EUROBANK Holdings

EUROBANK ERGASIAS
SERVICES AND HOLDINGS S.A.

INTERIM FINANCIAL STATEMENTS

FOR THE SIX MONTHS ENDED
30 JUNE 2024

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Interim Balance Sheet

	Note	30 June 2024 € million	31 December 2023 € million
ASSETS			
Due from credit institutions		**400**	399
Investment securities	8	**1,592**	1,277
Shares in subsidiaries	9,13	**4,107**	4,104
Other assets	10	**2**	4
Total assets		**6,101**	5,784
LIABILITIES			
Due to credit institutions		**30**	31
Debt securities in issue	11	**1,592**	1,277
Other liabilities	12	**5**	2
Total liabilities		**1,627**	1,310
EQUITY			
Share capital	13	**818**	818
Share premium	13	**1,161**	1,161
Treasury shares	13	**(94)**	(94)
Corporate law reserves		**20**	20
Special reserves	13	**1,414**	1,414
Other reserves		**1,178**	1,178
Retained earnings/(losses)	13	**(23)**	(23)
Total equity		**4,474**	4,474
Total equity and liabilities		**6,101**	5,784

Notes on pages 5 to 13 form an integral part of these interim financial statements.

Interim Statement of Comprehensive Income

	Note	Six months ended 30 June 2024 € million	2023 € million
Interest income		**58**	46
Interest expense		**(55)**	(46)
Net interest income/(expense)	4	**3**	(0)
Other income/(expenses)	5	**2**	2
Operating income		5	2
Operating expenses	6	**(5)**	(6)
Profit/(Loss) from operations before impairments		**0**	(4)
Impairment losses	8	**(0)**	0
Restructuring costs	12	**(1)**	-
Profit/(Loss) before tax		**(1)**	(4)
Income tax	7	**(2)**	-
Total comprehensive income		**(3)**	(4)

Notes on pages 5 to 13 form an integral part of these interim financial statements.

Interim Statement of Changes in Equity

	Share capital € million	Share premium € million	Reserves and Retained earnings € million	Total € million
Balance at 1 January 2023	816	1,161	2,179	4,156
Net profit/(loss)	-	-	(4)	(4)
Total comprehensive income for the six months ended 30 June 2023	-	-	(4)	(4)
Share options plan	-	-	2	2
	-	-	2	2
Balance at 30 June 2023 [1]	816	1,161	2,178	4,155
Balance at 1 January 2024	**818**	**1,161**	**2,495**	**4,474**
Net profit/(loss)	**-**	**-**	**(3)**	**(3)**
Total comprehensive income for the six months ended 30 June 2024	**-**	**-**	**(3)**	**(3)**
Share options plan (note 13)	**-**	**-**	**3**	**3**
	-	**-**	**3**	**3**
Balance at 30 June 2024	**818**	**1,161**	**2,495**	**4,474**
	Note 13	Note 13		

[1] *The changes in equity for the period ended 30 June 2023 do not sum to the totals provided due to rounding*

Notes on pages 5 to 13 form an integral part of these interim financial statements.

Interim Cash Flow Statement

	Note	Six months ended 30 June 2024 € million	2023 € million
Cash flows from operating activities			
Profit/(loss) before income tax		**(1)**	(4)
Adjustments for :			
Impairment losses and restructuring costs	12	**1**	(0)
Depreciation and amortisation		**0**	0
(Income)/losses on debt securities in issue	14	**19**	(15)
(Income)/losses relating to investing activities	14	**(19)**	15
		0	(4)
Changes in operating assets and liabilities			
Net (increase)/decrease in other assets		**2**	3
Net increase/(decrease) in other liabilities		**(1)**	(1)
		1	2
Net cash from/(used in) operating activities		**1**	(2)
Cash flows from investing activities			
(Purchases)/sales and redemptions of investment securities	8	**(296)**	-
Net cash from/(used in) investing activities		**(296)**	-
Cash flows from financing activities			
(Repayments)/proceeds from debt securities in issue	11	**296**	-
Net cash from/(used in) financing activities		**296**	-
Net increase/(decrease) in cash and cash equivalents		**1**	(2)
Cash and cash equivalents at beginning of the period		**399**	57
Cash and cash equivalents at end of the period	14	**400**	55

Notes on pages 5 to 13 form an integral part of these interim financial statements.

Notes to the interim Financial Statements

1. General information

Eurobank Ergasias Services and Holdings S.A. (the Company or Eurobank Holdings) is the parent company of Eurobank S.A. (the Bank) which along with its subsidiaries (Eurobank S.A. Group), comprise the major part of Eurobank Holdings Group (the Group) (note 9). The Company operates mainly in Greece and through the Bank's subsidiaries in Bulgaria, Cyprus and Luxembourg. Its main activities relate to the strategic planning of the administration of non-performing loans and the provision of services to its subsidiaries and third parties, while the Eurobank S.A. Group is active in retail, corporate and private banking, asset management, treasury, capital markets and other services. The Company is incorporated in Greece, with its registered office at 8 Othonos Street, Athens 105 57 and its shares are listed on the Athens Stock Exchange.

These interim financial statements were approved by the Board of Directors on 31 July 2024. The Independent Auditor's Report on Review of Condensed Interim Financial Information is included in the Section B.I of the Financial Report for the period ended 30 June 2024.

2. Basis of preparation and material accounting policies

These interim condensed financial statements have been prepared in accordance with the International Accounting Standard (IAS) 34 'Interim Financial Reporting' as endorsed by the European Union (EU). The interim condensed financial statements do not include all the information and disclosures required in the annual financial statements and should be read in conjunction with the financial statements for the year ended 31 December 2023. Where necessary, comparative figures have been adjusted to conform to changes in the presentation in the current period. Unless indicated otherwise, financial information presented in Euro has been rounded to the nearest million. The figures presented in the notes may not sum precisely to the totals provided due to rounding.

The accounting policies and methods of computation in these interim financial statements are consistent with those in the financial statements for the year ended 31 December 2023, except as described below (note 2.1).

Going concern considerations

The Company's business strategy and activities are linked to those of its banking subsidiary Eurobank S.A. In this context, the directors monitor closely the capital and liquidity position of the Bank as well as the associated risks, uncertainties and the mitigating factors affecting its operations. The interim financial statements have been prepared on a going concern basis, as the Board of the Directors considered as appropriate, taking into consideration the following:

In the first months of 2024, despite the fragile international environment, the economies of Greece, Bulgaria and Cyprus remained in expansionary territory, overperforming most of their European Union (EU) peers. According to the Hellenic Statistical Authority (ELSTAT) provisional data for the first quarter of 2024, the real GDP of Greece expanded by 2.1% on an annual basis –versus 0.4% in the euro area (Eurostat)– driven by household consumption and fixed investments. The annual inflation rate based on the Harmonized Index of Consumer Prices (HICP), decreased to 2.5% in June 2024, from 2.8% in June 2023, while the seasonally adjusted unemployment rate in May 2024 declined to 10.6% from 11.2% in May 2023, dropping to a 14-year low. In its Spring Economic Forecasts (May 2024), the European Commission (EC) expects the real GDP growth rate in Greece to accelerate to 2.2% in 2024 and to 2.3% in 2025 (2023: 2%). The HICP growth rate is expected to decelerate to 2.8% in 2024 and to 2.1% in 2025 (2023: 4.2%), and the unemployment rate to drop to 10.3% and 9.7%, respectively (2023: 11.1%). On the fiscal front, the general government balance is expected to post primary surpluses of 2.3% and 2.4% of GDP in 2024 and 2025 respectively, from 1.9% of GDP in 2023, while the gross public debt-to-GDP ratio is expected to decline further to 153.9% in 2024 and 149.3% of GDP in 2025 (2023: 161.9%).

According to EC Spring Economic Forecasts, the real GDP in Bulgaria is expected to grow by 1.9% and 2.9% in 2024 and 2025, respectively (2023: 1.8%), while the HICP is forecast to decrease to 3.1% in 2024 and 2.6% in 2025 (2023: 8.6%). In Cyprus, the real GDP growth is forecast at 2.8% and 2.9% in 2024 and 2025, respectively (2023: 2.5%), while the HICP is estimated at 2.4% in 2024 and 2.1% in 2025 (2023: 3.9%).

Growth in Greece as well as in Bulgaria and Cyprus is expected to receive a significant boost from EU-funded investment projects and reforms. Greece shall receive in total € 36 billion (€ 18.2 billion in grants and € 17.7 billion in loans) up to 2026 through the Recovery and Resilience Facility (RRF), Next Generation EU (NGEU)'s largest instrument, out of which € 14.9 billion (€ 7.6 billion in grants and € 7.3 billion in loans) has been disbursed, until 30 June 2024, by the EU. A further € 40 billion is due through EU's long-term budget (MFF), out of which € 20.9 billion is to fund the National Strategic Reference Frameworks (ESPA 2021–2027). Moreover, following the September 2023 floods in the Thessaly region, Greece could benefit from EU support of up to € 2.65 billion, according to the EC President.

In the first half of 2024, the Greek government through the Public Debt Management Agency (PDMA) raised € 8.55 billion from the international financial markets through 5-, 10- and 30- year bonds (two new issues and seven reopenings of past issues). At the end of March 2024, the cash reserves of the Greek government stood at nearly € 35.7 billion. Following a series of sovereign rating upgrades in the second half of 2023, the Greek government's long-term debt securities were considered investment grade by four out of the five Eurosystem-approved External Credit Assessment Institutions (Fitch, Scope: BBB-, stable outlook, S&P: BBB-, positive outlook as of April 2024; DBRS: BBB(low), stable outlook), and one notch below investment grade by the fifth one, Moody's (Ba1, stable outlook) as of early July 2024. On monetary policy developments, following ten rounds of interest rate hikes in 2022 and in 2023, the Governing Council of the ECB decided in June 2024 to lower the three key ECB interest rates by 25 basis points on the back of an improved inflation outlook.

Regarding the outlook for the next 12 months, the major macroeconomic risks and uncertainties in Greece and our region are associated with: (a) the geopolitical tensions caused mainly by the open war fronts in Ukraine and the Middle East which could potentially escalate, their implications regarding regional and global stability and security, and their repercussions on the global and the European economy, including the disruption in global trade caused by the recent attacks on trading vessels in the Red Sea, (b) an interruption or even a reversal of the disinflationary trend observed in the past 18 months and its impact on economic growth, employment, public finances, household budgets, firms' production costs, external trade and banks' asset quality, as well as any potential social and/or political ramifications this may entail, (c) the timeline of the anticipated interest rate cuts by the ECB and the Federal Reserve Bank, as persistence on high rates for longer may keep exerting pressure on sovereign and private borrowing costs and certain financial institutions' balance sheets, but early rate cuts entail the risk of a rebound in inflation, (d) the prospect of Greece's and Bulgaria's major trade partners, primarily the euro area, remaining stagnant or even facing a temporary downturn, (e) the possibility of increased political and economic uncertainty, financial volatility and borrowing costs in the aftermath of the recent European elections and the upcoming national elections in the United States, (f) the persistently large current account deficits that have started to become once again a structural feature of the Greek economy, (g) the absorption capacity of the NGEU and MFF funds and the attraction of new investments in the countries of presence, especially in Greece, (h) the effective and timely implementation of the reform agenda required to meet the RRF milestones and targets and to boost productivity, competitiveness, and resilience and (i) the exacerbation of natural disasters due to the climate change and their effect on GDP, employment, fiscal balance and sustainable development in the long run.

Materialization of the above risks would have potentially adverse effects on the fiscal planning of the Greek government, as it could decelerate the pace of expected growth and on the liquidity, asset quality, solvency and profitability of the Greek banking sector. In this context, the Group's Management and Board are continuously monitoring the developments on the macroeconomic, financial and geopolitical fronts as well as the evolution of the Group's asset quality and liquidity KPIs and have increased their level of readiness, so as to accommodate decisions, initiatives and policies to protect the Group's capital, asset quality and liquidity standing as well as the fulfilment, to the maximum possible degree, of its strategic and business goals in accordance with the business plan for 2024 2026.

In the first half of 2024, at the Group level, the net profit attributable to shareholders amounted to € 721 million (first half of 2023: € 684 million). The adjusted net profit, excluding the € 103 million restructuring costs (after tax), mainly related to VES, the € 99 million gain arising from the acquisition of an additional 26.28% shareholding of Hellenic Bank and the € 7 million net loss from discontinued operations, amounted to € 732 million (first half of 2023: € 599 million), of which € 277 million profit was related to the international operations (first half of 2023: € 205 million profit). The net loss for the Company amounted to € 3 million (first half of 2023: € 4 million loss). As at 30 June 2024, the Group's Total Adequacy Ratio (total CAD) and Common Equity Tier 1 (CET1) ratios stood at 19.5% (31 December 2023: 19.4%) and 16.7% (31 December 2023: 16.9%) respectively. Pro-forma with the distribution of dividend to shareholders approved by the AGM in July 2024 (note 13), the inclusion of Hellenic Bank and its subsidiaries in the Company's consolidated financial statements, which will be made as of the third quarter of 2024 (note 18 of the interim consolidated financial statements of Eurobank Holdings), a new synthetic securitization (project "Wave V") and the completion of the held for sale loans-related projects, the total CAD and CET1 ratios, as of 30 June 2024, would be 19.3% and 16.2% respectively (note 4 of the interim consolidated financial statements of Eurobank Holdings).

With regard to asset quality, the Group's NPE formation was positive by € 125 million during the period (first half of 2023: € 140 million positive). In total, the Group's NPE stock decreased to € 1.3 billion, following the classification of an additional € 0.2 billion loan portfolio as held for sale in the first quarter of 2024 (31 December 2023: € 1.5 billion), driving the NPE ratio to 3.1% at 30 June 2024 (31 December 2023: 3.5%), while the NPE coverage ratio improved to 93.2% (31 December 2023: 86.4%).

In terms of liquidity, as at 30 June 2024, the Group deposits stood at € 58.6 billion (31 December 2023: € 57.4 billion), while the funding from the targeted long term refinancing operations of the ECB – TLTRO III programme decreased by € 0.7 billion amounting to € 3.1 billion (31 December 2023: € 3.8 billion).The Group's debt securities in issue increased by € 0.4 billion, while in June 2024, the long -term senior unsecured notes of the Bank were awarded an investment grade by Moody's, with the rating upgraded by two notches from Ba1 to Baa2. The rise in high quality liquidity assets of the Group led the respective Liquidity Coverage ratio (LCR) to 181.7% (31 December 2023: 178.6%).

Going concern assessment

The Board of Directors, acknowledging the geopolitical, macroeconomic and financial risks to the economy and the banking system and taking into account the above factors relating to (a) the idiosyncratic growth opportunities in Greece and the region for this and the next years, also underpinned by the mobilisation of the EU funding mainly through the RRF, and (b) the Group's pre-provision income generating capacity, asset quality, capital adequacy and liquidity position, has been satisfied that the financial statements of the Company can be prepared on a going concern basis.

2.1 New and amended standards and interpretations adopted by the Company

The following amendments to existing standards as issued by the International Accounting Standards Board (IASB) and endorsed by the EU that are relevant to the Company's activities apply from 1 January 2024:

IAS 1, Amendments, Classification of Liabilities as Current or Non-Current and Non-current liabilities with covenants

The amendments, published in January 2020, introduce a definition of settlement of a liability, while they make clear that the classification of liabilities as current or non-current should be based on rights that are in existence at the end of the reporting period. In addition, it is clarified that the assessment for liabilities classification made at the end of the reporting period is not affected by the expectations about whether an entity will exercise its right to defer settlement of a liability. The Board also clarified that when classifying liabilities as current or non-current, an entity can ignore only those conversion options that are classified as equity.

In October 2022, the IASB issued "*Non-current Liabilities with Covenants (Amendments to IAS 1)*" with respect to liabilities for which an entity's right to defer their settlement for at least 12 months after the reporting date, is subject to the entity complying with conditions after the reporting period ("future covenants"). The amendments specify that covenants to be complied with after the reporting date do not affect the classification of debt as current or non-current at the reporting date. However, the amendments require a company to disclose information about these covenants in the notes to the financial statements.

The adoption of the amendments had no impact on the interim financial statements.

3. Significant accounting estimates and judgments in applying accounting policies

In preparing these interim financial statements, the significant estimates, judgments and assumptions made by Management in applying the Company's accounting policies and the key sources of estimation uncertainty are the same as those applied in the financial statements for the year ended 31 December 2023.

Further information about the key assumptions and sources of estimation uncertainty are set out in notes 7, 8 and 11.

4. Net interest income

	30 June 2024 € million	30 June 2023 € million
Interest income		
Banks	**4**	-
Securities	**54**	46
	58	46
Interest expense		
Banks	**(1)**	-
Debt securities in issue	**(54)**	(46)
	(55)	(46)
Total	**3**	(0)

In the period ended 30 June 2024, the interest expense that was recognised in the income statement mainly relates to the subordinated Tier II instruments issued by the Company, while the interest income of a similar amount relates to the subordinated Tier II notes issued by Eurobank S.A. and held by the Company.

5. Other income/(expenses)

In the period ended 30 June 2024, other income /(expenses), amounting to € 2 million (30 June 2023: € 2 million), consist of € 1.1 million income from IT services (30 June 2023: € 0.8 million) and € 0.7 million income regarding loan portfolio's related services provided to the Bank (30 June 2023: € 0.7 million).

6. Operating expenses

In the period ended 30 June 2024, the operating expenses of € 5 million (30 June 2023: € 6 million) mainly refer: a) to staff costs € 2.3 million (30 June 2023: € 2.2 million) and b) other administrative expenses € 2.8 million (30 June 2023: € 3.3 million). Administrative expenses include € 1.9 million (30 June 2023: € 2.2 million) insurance premiums relating to the Group's financial lines insurance, including protection for professional liability.

7. Income tax

According to Law 4172/2013 currently in force, the Greek corporate tax rate for legal entities other than credit institutions (i.e. credit institutions that fall under the requirements of article 27A of Law 4172/2013 regarding eligible DTAs/deferred tax credits) is 22%. In addition, the withholding tax rate for dividends distributed, other than intragroup dividends, is 5%. In particular, the intragroup dividends under certain preconditions are relieved from both income and withholding tax.

For the period ended 30 June 2024, an amount of € 1.6 million current income tax has been recognized by the Company related to the top up tax (see below). Based on the management's assessment the Company is not expected to have sufficient future taxable profits against which the unused tax losses can be utilized and accordingly, in the period ended 30 June 2024, no deferred tax has been recognized in the statement of comprehensive income.

Pillar Two income taxes

The Pillar Two legislation that introduces a minimum global tax rate at 15% on multinational entities with consolidated revenues over € 750 million (top up tax) is effective as of 1 January 2024. In accordance with the Pillar Two legislation, the Ultimate Parent Entity of an MNE Group is primarily liable for the Globe Top-up Tax of all Low-Tax (subject to an ETR below 15%) Constituent Entities. Top-up taxation is mainly triggered when the jurisdictional GloBE ETR is below 15% and is levied on the aggregated Globe Pillar Two results of all Constituent Entities per jurisdiction.

The Company, as the ultimate parent entity of the Group, has identified potential exposure to Pillar Two income taxes mainly through its subsidiaries in Bulgaria and Cyprus. The Pillar Two effective tax rate is lower than 15% in the above jurisdictions mainly due to their nominal corporate tax rates (CIT) applying on their profits (i.e. the current CIT in Bulgaria and Cyprus is 10% and 12.5% respectively). For the period ended 30 June 2024, the Group has recognized a current tax expense of € 7.2 million related to the top up tax applicable on the profits earned in the aforementioned jurisdictions.

For the year 2024, the Company will be required to pay a Top-up Tax with respect to earnings of Group subsidiaries established in Cyprus and the corresponding tax recognized for the period ended 30 June 2024 amounts to 1.6 million.

Tax certificate and open tax years

For fiscal years starting from 1 January 2016 onwards, pursuant to the Tax Procedure Code, an 'Annual Tax Certificate' on an optional basis, is provided for the Greek entities, with annual financial statements audited compulsorily, which is issued after a tax audit is performed by the same statutory auditor or audit firm that audits the annual financial statements. The Company has opted to obtain such certificate.

The Company's open tax years are 2018 and 2020-2023. The tax certificates, which have been obtained by the Company are unqualified for the open tax years until 2022, while for the year ended 31 December 2023, the tax audit from external auditor is in progress.

In accordance with the Greek tax legislation and the respective Ministerial Decisions issued, additional taxes and penalties may be imposed by the Greek tax authorities following a tax audit within the applicable statute of limitations (i.e. five years as from the end of the fiscal year within which the relevant tax return should have been submitted), irrespective of whether an unqualified tax certificate has been obtained from the tax paying company.

In reference to its total uncertain tax positions, the Company assesses all relevant developments (e.g. legislative changes, case law, ad hoc tax/legal opinions, administrative practices) and raises adequate provisions.

8. Investment securities

In January 2024, the Bank following the issuance of a € 300 million subordinated Tier II debt instrument by the Company (note 11), issued a subordinated instrument of equivalent terms, held by the Company.

As at 30 June 2024, the total carrying amount of the subordinated debt instruments, issued by the Bank, held by the Company and categorised as at amortised cost, amounted to € 1,592 million (31 December 2023: € 1,277 million), including accrued interest of € 50.9 million (31 December 2023: € 32.9 million), € 7.2 unamortized discount (31 December 2023: € 4.2 million) and impairment allowance of € 1.8 million (31 December 2023: € 1.5 million) (12-month ECL). In particular, in the period ended 30 June 2024, the Company recognised an impairment loss of € 0.3 million in the statement of comprehensive income (30 June 2023: € 0.3 million gain). The fair value of the said debt instruments held by the Company was determined based on quotes for the related subordinated Tier II debt instruments issued by the Company (note 11) and amounted to € 1,623 million (31 December 2023: € 1,226 million).

9. Shares in subsidiaries

The following is a listing of the Company's subsidiaries held directly at 30 June 2024:

Name	Percentage holding	Country of incorporation	Line of business
Eurobank S.A.	100.00	Greece	Banking
Be Business Exchanges S.A. of Business Exchanges Networks and Accounting and Tax Services	98.01	Greece	Business-to-business e-commerce, accounting, tax and sundry services

10. Other assets

As at 30 June 2024, other assets amounting to € 1.9 million (31 December 2023: € 4 million) primarily consist of (a) € 1.1 million (31 December 2023: € 1.2 million) receivables for IT services provided to the Group companies and third parties and (b) € 0.2 million in relation to property and equipment and intangible assets (31 December 2023: € 0.2 million). As at 30 June 2024 the prepaid expenses mainly for insurance premiums amounted to € 0.1 million (31 December 2023: € 1.3 million).

11. Debt securities in issue

In January 2024, the Company announced the issuance of € 300 million subordinated Tier II debt instruments which matures in April 2034, is callable at par in April 2029 offering a coupon of 6.25% per annum and is listed on the Luxembourg Stock Exchange's Euro MTF market. Their carrying amount, as at 30 June 2024, was € 300 million, including € 3.5 million unamortized issuance costs and € 3.4 million accrued interest. Their fair value, at the same date, which was determined by using quotes for identical financial instruments in active markets, amounted to € 310 million.

In November 2022, the Company announced that it had completed the issuance of € 300 million subordinated Tier II debt instruments. The said instruments, mature in December 2032, are callable in December 2027 offering a coupon of 10% per annum and are listed on the Luxembourg Stock Exchange's Euro MTF market. Their carrying amount, as at 30 June 2024, was € 313 million (31 December 2023: € 298 million), including € 3.8 million unamortized issuance costs (31 December 2023: € 4.3 million) and € 17 million accrued interest (31 December 2023: € 2.1 million). Their fair value, at the same date, which was determined by using quotes for identical financial instruments in active markets, amounted to € 359 million (31 December 2023: € 339 million).

In January 2018, Eurobank Ergasias S.A. issued subordinated Tier II debt instruments of face value of € 950 million, in replacement of the preference shares, which had been issued in the context of the first stream of Hellenic Republic's plan to support liquidity in the Greek economy under Law 3723/2008. The said instruments, mature in January 2028 and pay fixed nominal interest rate of 6.41%, that shall be payable semi-annually. Their carrying amount, as at 30 June 2024, was € 979 million (31 December 2023: € 979 million), including € 1.5 million unamortized issuance costs (31 December 2023: € 1.7 million) and € 30.4 million accrued interest (31 December 2023: € 30.8 million). Their fair value, at the same date, which was determined by using quotes for identical financial instruments in non-active markets, amounted to € 954 million (31 December 2023: € 887 million).

12. Other liabilities

As at 30 June 2024, other liabilities amounting to ca. € 5 million (31 December 2023: € 2 million) primarily consist of (a) € 0.6 million (31 December 2023: € 0.9 million) accrued expenses, (b) € 0.7 million (31 December 2023: € 0.8 million) current payables to suppliers, (c) € 0.2 million (31 December 2023: € 0.2 million) Standard legal staff retirement indemnity obligations, d) € 0.9 million employee termination benefits obligation in respect of the new Voluntary Exit Scheme (VES) that was launched by the Group in February 2024 and (e) € 1.6 million income tax payable referring to top up tax (note 7).

13. Share capital, share premium and treasury shares

As at 30 June 2024, the par value of the Company's shares is € 0.22 per share (31 December 2023: € 0.22). All shares are fully paid. The balance of share capital, share premium and the number of issued shares is as follows:

	Share capital € million	Share premium € million	Number of issued shares
Balance at 30 June 2024	**817.6**	**1,161.4**	**3,716,479,777**

Treasury shares

As at 30 June 2024, the number of treasury shares held by the Company, was 52,080,673 and their total carrying amount (debit balance within reserves) was € 94 million (31 December 2023: € 94 million).

Share options

Under the five-year shares award plan approved in 2020 and initiated in 2021, Eurobank Holdings grants to its employees and the employees of its affiliated companies share options rights, issuing new shares with a corresponding share capital increase upon the options' exercise.

The maximum number of rights that can be approved was set at 55,637,000 rights, each of which would correspond to one new share with exercise price equal to € 0.23. The final terms and the implementation of the share options plan, which is a forward-looking long-term incentive aiming at the retention of key executives, are defined and approved annually by the Board of Directors in accordance with the applicable legal and regulatory framework, as well as the policies of the Group.

The options are exercisable in portions annually during a period from one to five years, while each portion may be exercised wholly or partly and converted into shares at the employees' option, provided that they remain employed by the Group until the first available exercise date. The corporate actions that adjust the number and the price of shares also adjust accordingly the share options.

The share options granted by the Company to employees of Group entities, are treated as a contribution by the Company to the Bank, being their parent entity, thus increasing the investment cost of the Company in the latter.

The share options outstanding at the end of the period totaled to 26,863,702 (31 December 2023: 26,863,702) and have the following expiry dates:

	Share options
Expiry date [1]	30 June 2024
2024	9,279,299
2025	5,345,228
2026	4,951,014
2027	4,951,014
2028	2,337,147
Weighted average remaining contractual life of share options outstanding at the end of the period	19 months

[1] *Based on the earliest contractual exercise date.*

Further information regarding the terms of the share options granted to the employees of the Group, along with the valuation method and the inputs used to measure the share options, is presented in note 39 of the Group's consolidated financial statements for the year ended 31 December 2023.

Dividends

On 6 June 2024, the Company announced that it received approval from the European Central Bank (ECB) on 5 June 2024 to pay a cash dividend of € 342 million, corresponding to a 30% payout ratio of the Group's net profit for 2023, subject to approval by the Annual General Meeting of its shareholders.

Post balance sheet event

On 23 July 2024, the Annual General Meeting of the shareholders of the Company, among others, approved:

- The cancellation of 52,080,673 treasury shares acquired in 2023 from Hellenic Financial Stability Fund, with the corresponding reduction of its share capital by € 11,457,748.06, according to article 49 of Law 4548/2018.
- The distribution of a cash dividend of € 342 million from the "Special Reserves" account, corresponding to a gross dividend of € 0.09333045 per share, following the above cancellation of treasury shares.
- The distribution of € 404,330 to senior management and employees of the Company from the "Special Reserves" account. In addition, it was noted in AGM that the respective amount that will be distributed to senior management and employees of the Bank amounts to € 26,237,474.

Following the aforementioned AGM's decision for the cancelation of treasury shares, the Company's share capital amounts to € 806,167,802.88 divided into 3,664,399,104 common voting shares of nominal value of € 0.22 each.

14. Cash and cash equivalents

For the purpose of the cash flow statement, cash and cash equivalents with original maturities of three months or less, as at 30 June 2024, amount to € 400 million (31 December 2023: € 399 million).

In the period ended 30 June 2024, the carrying amount of a) the debt securities in issue increased by € 19 million due to changes in accrued interest and amortisation of debt issuance costs (30 June 2023: decrease by € 15 million) and b) the investment securities increased by € 19 million due to changes in accrued interest and amortisation of discounts (30 June 2023: decrease by € 15 million).

15. Post balance sheet events

Details of post balance sheet events are provided in the following notes:

Note 2 - Basis of preparation and material accounting policies
Note 13 - Share capital, share premium and treasury shares
Note 17 - Board of Directors

16. Related parties

Eurobank Ergasias Services and Holdings S.A. (the Company or Eurobank Holdings) is the parent company of Eurobank S.A. (the Bank).

The Board of Directors (BoD) of Eurobank Holdings is the same as the BoD of the Bank and part of the key management personnel (KMP) of the Bank provides services to Eurobank Holdings according to the terms of the relevant agreement between the two entities.

A number of transactions are entered into with related parties in the normal course of business and are conducted on an arm's length basis. The outstanding balances of the transactions with the Company's subsidiaries are as follows:

	30 June 2024	31 December 2023
	Subsidiaries [1]	Subsidiaries [1]
	€ million	€ million
Due from credit institutions	**400.2**	399.2
Investment securities	**1,591.9**	1,277.1
Other assets	**0.4**	0.5
Due to credit institutions	**30.4**	30.6
Other liabilities	**0.6**	0.6
	Six months ended 30 June 2024	Six months ended 30 June 2023
Net interest income	**57.9**	45.9
Other operating income/(expense)	**1.1**	0.9
Other Impairment losses	**(0.3)**	0.3

[1] *The expenses in relation to KMP services provided by the Company's subsidiary Eurobank S.A. are included in Key management compensation disclosed below.*

As at 30 June 2024, the Company has no outstanding balances for transactions with Fairfax group which is considered to have significant influence over the Company (31 December 2023: € 0.32 million receivable, related to financial consulting services). In addition, for the period ended 30 June 2024 the Company has recognized operating expenses of € 0.06 million (30 June 2023: € 0.06 million expenses) related to the Group's associate Eurolife FFH Insurance Group Holdings S.A., which is also a member of Fairfax Group.

Key management compensation

In the period ended 30 June 2024, the Company recognized Key management compensation amounting to € 0.1 million that is referring mainly to KMP services provided by Eurobank S.A. in accordance with the relevant agreement (30 June 2023: € 0.1 million).

17. Board of Directors

The Board of Directors (BoD) was elected by the Annual General Meeting of the Shareholders (AGM) held on 23 July 2024 for a three - year term of office that will expire on 23 July 2027, prolonged until the end of the period the AGM for the year 2027 will take place.

The BoD is as follows:

G. Zanias	Chairman, Non-Executive Member
F. Karavias	Chief Executive Officer
S. Ioannou	Deputy Chief Executive Officer
K. Vassiliou	Deputy Chief Executive Officer
B.P. Martin	Non-Executive Member
A. Gregoriadi	Non-Executive Independent Member
I. Rouvitha Panou	Non-Executive Independent Member
R. Kakar	Non-Executive Independent Member
J. Mirza	Non-Executive Independent Member
C. Basile	Non-Executive Independent Member
B. Eckes	Non-Executive Independent Member
J. A. Hollows	Non-Executive Independent Member
E. Kotsovinos	Non-Executive Independent Member

Athens, 31 July 2024

Georgios P. Zanias	**Fokion C. Karavias**	**Harris V. Kokologiannis**
I.D. No AI - 414343	I.D. No AI – 677962	I.D. No AN - 582334
CHAIRMAN	CHIEF EXECUTIVE OFFICER	GENERAL MANAGER OF GROUP FINANCE
OF THE BOARD OF DIRECTORS		CHIEF FINANCIAL OFFICER