

**INSTRUMENT OF PROXY TO PARTICIPATE IN THE ORDINARY GENERAL MEETING  
OF SHAREHOLDERS OF AUTOHELLAS TOURISM AND TRADING COMPANY  
SA(HERTZ) ON THE 25<sup>th</sup> JUNE 2014**

The undersigned shareholder of Autohellas Tourism and trading Company SA(Hertz)  
(the company) :

**NAME / COMPANY NAME:** \_\_\_\_\_  
**ADDRESS / REGISTERED OFFICE :** \_\_\_\_\_  
**ID NUBER / REG.NUMBER:** \_\_\_\_\_  
**NUMBER OF SHARES:** \_\_\_\_\_ / or total number of shares and voting rights  
that I will possess on record date<sup>1</sup>  
**DSS REGISTER NO:** \_\_\_\_\_  
**ACCOUNT NUMBER:** \_\_\_\_\_  
**NAME OF LEGAL REPRESENTATIVE<sup>2</sup>:** \_\_\_\_\_

**Hereby authorize**

**Mr. / Ms.**

1. [*Name, address, Id No*]

2. [*Name, address, Id No*]

3. [*Name, address, Id No*]

(Hereinafter called Proxy / ies)

[All acting jointly/ individually and without collaboration, hence in case of attendance in the Annual General Meeting of more proxies than one, the first one supersedes the second and third, the second supersedes the third etc.]<sup>3</sup>

**To represent me** on the company's following Annual General Meeting on the 25<sup>th</sup> June 2014, Wednesday at 13.00 in the company's registered offices in Kifissia Attica, 31 Viltanioti Str, as well as in any repeat Annual General Meetings and in more detail on the 1<sup>st</sup> repeat shareholders meeting on the 11<sup>h</sup> July 2014, Friday at 09.00 in the company's registered offices in Kifissia Attica, 31 Viltanioti Str, or the 2<sup>nd</sup> repeat annual shareholders meeting on the 23<sup>nd</sup> July 2014 Wednesday at 09.00 in the company's registered offices in Kifissia Attica, 31 Viltanioti Str,

**And vote on my behalf** for the aforementioned number of shares which I hold / or legally represent<sup>4</sup> , as follows for the agenda :

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<sup>1</sup> The shareholder **must** decide on whether shareholder will represent him for the total number of shares or for a certain part of the shares.

<sup>2</sup> Legal entities only.

<sup>3</sup> This reference is required only in cases of more than one proxy. In this case the shareholder **must** decide if the proxies will act jointly or individually.

<sup>4</sup> The shareholder must choose depending on the legal status

<b>Agenda</b>	<b>FOR</b>	<b>AGAINST</b>	<b>At the Proxy's discretion<sup>5</sup></b>
<b>1. Submission and approval of the Company's annual financial statements for the fiscal year which ended on 31.12.2013, the Company's consolidated financial statements, the management report by the board of directors and of the audit certificate by the Company's statutory auditor-accountant on the Company's financial statements and activities for the fiscal year which ended on 31.12.2013.</b>			
<b>2. Discharge of the members of the board of directors and of the statutory auditors of the Company from any liability for their activity during the fiscal year ended on 31.12.2013.</b>			
<b>3. Election of statutory auditors for the fiscal year 2014 (1.1.2014 - 31.12.2014) and determination of their fees.</b>			
<b>4. Approval of the remuneration of the members of the board of directors and pre-approval of remuneration for the fiscal year 2014.</b>			
<b>5. Approve the proposed earning distribution scheme.</b>			
<b>6. Notification of change of Board of Director's composition, and replacement of the resigned member of the BoD and the validation of the new BoD in accordance to law 3016/2002.</b>			

<sup>5</sup> Shareholders who decide that their proxy will act on their discretion is obliged to check if an announcement has to be made from his side in accordance to law 3556/2007.

<b>7. Other issues and announcements</b>			

I would also like to inform the company that my Proxy/ies have been informed about all obligations deriving from article 28a Par.3 of codified law 2190/1920

This instrument is not valid if I recall it in written at least three (3) days prior to the Annual General Meeting.

[Place], \_\_/\_\_/2014

The Shareholder

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*[signature & name  
& stamp (for legal representatives)]<sup>6</sup>*

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**<sup>6</sup> Legislation of the above signatures by the Hellenic Police or by a Citizen Service Centre is required if the shareholders do not submit this instrument in person.**