

DECISIONS
of the ORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF
"Optima bank S.A."

"Optima bank S.A." (hereafter 'the **"Bank"**) announces that on **Tuesday, May 5th, 2026**, at **11:00 a.m.**, the Ordinary General Meeting of its Shareholders was held in Athens, at the "Pacific" hall, on the mezzanine floor of the Hotel "N.J.V. Athens Plaza" at 2 Vas. Georgiou A' Street, 105 64, Syntagma Square.

The Ordinary General Meeting was attended in person or by proxy by shareholders representing 180,222,919 common, registered shares with voting rights, i.e. a percentage of 81.53% of the Bank's share capital, gathering the quorum required by law for all items on the Agenda. For calculating this percentage of the quorum, in accordance with article 50 of Law 4548/2018, the percentage of own shares held by the Bank was not taken into account.

All items on the Agenda were approved. Specifically, the Ordinary General Meeting of Shareholders took the following decisions on the items on the Agenda:

Item 1: Approved the Annual Financial Report (Bank & Group) for the fiscal year 01.01.2025 until 31.12.2025, together with the relevant Reports and Statements of the Board of Directors and the Audit Report of the Certified Auditor - Accountant.

Item 2: Acknowledgement of the Activity Report of the Audit Committee for the year 2025, in accordance with Article 44(1)(i) of Law 4449/2017.

Item 3: Approved the overall management that took place by the Board of Directors during the fiscal year 2025 and the discharge of the Certified Auditors - Accountants of the Bank from any liability for the actions of said fiscal year.

Item 4: Decided to assign the regular audit of the individual and consolidated annual financial statements for the fiscal year 2026 (01.01.2026 – 31.12.2026), the review of the interim financial statements of 30.06.2026, the audit and assurance of the submission of the Sustainability Report 2026, the audit and assurance of the information of the Remuneration Report for the fiscal year 2026, the tax audit for the fiscal year 2026 as well as the reports of the standard procedures for the Hellenic Deposit and Investment Guarantee Fund (TEKE) and the Guarantee Fund, to the Certified Auditors - Accountants firm "DELOITTE CERTIFIED PUBLIC ACCOUNTANTS SOCIETE ANONYME" which has its registered office in Maroussi, Attica, 3a Frangoklisias & Granikou Street, with G.E.MI. 001223601000, Tax Identification Number 094394788, S.O.E.L.: E120, for a total fee of € 636,000.00 plus VAT, for the above-mentioned assignments. The Regular and the Deputy Certified Auditors - Accountants of the Bank will be appointed following the Bank's consultation with the said audit firm.

Furthermore, the General Meeting authorized the Board of Directors of the Bank to send the written notice - instruction to the elected audit firm within five (5) days from the date of its election, as well as to negotiate with the audit firm any amendments to the above mentioned remuneration relating to any additional audit work that may be required.

Item 5: Approved the allocation of the net profits for the fiscal year 2025 amounting to the amount of €147,039,780.21, a) for the distribution of a dividend for the fiscal year 2025 in the amount of €0.23 per share and a total gross amount of EUR 50,853,557.98 and b) for the purpose put up to discussion and voting under agenda items no. 12 and 13 below, the amounts specified therein.

Regarding the dividend distribution, the General Meeting approved the dates of dividend cut-off, determination of dividend beneficiaries and commencement of dividend payment for the fiscal year 2025 as follows:

- i. Date of the dividend cut-off: Wednesday, June 24, 2026
- ii. Date for determining the dividend beneficiaries: Thursday, June 25, 2026
- iii. Commencement date of dividend payment: Tuesday, June 30, 2026.

The payment of the dividend for the fiscal year 2025 shall be carried out through the Bank itself, acting as paying bank.

Finally, the General Meeting authorized the Board of Directors to do anything necessary or appropriate in the context of the implementation of this decision of the Ordinary General Meeting.

Item 6: Voted positively on the Remuneration Report for the fiscal year 2025, in accordance with article 112 of Law 4548/2018, without expressing any remark or notice on its content.

Item 7: Decided to approve the fees and general expenses and all kinds of compensation paid to the members of the Board of Directors for the period 01.01.2025 - 31.12.2025, for a total gross amount of € 1,828,370.00, broken down as follows:

- i. in the amount of € 975,979.00 for the Executive Members of the Board of Directors, out of the amount of € 1,000,000.00 pre-approved by the Ordinary General Meeting of Shareholders on April 29, 2025, further broken down as follows:
 - a. Fixed remuneration: € 504,250.00, paid via payroll
 - b. Other benefits: € 66,729.00 which relate to travel expenses, car rentals, participation in a group insurance plan for hospital and health care, mobile phone.
 - c. Variable remuneration: € 405,000.00, which relate to the accrual period from 1.1.2024 to 31.12.2024 (performance year 2024) and were paid during the year 2025 (payment year), as a one-time extraordinary remuneration (Bonus) from the profit distribution table for the fiscal year 2024, in accordance with the decision of the Ordinary General Meeting of Shareholders of 29 April 2025 and

- ii. in the amount of € 852,391.00 for the Non-Executive Members of the Board of Directors, out of the amount of € 900,000.00 pre-approved by the Ordinary General Meeting of Shareholders on April 29, 2025, further broken down as follows:
 - a. Fixed remuneration: € 810,281.00, paid out as a share of profits for the fiscal year 2025 and which was paid in advance.
 - b. Other benefits: € 42,110.00, which includes travel expenses, car rentals, participation in a group insurance plan for hospital and health care, mobile phone.

Furthermore, the General Meeting decided the determination of the amount and pre-approval of such fees for the fiscal year 2026 and until the Ordinary General Meeting of 2027. Specifically, the General Meeting decided to pre-approve remuneration totalling €1,000,000.00 for the Non-Executive Members, taking into account the increase in the number of Non-Executive Members of the Board of Directors, with the addition of a new Member, and remuneration totalling €1,100,000.00 for the Executive Members.

Furthermore, the General Meeting determined the remuneration and compensation of the Non-Executive Members of the Board of Directors (including remuneration for the participation in Committees of the Board of Directors) with the exception of the Chairperson of the Board of Directors¹, in their respective capacities, effective 01.06.2026, in accordance with the relevant recommendation of the Board of Directors, which the General Meeting accepted and approved in full.

Item 8: Acknowledgement of the Report of the independent non-executive members of the Board of Directors in accordance with article 9 par. 5 of Law 4706/2020.

Item 9: Approved the increase in the number of members of the Board of Directors from eleven (11) to twelve (12) through the election and addition of Ms. Georgia-Christina Giovani, who meets the independence criteria pursuant to Article 9 of Law 4706/2020, as an Independent Non-Executive Member of the Board of Directors, with her term commencing on 01.07.2026 and ending concurrently with the expiration of the terms of the other Directors, i.e., no later than 10.09.2027.

Item 10: Approved:

(a) the addition to the Bank's purpose of (i) an explicit provision regarding the activity of distributing insurance products in the name and on behalf of one or more insurance companies (insurance agent), within the meaning of Law 4583/2018, as amended from time to time; ii) the services covered by Regulation (EU) 2023/1114 of the European Parliament and of the Council of May 31, 2023, regarding crypto-asset markets, as

¹ The remuneration of the Chairperson of the Board of Directors is determined by virtue of contract for the services provided to the Bank by virtue of his position (employment relationship), which has been approved by resolutions of previous General Meetings of the Bank's Shareholders (Resolutions of the Extraordinary General Meeting of 19.12.2019, the Ordinary General Meeting of 21.07.2021, the Ordinary General Meeting of 07.06.2023, and the Ordinary General Meeting of 29.04.2025).

incorporated into Article 11, par. 1 of Law 4261/2014; iii) any financial or other ancillary activity, the conduct of which is permitted by the Bank of Greece, and the consequent amendment of paragraphs 1 and 2 of Article 3 of the Bank's Articles of Association regarding the Bank's purpose; as well as

(b) the amendment of Article 39 (Final Provisions) of the Bank's Articles of Association, as proposed by the Bank's Board of Directors, as well as the codification of the Bank's Articles of Association as amended by the foregoing amendments.

Item 11: Resolved to amend the Bank's Share Buyback Programme (the "Programme"), which was approved by the Ordinary General Meeting held on April 29, 2025, and specifically to increase the maximum purchase price of treasury shares that may be acquired through the Programme to €16 per share.

Following the above resolution, the Ordinary General Meeting of Shareholders authorised the Board of Directors to determine, at its discretion, any other details and specific terms, as well as to take all necessary actions to implement this resolution regarding the amendment of the Programme's terms, including the possibility of further delegating part or all of such powers to members of or and executives of the Bank, subject to obtaining the relevant approvals from the supervisory authorities, where required, in accordance with the provisions of the Law.

Item 12: Following the decision taken under agenda item no. 5, the General Meeting approved the relevant recommendation by the Bank's Remuneration and Nominations Committee and resolved to establish a program for the free allocation of the Bank's shares to the Executive Members of the Board of Directors and employees, in accordance with the provisions of Article 114 of Law 4548/2018, as in force (Free Share Allocation Programme), under the following terms:

(a) Maximum number and class of shares to be allocated: Free allocation of up to 200,000 shares over a period of five (5) years. The shares will be ordinary registered shares with voting rights and carry all the rights provided by law and the Bank's Articles of Association.

(b) Origin of the shares to be allocated: Treasury shares, in accordance with the provisions of Article 49, par. 3 of Law 4548/2018, acquired through the Bank's Share Buyback Programme (Share Buyback Programme), which was approved by the Bank's General Meeting held on April 29 April 2025, as it may be amended and remain in force, in accordance with the provisions of agenda item no. 11, following the receipt of all necessary corporate and regulatory approvals, and/or new shares to be issued through the capitalisation of undistributed profits or distributable reserves, following the receipt of all necessary regulatory approvals, where required.

(c) Conditions for the allocation: The beneficiaries and other specific terms of the Free Share Allocation Programme will be determined by the Board of Directors in accordance with the terms and conditions of the Bank's Remuneration Policies. The shares to be offered will be subject to a one (1)-year lock-up period for the

beneficiaries, as well as to the other restrictions and conditions set forth in the applicable legal and regulatory framework (including, inter alia, Law 4261/2014, Act 231/01/15.07.2024 of the Executive Committee of the Bank of Greece, and the EBA Guidelines on sound remuneration policies under Directive 2013/36/EU).

Following the above, the Ordinary General Meeting authorised the Board of Directors:

- a) to determine and specify the specific terms and conditions and all details regarding the implementation of the Free Share Allocation Programme, at its sole discretion, within the limits and in accordance with the provisions of the Bank's Remuneration Policies and the applicable legal and regulatory framework;
- b) to identify the beneficiaries or their categories and to take all necessary steps to allocate the shares, in accordance with the terms of the Free Share Allocation Programme, within the framework of the General Meeting's resolution, the Bank's Remuneration Policies and taking into account the applicable legal and regulatory framework, following the receipt of all necessary supervisory and regulatory approvals, where required; and
- c) to authorise the Bank's Chief Executive Officer to handle procedural matters regarding the determination of the specific terms of the Free Share Allocation Programme and its implementation within the scope of the above authorisations.

Item 13: Following the decision taken under agenda item no. 5, the General Meeting approved the distribution of a portion of the net profits for the fiscal year 2025 as a one-off extraordinary remuneration (Bonus) totalling up to €3,800,000.00 to the Executive Members of the Board of Directors, Senior and Upper Management, and the rest of the Bank's employees, as a reward for their contribution to achieving the Bank's profitability and objectives during the fiscal year 2025, and authorised the Board of Directors to proceed with the implementation of this decision, determining the final allocation of funds per beneficiary and the appropriate timing of payment, and to manage all procedural matters related to this decision. The Board of Directors may delegate part of these responsibilities to one or more of its members or to Bank officers.

Item 14: There were no other issues or announcements.

Maroussi, May 5th 2026

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