



GROUP OF COMPANIES

**PROXY AUTHORIZATION FORM FOR PARTICIPATION IN THE
67th ORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF
“HELLENIC TELECOMMUNICATIONS ORGANIZATION S.A. (OTE S.A.)” TO BE
HELD ON JUNE 12th 2019¹**

**TO OTE S.A.
OTE GROUP INVESTOR RELATIONS DEPARTMENT
IKAROU 1 & AGIOU LOUKA – P.O. BOX 19002- PAIANIA**

SHAREHOLDER’S DETAILS

Full Name:
.....

Corporate name (for legal entities):
.....

Address/Headquarters:
.....

Certification (ID Card no. or Passport no, General Commercial Registry No)
:.....

Number of OTE SA Shares:
.....

Investor Account Number in the Dematerialized Securities System
(DSS).....

Securities Account no.:
.....

REPRESENTATIVE’S/S’ DETAILS

	Full Name	ID Card no. or Passport no:	Address
1.
2.
3.

¹ In case that the proxy authorization form is provided for the first time for the Repetitive General Meeting of Shareholders, this form will be updated accordingly and the voting instructions to the proxy will be filled in only for the agenda items that will be discussed in the said Repetitive General Meeting.



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Voting Instructions in cases where there are more than one proxy:

The manner in which the different proxies shall act should be accurately described. Indicatively:

1. All proxies must appear at the Company’s headquarters. The first to appear shall disqualify/exclude the others
2. The proxies are authorized to act severally. The number of shares for which each proxy is authorized to vote, by agenda item, is:

.....

.....

.....

**AUTHORIZATION
& INSTRUCTIONS FOR VOTE ON THE AGENDA ITEMS**

I, the undersigned Shareholder of OTE S.A. (or Company) on the Record Date as referred to in the Invitation, declare that I will participate in the aforementioned Ordinary General Meeting and at the Repetitive or Adjourned General Meeting thereof by proxy/ies and that he/she/they will vote as follows:

ITEM 1: Approval of the Financial Statements of OTE S.A. in accordance with the International Financial Reporting Standards (both Annual and Consolidated) of the fiscal year 2018 (1/1/2018-31/12/2018), with the relevant Reports of the Board of Directors and the Auditors and approval of the annual profits’ distribution.

YES	NO	ABSTAIN	VOTE ACCORDING TO DISCRETION

ITEM 2: Approval according to article 108 of Law 4548/2018, of the overall management of the Company by the Board of Directors during the fiscal year 2018 (1/1/2018-31/12/2018) and exoneration of the Auditors for the fiscal year 2018 (1/1/2018-31/12/2018), pursuant to article 117 par. 1c of Law 4548/2018.

YES	NO	ABSTAIN	VOTE ACCORDING TO DISCRETION



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ITEM 3: Appointment of an Audit Firm for the statutory audit of the Financial Statements (both Separate and Consolidated) of OTE S.A., in accordance with the International Financial Reporting Standards, for the fiscal year 2019 (1/1/2019-31/12/2019).

YES	NO	ABSTAIN	VOTE ACCORDING TO DISCRETION

ITEM 4: Approval of the remuneration, compensation and expenses of the members of the Board of Directors and its Committees for the fiscal year 2018 (1/1/2018-31/12/2018), determination of the remuneration and expenses for the fiscal year 2019 (1/1/2019-31/12/2019) and pre-approval for their payment until the Ordinary General Meeting of the Shareholders which will take place within 2020.

YES	NO	ABSTAIN	VOTE ACCORDING TO DISCRETION

ITEM 5: Granting of a special permission, according to articles 97 par.3, 99 par.1,2 and 100 par.2 of Law 4548/2018, for the continuation for the period 31/12/2019 until 31/12/2020 of the insurance coverage of Directors & Officers of OTE S.A. and its affiliated companies, against liabilities incurred in the exercise of their competences, duties and powers.

YES	NO	ABSTAIN	VOTE ACCORDING TO DISCRETION



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ITEM 6: Election of a new Independent non-executive member of the Board of Directors, pursuant to article 4 of Law 3016/2002, as in force, in replacement of resigned Independent non-executive member.

Abstain* *Please tick if you wish to abstain

S/N	Candidate Name**	Capacity	Proposal Made By	Yes***
6.1	Mr. Eelco Blok	Independent non-executive member	Deutsche Telekom AG	
6.2	Mr. Alberto Horcajo	Independent non-executive member	Amber Capital	
6.3				

**List will be updated when more candidates are nominated.

*** You can vote up to one (1) candidate.



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ITEM 7: Election of a member of the Audit Committee, pursuant to article 44 of Law 4449/2017.of new Board of Directors and Appointment of independent members pursuant to article 9, paras. 1, 2 & 3 of the Company’s Articles of Incorporation.

Abstain*

*Please tick if you wish to abstain

S/N	Candidate Name**	Capacity****	Proposal Made By	Yes***
7.1	Mr. Eelco Blok	Independent, non-executive member of the Board (with sufficient knowledge in the field of electronic communications and sufficient knowledge in audit and accounting)	Deutsche Telekom AG	
7.2	Mr. Alberto Horcajo	Independent, non-executive member of the Board (with sufficient knowledge in the field of electronic communications and sufficient knowledge in audit and accounting)	Amber Capital	
7.3		(a) Independent, non-executive member of the Board (with sufficient knowledge in the field of electronic communications and sufficient knowledge in audit and accounting) Yes or (b) Independent, not a member of the Board (with sufficient knowledge in the field of electronic communications and sufficient knowledge in audit and accounting) Yes		

**List will be updated when more candidates are nominated.

*** You can vote up to one (1) candidate.

**** Choose (a) or (b)

Date

The Shareholder

(Signature)

[For legal entities please state the signatory legal representative’s name and surname and affix company’s seal]

Please submit the completed and signed form to OTE Group Investors Relations Department, either in hardcopy at Ikarou 1 & Agiou Louka str., 19002 Paiania, Building C 1st Floor Office C105) or by email to (metoxologio@ote.gr, kokrokos@ote.gr, mtsatsani@ote.gr) or by Fax: 210-6111030, by 10/06/2019 at 4:00 p.m. for the initial session of the 67th Ordinary General Meeting of 12/06/2019 and by 30/06/2019 at 4:00 p.m. for the Repetitive session of the 67th Ordinary General Meeting.