



Athens, July 7, 2014

Decisions by the A' Repeat Ordinary General Meeting of Shareholders held on 7/7/2014

The A' Repeat Ordinary General Shareholders Meeting of the Company GEK TERNA SA convened today on 7/7/14, in which 140 Shareholders owners of 52,430,843 shares and voting rights were present, namely representing 55.50% of the Share Capital. The above percentage is higher than the increased quorum of 50%, required by Law and the Articles of Association, for valid decision making on the sole item of the agenda "Approval of a management share incentive plan, in accordance with the provisions of par. 13 of article 13 of C.L. 2190/20, and empowerment to the Board of Directors to determine the beneficiaries, the terms and conditions for the exercise of the right and the remaining clauses of the program"

With a majority of 50,284,957 votes in favor (95.91% of the votes), 1,353,741 against (2.58% of the votes) and 792,145 withheld (1.51% of the votes), out of a total of 52,430,843, the General Assembly approved of the share incentive plan for the management of the Company and of affiliates of the Company, pursuant to the definition of article 42^ε of the law 2190/1920, for a five-year term (2014–2018), in accordance with the provisions of par. 13 of the article 13 of the law 2190/20 for up to 2.500.000 shares. The aforementioned decision shall be implemented, upon accomplishment of the targets to be set, either with the issuance of new shares or e the disposal of own shares. The share disposal price for the beneficiaries will be equal to their nominal value, i.e. 0,57 euro per share.

Finally, General Shareholders' Meeting of the Company authorized the Board of Directors of the Company to regulate the details for the implementation of said plan.