she\* thinks fit, unless the manner of voting is indicated in the boxes below:

ORDINARY RESOLUTIONS	
1.	To consider and approve the management report for the year ended 31 <sup>st</sup> December 2019. <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="border: 1px solid black; width: 150px; height: 25px; display: flex; align-items: center; justify-content: center;"> <span style="font-size: 20px;"> </span> </div> <div style="text-align: center;">** FOR</div> <div style="border: 1px solid black; width: 150px; height: 25px; display: flex; align-items: center; justify-content: center;"> <span style="font-size: 20px;"> </span> </div> <div style="text-align: center;">** AGAINST</div> </div>
2.	To consider and approve the financial statements and the auditors’ report for the year ended 31 <sup>st</sup> December 2019. <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="border: 1px solid black; width: 150px; height: 25px; display: flex; align-items: center; justify-content: center;"> <span style="font-size: 20px;"> </span> </div> <div style="text-align: center;">** FOR</div> <div style="border: 1px solid black; width: 150px; height: 25px; display: flex; align-items: center; justify-content: center;"> <span style="font-size: 20px;"> </span> </div> <div style="text-align: center;">** AGAINST</div> </div>
3.	To approve the remuneration policy report for the year 2019 and to fix the remuneration of the directors for the year 2020 at the same level as last year. <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="border: 1px solid black; width: 150px; height: 25px; display: flex; align-items: center; justify-content: center;"> <span style="font-size: 20px;"> </span> </div> <div style="text-align: center;">** FOR</div> <div style="border: 1px solid black; width: 150px; height: 25px; display: flex; align-items: center; justify-content: center;"> <span style="font-size: 20px;"> </span> </div> <div style="text-align: center;">** AGAINST</div> </div>
4.	To consider and approve the remuneration of the chairperson and members of the Transformation Committee of the board of directors. <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="border: 1px solid black; width: 150px; height: 25px; display: flex; align-items: center; justify-content: center;"> <span style="font-size: 20px;"> </span> </div> <div style="text-align: center;">** FOR</div> <div style="border: 1px solid black; width: 150px; height: 25px; display: flex; align-items: center; justify-content: center;"> <span style="font-size: 20px;"> </span> </div> <div style="text-align: center;">** AGAINST</div> </div>

\* Cross out whatever is not desired.

\*\* Specify the number of votes / shares or mark “X” or “√” to indicate all the votes, as appropriate and where applicable.

5(a).	To re-appoint KPMG Limited as auditors of the Bank for the year 2020. <input type="text"/> ** FOR <input type="text"/> ** AGAINST
5(b).	To authorise the board of directors to fix the remuneration of the auditors. <input type="text"/> ** FOR <input type="text"/> ** AGAINST
6(a).	To re-elect Mr. Stephen John Albutt as a director. <input type="text"/> ** FOR <input type="text"/> ** AGAINST
6(b).	To re-elect Mr. David Whalen Bonanno as a director. <input type="text"/> ** FOR <input type="text"/> ** AGAINST
6(c).	To re-elect Mr. Marco Comastri as a director. <input type="text"/> ** FOR <input type="text"/> ** AGAINST
6(d).	To re-elect Mrs. Irena A. Georgiadou as a director. <input type="text"/> ** FOR <input type="text"/> ** AGAINST
6(e).	To re-elect Mr. Lars Kramer as a director. <input type="text"/> ** FOR <input type="text"/> ** AGAINST
6(f).	To re-elect Mr. Kristofer Richard Kraus as a director. <input type="text"/> ** FOR <input type="text"/> ** AGAINST
6(g).	To re-elect Mr. Marios Maratheftis as a director. <input type="text"/> ** FOR <input type="text"/> ** AGAINST
6(h).	To re-elect Mr. Ioannis A. Matsis as a director. <input type="text"/> ** FOR <input type="text"/> ** AGAINST
6(i).	To re-elect Mrs. Marianna Pantelidou Neophytou as a director. <input type="text"/> ** FOR <input type="text"/> ** AGAINST
6(j).	To re-elect Dr. Evripides A. Polykarpou as a director. <input type="text"/> ** FOR <input type="text"/> ** AGAINST
6(k).	To re-elect Mr. Christos Themistocleous as a director. <input type="text"/> ** FOR <input type="text"/> ** AGAINST

\* Cross out whatever is not desired.

\*\* Specify the number of votes / shares or mark "X" or "√" to indicate all the votes, as appropriate and where applicable.

6(l).	To re-elect Mr. Andrew Charles Wynn as a director. <input type="text"/> ** FOR <input type="text"/> ** AGAINST
6(m).	To elect Mr. Andreas D. Athanasopoulos as a director. <input type="text"/> ** FOR <input type="text"/> ** AGAINST
6(n).	To elect Mr. Zion Bahloul as a director. <input type="text"/> ** FOR <input type="text"/> ** AGAINST
6(o).	To elect Mr. Demetrios Efstathiou as a director. <input type="text"/> ** FOR <input type="text"/> ** AGAINST
6(p).	To elect Mr. Eleftherios Hadjizacharia as a director. <input type="text"/> ** FOR <input type="text"/> ** AGAINST
6(q).	To elect Mr. Constantine Iordanou as a director. <input type="text"/> ** FOR <input type="text"/> ** AGAINST
6(r).	To elect Mr. John Gregory Iossifidis as a director. <input type="text"/> ** FOR <input type="text"/> ** AGAINST
6(s).	To elect Mr. Andreas P. Persianis as a director. <input type="text"/> ** FOR <input type="text"/> ** AGAINST
6(t).	To elect Mr. Michael Spanos as a director. <input type="text"/> ** FOR <input type="text"/> ** AGAINST

<b>SPECIAL RESOLUTION</b>	
7.	To consider and approve the amendment of Regulation 141 of the Articles of Association of the Company as set out in special resolution 7 of the Notice for the AGM. <input type="text"/> ** FOR <input type="text"/> ** AGAINST

Date \_\_\_\_\_

Signature \_\_\_\_\_

\* *Cross out whatever is not desired.*

\*\* *Specify the number of votes / shares or mark "X" or "√" to indicate all the votes, as appropriate and where applicable.*

**NOTES:**

- This Form of Proxy must be submitted at the Bank's registered office (at the above address) or be sent by fax to 00357 22 500065 or to the e-mail address [shares@hellenicbank.com](mailto:shares@hellenicbank.com) at least 48 hours prior to the time set for the commencement of business of the Annual General Meeting.
- In the case of a poll at a time other than the meeting at which a poll was demanded, the instrument or electronic message appointing a proxy shall be deposited at the place specified for the taking of the poll or sent to the Bank's electronic address ([shares@hellenicbank.com](mailto:shares@hellenicbank.com)), as appropriate, at least fifteen minutes before the time appointed for the taking of the poll.
- Shareholders who opt to appoint the Secretary of the Bank as their proxy should indicate in the Form of Proxy how their votes should be cast on every resolution. Any Proxy Form that does not specify how the votes of a shareholder will be cast on each resolution will not be accepted by the Secretary.

\* *Cross out whatever is not desired.*

\*\* *Specify the number of votes / shares or mark "X" or "√" to indicate all the votes, as appropriate and where applicable.*