

**(The Form should be submitted no later than 5<sup>th</sup> January 2021 at 11:00 hours)**

**TO**

ELLAKTOR SA  
SERHOLDERS SERVICE OFFICE  
25, ERMOU STR., GR 145 64 -ATTIKI  
TEL.: +30 210 8185078 & 210 8185076  
FAX. : +30 210 8184909

**PROXY FORM FOR REMOTE PARTICIPATION AT THE EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS ELLAKTOR SA ON JANUARY 7<sup>TH</sup> 2021**

The undersigned shareholder with the following details :

**FULL NAME/TRADE NAME:** .....  
**ADDRESS / HEADQUARTERS:** .....  
**ID No / G.E.MI. (SA Reg. No.)** .....  
**NUMBER OF SHARES & VOTING RIGHTS:**.....  
**INVESTOR SHARE CODE IN DSS :** .....  
**FULL NAME OF LEGAL REPRESENTATIVE(S) (for legal person only):** .....

I hereby appoint and empower <sup>1</sup>:

**REPRESENTATIVES DETAILS:**

<b>FULL NAME</b>	
<b>ID No</b>	
<b>ADDRESS</b>	
<b>e-mail ADDRESS</b>	
<b>MOBILE PHONE NUMBER</b>	

<b>FULL NAME</b>	
<b>ID No</b>	
<b>ADDRESS</b>	
<b>e-mail ADDRESS</b>	
<b>MOBILE PHONE NUMBER</b>	

<b>FULL NAME</b>	
<b>ID No</b>	
<b>ADDRESS</b>	
<b>e-mail ADDRESS</b>	
<b>MOBILE PHONE NUMBER</b>	

to represent me / the legal person in connection with any issue (*procedural or other*) that may be discussed at the upcoming Extraordinary General Meeting of the Shareholders of "ELLAKTOR S.A." to be held remotely via teleconference, on Thursday, 7<sup>th</sup> January, 2021, at 11:00 a.m., or at any repetitive or adjourned meeting thereof and furthermore, remotely, via a real time teleconference to vote in my name and on my behalf / in the name and on behalf of the legal person for the aforementioned number of voting rights which I hold / the legal person holds, by virtue of the Law or under an agreement, on the Record Date, in connection to the following items of the agenda:

<sup>1</sup> Please appoint up to three (3) representatives

The items under no 3 to 6 of this agenda are incorporated in it following a request, dated December 3rd, 2020, of the minority shareholders Reggeborgh Invest B.V., Angelos Ch. Giokaris and Christos P. Panagiotopoulos, holding 22,094,903 common, nominal shares the Company at that date, to convoke an Extraordinary General Meeting of the Company's shareholders with, inter alia the above items us formulated by those shareholders, in the agenda to satisfy their request.

ITEM OF THE AGENDA	FOR	AGAINST	ABSTAIN	AT REPRESENTA-
1. Reduction of the Company's share capital by the amount of €212,129,282.97 through reduction of the nominal value of all Company's shares from €1.03 to € 0.04 each, to offset losses of previous years of an equal amount. Amendment of article 5 par.1 of the Company's Articles of Association treating the Share Capital. Granting relevant authorisation to the Board of Directors to implement the decision.				
2. Increase of the Company's share capital (as this has been formulated in accordance with the first item of this Agenda) in cash through the issuance of new, common, registered, voting shares and with pre-emption rights for the existing shareholders. Amendment of article 5 par.1 of the Company's Articles of Association treating the Share Capital. Granting relevant authorisation to the Board of Directors to implement the decision				
3. Revocation of all the members of the Board of Directors of the Company				
4. Election of a new Board of Directors of the Company (including independent/non-executive members).				
5. Revocation of all the members of the Audit Committee of the Company (article 44 of L 4449/2017).				
6. Election of a new Audit Committee of the Company (article 44 of L 4449/2017).				

- *Indicate with an X how you wish to vote.*

I hereby inform you that I have already notified the representative(s) about the obligation of disclosure, pursuant to the provisions of article 128(5) of Law 4548/2018. This proxy form will not be valid following my written communication to the Company at least forty-eight (48) hours before the relevant date of the General Meeting about its revocation..

.....01.2021

**The authorizing Shareholder**

\_\_\_\_\_  
**[signature & full name of natural person or legal representative of legal person]**

**NOTES:**

- 1. In case of shareholders that are legal entities, the Form of Proxy must bear the name of the company, be signed by its duly authorized officer/s and be accompanied by the required legalization documents.*
- 2. In the case of joint shareholders, the Form of Proxy can be signed solely by the person whose name appears first in the DSS's registry.*
- 3. Access to remote teleconference requires a valid email address and a mobile phone number (shareholder or proxy). In case of appointment of more than one and for identification purposes, only the details of the first declared representative will be taken into account.*
- 4. The filled in and signed representation forms with a dully verified signature or digitally signed using a recognized digital signature (qualified certificate) must be submitted or sent by the shareholder by post to the Company's Headquarters at 25, Ermou St., Kifisia (Shareholders Service Department) or by fax to +30 210 8184909 or by email to the addresses [amichou@ellaktor.com](mailto:amichou@ellaktor.com) and [gfotogianni@ellaktor.com](mailto:gfotogianni@ellaktor.com), in any case at least forty-eight (48) hours before the date of the General Meeting, i.e. by 11:00 of 5<sup>th</sup> January 2021. Any declaration of replacement or withdrawal of an designated proxy must be submitted or provided to the Company as per the above within the same deadline. After this deadline, voting via a legally authorized representative before the General Meeting will not be possible.*
- 5. The present appointment shall be automatically revoked in case the shareholder attends in person the General Meeting. It can also be revoked by notifying the Shareholders' Registry Department of the Company in writing or via email no later than 5<sup>th</sup> January 2021, at 11:00 hours.*