

FIRST SUPPLEMENT DATED 14 MARCH 2024 TO THE BASE PROSPECTUS DATED 18 DECEMBER 2023



**NATIONAL BANK OF GREECE S.A.**

(incorporated with limited liability in the Hellenic Republic)

**€5,000,000,000 Global Medium Term Note Programme**

This Supplement (the **Supplement**) to the Base Prospectus dated 18 December 2023 (the **Base Prospectus**), which comprises a base prospectus for the purposes of Regulation (EU) 2017/1129 (the **Prospectus Regulation**), constitutes a supplement to the Base Prospectus for the purposes of article 23 of the Prospectus Regulation and is prepared in connection with the €5,000,000,000 Global Medium Term Note Programme (the **Programme**) of National Bank of Greece S.A. (the **Bank** or the **Issuer**). Terms defined in the Base Prospectus have the same meaning when used in this Supplement. This Supplement is supplemental to and should be read in conjunction with the Base Prospectus.

The Bank accepts responsibility for the information contained in this Supplement. To the best of the knowledge of the Bank (having taken all reasonable care to ensure that such is the case), the information contained in this Supplement is in accordance with the facts and contains no omission likely to affect its import.

**Purpose of the Supplement**

The purpose of this Supplement is to:

- (i) incorporate by reference:
  - A. certain sections of the Group and Bank Annual Financial Report 31 December 2023, which includes the Independent Auditor's Report and the Audited Consolidated Financial Statements for the Group for the year ended 31 December 2023; and
  - B. a press release of the Bank dated 12 March 2024 headed "*FY23 Financial Results – Press Release*";
- (ii) update the "*General Information - No significant or material change*" section of the Base Prospectus.

## DOCUMENTS INCORPORATED BY REFERENCE

The information set out below supplements the section of the Base Prospectus headed “*Documents Incorporated by Reference*” on pages 73 to 75 of the Base Prospectus.

Information included in the following document which has previously been published shall, by virtue of this Supplement, be incorporated by reference in, and form part of, the Base Prospectus as set out in the cross-reference lists below:

- (a) the Group and Bank Annual Financial Report for the period ended 31 December 2023, which includes the Independent Auditor’s Report and the Audited Consolidated Financial Statements for the Group for the year ended 31 December 2023 (the **2023 Annual Financial Statements**), available at [https://www.nbg.gr/-/jssmedia/Files/Group/enhmerwsh-ependutwn/Annual\\_Financial\\_Reports/Annual-Financial-Report-2023-EN.pdf?rev=c8b65f0c7f9e4c8b87df080c1450c8a2](https://www.nbg.gr/-/jssmedia/Files/Group/enhmerwsh-ependutwn/Annual_Financial_Reports/Annual-Financial-Report-2023-EN.pdf?rev=c8b65f0c7f9e4c8b87df080c1450c8a2);
- (b) the press release dated 12 March 2024, headed “*FY23 Financial Results – Press Release*” (the **Press Release**), available at <https://www.nbg.gr/-/jssmedia/Files/Group/Press-office/Press-office-releases/R-12-03-24-results-4q23/R-12-03-24-results-en.pdf?rev=540790ed08974f8ab2fb92e6ce786a7d>.

Copies of documents incorporated by reference in the Base Prospectus (including by virtue of this Supplement) can be obtained from the registered office of the Issuer and from the specified offices of the Paying Agents for the time being in London and Luxembourg.

Unless specifically incorporated by reference into this Supplement, information contained on the Issuer's website does not form part of this Supplement.

### CROSS-REFERENCE LIST RELATING TO THE 2023 ANNUAL FINANCIAL STATEMENTS

<u>Information Incorporated</u>	<u>31 December 2023</u>
Economic and Financial Review - key developments in the Macroeconomic and Financial environment - Global Economy & Financial Environment.....	pp. 23 - 25
2023 Highlights .....	p. 83
Shareholder Structure .....	p. 142
Appendix for alternative performance measures.....	pp. 194 - 197
Independent Auditor’s Report .....	pp. 232 - 239
Statement of Financial Position.....	p. 241
Income Statement .....	p. 242
Statement of Comprehensive Income.....	p. 243
Statement of Changes in Equity – Group .....	p. 244
Statement of Changes in Equity – Bank.....	p. 245
Statement of Cash Flows.....	p. 246
Notes to the Financial Statements .....	pp. 247 - 363

### CROSS-REFERENCE LIST RELATING TO THE PRESS RELEASE

<u>Information Incorporated</u>	<u>FY23 Financial Results</u>
Key Financial Highlights.....	p. 3
FY23 Results .....	pp. 5 - 12

For so long as the Programme remains in effect or any Notes shall be outstanding, copies of this Supplement and the documents incorporated by reference in the Base Prospectus by virtue of this Supplement will be available for inspection (i) from <https://www.nbg.gr/en/the-group/investor-relations/dept-investors/globalmediumtermnoteprogramme>, and (ii) on the website of the Luxembourg Stock Exchange ([www.luxse.com](http://www.luxse.com)).

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Base Prospectus by this Supplement and (b) any other statement in, or incorporated by reference in the Base Prospectus, the statements in (a) above will prevail.

Save as disclosed in this Supplement, there has been no other significant new factor, material mistake or material inaccuracy relating to information included in the Base Prospectus since the publication of the Base Prospectus.

## GENERAL INFORMATION

The paragraph “*No significant or material change*” on page 270 of the Base Prospectus shall be deleted in its entirety and replaced with the following:

“Save for a potential recurrence of the energy market tensions, resulting in a new spike in energy prices due to geopolitical frictions (Ukraine, Middle East, Red Sea) and the inflation drag on disposable income, private investment spending and credit demand, which remain a source of concern for the Bank and the Group (as further described in Note 2.2 “*Going Concern*”, section “*Macroeconomic developments*” and Note 47 “*Events after the reporting period*” of the 2023 Annual Financial Statements), there has been no material adverse change in the prospects of the Bank or the Group since 31 December 2023. There has been no significant change in the financial performance or position of the Bank or the Group since 31 December 2023”.