

[It must be filled in and submitted to "NATIONAL BANK OF GREECE S.A." under its capacity as Bondholder Agent by 19 November 2021, 10:00 a.m. the latest]

To: **NATIONAL BANK OF GREECE S.A. under its capacity as Bondholder Agent, 68 Akadimias str., Athens, Directorate for the Support of Financial & Investment Functions**

FAO: MRS. ELENA SAKELLARI

Tel: 210 3328 743 & 210 9477 923

Email: NBGClientRelations@nbg.gr

FORM FOR THE APPOINTMENT OF PROXY

FOR PARTICIPATING REMOTELY AT THE BONDHOLDERS MEETING OF THE COMMON BOND LOAN OF AN AMOUNT OF €120,000,000 ISSUED BY THE COMPANY "GEK TERNA HOLDING REAL ESTATE CONSTRUCTION S.A"

OF 22ND NOVEMBER 2021

The undersigned bondholder or legal representative of the bondholder of the company 'GEK TERNA HOLDING REAL ESTATE CONSTRUCTION S.A.' (the "Company"):

Full Name/ Trade name of the bondholder	
Father's name (for natural person)	
Tax Account Number	
Bondholder Account No in the dematerialized system	
Number of bonds (if no number of bonds is filled-in, the proxy will be valid for the total number of bonds registered in the Bondholder Account on the record date)	
Address/ Headquarters	
Contact Number (Mobile Number)	
Email	

Hereby authorize

Mr/Mrs. (father's name), resident of....., Street No., holder of ID/Passport Number
email.....and mobile number.....

as my proxy and representative, and authorize and mandate him/her, without the involvement of any other party, to participate remotely by teleconference and represent me at the upcoming Bondholders Meeting which will be held on Monday November 22, 2021, at 10:00 a.m., to exercise any and all of my rights in his/her opinion, and in general to take any and all necessary actions for my lawful participation in the Bondholders Meeting, and to vote in my name and on my behalf with the aggregate number of the bonds issued by the Company which I own or hold the voting rights to by operation of law or contract (e.g. in my capacity as pledgee or escrow agent) in relation to the sole item of the agenda listed below, as follows:

In his/her opinion

As follows:

Sole Item of the Agenda	VOTE		
	IN FAVOR	AGAINST	ABSTAIN
Approval by the bondholders of the common bond loan amounting to €120,000,000 issued by the company “GEK TERNA HOLDING REAL ESTATE CONSTRUCTION S.A” (the “CBL 2018”) of the amendments to the Program for the Issuance of a Common Bond Loan up to €120,000,000 (the “ CBL Program 2018 ”), mentioned in the Invitation of the Bondholders of the CBL 2018, dated 10.11.2021 ¹ , and granting of an authorization to the Bondholders’ Agent to sign an agreement amending the CBL Program 2018.			

I also declare that I approve as of today all actions which my representative(s) shall take in accordance with the present authorization, recognizing such actions as lawful, valid and effective.

I hereby inform the Company that I have already notified my representative(s) about the obligation of notification according to the provisions of article 128 paragraph 5 of the Law 4548/2018.

The present proxy applies to the Bondholders Meeting, which will be held on Monday 22 November 2021 at 10:00 pm, as well as to any the repetitive Bondholders Meeting, which will be held on Thursday 25 November 2021 at 10:00 pm.

The present empowerment becomes null and void in case I notify in writing the Company at least forty eight (48) hours prior the Bondholders Meeting date, a written revocation thereof, with acknowledgment of receipt.

..... November 2021

Undersigned Bondholder

[signature & name]

¹ The relevant amendments are mentioned in detail in the full text of the invitation published by the Board of Directors of the Company, on 10.11.2021, under the title “Invitation of the Bondholders of the common bond loan amounting to €120,000,000 (hereinafter the “**CBL 2018**”), issued by the Company under the Program for the Issuance of Common Bond Loan up to €120,000,000, dated 22.03.2018 and Bondholder Agent Appointment Agreement, as amended (hereinafter “**CBL Program 2018**”), available at the official website of the Company (<https://www.gekterna.com/el/investor-relations/corporate-bond/>) and in hard copy at the Company's offices (85 Messogeion Avenue, Athens).

Notes

- 1) **Specifically, for bondholder participation by proxy at the Bondholders Meeting of 22nd November 2021, remotely in real-time by teleconference, bondholders can appoint up to one (1) proxy.**
- 2) The signed “Form for the appointment of proxy” and the notification for the revocation or replacement of the proxy of the bondholder by the “Form for the withdrawal of the appointment of the proxy” should be sent to the NATIONAL BANK OF GREECE S.A. under its capacity as Bondholder Agent, FAO Mrs. Elena Sakellari, tel: 210 3328 743 & 210 9477 923, email: NBGClientRelations@nbg.gr, no later than forty-eight (48) hours prior to the Meeting, i.e. by 10:00 a.m. on November 19th 2021 the latest.

Bondholders are requested to confirm that the “Form of proxy” is successfully sent and received by the company, and can, for this purpose, call at 210 3328 743 & 210 9477 923.

- 3) Further (for legal entities): stamp and name of the entity’s representative.