

To
TERNA ENERGY SA
85, Messogion Ave.
115 26 Athens

EMPOWEREMENT
for REPRESENTATION OF SHAREHOLDERS
in the EXTRA - ORDINARY GENERAL ASSEMBLY
of June 29, 2009

I, the undersigned shareholder with the following data:

SHAREHOLDER'S DATA

SURNAME OF PERSON / NAME OF LEGAL ENTITY

NAME OF PERSON FATHER'S NAME.....

ADDRESS OF RESIDENCE/ REGISTERED OFFICE.....

STREET..... NO. P.C.. TEL. NO.....

NUMBER OF SHARES.....

HEREBY EMPOWER

Mr. / Mrs....., (resident,

Street.....,no.....),

and/or

Mr. / Mrs....., (resident,

Street.....,no.....),

and/or

Mr. / Mrs....., (resident,

Street.....,no.....),

acting jointly or severally, to represent the undersigned in the Extra - Ordinary Shareholders General Assembly of «**TERNA ENERGY S.A.**», which will take place on **Monday June 29, 2009, and at 10:00 a.m.** in the head offices of the company at 85, Messogion Ave., Athens and to vote on my behalf with the total or part of the shares of "TERNA ENERGY SA", which I own, or the voting rights of which I hold by virtue of law or contract, in all the items of the Agenda as follows:

AGENDA ITEMS	VOTING INTENTION		
	FOR	AGAINST	ABSTAIN
1. Ratification of the election of one member of the BoD following the resignation of a former member.			
2. Appointment of the Members of the Control Committee according to article 37 of Law 3693/2008.			
3. Expansion of the scope of works of the Company and amendment of the respective article 2 of the Articles of Incorporation.			
4. Clarifications regarding the procedure and amendment of the use of the raised funds			
5. Various announcements, approvals and discussion about matters of general interest.			

I hereby declare that I consent to all the actions of the above representative(s) which will take place during the implementation of the present empowerment, as lawful, binding and with full effect.

(Place)...../ (Date):.....

.....
(Signature)

.....
(Name of Shareholder)