

[The present must be filled in and submitted to the “Hellenic Central Securities Depository S.A.” under its capacity as Bondholder Agent by 13.12.2023 at 14:00 p.m. the latest]

To:

Hellenic Central Securities Depository SA. under its capacity as Bondholder Agent, 110 Athens Avenue, Athens

FAO: Mrs. Maria Gyftonikolou

Tel: 2103366426

Email: bondholders_rep@athexgroup.gr

FORM FOR THE APPOINTMENT OF PROXY

FOR PARTICIPATING AT THE REPETITIVE BONDHOLDERS’ MEETING OF THE COMMON BOND LOAN OF AN AMOUNT OF €150,000,000 ISSUED BY THE COMPANY “TERNA ENERGY FINANCE S.A “

ON 15.12.2023

The undersigned bondholder or legal representative of the bondholder of the company “**TERNA ENERGY FINANCE S.A”** (the “**Company**”)

Full Name/ Trade name of the bondholder	
Father’s name (for natural person)	
Tax Account Number	
Bondholder Account No in the dematerialized system	
Number of bonds (if no number of bonds is filled-in, the proxy will be valid for the total number of bonds registered in the Bondholder Account on the record date)	
Address/ Headquarters	
Contact Number (Mobile Number)	
Email	

Hereby authorize ⁽¹⁾

Mr./Mrs. (father’s name), resident of
....., Street No., holder of ID/Passport
Number, issued by on, email
..... and mobile number.....

as my proxy and representative, and authorize and mandate him/her, without the involvement of any other party, to participate and represent me at the upcoming repetitive Bondholders’ Meeting which will be held on **15.12.2023, Friday at 14:00 p.m.**, to exercise any and all of my rights at his/her discretion, and in general to take any and all necessary actions for my lawful participation in the repetitive Bondholders’ Meeting, and to vote in my name and on my behalf with the aggregate number of the bonds issued by the Company which I own or hold the voting rights to by operation of law or contract

(e.g. in my capacity as pledgee or escrow agent) in relation to the sole item of the agenda listed below, as follows:

☐ At his/her discretion

☐ As follows:

Sole Item of the Agenda	Vote		
	In Favour	Against	Abstain
<p><i>Approval of the following amendments to the CBL Programme and granting of an authorization to the Bondholders' Agent to sign the CBL Programme amendment agreement:</i></p> <p>(i) <i>Amendment of the definition "Material Change" (provided in clause 1.8 of the CBL Programme) with the addition of a second case as analysed in the invitation of the Meeting.</i></p> <p>(ii) <i>Deletion of clause 9.2.1. of the CBL Programme.</i></p> <p>(iii) <i>Deletion of clause 9.2.3 of the CBL Programme.</i></p>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

I also declare that I approve as of today all actions which my representative(s) shall take in accordance with the present authorization, recognizing such actions as lawful, valid and effective. ⁽²⁾

I hereby inform the Agent that I have already notified my representative(s) about the obligation of notification according to the provisions of article 128 paragraph 5 of Law 4548/2018.

The present empowerment becomes null and void in case I notify in writing the Bondholders' Agent at least forty-eight (48) hours prior the Bondholders Meeting, a written revocation thereof, with acknowledgment of receipt.

..... **2023**
Undersigned Bondholder

[signature & full name]⁽³⁾

Notes

- 1) **Specifically, for bondholder participation by proxy at the repetitive Bondholders' Meeting on 15.12.2023, which will be held in a hybrid manner with the presence of the Bondholder's at the offices of the Bondholders' Agent and remotely in real-time by teleconference, bondholders can appoint up to one (1) proxy.**
- 2) The signed "FORM FOR THE APPOINTMENT OF PROXY" and the notification for the revocation or replacement of the proxy of the bondholder by the "FORM FOR THE WITHDRAWAL OF THE APPOINTMENT OF THE PROXY" should be sent to the "Hellenic Central Securities Depository SA" under its capacity as Bondholders' Agent, 110 Athinon Avenue, Athens, FAO Mrs. Maria Gyftoni-kolou, at the latest forty eight (48) hours before the scheduled date of the Bondholders' Meeting, i.e. until 14:00 p.m. on 13.12.2023 the latest.

Bondholders are requested to confirm that the **"FORM FOR THE APPOINTMENT OF PROXY"** is successfully sent and received by the Bondholders' Agent, by calling at +30 2103366426.

- 3) Further (for legal entities): name of the legal entity, full name and position of the entity's legal representative.