



ATHEX
Athens Stock Exchange

18th Annual General Meeting

Of

HELLENIC EXCHANGES-ATHENS STOCK EXCHANGE S.A.

(General Electronic Commercial Registry (GEMI) No 3719101000)
(former Companies Reg. Number 45688/06/B/00/30)

Thursday May 30 2019 @ 18:00

8th item of the Daily Agenda

Elect a new Board of Directors and appoint the independent members, in accordance with modified Law 3016/2002, as it applies.

In order to provide more comprehensive information to investors, the curricula vitae (CVs) of the proposed members of the Board of Directors of the Company are presented below, in [Greek] alphabetical order.

Alexandros Antonopoulos

Current independent member – proposed as an independent member



Mr. Alexandros Antonopoulos studied mathematics at Athens University and holds post graduate degrees in Operations Research (MSc) from the London School of Economics and an MBA with a major in finance from Imperial College in London.

He was Deputy CEO of Attica Bank, held the post of executive Chairman of the Consignment Deposits & Loans Fund, has held the posts of member of the BoD of Agricultural Bank, CEO in PROODOS INVESTMENTS, DIAS INVESTMENT CO, and has also held, among others, managerial posts and participated as a member in the Boards of Directors of companies at the Probank Group, EFG Eurobank Ergasias, and Ergasias Bank.

Konstantinos Vassiliou

Current non-executive member – proposed as non-executive member



Mr. Konstantinos Vassiliou is deputy Chief Executive Officer, Group Corporate and Investment Banking (GCIB) at Eurobank Ergasias, and a member of the Strategic Planning Committee, the Executive Board, the Group Asset and Liability Committee (G-ALCO), the Management Risk Committee, the Central Credit Committee, the People Advisory Committee and the Communications Committee at Eurobank.

He is also a member of the Board of Directors of Eurobank Factors and Eurobank Equities.

In the past Mr. Vassiliou was also General Manager, head of Global Corporate Clients & Debt Capital Markets (2008-2014) and Senior Director, head of Debt Capital Markets (2005-2008) at Eurobank.

Before joining Eurobank in late 2005, Mr. Vassiliou was Country Manager for Greece, Cyprus and the Balkans region at Bank of Tokyo-Mitsubishi, based in London. Having more than 15 years of experience in Corporate & Investment Banking, he has been actively involved in most major debt financings completed in Greece and Southeastern Europe and has led some of the largest and most visible debt restructurings in Greece.

Mr. Vassiliou received an MBA from the Boston University Graduate School of Management in 1998 and a B.S. in Business Administration from the Economic University of Athens in 1994. He was born in 1972.

Giorgos Doukidis

Proposed as new independent member



Georgios I. Doukidis is Professor of Electronic-Business in the Department of Management Science and Technology at the Athens University of Economics and Business (AUEB) since 2000. At AUEB he held various positions such as member of the board, chairman in the department of Management Science and Technology, director of the MSc in Management Science and Technology, vice-director of the international MBA, director of the innovation and entrepreneurship unit (MOKE) and director of the Athens innovation and entrepreneurship (ACEin) center.

He holds a BSc in Mathematics (1980) from the University of Thessaloniki, an MSc in Operational Research (1981) and a PhD in Artificial Intelligence (1985) from the London School of Economics (LSE) where he taught as lecturer in computing in the period 1984-1990. He has also taught in various leading European Business Schools and was visiting Professor at LSE and Brunel University in the '90s. At AUEB he was elected associate professor in 1990 and professor in 1995 in the department of Informatics.

At AUEB he is the founder and Director of ELTRUN -one of the largest eBusiness Research Centers of all European Business Schools- that has participated successfully in more than 40 international R&D projects.

He has collaborated successfully in various research projects with leading Universities such as MIT, Cambridge, LSE, INSEAD, EPFL etc. and well-known international organizations/enterprises (i.e. Nokia, Atos, Rand, Fraunhofer, NEC, P&G etc.) in topics such as information systems, e-business, artificial intelligence, big data, IoT technologies etc. The research output excellence of ELTRUN has been recognized by various international awards: the European Retail Application Development (RAD) award 2002, the European Case Study Award 2009 in "Knowledge, Information and Communication Systems Management" category and the European ECR Award 2015 in "Retail Innovation with Business Analytics".

He has published 14 books (19 with international publishers) and more than 200 scientific papers and he has organized 8 international conferences in the field of information systems. He has acted as guest editor seven times in leading international academic Journals and he has supervised successfully 20 PhD students in UK and Greece.

In the last 30 years he has acted as consultant in more than 50 large local or international organizations in areas such as digital transformation, business development and re-engineering, business strategy and innovation, business analytics, e-commerce and FinTech. In the past he was vice-president of GRECA (Greek eCommerce Association), vice-president of SEN (Association of Youth Entrepreneurship) and member of the general council of the Greek Industry Federation.

Currently he is the academic advisor of IELKA (Institute for research on consumer goods), board member of ECR-Hellas member of the employment committee of the American-Hellenic Chambers of Commerce, member of the advisory board of the Delphi Economic Forum, member of the advisory board of EGG (the incubation center of Eurobank) and member of the evaluation committee for the iBank entrepreneurship competition of NBG. He is the co-founder of Ennovation, one of the largest student competitions on digital innovation and entrepreneurship in Europe with yearly participation of more than 300 University students.

In the past he was the chairman of TANEQ (the Greek New Economy Fund of Funds) and board member of e-Vision (a holding company for digital technologies and services of Piraeus Bank) and Apivita. Currently he is a board member of Alumil and Peoplecert.

Ioannis Emiris

Current non-executive member – proposed as non-executive member



Ioannis Emiris was born in Athens in 1963. He is a graduate of the Athens School of Economic Sciences and Business Administration and holds an MBA degree from Columbia Business School, as well as a degree of Certified Public Accounting in the United States.

He has worked as a certified public accountant in Price Waterhouse in New York, while from 1991 he has been working in the field of Investment Banking in Alpha Bank. From 2004 till July 2012 he was heading the Investment Banking and Project Finance division of Alpha Bank.

He was the Chief Executive Officer of the Hellenic Republic Asset Development Fund from August 2012 until July 2014. In 2014 he was appointed Executive General Manager of Private and Investment Banking in Alpha Bank.

During his career, he has executed significant assignments in the fields of Mergers and Acquisitions, Capital Markets, Corporate and Debt Restructurings and Privatisations, as well as Project Financings for energy, infrastructure and real estate projects in Greece and internationally.

Polyxeni (Ksenia) Kazoli

Proposed as new independent member



Mrs. Ksenia Kazoli is Senior Advisor at Nestor Advisors – London from 2015 to the present, on legal assessment policy and regulatory reform, corporate governance and regulatory compliance and advising on corporate governance, regulatory compliance and reform for financial institutions, sovereigns and corporations.

She has extensive experience as Legal Counsel in Corporate Governance, Regulatory Compliance, Policy and Regulatory Reform, Capital Markets, Mergers & Acquisitions and Contract Negotiations in Global Markets.

From 2001 to September 2015 she worked as Counsel at ALLEN AND OVERY LLP – London and ALLEN & OVERY GREECE LLP – Athens. She was head of the Athens from 2007. She provided – based on her broad scope of industry knowledge – integral legal services for public / private securities financing, including representing issuers or underwriters in international debt or equity

offerings, as well as advising companies on ongoing reporting obligations and disclosure requirements to regulated markets including the U.S. SEC.

Noteworthy Representation

- *Greek Government – structure for privatization of municipal water companies (EYDAP, EYATH) in Athens, Thessaloniki. Structure for the privatization of Olympic Airways S.A.*
- *National Bank of Greece, Emporiki, Piraeus Bank & Alpha Bank – numerous rights offerings transactions*
- *Postal Savings Bank – initial public offering and successive rounds of privatization*
- *Public Power Corporation – initial public offering and successive rounds of privatization*
- *OTE – sale of approximately 10% of the shares in OTE by the Hellenic Republic*
- *Eurobank Properties – IPO of Eurobank Properties (real estate investment company of EFG Eurobank Ergasias S.A.)*
- *NBG Pangea Real Estate Investment Company – real estate investment company of the National Bank of Greece; structure for listing and offering*

From 1997 to 2000 she worked as Associate at SKADDEN, ARPS, SLATE MEAGHER & FLOM LLP in Paris and London, and was involved in equity and debt issues for major issuers and financial institutions in France, Spain, Sweden, and Greece, and participated in cross-border mergers / acquisitions as well as public / private securities financing emphasizing on international offerings.

Noteworthy Representation

- *Air France - structure for privatization*
- *Portugal Telecom - initial public offering and successive rounds of privatization*
- *Telefonica - initial public offering and successive rounds of privatization*
- *Vodafone Greece and Cosmote - initial public offering*
- *Tele1 – high yield bond of Swedish telecommunications operator*

From 1994 to 1997 she worked as Associate at BAUDEL, GELINAS & PARTNERS in Paris, where she contributed towards strategically negotiating and drafting international commercial contracts, including practicing French company law and international trade law.

From 1992 to 1994 she was a legal counsel at the WORLD BANK in Washington DC. - A consultant for the Trade & Finance Technical Department's Latin America division, including conducting regulatory and legal assessment, participating in policy dialogue, advising on judicial capacity building and performing comprehensive advisory work on capital market legal issues (e.g. Argentina, Venezuela, Peru, San Salvador), as well as handling regulatory competition issues (e.g. Peru, Mercosur). Co-author of World Bank Working Paper "Doing Business in Peru"; Speaker for the World bank at INDECOPI (Institute for the Protection of Intellectual Property) in Lima, Peru on the protection of property rights and private sector development.

Mrs. Kazoli holds a Juris Doctorate from the University of Athens and an LLM in LLM in International Business Transactions & Intellectual Property Law from George Washington University.

She is a member of the New York Bar (since 1993), Athens Bar (since 1993, re-admitted in 2009), and Paris Bar (since 1995).

She is also a member of the BoD of Action Finance Initiative (AFI), the GREEK MICROFINANCE ORGANIZATION (SINCE 2016), a Member of the Society for the Environment & Cultural Heritage, a Member of the Hellenic National Committee, International Chamber of Commerce, Greece (ICC), Greece's Representative in ICC's Commission of Corporate Social responsibility and Anti-Corruption, and a member of the Board of Directors of the Hellenic Corporate Governance Council (HCGC).

She is fluent in Greek, English, French and Spanish, conversant in German, and basic knowledge of Italian and Turkish.

Sofia Kounenaki-Efraimoglou

Current independent member – proposed as an independent member



Mrs. Sophia Kounenaki-Efraimoglou has played an important role in the management of companies in the sectors of Communication, Trade, Industry and Portfolio Management as president and CEO of various companies, among which the telecommunication company Vivodi Telecom and Fortius Finance S.A., which she founded. In addition, from 1993 to 2001 she taught at the Accounting, Business Administration and IT departments of the Technical Education Institute of Piraeus.

Mrs. Efraimoglou is Vice Chairman of the BoD of the Foundation of the Hellenic World, President and Managing Director of Ardittos S.A – a company of the Foundation of the Hellenic World, and President of the Education and Integration of Immigrants and Refugees Institute of the Foundation of the Hellenic World.

She is an elected President of the National Chamber of the Network of Greek Women Entrepreneurs, as well as an elected member of the BoD of the Athens Chamber of Commerce and Industry (ACCI), President of the ACCI Center for Womens' Entrepreneurship, and is responsible for Bulgaria, USA, New Zealand, FYROM and Australia in the International Relations section of ACCI. She is Treasurer of the Board of the ALBA Graduate Business School, and a member of the General Council of the Hellenic Federation of Enterprises (SEV). In 2008, as part of the BoD of SEV she led the creation of the Hellenic Corporate Governance Code and promotion to enterprises, as well as the subsequent founding of the Hellenic Corporate Governance Council, and is at present a member of its 15-person Council.

She is 2nd Vice Chairman of Technopoli-Acropolis S.A., Vice Chairman of the BoD of the Greek-Latin American Business Council, General Secretary of the BoD of the Greek-Asian Business Council, a member of the Non-Executive Directors' Club, and a member of the Business Advisory Council of the MBA International Program at the Athens University of Economics and Business

With genuine interest in Hellenic culture and as Executive Vice President of the Foundation of the Hellenic World and Head of Cultural Center "HELLENIC COSMOS", Ms. Kounenaki-Efraimoglou plays an important role in the preservation and dissemination of our cultural heritage. She is also a Member of the Board at the Peloponnese Folklore Foundation Museum, and a member of the Advisory Committee of Maniatakeion Foundation.

She holds Bachelor and Master Degrees in Philosophy, Psychology, Business Administration and Computer Programming and is fluent in English, French and Italian.

She has been honored by ACCI and the region of Attica for her successful business activity, as well as the Association of Smyrnaeans, the Hellenic Navy, the Hellenic National Defense General Staff, the municipality of Filothei-Psychiko, the Unesco group and the institution of Tourism Awards for her cultural contribution to the country.

Ms. Sophia Kounenaki-Efraimoglou is married to Mr. Dimitris L. Efraimoglou and is mother of three children.

Ioannis Kyriakopoulos

Current non-executive member – proposed as non-executive member



Ioannis Kyriakopoulos is the Group Chief Financial Officer of National Bank of Greece (NBG) since September 2015 and a member of the Executive Committee. He is also Vice Chairman of the Board of Directors of NBG Pangaea and member of the Board of Directors of the Hellenic Exchanges-Athens Stock Exchanges SA.

From February 2012 until June 2015 he served in the Hellenic Financial Stability Fund as its Chief Financial and Operating Officer.

Previously he worked at NBG from 1977 until 2012. During his service he was appointed as Deputy General Manager of International Activities (2011 – 2012) and as Deputy Chief Financial Officer (2009 – 2011), as well as Director of the Financial and Management Accounting Division (2002 – 2009).

He holds a BSc in Mathematics and a BSc in Economics from the University of Athens and an MSc in Statistics and Operational Research from Loughborough University.

Adamantini (Dina) Lazari

Current independent member – proposed as an independent member



Mrs. Dina (Adamantini) Lazari was born in Thessaloniki in 1958. She holds a degree in Economics from the Athens University of Economics & Business, a Master of Science in Industrial Relations and Human Resources Administration from the London School of Economics and a European Master in Multimedia and Audiovisual Business Administration (joint universities degree).

From 1982 to 1986 she served as an advisor at the Prime-Minister's Economic Office.

In 1986, she joined Emporiki Bank of Greece, where she worked at the Human Resources Division and subsequently at the International Division, while between 1986 and 1989 she also held the position of advisor on social policy issues at the Secretariat of the Council of Economic Policy.

From March 1994 until December 2009, she was a management consultant at Emporiki Bank, and from November 1993 until February 1999, she served as an economic advisor at the Prime-Minister's Economic Office.

During the period from 2002 to 2005, she was President and CEO of EVISAK S.A., which is a subsidiary of Emporiki Group and Alpha Bank, while from July 2008 up until she assumed her duties at ATEbank she served as Director and member of the Board of Directors of the Historic Archive of Emporiki Bank.

From November 2001 to March 2004 she served as a member of the BoD of ATEbank.

Mrs. Lazari is non-executive member of the BoD of Selonda and a member of the Audit Committee, a member of the BoD of Perseus – a subsidiary of Selonda – and a member of the Audit Committee and Advisor to the Board – Domius Capital Advisors LLP (a consulting company headquartered in London).

Mrs. Lazari is currently a member of the Board of Directors of ETAO (Economists' Occupational Pension Fund), while she has also served as member on the BoD of various companies, as well as member of various economic affairs committees.

Socrates Lazaridis

Chief Executive Officer, executive member – proposed as executive member



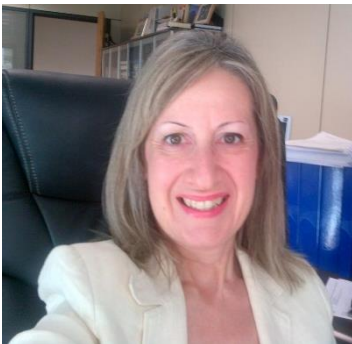
Socrates Lazaridis is Chief Executive Officer of Hellenic Exchanges-Athens Stock Exchange and the subsidiaries Athens Exchange Clearing House and Hellenic Central Securities Depository.

He is also Chairman of the Stock Markets Steering Committee, Member of the Board of the Hellenic Capital Market Commission, Member of the Board of the American - Hellenic Chamber of Commerce, Member of the Board of the Council on Competitiveness of Greece and Vice Chairman of the Federation of Euro-Asian Stock Exchanges (FEAS).

Born in Athens in 1962, he studied Economics at the Department of Economics in Athens University and continued his studies for an MSc (Econ) at Queen Mary College of London.

Spyridoula (Sissy) Papagiannidou

Proposed as new independent member



Sissy is currently Director of the Banking Supervision Department at the Bank of Greece.

Following a seven year experience in the private and public sector in Greece, she has been at the Bank of Greece for the last 26 years. She has served the central bank at various positions with different roles in supervision, financial stability, payment/settlement systems and regulation functions.

Under these roles, she has been member in numerous Committees and working groups at the European Central Bank, the European Systemic Risk Board, the European Commission and the European Council (with active participation and chairperson function in two Greek Presidencies) and has participated in EU/ECB technical assistance programs to the central banks of

Bosnia-Herzegovina and Serbia.

She is currently a participant in the Supervisory Board of the SSM and in the Board of Supervisors of the European Banking Authority (EBA).

Alexios Pilavios

Current non-executive member – proposed as non-executive member



Mr. Alexios Pilavios is presently non-executive Chairman of Alpha Asset Management and Vice Chairman of ABC Factoring. He is also Chairman of the Athens Exchange Clearing House, an independent non-executive member of the BoD of Mytilineos and a member of the BoD of the Hellenic American Educational Foundation.

He has very extensive experience in the banking sector, investment management and capital markets.

During his thirty-five year carrier he has held senior posts in the local financial sector. He served as Chairmen of the Hellenic Capital Markets Commission (2004-2009), and as General Manager at Alpha Bank (head of the Wealth Management Unit), and a member of the Executive Committee of the Bank (2009 – 2017).

For a number of years, he was Chief Executive Officer at Alpha Investments and Alpha Asset Management (1992-2004). From 1996 to 2000 he was also President of the Association of Greek Institutional Investors.

Before his tenure at the Alpha Bank Group he held senior management positions at ErgoBank, Emporiki Bank and NIBID (National Investment Bank for Industrial Development).

He was born in Athens in 1953, graduated from Athens College, and holds a B.Sc. (Econ) from the London School of Economics, a M.Sc. (Economics) from the University of Essex and a Ph.D. in Economics of Education from the London University Institute of Education.

George Handjinicolaou

Current non-executive Chairman of the BoD – proposed as non-executive member



George Handjinicolaou is non-executive Chairman of the Board of Directors of Athens Stock Exchange. He also serves as Chairman of the Board of Directors of Piraeus Bank, Chairman of Piraeus Bank Group Cultural Foundation, and Chairman of the Hellenic Bank Association.

He is non-executive Chairman of the Board of Directors of the subsidiary Hellenic Central Securities Depository and non-executive member of the Board of Directors of the Athens Exchange Clearing House.

He is also a member of the LIBOR Oversight Committee, a member of the ICE Swap Rate Oversight Committee and a member of the PRIME Finance Panel of Experts.

Mr. Handjinicolaou received his PhD in Finance from New York University, where he also earned his MBA. He has a law degree from the Law School at the University of Athens.

For most of his 35 year career, he has held senior positions in international financial institutions in London and New York.

Mr. Handjinicolaou held the position of Deputy CEO of the International Swaps and Derivatives Association (ISDA) in London (2011-16), where he was also a member of the Board of Directors. Previously and for over 25 years, he held senior management positions in the derivatives and fixed income markets at several global financial institutions including Dresdner Kleinwort Benson, Bank of America, Merrill Lynch and UBS in London and New York.

Mr. Handjinicolaou started his career at the World Bank in Washington, DC. In addition, he also has leadership experience in Greece having held the position of CEO of TBANK and Vice Chairman of the Hellenic Capital Market Commission.

Nikolaos Chryssochoidis

Current non-executive member – proposed as non-executive member



Mr. Chryssochoidis was born in Athens in 1974. He holds a degree in Economics from the University of Piraeus and an MBA in Finance and Organizational Strategy from the University of Rochester. He also holds all the certifications of the Hellenic Capital Market Commission (Certified Analyst, Investment Manager and Advisor), is certified Market Maker in the Derivatives Market of Athens Exchange, and a holder of the Series-7 General Securities Registered Representative license for the U.S. cash market; he also holds the Securities Representative Certificate and Derivatives Representative Certificate from the Securities Institute of the United Kingdom.

Mr. Chryssochoidis has worked at Donaldson, Lufkin and Jenrette in Boston and Credit Suisse First Boston Private Client Services in New York and London, is Chief Executive Officer and Exchange Representative of N. Chryssochoidis Stock Brokerage I.S.S.A., a member of the Boards of Directors of the Athens Stock Exchange (EXAE) and of NBG Asset Management. He is also a Vice President of the Association of the Members of the Athens Exchange (S.M.E.X.A.).