



NBG PANGAEA

ANNOUNCEMENT

Pursuant to article 4.1.3.3 of the ATHEX Rulebook, the company named “**NBG PANGAEA REAL ESTATE INVESTMENT COMPANY**” (hereafter the “**Company**”) informs of the following:

The Ordinary General Meeting of the Company's shareholders, which convened on April 23, 2018, with shareholders representing 250,814,075 common registered shares, namely with a quorum of 98.17% of the Company's paid share capital, pursuant to the pertinent ballot (valid votes 250,814,075) with respect to the issues on the agenda, as set out in the invitation dated 02.04.2018,

unanimously resolved upon the following:

1st Item

Approval of the Annual Financial Statements for the financial year of 2017 along with the Board of Directors' and Auditors' reports, distribution of profits and dividend payment for the financial year of 2017 of €56,208,797.48 or €0.22 per share (net). Given the distribution of interim dividend of €0.09 (amounting to €22,994,508.06), pursuant to the BoD decision dated December 12, 2017, the remaining dividend to be distributed amounts to €0.13 per share (net).

FOR 250,814,075 shares (100%)

AGAINST 0 shares (0%)

ABSTENTION 0 shares (0%)

NBG PANGAEA R.E.I.C.



NBG PANGAEA

2nd Item

Discharge of all members of the Company's Board of Directors and its Auditors of any liability regarding their actions during the financial year of 2017.

FOR 250,814,075 shares (100%)

AGAINST 0 shares (0%)

ABSTENTION 0 shares (0%)

3rd Item

Election of the following persons as members of the Audit Committee for an one year term, which will end on the date of the 2019 Ordinary General Meeting,

- Spyridon Makridakis son of Georgios;
- Ioannis Kyriakopoulos son of Polyzois; and
- Prodromos Vlamis son of Grigorios.

FOR 250,814,075 shares (100%)

AGAINST 0 shares (0%)

ABSTENTION 0 shares (0%)

4rd Item

Election of the auditing firm named "PRICEWATERHOUSECOOPERS AUDITING COMPANY SOCIÉTÉ ANONYME", with the distinctive title "PRICEWATERHOUSECOOPERS S.A.", which has its registered seat at 268, Kifissias Avenue, 152 32, Chalandri, with SOEL Reg. No.: 113, as the ordinary auditor of the annual financial statements (consolidated and corporate) for the financial year of 2018. Given that the Company is part of the National Bank of Greece S.A. Group ("NBG"), the

NBG PANGAEA R.E.I.C.



NBG PANGAEA

remuneration of the elected auditing firm will be pre-approved by the NBG's Audit Committee (Group Audit Committee) and the Company's Managing Director will be informed accordingly, in order to proceed with the actions required for the conclusion of the relevant remuneration agreement with the auditing company. The Board of Directors is authorized to determine the exact amount of the auditing firm's remuneration.

FOR 250,814,075 shares (100%)

AGAINST 0 shares (0%)

ABSTENTION 0 shares (0%)

5th Item

Appointment of the following independent valuers:

For real estate properties located outside Italy and Bulgaria:

- The company Proprius Commercial Property Consultants LLC (representative in Greece of Cushman & Wakefield)
- Jointly the companies P. Danos & Sinergates S.A. Symvouloi kai Ektimites Akinton (representative in Greece of BNP Paribas Real Estate) and Athinaiki Oikonomiki L.L.C. (representative in Greece of Jones Lang LaSalle)
- The company Hospitality Consulting Services A.E. (HVS)

It is specified that the above valuers will value in 2018 properties of the portfolio other than those valued by them in 2017.

For real estate properties located in Italy (existing portfolio and new investments) the company "Jones Lang LaSalle Spa". Moreover, the company "REAG - REAL ESTATE ADVISORY GROUP S.P.A.", for real estate properties the acquisition of which the Company may consider, in the event that "Jones Lang LaSalle Spa" is prevented from carrying out

NBG PANGAEA R.E.I.C.



NBG PANGAEA

the valuations.

For real estate properties located in Bulgaria, the following companies are recommended:

- Advance Address Valuations Ltd; or
- FORTON AD; or
- P. Danos & Sinergates S.A. Symvouloi kai Ektimites Akiniton (representative in Greece of BNP Paribas Real Estate)

The Board of Directors was authorized to determine the remuneration of the independent valuers. The Board of Directors was also authorized to appoint companies, which will replace the above independent valuers in case any of them is barred from or unable to exercise their duties, as well as to determine the exact amount of their remuneration.

FOR 250,814,075 shares (100%)

AGAINST 0 shares (0%)

ABSTENTION 0 shares (0%)

6th Item

Approval of the remuneration of the members of the Board of Directors and of the members of the Investment Committee for financial year of 2017, and pre-approval of the remuneration of the above members for the financial year of 2018 under article 24 of c.l. 2190/1920.

FOR 250,814,075 shares (100%)

AGAINST 0 shares (0%)

ABSTENTION 0 shares (0%)

NBG PANGAEA R.E.I.C.



NBG PANGAEA

7th Item

Granting of permission under article 23 par. 1 of c.l. 2190/1920 to members of the Board of Directors and other directors of the Company to participate in legal entities with a similar corporate purpose to that of the Company or to perform any action, either on their behalf or on behalf of third parties, falling within any of the purposes of the Company.

FOR 250,814,075 shares (100%)

AGAINST 0 shares (0%)

ABSTENTION 0 shares (0%)

8th Item

The pre-approval of all agreements which will be entered into during 2018 between the Company and “National Bank of Greece S.A.” (“NBG Bank”) with regard to the provision by NBG Bank to the Company of services of a Paying Bank in exchange for an amount of one thousand Euros in total and the approval of the amendment of the Financial Instruments Custody Agreement dated 13.11.2017, with regard to the remuneration of NBG Bank, in accordance with article 23a of c.l. 2190/1920.

FOR 250,814,075 shares (100%)

AGAINST 0 shares (0%)

ABSTENTION 0 shares (0%)

No other items were discussed.

Athens, April 23 2018

The Board of Directors

NBG PANGAEA R.E.I.C.