

Bank of Cyprus



Announcement

Resolutions of the Shareholders Annual General Meeting (AGM)

Nicosia, 25 October 2016

Group Profile

Founded in 1899, Bank of Cyprus Group is the leading banking and financial services group in Cyprus. The Group provides a wide range of financial products and services which include retail and commercial banking, finance, factoring, investment banking, brokerage, fund management, private banking, life and general insurance. The Group operates through a total of 131 branches, of which 125 operate in Cyprus, 1 in Romania, 4 in the United Kingdom and 1 in the Channel Islands. Bank of Cyprus also has representative offices in Russia, Ukraine and China. The Bank of Cyprus Group employs 4.279 staff worldwide. At 30 June 2016, the Group's Total Assets amounted to €22,7 bn and Total Equity was €3,1 bn.



Bank of Cyprus
The Best Bank in Cyprus 2016

The Annual General Meeting (“AGM”) of the shareholders of the Bank of Cyprus Public Company Ltd (“the Company” or “the Bank”) was held at the Company’s Headquarters on **Tuesday, 25 October 2016**. The AGM was attended by 167 shareholders, either in person or by proxy, who represented 3,518,061,472 shares, that is 39,427% of the total issued share capital of the Company.

The AGM discussed the Directors’ Report, the Auditor’s Report and the Consolidated Financial Statements for the year 2015, approved the Board of Directors’ Remuneration Report and fixed the remuneration of the Members of the Board.

The AGM noted the re-appointment of Ernst & Young as the Company’s Auditors for the year 2016, based on Section 153 (2) of the Companies Law Cap. 113 and authorised the Board of Directors to fix their remuneration.

The following Directors were re-elected to the Board of Directors:

- a) Mr Maksim Goldman
- b) Mr Michael Spanos
- c) Mr Arne Berggren
- d) Dr Michael Heger
- e) Ms Lyn Grobler

A table setting out the voting results for each of the resolutions is included in the Appendix attached.

Appendix: List of resolutions approved by the Annual General Meeting (numbering as per Notice of Annual General Meeting and Form of Proxy issued on 3 October 2016)

| Resolution number | Voting For | | Voting Against | | Approved Yes/No |
|-------------------|------------------|-------------------------------|------------------|-------------------------------|-----------------|
| | Number of shares | % of total valid votes casted | Number of shares | % of total valid votes casted | |
| 1 | 3.516.108.760 | 99,96% | 1.235.215 | 0,04% | Yes |
| 2 | 3.517.343.134 | 100,00% | 841 | 0,00% | Yes |
| 3 | 3.517.274.908 | 100,00% | 841 | 0,00% | Yes |
| 4.1 | 3.325.460.374 | 100,00% | 841 | 0,00% | Yes |
| 4.2 | 3.517.284.753 | 100,00% | 841 | 0,00% | Yes |
| 4.3 | 3.517.284.753 | 100,00% | 841 | 0,00% | Yes |
| 4.4 | 3.325.498.435 | 100,00% | 841 | 0,00% | Yes |
| 4.5 | 3.325.626.947 | 100,00% | 841 | 0,00% | Yes |