



NBG PANGAEA

ANNOUNCEMENT

Pursuant to article 4.1.3.3 of the ATHEX Rulebook, the company named “**NBG PANGAEA REAL ESTATE INVESTMENT COMPANY**” (hereafter the “**Company**”) informs of the following:

The Ordinary General Meeting of the Company’s shareholders, which convened on 13 April 2016, with shareholders representing 255,240,098 common nominal shares, namely with the participation of 99.9 % of the Company’s paid share capital, after the pertinent ballot (valid votes 255,240,098) with respect to the issues on the agenda, as included in the Invitation dated 22.03.2016,

Resolved unanimously the following:

1st Item

The approval of the Annual Financial Statements for the financial year 2015 along with the corresponding Board’s of Directors and Auditors’ reports; profits’ distribution and dividend payment for the financial year 2015 up to the amount of €51,989,425.10 or €0.2035 per share (net).

PRO 255,240,098 shares (100%)

AGAINST 0 shares (0%)

ABSTAIN 0 shares (0%)

2nd Item

The discharge of all members of the Company’s Board of Directors and of its Auditors for all their actions during financial year 2015.

PRO 255,240,098 shares (100%)

AGAINST 0 shares (0%)

ABSTAIN 0 shares (0%)

NBG PANGAEA R.E.I.C.

6, KARAGEORGI SERVIAS, P.C. 105 62 ATHENS, TEL.: 210 3340011, FAX: 210 3340160
TAX Reg. No. 099555020, Tax Authority Athens FAE, G.C.R. No. 3546201000
HELLENIC CAPITAL MARKETS COMMISSION DECISION No. 6/458/13.12.2007



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3rd Item

The election of the auditing firm named “Deloitte – Chatzipavlou Sofianos & Kampanis S.A.”, Chartered Accountants, Fragkoklissias 3A and Granikou strs., 15 125, Chalandri, with SOEL Reg. No.: E120 as the ordinary auditor of the annual financial statements (consolidated and individual Company) for the financial year 2016. Given that the Company forms part of the National Bank of Greece S.A. Group (“NBG”), the remuneration of the elected auditing firm will be pre-approved by NBG’s Audit Committee (Group Audit Committee) and the Company’s Managing Director will be informed accordingly. The Board of Directors is authorized to determine on the exact amount of the auditing firm’s remuneration.

PRO 255,240,098 shares (100%)

AGAINST 0 shares (0%)

ABSTAIN 0 shares (0%)

4th Item

The election of the members of the Audit Committee for a term of one year, which will end not later than on the date of the 2017’s Ordinary General Meeting, as follows:

- Spyridon Makridakis son of Georgios
- Vasileios Mastrokalos son of Gerasimos – Anargyros
- Prodromis Vlamis son of Grigorios

PRO 255,240,098 shares (100%)

AGAINST 0 shares (0%)

ABSTAIN 0 shares (0%)

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5th Item

The appointment of the following independent valuers:

For real estate properties located outside Italy:

- the company “Proprius Commercial Property Consultants EPE” (representative of Cushman & Wakefield in Greece)
- Jointly the companies “P. Danos & Synergates S.A. Symvouloi kai Ektimites Akiniton” (representative of BNP Paribas Real Estate in Greece) and “Athinaiki Oikonomiki E.P.E.” (Representative of Jones Lang Lasalle in Greece).

It is specified that the above valuers will evaluate in 2016 real estate properties of the Company’s portfolio other than those valued by them in 2015.

For real estate properties located in Italy:

the company “Jones Lang LaSalle Spa”.

For the determination of the remuneration of the independent valuers, the Board of Directors is specifically authorized. The Board of Directors is also authorized to appoint companies, which will replace the above independent valuers in case any of them is unable or barred from exercising its duties, as well as to determine the exact amount of their remuneration.

PRO 255,240,098 shares (100%)

AGAINST 0 shares (0%)

ABSTAIN 0 shares (0%)

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6th Item

The approval of the remuneration of the members of the Board of Directors and of the members of the Investment Committee for year 2015 as well as the pre-approval of the remuneration of the above members for the financial year 2016 under article 24 of c.l. 2190/1920.

PRO 255,240,098 shares (100%)

AGAINST 0 shares (0%)

ABSTAIN 0 shares (0%)

7th Item

The granting of the permission under article 23 par. 1 of c.l. 2190/1920 to the members of the Board of Directors and to other directors of the Company to participate in legal entities pursuing a similar corporate scope as that of the Company and to conduct any action, either on their behalf or on behalf of third parties, falling within any one of scopes pursued by the Company.

PRO 255,240,098 shares (100%)

AGAINST 0 shares (0%)

ABSTAIN 0 shares (0%)

8th Item

The approval of the execution of contracts between the Company on the one hand and its (ultimate) parent company “National Bank of Greece S.A.” on the other under article 23a of c.l. 2190/1920.

PRO 255,240,098 shares (100%)

AGAINST 0 shares (0%)

ABSTAIN 0 shares (0%)

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9th Item

The election of Mr. Athanasios Karayiannis as Member of the Board of Directors, having replaced a resigned member, was announced before the General Meeting.

PRO 255,240,098 shares (100%)

AGAINST 0 shares (0%)

ABSTAIN 0 shares (0%)

No other items were discussed.

Athens, 13 April 2016

The Board of Directors

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