

TO

ELLAKTOR SA

SHAREHOLDERS SERVICE OFFICE

25, ERMOU STR., GR 145 64 -ATTIKI

TEL.: +30 210 8185078 & 210 8185076

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PROXY FORM FOR PARTICIPATION AT THE ANNUAL ORDINARY GENERAL MEETING OF THE SHAREHOLDERS ELLAKTOR SA, DATED JUNE 22nd , 2023
OR AT ANY REPETITIVE OR ADJOURNED MEETING THEREOF

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 ¹:

REPRESENTATIVES DETAILS:

FULL NAME	
ID No	
ADDRESS	
E-MAIL ADDRESS	
MOBILE PHONE NUMBER	

FULL NAME	
ID No	
ADDRESS	
E-MAIL ADDRESS	
MOBILE PHONE NUMBER	

FULL NAME	
ID No	
ADDRESS	
E-MAIL ADDRESS	
MOBILE PHONE NUMBER	

to represent me / the legal person in connection with any issue (*procedural or other*) that may be discussed at the upcoming Annual Ordinary General Meeting of the Shareholders of "ELLAKTOR S.A." to be held on Thursday, 22nd June, 2023, at 11:00 a.m., or at any repetitive or adjourned meeting thereof

¹ Please appoint up to three (3) representatives

and furthermore and in the manner detailed in the Invitation, 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:

ITEM OF THE AGENDA	FOR	AGAINST	ABSTAIN	AT REPRESENTATIVE'S DISCRETION
1. Submission for approval of the Annual Financial Report (Company and Group) for the fiscal year 01.01.2022 - 31.12.2022, which includes the Annual Standalone and Consolidated Financial Statements with the relevant Reports, including Non-Financial Report, Corporate Governance Statement and Declarations of the Board of Directors and the Certified Auditor. Approval of the profit appropriation for the year 01.01.2022 - 31.12.2022.				
2. Presentation of the Annual Activity Report for the fiscal year 2022 by the Chairman of the Audit Committee.	<i>Non voting item</i>			
3. Submission by the independent Board members of their common report to the Shareholders' General Meeting, pursuant to article 9 par. 5 of law 4706/2020.	<i>Non voting item</i>			
4. Approval of the overall management that took place during the financial year 01.01.2022 - 31.12.2022, pursuant to Article 108 of Law 4548/2018 and release of the certified auditors from liability for the financial year 01.01.2022 - 31.12.2022, in accordance with Article 117 par. 1 case (c) of Law 4548/2018.				
5. Submission for discussion and adoption by the General Meeting of the Remuneration Report of Article 112 of Law 4548/2018 for the financial year 2022.	<i>The vote is advisory</i>			
6. Election of an Audit Firm for the ordinary audit of the standalone and consolidated financial statements of the Company, the granting of the tax certificate of the financial year 01.01.2023 - 31.12.2023 and review of the interim financial statements of the same financial year and determination of their fee.				
7. Offsetting of the account "Share premium account" with accumulated accounting losses of the Company amounting to €16,756,758.84 from the account "Retained profit or loss" according to article 35 par. 3 of Law 4548/2018, as in force.				
8. Amendment of articles 21 and 26 of the Company's Articles of Association.				
9. Distribution of part of Other Reserves formed from taxable profits of previous years of the Company to members of the Board of Directors, executives and employees. Authorisation to the BoD.				
10. Grant of permission, pursuant to Article 98 of Law 4548/2018, to Company Directors and Managers to participate in the Board of Directors or in the management of subsidiary and affiliated Group companies, as well as in legal entities in which the Company or Group companies hold(s) a direct or indirect participation and which are engaged in objects similar or related to those of the Company.				

ITEM OF THE AGENDA	FOR	AGAINST	ABSTAIN	AT REPRESENTATIVE'S DISCRETION
11. Approval of an Own Share Buyback Program, pursuant to Article 49 of Law 4548/2018, for all uses permitted by law, including, inter alia, the distribution of shares to employees and/or members of the management of the Company and affiliated companies, within the meaning of the Article 32 of the Law 4308/2014, according to the provisions of the Article 114 of the L. 4548/2018. Granting of relevant authorization to the Board of Directors for the implementation of the Programme.				
12. Confirmation of the number of Independent Non-Executive Members of the Company's Board of Directors.				
13. Confirmation of the number and capacities of the members of the Audit Committee.				
14. Other announcements.	<i>Non voting item</i>			

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

(A shareholder selecting to vote via a representative hereby appointed, and at the latter's discretion, must check for any obligation to communicate the granting of this particular power of proxy pursuant to the provisions of Law 3556/2007.)

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.

_____06.2023

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 must be submitted or sent by the shareholder by post to the Company's Headquarters at 25, Ermou St., Kifissia (Shareholders Service Department) or by fax to +30 210 8184909 or by email to the addresses amichou@ellaktor.com and 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 20th of June 2023. Any declaration of replacement or withdrawal of a 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 20th of June 2023, at 11:00 hours.