

RESOLUTIONS OF EXTRAORDINARY GENERAL MEETING

The Extraordinary General Meeting of Piraeus Bank's Shareholders, held on 30.10.2014 at 11:00 a.m., was attended by shareholders representing 5,321,884,150 shares out of 6,101,979,715 common shares, namely 87.22% of share capital. The General Meeting resolved the following:

1. **Approved** the merger between "Piraeus Bank S.A." and its subsidiary "Geniki Bank S.A.", according to the provisions of article 79 of Law 2190/1920, articles 1 – 5 of Law 2166/1993 and article 16 of Law 2515/1997 as in force, and particular:
 - i. **Approved** the Draft Merger Agreement by acquisition of "Geniki Bank S.A." by "Piraeus Bank S.A.", against payment of a cash consideration of euro 6.86 per each share issued by "Geniki Bank S.A.", dated 01.09.2014.
 - ii. **Approved** the report of the Board of Directors of "Piraeus Bank S.A." to the Shareholders General Meeting dated 01.09.2014, pursuant to the provisions of article 69 par. 4 of Law 2190/1920, which explains and justifies, from a legal and financial point of view, the above Draft Merger Agreement.
 - iii. **Accepted** the Auditors Report for the determination of the book value of "Piraeus Bank S.A." dated 01.09.2014 and of "Geniki Bank S.A." dated 02.09.2014, respectively.
 - iv. **Approved** the actions carried out to date and / or statements by the Board of Directors and its agents or representatives for the purposes of the merger.
2. **Authorized** each of Mr. Stavros Lekkakos, Managing Director & CEO, Mr. Anthimos Thomopoulos, Managing Director & CEO and Georgios Pouloupoulos, General Manager & CFO each acting individually, to sign the Merger Agreement, drawn up in the form of a notarial deed and to carry out any action, in order to complete the merger.
3. **Approved** the redemption and cancellation of the Greek State preference shares of Law 3723/2008, issued by the Bank in favor of the Greek State.
4. **Approved** the reduction of the share capital by the amount corresponding to the redeemed preference shares of Law 3723/2008, which were owned by the Greek State and will be cancelled, i.e. by the amount of Euro seven hundred forty nine million, nine hundred ninety nine thousand, nine hundred ninety eight Euro and ninety eight minutes (€ 749,999,998.98).
5. **Approved** the amendment of articles 5 and 27 of the Bank's Articles of Association and in particular:
 - i) The amendment of article 5 par. 3 of the Bank's Articles of Association "Share Capital"
 - ii) The amendment of article 27 "Historical Evolution of the Share Capital" of the Bank's Articles of Association by addition of a new paragraph 39.

6. **Was notified about** the election by the Board of Directors of Mr. Petros Pappas as Independent Non-Executive Member of BoD, dated May 30th, 2014 in replacement of the resigned member Mr. Panagiotis Athanasopoulos.