

FORM OF REPRESENTATIVE(S) APPOINTMENT

For the participation in the Bondholders Meeting of the Common Bond Loan of an amount of €120,000,000 (hereinafter, the “CBL 2018”), issued by GEK TERNA S.A. by virtue of the resolution of its Board of Directors, dated 16.03.2018, and the Common Bond Loan Programme of an amount up to €120,000,000 and Agreement on Appointment of the Bondholder Agent, dated 22.03.2018

Of 17 March 2020

The undersigned bondholder / legal representative of bondholder of the CBL 2018:

NAME / SURNAME: _____

FATHER'S NAME: _____

ADDRESS / REGISTERED OFFICE: _____

IDENTITY CARD No. / GENERAL COMMERCIAL REGISTRY NUMBER (REGISTRY OF SOCIETE ANONYMES NUMBER) : _____

TELEPHONE NUMBER: _____

NUMBER OF BONDS: _____ / or for any bonds I will be entitled to vote for on the relevant Record Date¹

INVESTOR'S SHARE CODE NUMBER (in the Dematerialized Securities System):

SECURITIES ACCOUNT NUMBER: _____

NAME OF LEGAL REPRESENTATIVE/REPRESENTATIVES²:

I hereby authorize

1. _____, son of _____ and _____, resident of _____, at _____ street, holder of ID Card No. _____, issued on _____, by _____,
2. _____, son of _____ and _____, resident of _____, at _____ street, holder of ID Card No. _____, issued on _____, by _____,
3. _____, son of _____ and _____, resident of _____, at _____ street, holder of ID Card No. _____,

¹ The Bondholder **must** choose whether the Representative(s) shall represent him / her for all or for part of the bonds he / she owns.

² Only in the case of legal entities.

_____, issued
on _____, by _____.

(hereinafter the **Representative/Representatives**) [all acting jointly / each one acting individually, without the collaboration of the others, so that in case of attendance of more than one representative at the Meeting of Bondholders each acting separately / the first attending excludes the second and the third and the second the third, etc.³]

to represent me at the forthcoming Bondholders' Meeting that shall take place on 17.03.2020, Tuesday at 11.00 a.m. at the registered offices of GEK TERNA S.A., at 85 Mesogeion Ave., Athens, as well as at any postponement or repetition thereof, and in particular at the Repeat Meeting that shall take place on 19.03.2020, Thursday at 11.00 a.m. at the same place as above, and vote in the name and on behalf for the above mentioned number of bonds of the CBL 2018 which I own, as follows for the following items of the agenda⁴:

Agenda Item	IN FAVOR	AGAINST	ABSTENTION	At the Representative's Discretion
1. Approval by the bondholders of the amendments of the CBL Programme 2018 mentioned in the Invitation, dated 06.03.2020, subject to the Issue, and authorisation to the Bondholder Agent to execute the amending agreement of the CBL Programme 2018.				
2. Grant of consent by the bondholders so that exceeding the Total Debt to Assets ratio provided for in Clause 9.2.2 of the CBL Programme 2018 for the Calculation Periods ending on dates prior to the completion of the Permitted Transformation or to the expiration of a 12-month period from the Issue, whichever occurs first, is not considered a breach of any obligation of the Company.				

³ Reference within brackets is required only if more than one representative is appointed. In that case the authorizing bondholder **must** choose whether the representatives appointed hereby shall act jointly or may individually represent the bondholder.

This form is not valid in the event I attend the Bondholders' Meeting in person and notify my Representative(s) and to the Bondholders' Agent of the CBL 2018 before voting.

[place] _____, __/__/2020

The authorizing Bondholder

*[signature & name-surname
& seal (for legal person)]*