

**[It must be filled in and submitted to the National Bank of Greece SA under its capacity as Bondholder Agent by 27.06.2022, 13 pm 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: +30 210 3328 743 & +30 210 9477 923

**Email:** [NBGClientRelations@nbg.gr](mailto:NBGClientRelations@nbg.gr)

**FORM FOR THE APPOINTMENT OF PROXY**

**FOR PARTICIPATING REMOTELY AT THE REPETITIVE BONDHOLDERS MEETING OF THE COMMON BOND LOAN OF AN AMOUNT OF €500,000,000 ISSUED BY THE COMPANY " GEK TERNA HOLDING REAL ESTATE CONSTRUCTION S.A."**

**OF 30.06.2022**

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 Repetitive Bondholders Meeting which will be held on **30.06.2022**, Thursday, at **13 pm**, 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 Repetitive 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
Grant of Bondholders' consent for the use of the net income from the disposal of an Excluded Asset in accordance with the uses provided in clause 8.1. (n) (i)-(vi) of the CBL Program 2020, without any time limit, by way of derogation from clauses 8.1 (o) and 14.1 (b) of the CBL Program 2020, provided that the sale (i.e. the promissory agreement for the disposal of the Excluded Asset) will take place within 24 months from the date of the decision of the Bondholders' Meeting. Bondholders' acknowledgement of the non-exercise of the rights described in clause 11.2 (b) of the CBL Program 2020 regarding the above derogation and waiver of any relevant right by the Bondholders.			

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 empowerment becomes null and void in case I notify in writing the Company at least two (2) business days prior the Bondholders Meeting date, a written revocation thereof, with acknowledgment of receipt.

..... 2022

Undersigned Bondholder

[signature & name]

## Notes

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- 1) **Specifically, for bondholder participation by proxy at the repetitive Bondholders Meeting on 30.06.2022, 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 Bondholders’ 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, the latest two (2) full days before the date of the Meeting, i.e. until **13 pm.** on 27.06.2022 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 tel: 210 3328 743 & 210 9477 923.
  
- 3) Further (for legal entities): stamp and name of the entity’s representative.