

**INTERNAL GOVERNANCE CONTROL MANUAL
SUMMARY**

SEPTEMBER 2025

Introduction

Outline of Manual - Purpose and Scope

1. The Internal Governance Control Manual (IGCM) describes the overall framework by which Eurobank SA (Bank) and its Group of Companies (Eurobank or Group) is directed and controlled. It includes a formal record of the high level internal control principles in operation and is intended to meet the requirements laid down by regulators and internal governance policies. The content of the manual has been reviewed and approved by the Bank's Executive Board (ExBo), reviewed by the Bank's Nomination and Corporate Governance Committee and proposed for approval to the Board of Directors (Board)¹.
2. The policies and controls outlined in this manual are designed to minimize the possibility of error or financial loss to Eurobank and to protect the interest of shareholders and depositors as well as to ensure that the requirements of the relevant regulatory authorities are complied with at all times.
3. This manual provides an outline of high level control policies, whilst detailed operating procedures are set out in individual procedures, manuals maintained by each division. Subsidiaries are required to have their own IGCMs and/or procedures, manuals and adopt Eurobank's policies as required. The principles of the IGCM apply fully to all divisions and subsidiaries, unless this is prohibited by local circumstances or regulations.
4. All the policies and controls described in this manual and all the detailed procedures contained in the individual procedures manuals of each division and subsidiary adhere to Eurobank's standards on matters of routine, operational or business nature, which have been enhanced to take into account factors such as local legal, regulatory, operating and other requirements relevant to Eurobank.
5. Individual manuals kept by divisions and subsidiaries are supplementary to the IGCM and not part of it.
6. A high-level organization chart and a brief description of the key responsibilities of the main control functions of Eurobank are included in this manual.
7. The IGCM, supplemented by the procedures manuals of individual divisions and subsidiaries, includes a written description of the uppermost levels of Eurobank's System of Internal Controls.
8. This manual is drafted according to the provisions of article 14 par. 1 of L. 4706/2020 (Greek Law on Corporate Governance), as in force.

¹ As provided for in Greek Law on Corporate Governance, as in force.

TABLE OF CONTENTS

Section A: Introduction

- A.1. Outline of Manual**
- A.2. Principles of Internal Controls**
- A.3. Business Segments**
- A.4. Customer Base**
- A.5. Internal Communication Channels**
- A.6. Revision of Internal Governance Control Manual (IGCM)**

Section B: Purpose, Vision, Values and Strategy

- B.1. Purpose**
- B.2. Vision**
- B.3. Values**
- B.4. Strategy**

Section C: Key Policies and objectives

C.1. Risk Management and Policies

- C.1.1. Risk management
- C.1.2. Credit Risk
- C.1.3. Market Risk
- C.1.4. Liquidity Risk
- C.1.5. Counterparty Credit Risk (CCR / Pre-settlement risk, CCP risk, Counterparty/Issuer risk, settlement risk, residual risk)
- C.1.6. Country Risk
- C.1.7. Interest Rate Risk in the Banking Book (IRRBB) and Credit Spread Risk in the Banking Book (CSRBB)
- C.1.8. Operational & Non-Financial Risks (NFRs)
- C.1.9. Sustainability Risks
- C.1.10. Strategic Investments and Divestments

C.2. Human Resources Policies

- C.2.1. Human resources policies
- C.2.2. Code of Conduct and Ethics
- C.2.3. Anti-Bribery and Corruption
- C.2.4. Conflicts of Interest
- C.2.5. Confidentiality of information during negotiations

C.3. Other Key Policies and Procedures

- C.3.1. Information Technology (IT/ICT) and Security Risk Management Framework (including Cyber & Information Security)
- C.3.2. Personal Data Protection Policy
- C.3.3. Policy for Reporting Illegal or Unethical Conduct
- C.3.4. Policy for Prevention and Detection of Market Abuse
- C.3.5. Insider Dealing Guideline
- C.3.6. External Engagements Policy
- C.3.7. Sponsorships and Donations Policy
- C.3.8. Related Party Transactions Policy and Related Parties Credit Approval Policy

- C.3.8.1. Related Party Transactions Policy
- C.3.8.2. Related Parties' Credit Approval Policy
- C.3.9. Outsourcing Policy
- C.3.10. Non-Financial Risk Management Policy
- C.3.11. Products & Services Governance Policy
- C.3.12. Risk Culture Policy
- C.3.13. Group Governance Policy
- C.3.14. Assessment of the Internal Control System by Independent External Auditors
- C.3.15. Sustainability Policies & Frameworks
- C.3.16. Crisis Management Policy

Section D: Management Structure

D.1. Organisation Structure

D.2. Board of Directors

- D.2.1. Chairperson
- D.2.2. Executive Directors
- D.2.3. Non-Executive Directors
- D.2.4. Company Secretary
- D.2.5. Board Nomination Policy
- D.2.6. Board of Directors Diversity Policy
- D.2.7. Board and Board Committees Evaluation Policy
- D.2.8. CEO Succession Planning
- D.2.9. Directors' Induction and Continuous Professional Development
- D.2.10. Division of Responsibilities

D.3. Board Committees

- D.3.1. Board Risk Committee
- D.3.2. Audit Committee
- D.3.3. Remuneration Committee
- D.3.4. Nomination and Corporate Governance Committee
- D.3.5. Board Digital and Transformation Committee

D.4. Executive Officers

- D.4.1. Chief Executive Officer (CEO)
- D.4.2. Deputy Chief Executive Officer, Group Chief Operating Officer (COO) & International Activities
- D.4.3. Deputy Chief Executive Officer, Corporate & Investment Banking
- D.4.4. Deputy Chief Executive Officer, Retail & Digital Banking

D.5. Key Function Holders

- D.5.1. General Manager, Group Risk Management / Group Chief Risk Officer
- D.5.2. General Manager, Group Finance/ Group Chief Financial Officer
- D.5.3. Group Chief Audit Executive
- D.5.4. Group Chief Compliance Officer
- D.5.5. Money Laundering Reporting Officer

D.6. Key Management Positions

- D.6.1. General Manager, Group Strategy
- D.6.2. Senior Advisor, Chairman of the Central Credit Committees
- D.6.3. Group Senior Sustainability Officer
- D.6.4. Head of International Activities & Group Private Banking
- D.6.5. General Manager, Legal Services

- D.6.6. General Manager, Group Marketing and Corporate Communications, Group Chief Marketing Officer (Group CMO)
- D.6.7. General Manager, Markets
- D.6.8. General Manager, Commercial Banking
- D.6.9. General Manager, Head of Group Central Services & Operations
- D.6.10. Deputy General Manager, Group Credit, Group Chief Credit Officer
- D.6.11. General Manager, Group Human Resources, Group Chief HR Officer (Group CHRO)
- D.6.12. General Manager, Group Information Technology, Group Chief Information Officer (Group CIO)
- D.6.13. General Manager, Chief Retail Growth Officer
- D.6.14. General Manager, Head of Shipping
- D.6.15. General Manager, Large Corporate & Loan Syndications
- D.6.16. General Manager, Structured Finance
- D.6.17. General Manager, Economic Analysis and Research, Group Chief Economist
- D.6.18. Chief Executive Officer, Eurobank Ltd
- D.6.19. General Manager, Head of Wealth Management
- D.6.20. Chief Data Officer
- D.6.21. Group Chief Digital Officer
- D.6.22. Chief Information Security Officer (CISO)
- D.6.23. Outsourcing Officer
- D.6.24. Data Protection Officer (DPO)
- D.6.25. Group Chief Transformation Officer

D.7. Management Committees

- D.7.1. Strategic Planning Committee (SPC)
- D.7.2. Executive Board
- D.7.3. Management Risk Committee
- D.7.4. Group Asset and Liability Committee (G-ALCO)
- D.7.5. Troubled Assets Committee (TAC)
- D.7.6. Ethics Committee
- D.7.7. Central Credit Committee 1
- D.7.8. Central Credit Committee 2
- D.7.9. Special Handling Committee 1
- D.7.10. Regional Credit Committee
- D.7.11. International Special Handling Committee
- D.7.12. Operational Risk Committee
- D.7.13. Products & Services Committee (PSC)
- D.7.14. IT Steering Committee
- D.7.15. Regulatory Matters Committee
- D.7.16. Appeals Committee (Code of Consult L. 4224/2013)
- D.7.17. People Advisory Committee
- D.7.18. Communications Committee
- D.7.19. Procurement Committee
- D.7.20. Global Markets Credit Committee
- D.7.21. Operational Risk Legal Cases Handling Committee
- D.7.22. Real Estate Committee
- D.7.23. Real Estate Strategic Committee
- D.7.24. Data Governance Committee

- D.7.25. Incentive Plan Committee
- D.7.26. Resolution Planning Committee
- D.7.27. Transformation Operating Committee
- D.7.28. Sustainability Management Committee
- D.7.29. Group Investment Strategy Committee
- D.7.30. Committee against Violence and Harassment in Workplace
- D.7.31. Innovation Board

Section E: Control functions

E.1. Group Internal Audit

- E.1.1. Group Internal Audit

E.2. Compliance Function

- E.2.1. Compliance

E.3. Risk Function

- E.3.1. Group Credit
- E.3.2. Group Credit Control
- E.3.3. Group Credit Risk Capital Adequacy Control
- E.3.4. Group Market & Counterparty Risk
- E.3.5. Group Operational & Non-Financial Risks
- E.3.6. Group Model and Data Validation
- E.3.7. Group Risk Management Strategy and Oversight
- E.3.8. Group Sustainability Risk
- E.3.9. Risk Analytics
- E.3.9.1. International Bank Subsidiaries' CROs
- E.3.10. Supervisory Relations and Resolution Planning

E.4. Other Key Control Functions

- E.4.1. Remedial Servicing Strategy (RSS)
- E.4.2. Group Finance
- E.4.3. Country CFOs
- E.4.4. Legal Services
- E.4.5. Group Company Secretariat
- E.4.6. Group Human Resources
- E.4.7. Strategic Development and Monitoring – Group COO, International & Group Private Banking
- E.4.8. Group Corporate Security
- E.4.9. Personal Data protection
- E.4.10. Certified Management Systems Assessment
- E.4.11. Eurobank Complaints Management
- E.4.12. Investor Relations
- E.4.13. Investor Information Services
- E.4.14. Value Added Digital B2B Services

Appendx A: Organizational Chart

Appendix B: Group Structure

Appendix C: Board Committees' Terms of Reference