



PANCRETA BANK

**APPOINTMENT FORM OF REPRESENTATIVE
FOR PARTICIPATION IN THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS
OF PANCRETA BANK
of September 3rd, 2024**

The undersigned Shareholder/Legal representative of the shareholder of the Bank under the tradename “**PANCRETA BANK SOCIETE ANONYME**” (hereinafter the “**Bank**”)

NAME-SURNAME-FATHER’S NAME (Natural Persons):.....
TRADENAME (Legal Entities):
NAME-SURNAME OF LEGAL REPRESENTATIVE(S):
ID CARD NO OR PASSPORT NO:
TAX. No:
RESIDENTIAL ADDRESS/REGISTERED SEAT:.....
MOBILE PHONE NUMBER:.....
E-MAIL ADDRESS:
NUMBER OF SHARES:

I hereby declare my intent to participate via a representative in the Ordinary General Meeting of the Shareholders of the Bank, which will convene on **September 3rd, 2024 day of the week Tuesday at 16:00a.m.** with the participation of the Shareholders physically or remotely via teleconference and in the event that a quorum is not reached in the Repetitive General Meeting which will be held on **September 9th, 2024, day of the week Monday, at 11:00a.m.**, which will also convene with the participation of shareholders physically or remotely via teleconference.

I hereby authoriseson/daughter ofresident of..... street..... no.....holder of ID Card No./Passport No, Tax No, e-mail address....., Date of birth, mobile phone number.....

To participate and represent me in the above Ordinary General Meeting of the Shareholders of the Bank on September 3rd, 2024 day of the week Tuesday at 16:00p.m. and in the event that a quorum is not achieved in the Repetitive General Meeting on September 9th, 2024 day of the week Monday at 11:00a.m. and to vote on the items of the daily agenda in my name and on my behalf for the number of shares I own or for which I have voting rights in his/her discretion or pursuant to my following instructions:

[Note: a. If I do not fill in after the word VOTE of the items my respective instructions, with the words POSITIVE, NEGATIVE OR ABSTENTION, it shall be deemed that my representative has been authorized to vote as per his/her discretion. b. If I do not fill in the number of shares for which I own or for which I have voting rights, it is considered that my representative has been authorized to vote for all the shares].

PANCRETA BANK S.A.



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1. Submission for approval of the Annual Financial Statements of the Bank for the financial year 2023 (01.01.2023 - 31.12.2023) along with the Board of Directors' and Auditors Reports.

VOTE

2. Approval, as per article 108 of Law 4548/2018, of the overall management of the Bank by the Board of Directors during the financial year 01.01.2023 - 31.12.2023 and discharge of the Certified Auditors for the financial year 01.01.2023 - 31.12.2023.

VOTE

3. Election of Certified Auditors (regular and substitute) to audit the Annual Financial and Consolidated Financial Statements of the Bank for the financial year 01.01.2024 - 31.12.2024 and approval of their remuneration.

VOTE

4. Submission of the Annual Audit Committee Management Report to the Shareholders for the fiscal year 01.01.2023 - 31.12.2023.

WITHOUT VOTE

5. Approval of the payment of fees of the members of the Board of Directors of the Bank [09.09.2023 - 03.09.2024] - Pre-approval of the payment of their fees [04.09.2024 - until the next General Meeting].

VOTE

6. Determination of the type, the duration, the number and the qualifications of the members of the Audit Committee of the Company and appointment of its members in case it is defined independent pursuant to article 44 par. 1 of Law 4449/2017 as in force.

VOTE

7. Approval of Suitability Policy of the members of the Board of Directors, in accordance with article 3 of Law 4706/2020.

VOTE

8. Exclusion of the Bank from the deferred tax regime under article 27A of Law 4172/2023 with effect from 2024.

VOTE

9. Submission for approval of (i) the Joint Draft Merger Agreement dated 26.07.2024 with the absorption of the Bank by the societate anonime (credit institution) under the name "Attica Bank Banking Societate Anonime" with General Commercial Registry Number (GEMI) 000255501000 and VAT number 094014170, drafted in accordance with article 7 of Law 4601/2019, (ii) the Report of the Board of Directors of the Bank to its General Assembly on the Draft Merger Agreement dated 26.07.2024, drafted in accordance with Article 9 of Law 4601/2019, (iii) the Report of the Audit Company "KPMG Auditors S.A." dated 26.07.2024 on the establishment of the book value of the Bank's assets and the obligations as at 31.12.2023 (iv) the Report of the Auditing Company "KPMG Auditors S.A." dated 26.07.2024, Examination of the Draft Merger Agreement and opinion on the fairness and reasonableness of the proposed share exchange ratio.

VOTE



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10. Adoption of a resolution for the merger by absorption of Pancreta Bank by "Attica Bank Banking Societe Anonyme", according to the specific provisions of the Draft Agreement in accordance with the provisions of Law 5127/26.07.2024 "Ratification of the Merger and Investment Agreement between the Hellenic Financial Stability Fund and the company "Thrivest Holding LTD", dated 18.07.2024, the provisions of articles 6-21, 30-34 of Law 4601/2019, article 16 of Law 2515/1997 and the applicable provisions of Law 4548/2018.

VOTE

11. Issuance of new shares to the shareholders of Pancreta Bank.

VOTE

12. Approval of the resolutions and actions of the Board of Directors of the Bank to date regarding the above merger. Granting of authorization to sign the merger agreement and, in general any action necessary to complete the merger.

VOTE

13. Election of a new Board of Directors of the Bank as defined in article 8 par. 1 and 2 of its Articles of Association due to the expiration of its term of office – Appointment of Independent Non-Executive Members of the Board of Directors

VOTE

14. Various announcements

WITHOUT VOTE

I declare that I approve a priori of every action of my representative in relation to the above mandate.

Place, Date:

2024

Signature and name of authorizer
In the event of a legal entity Signature and name of Legal Representative