



ALPHA BANK

CORPORATE GOVERNANCE STATEMENT
for the year 2021

Corporate Governance Statement for the year 2021

A. INTRODUCTION

Further to the resolution dated 2.4.2021 of the Extraordinary General Meeting of Shareholders and the registration in the General Commercial Registry (G.E.MI.), on 16.4.2021, of the decision of the Ministry of Development and Investments, which approved the demerger of the société anonyme under the corporate name “ALPHA BANK SOCIETE ANONYME” (the “Demerged Entity”), by way of hive-down of the banking business sector with the incorporation of a new company - credit institution (the “Demerger”), as well as the new company’s Articles of Incorporation, the Bank under the corporate name “ALPHA BANK SOCIETE ANONYME” (the “Bank”) was incorporated on April 16, 2021, with Registration Code Number 159029160000 in the General Commercial Registry and with Tax Registration Number 996807331.

Taking into consideration the corporate governance structure of the Bank and its Parent Company, i.e. Alpha Services and Holdings S.A. (the “Company”), the present Corporate Governance Statement is supplemented by the Corporate Governance Statement of the Company and needs to be read in conjunction with the latter. The Corporate Governance Statement of the Company has been included in the Annual Report for the year 2021 of Alpha Services and Holdings S.A. and is also available on the website www.alphaholdings.gr.

B. CORPORATE GOVERNANCE CODE

The Bank, following a resolution of the Board of Directors, adopted the Hellenic Corporate Governance Code of the Hellenic Corporate Governance Council (the “Code”).

The Bank complies with the Code, which is posted on its website (<https://www.alpha.gr/en/group/corporate-governance/corporate-governance-code>), with the exception of the election of Vice-Chair or Senior Independent Director (par. 2.2.21 “Special Practice” of the Code). The relevant explanation for the non-conformity can be found in the Corporate Governance Statement of the Company.

C. BOARD OF DIRECTORS AND COMMITTEES

1. Board of Directors

The appointment of the Members of the first Board of Directors is mentioned in the Bank’s Articles of Incorporation and, specifically, in article 28 thereof. The current composition of the Board of Directors of the Bank is identical to the Board of Directors of the Company, thus the above-mentioned general reference to the latter applies for further related information.

The tenure of the Members of the Board of Directors is set for one year and shall be extended until the Ordinary General Meeting of Shareholders, which shall be convoked following the termination of the tenure of the first Board of Directors.

2. Board and Committees attendance

In 2021, the Board of Directors convened 21 times. The average participation rate of the Members of the Board of Directors in the meetings stood at 99% (based on the composition of the Board of Directors on 31.12.2021).

Board Meetings Average Attendance

99%

3. 2021 Board Members' Individual Attendance Rates at Meetings

Board of Directors	Audit Committee	Risk Management Committee	Remuneration Committee	Corporate Governance, Sustainability and Nominations Committee
Number of meetings	21	8	10	9
Chair (Non-Executive Member)				
Vasileios T. Rapanos	100%	-	-	-
Executive Members				
Vassilios E. Psaltis CEO	100%	-	-	-
Spyros N. Filaretos General Manager - Growth and Innovation	100%	-	-	-
Non-Executive Members				
Efthimios O. Vidalis	100%	100%	-	88%
Artemios Ch. Theodoridis (until 17.6.2021)	100%	-	-	-
Independent Non-Executive Members				
Dimitris C. Tsitsiragos	100%	-	90%	100%
Jean L. Cheval	100%	-	100%	100%
Carolyn G. Dittmeier	100%	100% C	-	-
Richard R. Gildea	90%	-	90%	100% C
Elanor R. Hardwick	100%	100%	-	100% C (as of 30.9.2021) M (until 30.9.2021)
Shahzad A. Shahbaz	90%	-	-	88% M (as of 30.9.2021) C (until 30.9.2021)
Jan A. Vanhevel	100%	88%	100% C	-
Non-Executive Member (pursuant to the provisions of Law 3864/2010)				
Johannes Herman Frederik G. Umbgrove	100%	100%	100%	100%
C: Chair M: Member -: The Member does not participate in this Committee				

4. Committees of the Board of Directors

AUDIT COMMITTEE

The Committee has been established and operates in accordance with all applicable laws and regulations. The Audit Committee currently constitutes a Committee of the Board of Directors and its Members were appointed through the Bank's Articles of Incorporation that were included in the notarial deed for the Hive-Down. The tenure of the Members of the first Audit Committee is set for one year and shall be extended until the Ordinary General Meeting of Shareholders which shall be convoked following the termination of the tenure of the first Board of Directors.

The Members of the Audit Committee fulfil the requirements of article 44 of Law 4449/2017, as in force; in particular, they have a proven excellent track record of knowledge of the banking and financial sector in general.

Chair:	Carolyn G. Dittmeier
Number of Members (including the Chair):	5
Number of meetings in 2021:	8
Average participation rate of the Members:	98% (based on the Committee's composition on 31.12.2021)

AUDIT COMMITTEE COMPOSITION

Independent Non-Executive Members	Non-Executive Members
60%	40%

(Based on the composition of the Audit Committee on 31.12.2021)

The specific duties and responsibilities of the Audit Committee are set out in its Charter, which is posted on the Bank's website (<https://www.alpha.gr/en/group/corporate-governance/committees>).

During 2021 the main activities of the Committee, among others, were the following:

The Committee:

- Evaluated the following reports for the year 2020 which were submitted to the Bank of Greece:
 - the Annual Report of the Internal Audit Division on the Internal Control System of the Bank for the previous year, as per the Bank of Greece Governor's Act 2577/9.3.2006,
 - the Annual Report of the Compliance Division as per the Bank of Greece Governor's Act 2577/9.3.2006,
 - the Annual Report of the Compliance Officer on Anti-Money Laundering and Combating the Financing of Terrorism,
 - the evaluation of the adequacy and effectiveness of the Anti-Money Laundering and Combating the Financing of Terrorism Policy,
 - the evaluation of the adequacy and effectiveness of the Internal Control System of the Alpha Bank Group by the Internal Audit Division, the Compliance Division and the Management,
 - the Independent Assessment Report regarding the custody of Alpha Bank's customer assets.
- Was informed of the quarterly activity reports of the Internal Audit Division and the Compliance Division of the Bank, based on the plans previously endorsed by the Audit Committee.
- Submitted to the Board of Directors for approval the fees of Deloitte Certified Public Accountants S.A. and of SOL S.A. for the statutory audit of the Financial Statements of Alpha Bank S.A. and its respective Subsidiaries for the year 2021 and for the issuance of a tax certificate.
- Reviewed and endorsed the reappointment of the Statutory Certified Auditor (Deloitte) for the statutory and tax audit of Alpha Bank for the next five years.
- Reviewed the annual Financial Statements preparation for Alpha Bank S.A. and the Group for the year 2020 as well as the Press Release regarding the Annual 2020 Group's results, prior to their submission to the Board of Directors for approval.
- Reviewed the Statutory Certified Auditors' Audit Plan for 2021 with reference to the planned audit approach, the key audit matters and risks, the audit standards and regulation, etc. and evaluated the internal control issues regarding financial reporting processes identified by the Statutory Certified Auditor as well as the adequacy of the responses provided by the Management.

- Reviewed the Non-Audit Services provided to the Bank by the Statutory Certified Auditor, on the basis of the Manual of the Bank on the Assignment of Non-Audit Services to Auditors.
- Monitored the procedure followed for the drafting of the Non-Financial Information Report and the Sustainability Report for the year 2020, in accordance with Laws 4548/2018 and 4403/2016, and, subsequently, endorsed the said Reports and submitted them for approval by the Board of Directors.

Regarding the Subsidiaries, the Audit Committee:

- Aiming at further enhancing corporate governance and the collaboration among the Subsidiaries, launched a series of videoconference meetings with the Audit Committees of the Subsidiaries. In this context, meetings with the Members of the Audit Committee of Alpha Bank Cyprus Ltd, Alpha Bank Romania S.A., Alpha Bank London Ltd and Alpha Astika Akinita S.A. took place.
- Reviewed their Annual and Semi-Annual Activity Reports regarding the fulfillment of their responsibilities.

During 2021, the Audit Committee met jointly with the Risk Management Committee once.

RISK MANAGEMENT COMMITTEE

The Committee has been established and operates in accordance with all applicable laws and regulations. The Members of the current Risk Management Committee were appointed by the Board of Directors at its meeting of 16.4.2021.

Chair:	Jan A. Vanhevel
Number of Members (including the Chair):	5
Number of meetings in 2021:	10
Average participation rate of the Members:	96% (based on the Committee's composition on 31.12.2021)

RISK MANAGEMENT COMMITTEE COMPOSITION

Independent Non-Executive Members	Non-Executive Members
80%	20%

(Based on the composition of the Risk Management Committee on 31.12.2021)

The specific duties and responsibilities of the Risk Management Committee are set out in its Charter, which is posted on the Bank's website (<https://www.alpha.gr/en/group/corporate-governance/committees>).

During 2021 the main activities of the Committee, among others, were the following:

The Committee:

- Reviewed on a monthly basis the progress made with regard to credit risk, liquidity risk, operational risk as well as with regard to capital adequacy, regulatory liquidity and supervisory issues.
- Was regularly updated on issues related to Cepal as well as on the Bank's Non-Performing Exposures (NPEs) Remedial Management Business Unit and its interaction with Cepal and reviewed the implementation of the carve-out of the Wholesale and Retail Non-Performing Loans (NPLs) to Cepal.
- Reviewed the NPLs and NPEs Reduction Plan against the targets submitted to the Single Supervisory Mechanism (SSM) and was updated on the Alpha Bank Cyprus Ltd's NPEs portfolio and transaction developments.
- Evaluated the adequacy and effectiveness of the risk management policies and procedures of the Bank in terms of the undertaking, monitoring and management of risks.

- Endorsed the Climate-Related and Environmental Risk Questionnaire and resolved to submit it to the Board of Directors for approval in order for it to be further submitted to the SSM.
- Obtained updates about the Pillar I and Pillar II Capital Requirements for all risk types, credit risk and the achievement of the targets submitted to the SSM.
- Was informed of the publication of the results of the European Union-wide 2021 Stress Test which took place in July 2021.
- Was updated on a regular basis on the SSM and the Single Resolution Board (SRB) Agendas for 2021.
- Assessed the Annual Report of the Risk Management Business Unit for the year 2020, which was submitted to the Bank of Greece.

Regarding the Subsidiaries, the Risk Management Committee:

- Aiming at further enhancing corporate governance and the collaboration among the Subsidiaries, launched a series of videoconference meetings with the Risk Management Committees of the Subsidiaries abroad. In this context, meetings with the Members of the Risk Management Committee of Alpha Bank Cyprus Ltd, of Alpha Bank Romania S.A. and of Alpha Bank London Ltd took place.
- Reviewed the Annual Activity Reports for 2020 and the Semi-Annual Activity Reports for 2021 prepared by the Risk Management Committees of the Subsidiaries.

REMUNERATION COMMITTEE

The Committee has been established and operates in accordance with all applicable laws and regulations. The Members of the current Remuneration Committee were appointed by the Board of Directors at its meeting of 16.4.2021.

Chair:	Richard R. Gildea
Number of Members (including the Chair):	4
Number of meetings in 2021:	9
Average participation rate of the Members:	100% (based on the Committee's composition on 31.12.2021)

REMUNERATION COMMITTEE COMPOSITION

Independent Non-Executive Members	Non-Executive Members
75%	25%

(Based on the composition of the Remuneration Committee on 31.12.2021)

The specific duties and responsibilities of the Remuneration Committee are set out in its Charter, which is posted on the Bank's website (<https://www.alpha.gr/en/group/corporate-governance/committees>).

During 2021 the main activities of the Committee, among others, were the following:

The Committee:

- Reviewed and proposed to the Board of Directors the approval of:
 - the Expenses Policy for the Non-Executive Members of the Board of Directors,
 - the amended Senior Executives Severance Payment Policy,
 - the Remuneration Committee Charter,
 - the salary ranges for Senior Executives, Key Function Holders and other Executives.
- Endorsed the Performance Incentive Program – 2020 Bonus Pool as well as the respective Bonus Allocation and recommended to the Board of Directors the approval thereof.

- Endorsed the 2020 Sales Incentive Program Bonus Allocation to Branch Employees as well as the 2021 Sales Incentive Program Targets and the conditional bonus allocation for the First Half and the Third Quarter of 2021 and recommended to the Board of Directors the approval thereof.
- Resolved to recommend to the Board of Directors the approval of the allocation of Stock Options to Material Risk Takers, including the Senior Managers under the Bonus Ban Perimeter.
- Reviewed the list of Material Risk Takers for 2020.
- Reviewed the 2020 Evaluation Scorecards and the 2021 objective-setting Scorecards of the General Managers and of the Key Function Holders.
- Provided input to the Corporate Governance, Sustainability and Nominations Committee regarding the Policy for the Evaluation of Senior Executives and Key Function Holders.
- Finalized the remuneration amounts of the Members of the Board of Directors for the financial year 2021.
- Was updated on the Job Evaluation Framework developed by the Human Resources Unit.
- Was updated on the Voluntary Separation Scheme, which the Bank announced on September 17, 2021.

Regarding the Subsidiaries, the Remuneration Committee:

- Reviewed the Annual Activity Reports for the year 2020 of the Remuneration Committees of the Subsidiaries.
- Reviewed the annual remuneration amounts of the Non-Executive Members of the Boards of Directors of the Subsidiaries for the year 2021.
- Reviewed the Minutes of the Remuneration Committees of Alpha Bank Romania S.A. and Alpha Bank London Ltd.
- Was updated on Alpha Bank Romania S.A.'s Total Human Resources Turnover Action Plan.

CORPORATE GOVERNANCE, SUSTAINABILITY AND NOMINATIONS COMMITTEE (FORMER CORPORATE GOVERNANCE AND NOMINATIONS COMMITTEE)

The Committee has been established and operates in accordance with all applicable laws and regulations. The Members of the current Corporate Governance, Sustainability and Nominations Committee were appointed by the Board of Directors at its meeting of 16.4.2021.

Chair:	Elanor R. Hardwick
Number of Members (including the Chair):	5
Number of meetings in 2021:	8
Average participation rate of the Members:	95% (based on the Committee's composition on 31.12.2021)

CORPORATE GOVERNANCE, SUSTAINABILITY AND NOMINATIONS COMMITTEE COMPOSITION



(Based on the composition of the Corporate Governance, Sustainability and Nominations Committee on 31.12.2021)

The specific duties and responsibilities of the Corporate Governance, Sustainability and Nominations Committee are set out in its Charter, which is posted on the Bank's website (<https://www.alpha.gr/en/group/corporate-governance/committees>).

During 2021 the main activities of the Committee, among others, were the following:

The Committee:

- Identified and recommended for approval by the Board of Directors candidates to fill vacancies in the Board of Directors; in particular, it recommended the appointment of Ms. E.M. Andriopoulou as Non-Executive Member of the Board of Directors, with effect as of 1.1.2022.

- Reviewed and proposed to the Board of Directors the approval of:
 - the Committees' Charters;
 - the Suitability and Nomination Policy for the Members of the Board of Directors and Key Function Holders;
 - the Suitability and Nomination Process for the Members of the Board of Directors;
 - the Diversity Policy;
 - the Induction and Training Policy for the Members of the Board of Directors;
 - the Policy for the Evaluation of Senior Executives and Key Function Holders;
 - the Policy for the Succession Planning of Senior Executives and Key Function Holders.
- Recommended to the Board of Directors the approval of the adoption of the Hellenic Corporate Governance Code.
- Confirmed, after reviewing the independence criteria, that the Independent Non-Executive Members fulfil all the criteria for being Independent Non-Executive Members of the Board of Directors, in accordance with Law 4706/2020 on corporate governance, the Articles of Incorporation and the Hellenic Corporate Governance Code, as in force.
- Recommended to the Board of Directors the approval of changes to the Organizational Chart of the Bank.
- Approved the Collective Board Evaluation Questionnaire and the Individual Self-Evaluation Questionnaire, in the context of the Board of Directors' evaluation.
- Was informed of the assessment of the effectiveness of the Bank's approach to Corporate Governance conducted by Nestor Advisors.
- Was informed of a letter from the HFSF on the third Corporate Governance review and the Board evaluation recommendations implementation process.
- Was informed of Environmental, Social, and Governance (ESG) issues and, in particular, of the proposed Environmental, Social and Governance (ESG) Framework.

Regarding the Subsidiaries, the Corporate Governance, Sustainability and Nominations Committee:

- Reviewed the 2020 Annual and the 2021 Semi-Annual Activity Reports of the Subsidiaries' Nomination Committees and Boards of Directors.
- Reviewed the composition of the Subsidiaries' Boards of Directors and their Committees and was informed of any changes therein.
- Was informed of a series of meetings with Subsidiaries in Greece and abroad conducted via videoconference by the Secretariat of the Board of Directors in order to discuss issues relevant to Corporate Governance.

D. MANAGEMENT COMMITTEES

1. Executive Committee

In accordance with Law 4548/2018 and the Bank's Articles of Incorporation, the Board of Directors has established an Executive Committee.

The Executive Committee acts as a collective corporate body of the Bank. The Committee's composition, responsibilities, competencies, decision-making process and its overall operation are set by the Board of Directors.

The current composition of the Executive Committee of the Bank is identical to the Executive Committee of the Company, thus the above-mentioned general reference to the latter applies for further information thereon.

2. General Manager-level Management Committees

2.1 Assets-Liabilities Management Committee (ALCo)

Frequency of meetings:	Once a fortnight or ad hoc, following a proposal by a Member with voting rights
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The Committee:

- decides on matters regarding the management of Asset-Liability and cash management issues, i.e. liquidity, hedging strategy, capital structure, proposals for new products/services or modification of existing products/services, products pricing, risk monitoring and control, portfolios, etc.
- assesses financial risks and decides on the risk hedging strategy and actions, taking into account (current and, according to forecasts, future) market conditions, the Regulatory Framework and the Supervisory Indicators.

2.2 Troubled Assets Committee

Frequency of meetings:	At least quarterly or ad hoc, following a proposal by a Member with voting rights
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The Committee:

- formulates and approves the Wholesale and the Retail Banking Non-Performing Loans management strategy and forwards it to the Credit Risk Committee for approval and to the Risk Management Committee, if necessary.
- evaluates and approves the amendments to the Service Level Agreements and forwards them to the Risk Management Committee and the Board of Directors, if necessary.
- formulates, evaluates and approves the Wholesale and the Retail Banking Non-Performing Loans strategy and forwards it to the Credit Risk Committee for approval and for information purposes to the Risk Management Committee, if necessary.
- performs the initial approval of the annual budget, the Business Plans and the objectives set for the NPEs Strategy, Recovery and Monitoring (NSRM) Division and the Servicers. The above are forwarded to the Executive Committee and to the Board of Directors for the final approval, if necessary.
- approves proposals for the sale of NPEs portfolios in terms of operational feasibility and relevance to the Business Plan and the budget of the NSRM Division. The above proposals are forwarded for approval to the Executive Committee or to the Board of Directors, if necessary.
- formulates and approves the available types of settlements/restructurings and the final arrangements concerning Wholesale and Retail Banking Customers with loans in arrears and performs the periodic monitoring and evaluation of the effectiveness of their assessment.
- plans, approves, monitors and evaluates the pilot programs for arrangements/settlements applied by the Servicers.
- sets out the criteria for examining the long-term viability of the proposed arrangements and/or final settlements.

- monitors, checks and evaluates the progress towards the approved budget, Business Plans and targets set for the NSRM Division and the Servicers in Greece and abroad.
- submits the necessary proposals for the modification of the operational plans and the budget of proposals to the Credit Risk Committee and to the Risk Management Committee, if necessary.
- approves the operational considerations (subject to approval by the Executive Committee and the Board of Directors) for assigning the management of NPEs portfolios to outsourcers/Servicers approved by the Bank of Greece.
- provides the initial approval of the operational feasibility of the proposals submitted by the NSRM Division for the assignment of a project to consultants, subject to the final approval of the Cost Control Committee.
- approves reports on the management of NPEs to be submitted to the European Central Bank and to the Hellenic Financial Stability Fund.
- coordinates the activities of the Troubled Assets Committees of Group Companies abroad.

2.3 REO Committee I

Frequency of meetings:	Quarterly or ad hoc, following a relevant request submitted by one of its regular Members with voting rights
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The Committee:

- determines and monitors the strategy of acquisition, management, development and sale of Real Estate which is either under the Bank's or the Group's ownership or examined to be acquired by the Bank or the Group.

2.4 Operational Risk and Internal Control Committee

Frequency of meetings:	At least quarterly or ad hoc, following a relevant request submitted by one of its regular Members with voting rights
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The Committee:

- ensures that the appropriate organizational structure, processes, methodologies and infrastructure to manage operational risk are in place;
- is regularly updated on the operational risk profile of the Group and the results of the operational risk assessment process;
- reviews recommendations for minimizing operational risk;
- approves the operational risk provisions on Third Party Lawsuits against the Bank;
- approves the authorization limits of the Committees responsible for the management of operational risk events of the Bank and the Group Companies;
- reviews the operational risk events whose financial impact exceeds the limits of the other Committees;
- is updated on the operational risk regulatory requirements as well as on the regulatory findings which are identified via internal and external audits and assesses the action plans proposed for their mitigation;
- is informed of issues raised by the Internal Audit Division, concerning high operational risk areas and required corrective actions in order to reduce operational risk;
- takes cognizance of and decides upon issues related to Operational Risk and the Internal Control Framework.

2.5 Credit Risk Committee

Frequency of meetings:	Every month or ad hoc, following a proposal by one of its Members
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The Committee:

- assesses the adequacy and efficiency of the credit risk management policy and procedures of the Bank and the Group and plans the required corrective actions;
- approves and monitors the Bank's and the Group's Credit Risk Appetite;
- reviews and updates the Group credit risk policies as per the Bank's Credit Risk Appetite;
- reviews periodically the development of credit risk by sector and geographic area and of concentration risk where the Group operates;
- reviews the reports of the Risk Management Units submitted to the Board of Directors and the Risk Management Committee;
- reviews the Troubled Assets Committee's reports;
- reviews the progress against the annual targets submitted through the Business Plan to the Single Supervisory Mechanism (SSM), in the framework of the management of NPEs and NPLs;
- approves the Wholesale and Retail Credit Policy Manuals;
- approves the Group Credit Risk Policies as well as the Group Credit Monitoring Framework;
- approves the Group's Write-offs;
- approves the development and update of the Credit Risk Models and the relevant Governance Framework for the Credit Risk Model Management Policy;
- approves the methodology for the calculation of provisions of impairments [Expected Credit Loss (ECL) Methodology];
- approves the quarterly impairment provisions;
- is informed of the most important findings resulting from the conduct of credit reviews by the Credit Control Division;
- is informed of the strategy for the management of arrears, arrears regulations and the Group's Arrears Committees, approved by the Troubled Assets Committee.
- reviews the results of the Stress Tests;
- reviews the results of external evaluation processes, including the Supervisory Review and Evaluation Process (SREP), the Single Resolution Board (SRB) process, the SSM Audits, the European Banking Authority (EBA) Stress Tests, and decides on required actions for issues stemming therefrom;
- reviews financial and risk monitoring and reporting issues (e.g. Pillar III disclosures, IFRS 9 reports, impairments);
- is informed and reviews the progress of projects related to supervisory guidelines (e.g. new definition of default, provisioning calendar) as well as important projects for the Bank related to Credit Risk.

2.6 Cost Control Committee

Frequency of meetings:	Once a fortnight or ad hoc, following a proposal by a Member with voting rights
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The Committee:

- approves the cost control policies;
- validates the proposed Capital Expenditures/Operating Expenses (CapEx/OpEx) budget prior to its submission to the Executive Committee for approval and the formulation proposal on the projects portfolio;
- examines and approves expense requests/projects' costs within the Committee's limits;
- reviews the cost evolution versus the Budget as well as mitigation actions in case of overruns;
- evaluates proposals on cost containment initiatives;
- assesses options to promote the Bank's cost-efficient operation;
- validates cost allocation rules among the Bank's Business Units.

2.7 Credit Committee I

Frequency of meetings:	At least twice a week
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The Committee:

- decides, within its delegation limits, on the following:
 - Credit requests to companies or groups of connected companies, under the supervision of the General Manager of Wholesale Banking.
 - Risk issues of Credit Institutions, Central Governments, Transnational Organizations and Mediators under the responsibility of the Divisions supervised by the Executive General Manager of Treasury Management.
 - Retail Banking credit requests for new credits and periodic reviews of credit limits.
 - Credit requests of Individuals for personal/consumer and housing loans, for which an application is submitted through the Private Banking Division.
 - Credit requests of companies or groups of connected companies, with performing exposures under the management of the Private Banking Division.
 - Lending to companies or groups of connected companies of the International Network with Performing Exposures.

2.8 Arrears Committee I

Frequency of meetings:	At least once a week
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The Committee:

- decides on Customers' requests under the management of the Arrears Units in Greece and in the countries where the Group operates, regarding the following portfolios:
 - Wholesale Banking – Greece
 - Retail Banking – Greece and
 - Wholesale Banking – International Network

2.9 Group Sustainability Committee

Frequency of meetings:	At least bi-monthly or following a relevant request submitted by one of its regular Members with voting rights
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The Committee:

- steers the Group's strategy and direction on sustainability and ESG-related topics, to support the sustainability and resilience of the Group's business model as well as to enable long-term value creation;
- agrees upon and proposes for endorsement by the Executive Committee and approval by the Board of Directors the Group's ESG Policy and its targets, including financial and non-financial Key Performance Indicators (KPIs), according to the established governance procedures;
- ensures that the aforementioned ESG targets and KPIs are aligned with and are incorporated into the Group's Risk Appetite Framework, the Business Plan and any relevant policies, through the implementation of an appropriate decision-making process and the approval of the responsible Bodies for the said policies;
- monitors the Group's sustainability performance against policy targets and benchmarks;
- monitors current and emerging ESG trends affecting the Group;
- proposes criteria for sustainable credit approvals, debt issuances and investments to be incorporated in the relevant policies;
- oversees the content of ESG-related non-financial disclosures, including the Non-Financial Report and the Sustainability Report;
- monitors the Group's alignment with ESG requirements, including regulatory expectations and Principles for Responsible Banking (PRB) commitments;

- monitors the implementation of sustainability and corporate responsibility initiatives;
- oversees internal and external communications related to ESG;
- takes cognizance of ESG-related findings which are identified in external audits and assesses the action plans proposed to mitigate them;
- is informed about the results of supervisory evaluations and decides on appropriate actions in response to topics stemming from new supervisory requirements, guidelines and recommendations of relevant Bodies, such as: (i) Supervisory Review and Evaluation Process (SREP), (ii) Single Supervisory Mechanism (SSM), (iii) European Banking Authority (EBA) and (iv) Other Legal, Regulatory or Government authorities which may issue ESG-related legislation or regulations. For supervisory issues, the Committee leverages on the existing governance structure of the Bank.