

## INVITATION

### TO THE ORDINARY GENERAL MEETING OF SHAREHOLDERS HOLDING COMMON SHARES OF GENIKI BANK

Reg. No. 231401000  
(Previous Reg. No. 6073/06/B/86/12)

The Shareholders are hereby invited in accordance with the law and the Bank's Articles of Association to attend the Ordinary General Meeting ("OGM"), to be held on June 28th 2013, at 10:00 a.m. in Athens, at the auditorium of the Bank's Headquarters (109-111 Mesogeion Avenue, 115 26, Athens).

The items of the agenda have as follows:

1. Submission and approval of the Annual Financial Statements for the fiscal year 01.01.2011 - 31.12.2011, together with the relevant Auditors' and Board of Directors' Reports.
2. Discharge of the members of the Board of Directors and the Auditors from any liability for indemnification with respect to the fiscal year 01.01.2012 - 31.12.2012.
3. Nomination of (regular and substitute) Certified Auditors for the fiscal year 01.01.2013 - 31.12.2013.
4. Approval of year 2012 fees and remunerations paid and pre- approval for year 2013 to be paid to members of the Board of Directors.
5. Nomination of the Members of the Audit Committee pursuant to article 37, Law 3693/2008.
6. Grant of permission to Directors and executive officers of the Bank to participate in the management of affiliated (pursuant to article 42e, par. 5, law 2190/1920) companies of the Bank, in accordance with article 23, law 2190/1920.
7. Election of new Board of Directors due to the expiration of its term. Appointment of independent non executive members
8. Approval of contract of accord article 23a Law 2190/1920 (transfer of shares of company "GENIKI LEASING S.A." to the company "PIRAEUS LEASING S.A.")
9. Miscellaneous announcements

In this OGM, shareholders who have the right to participate and vote are those who will be registered at the beginning of 23.06.2013 (namely at the end of the trading session on 21.06.2013) in Geniki Bank Shareholders' registry, which is electronically kept at the "Hellenic Exchanges S.A. Holding, Clearing, Settlement & Registry". No share blocking is required.

The shareholders who wish to participate in the Ordinary General Meeting by proxy must deposit the relevant proxy form (Power of Attorney), available on the Bank's website [www.geniki.gr](http://www.geniki.gr) and at the Bank's Shareholder Services Department, 109-111 Mesogeion Avenue, 115 26 , Athens (4th floor), not later than the third day prior to the date of the OGM.

With respect to the aforementioned OGM, the Shareholders have also the rights mentioned below:

- (a) Shareholders representing at least one twentieth (1/20) of the paid-up share capital may request the Board of Directors, by way of an application which must be delivered to the Board of Directors at least fifteen (15) days prior to the OGM, to include additional items on the OGM's Agenda. The application must be accompanied by a written statement of reasons or a draft resolution for approval by the OGM.
- (b) Shareholders representing at least one twentieth (1/20) of the paid-up share capital may request the Board of Directors, by way of an application which must be delivered to the Board of Directors at least seven (7) days prior to the OGM to upload to the Bank's website ([www.geniki.gr](http://www.geniki.gr)) draft resolutions for items included in the initial or revised OGM agenda, accessible to the shareholders, at least six (6) days prior to the OGM date.

- (c) Through an application that is submitted to the Bank at least five (5) full days prior to OGM, shareholders may request the Board of Directors to provide the OGM with requested specific information with respect to Bank's business, to the extent that these are useful for the actual assessment of the items of the agenda.
- (d) Shareholders representing one fifth (1/5) of the paid-up share capital may request the Board of Directors, through an application which must be submitted to the Bank at least five (5) full days prior to the OGM, to provide the OGM with information about the course of the Bank's affairs and financial situation.

Information relating to par.3 article 27 of L.2190/20 is available at the Bank's branches and on the corporate website [www.geniki.gr](http://www.geniki.gr).

Athens, June 5, 2013  
THE BOARD OF DIRECTORS