

PROXY

**FOR THE GENERAL MEETING OF THE SHAREHOLDERS OF EUROBANK ERGASIAS S.A.
ON 31 JANUARY 2020**

The undersigned Shareholder of Eurobank Ergasias S.A.

Name / Company Name	
Address / Registered Office	
Identity card number/Company's Register Num.	
Telephone number	
Number of shares/voting rights	
DSS Investor Share	
DSS Securities Account	
Operator	
Name of the legal entity's representative who signs the form (completed by legal entities only)	

hereby authorize, empower and direct ^{(1), (2), (3)}

<input type="checkbox"/>	1. Mr. G. Zantias	<input type="checkbox"/>	2. Mr. F. Karavias
<input type="checkbox"/>	3. Mr. S. Ioannou	<input type="checkbox"/>	4. Mr. Th. Kalantonis
<input type="checkbox"/>	5. Mr. K. Vassiliou	<input type="checkbox"/>	6. Ms. K. Kallimani

Note: The above are directors and officers of the Bank. In case your proxy is one or more of the above and no specific written voting instructions are given (i.e. by marking the appropriate box «For»/ «Against»), the proxy will have to abstain.

7.

8.

9.

Note: In case your proxy is any of the above (7-9) and no specific voting instructions are provided, your proxy will vote as s/he thinks fit. In case your proxy be a member of the BoD or an employee of the Bank and no specific written voting instructions are given (i.e. by marking the appropriate box «For»/ «Against»), the proxy will have to abstain.

to represent me / the Legal Entity ⁽⁴⁾, acting each one separately or jointly-(for paper proxies only)⁽⁵⁾, at the General Meeting of the Shareholders of Eurobank Ergasias S.A. (the "Bank") to be held on Friday, 31 January 2020, at 10:00 a.m., at "Bodossakis Foundation Building (John S. Latsis Hall)", 20 Amalias Av., Athens, or any adjournment thereof and to vote in my name and on my behalf / in the name and on behalf of the Legal Entity ⁽⁴⁾, for all / [Note number] voting rights owned by me / the Legal Entity ⁽⁴⁾ on the Record Date, taking any and all necessary actions as follows ⁽⁶⁾:

	FOR	AGAINST	ABSTAIN
ALL ITEMS ON THE AGENDA	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

or:

	ITEMS ON THE AGENDA	FOR	AGAINST	ABSTAIN
1	Hive down of banking activity sector of "Eurobank Ergasias S.A." ("the Bank") with the incorporation of a new company ("the Beneficiary") and approval of the Draft Demerger Deed. Approval of the Articles of Association of the Beneficiary. Granting of authorizations.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2	Amendment of the Articles of Association of the Bank, with amendment, addition and renumbering of its articles, aiming to a) its harmonization with Law 4548/2018 and b) its adjustment as a result of the hive down of banking activity sector by amending the object and the corporate name of the Bank. Granting of authorizations.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3	Announcement of the election of new non-executive members of the Board of Directors.	For information		
4	Election of members to the Audit Committee.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Any revocation of this proxy will be valid if it has been notified to your Bank, either in writing or electronically (via e-General Meeting) at least forty eight (48) hours before the relevant date of the General Meeting.

Place and date:

(name/surname)

(signature)

¹ Please select up to three (3) proxies by marking the appropriate box 1-6 with a ✓ or/and add your proxies under 7-9. If more are selected, the first three will be deemed to have been appointed.

² The proxy could be either a natural person or a legal entity.

³ Relevant information on voting by proxy is included in the Notice of the General Meeting.

⁴ Delete as appropriate.

⁵ If you choose just one way, please delete as appropriate. In case more than one proxies are appointed capable to act in both ways (separately or jointly), and more than one has come to attend the General Meeting, priority is given to the proxy appearing in the General Meeting first.

⁶ Please mark the appropriate box with a ✓.