



EMPOWERMENT
for REPRESENTATION OF SHAREHOLDERS – VOTING FORM
in the ORDINARY GENERAL ASSEMBLY
of JUNE 23, 2021

I, the undersigned shareholder with the following data:

Email:

SURNAME OF PERSON / NAME OF LEGAL ENTITY

ADDRESS OF RESIDENCE/ REGISTERED OFFICE.....

ID / Reg. No

NUMBER OF SHARES.....

SHAREHOLDER'S SAT No

SHAREHOLDER'S Account No.....

NAME AND SURNAME OF LEGAL REPRESENTATIVE(S) (applicable to legal entities only):

.....

I hereby empower the following representative /es:

REPRESENTATIVES' DATA:

Table with 3 columns: NAME - SURNAME, ID Nr, ADDRESS. Rows 1, 2, 3.

Description of the voting procedure in case of empowerment of more than one representatives

(To be analytically described.

E.g. All the representatives act collectively or each of them separately, in case more than one representative attend the Assembly, each of them acts separately, the first excludes the second and the second the third and so on)

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to represent the undersigned in the Ordinary Shareholders General Assembly of «TERNA ENERGY S.A.», which will take place on Wednesday June 23, 2021, and at 10:00 a.m. in the head offices of the company at 85, Messogion Ave., Athens as well as in any other Assembly after postponement or continuation of the above 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:

Please send the present to the Company's Shareholders' Department 48hrs before the General Meeting in the email IR.TernaEnergy@terna-energy.com or by fax at 210 6968076 or by post to the registered offices of the Department at 85, Messogion Ave., 115 26, Athens.

AGENDA ITEMS	FOR	AGAINST	ABSTAIN	AT HIS SOLE OPTION
1. Submission and Approval of the Annual Financial Statements (Company and Consolidated) for the fiscal year 2020, and of the relevant Reports of the Board of Directors and the Chartered Auditor.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Approval of the proposition by the Board of Directors concerning (a) the distribution of earnings, the payment of dividends and (b) fees to the Members of the Board of Directors for fiscal year 2020.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Approval of the overall management for 2020.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Discharge of the Chartered Auditor from any relevant liability or compensation deriving from the exercise of their duties during fiscal year 2020.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Discussion and voting on the Remunerations Report in accordance with article 112 of law 4548/2018 for the year 2020.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Submission and approval by the General Assembly of the Report on the Audit Committee's activities during the term 01.01.2020-31.12.2020 in accordance with article 44 of law 4449/2017, as in force.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Election of one Regular and one Deputy Certified Auditor, members of the Body of Chartered Auditors Accountants, for auditing fiscal year 2021 and determination of their fees.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8.1 Election of new members of the Board of Directors - George Peristeris, Chairman	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8.2 Election of new members of the Board of Directors - Emmanouil Maragoudakis	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8.3 Election of new members of the Board of Directors - George Spyrou	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8.4 Election of new members of the Board of Directors - Aristotelis Spiliotis	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8.5 Election of new members of the Board of Directors - Michael Gourzis,	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8.6 Election of new members of the Board of Directors - Nikolaos Voutichtis	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8.7 Election of new members of the Board of Directors - George Mergos, Independent Non-Executive Member	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8.8 Election of new members of the Board of Directors - Marina Sarkisian Ochanesoglou, Independent Non-Executive Member	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8.9 Election of new members of the Board of Directors - Andreas Tapratzis, Independent Non-Executive Member	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8.10 Election of new members of the Board of Directors - Sofia Kounenaki-Efracimoglou, Independent Non-Executive Member	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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8.11 Election of new members of the Board of Directors - Tatiana Karapanagioti, Independent Non-Executive Member	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Election of members of the Audit Committee as set forth in article 44 of law 4449/2017.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. Harmonization of the Articles of Association of the Company with the provisions of the new law 4706/2020/Amendment of article 10.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. Amendment/renewal of the Remuneration Policy for compliance with the new law 4706/2020.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. Approval of the Suitability Policy of the members of the Company's Board of Directors in accordance with article 3 of law 4706/2020.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

⊗ Please mark your choice with X.

or

Other (Please describe analytically)

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(The shareholder to choose to empower a representative to vote at the latter's sole option, should cross check whether there is an obligation to publish the rendering of such empowerment according to Law 3556/2007.)

I hereby inform you that I have already notified my representative(s) about the obligation of notification according to the provisions of article 128 of the Law 4548/2018. The present empowerment becomes null and void in case I notify in writing the Company at least three (3) days prior to the respective date of the General Assembly a written revocation thereof.

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

.....

(Signature)

(Name of Shareholder)

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