**Representative / DELEGATE appointment form**

**for the distance PARTICIPATION VIA TELECONFERENCE OF the ordinary general ASSEMBLY of the Societe Anonyme under the name “AUTOHELLAS TOURIST AND TRADING SOCIETE ANONYME”**

**on 31.03.2021**

To the Societe Anonyme under the name:

**“AUTOHELLAS TOURIST AND TRADING SOCIETE ANONYME”**

Shareholders’ Services Department

31 Viltanioti Street, Kifisia, Attica 14564

Tel. +30 210 626 4256, Fax: +30 2106264449, Email: investor.relations@hertz.gr

The undersigned shareholder/ legal representative[[1]](#footnote-1) / delegate of the legal person or legal entity who is shareholder of the Company:

|  |  |
| --- | --- |
| FULL NAME AND FATHER’S NAME or BUSINESS NAMEOF LEGAL PERSON OR LEGAL ENTITY OF SHAREHOLDER: |  |
| ADDRESS / REGISTERED SEAT: |  |
| ID CARD / GENERAL COMMERCIAL REGISTRY (GEMI) No.: |  |
| TEL.**:** |  |
| E-MAIL: |  |
| NUMBER OF SHARES: |  |
| **or** |  |
| FOR AS MANY SHARES AS I WILL HAVE VOTING RIGHT ON, ON THE RESPECTIVE RECORDING DATE (check the box if you prefer this alternative): |  |
| INVESTOR’S SHARE NUMBER: |  |
| ASSETS ACCOUNT NUMBER: |  |

I hereby authorize[[2]](#footnote-2)

|  |  |
| --- | --- |
| FULL NAME AND FATHER’S NAME: |  |
| E-MAIL **(mandatory)**: |  |
| MOBILE TEL. NO. **(mandatory)**: |  |
| ADDRESS: |  |
| ID CARD NO.: |  |

to represent me/ act as my delegate at the forthcoming ordinary general assembly of the shareholders of the Company which will take place remotely in real time, via teleconference on **31.03.2021, Wednesday, at 13:00 pm,** to vote on the topics of the agenda **at least until 30.03.2021 at 13:00 pm,** by following my instructions indicated below, to exercise all of my rights at the ordinary general assembly of the Company, and, in general, to take all necessary measures for my lawful participation in the aforesaid ordinary general assembly.

I approve as of now every action of the above indicated representative, which will be taken within this authorization, as being legal, valid and effective.

This authorization will not apply if I have notified the Company in writing about the respective revocation of the present authorization, at least forty-eight (48) hours before the respective date the ordinary general assembly shall be held.

The present applies does not apply **(please choose)** also in any meeting following its adjournment or in a repetitive meeting, and namely in the repetitive meeting of **7.4.2021, Wednesday at 13:00,** which will take place remotely in real time, via teleconference (on the basis of the provisions of the invitation of the ordinary general meeting).

**Please fill in the voting instructions on the following page:**

**Voting instructions on the topics of the agenda**

**Please mark your instructions with ‘√’.**

**The absence of specific instructions for the exercise of the voting right is considered to mean that the representative/delegate has been authorized to vote at his/her sole discretion.**

|  |  |  |  |
| --- | --- | --- | --- |
|  | IN FAVOR | AGAINST | ABSTENTION |
| 1. ON ALL TOPICS OF THE AGENDA

B. As follows: |  |  |  |
| 1st TOPIC  | IN FAVOROf the draft decision to be presented to the General Assembly | AGAINSTThe draft decision to be presented to the General Assembly | ABSTENTION |
| Approval of the annual and consolidated financial statements of financial year ended on 31.12.2020, together with the annual single management report and the auditors’ report. |  |  |  |
| 2nd TOPIC  | IN FAVOROf the draft decision to be presented to the General Assembly | AGAINSTThe draft decision to be presented to the General Assembly | ABSTENTION |
| Approval of the overall management of the members of the Board of Directors about the financial year from 01.01.2020 to 31.12.2020. Acquittal of the certified auditors for the fiscal year 2020. |  |  |  |
| 3rd TOPIC | IN FAVOROf the draft decision to be presented to the General Assembly | AGAINSTThe draft decision to be presented to the General Assembly | ABSTENTION |
| Election of audit firm for auditing the financial statements of fiscal year from 01.01.2021 until 31.12.2021, and determination of their fee.  |  |  |  |
| 4th TOPIC  | IN FAVOROf the draft decision to be presented to the General Assembly | AGAINSTThe draft decision to be presented to the General Assembly | ABSTENTION |
| Approval of annual earnings distribution. |  |  |  |
| 5th TOPIC  | IN FAVOROf the draft decision to be presented to the General Assembly | AGAINSTThe draft decision to be presented to the General Assembly | ABSTENTION |
| Submission of the remuneration report of article 112. of L. 4548/2018 for fiscal year 2020 for discussion and voting. |  |  |  |
| 6th TOPIC  | IN FAVOROf the draft decision to be presented to the General Assembly | AGAINSTThe draft decision to be presented to the General Assembly | ABSTENTION |
| Amendment of article 10 of the Company’s Articles of Association. |  |  |  |
| 7th TOPIC  | IN FAVOROf the draft decision to be presented to the General Assembly | AGAINSTThe draft decision to be presented to the General Assembly | ABSTENTION |
| Approval of the suitability policy for members of the Board of Directors of the Company. |  |  |  |
| 8th TOPIC  | IN FAVOROf the draft decision to be presented to the General Assembly | AGAINSTThe draft decision to be presented to the General Assembly | ABSTENTION |
| Election of a new Board of Directors. |  |  |  |
| 9th TOPIC  | IN FAVOROf the draft decision to be presented to the General Assembly | AGAINSTThe draft decision to be presented to the General Assembly | ABSTENTION |
| Election of members of the Audit Committee. |  |  |  |
| 10th TOPIC  | IN FAVOROf the draft decision to be presented to the General Assembly | AGAINSTThe draft decision to be presented to the General Assembly | ABSTENTION |
| Amendment of the remuneration policy for the members of the Board of Directors of the Company. |  |  |  |
| 11th TOPIC  | IN FAVOROf the draft decision to be presented to the General Assembly | AGAINSTThe draft decision to be presented to the General Assembly | ABSTENTION |
| Granting of authorization to members of the Board of Directors and directors of the Company, according to art. 98 of Law 4548/2018. |  |  |  |

\_\_\_\_/\_\_\_\_\_/2021

The Shareholder / Legal Representative / Delegate of the Legal Person or the Legal Entity

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Signature & Full name

Please send this form to the Company to the Fax +30 2106264449 or by mail to the Company’s headquarters: 31 Viltanioti Street, Kifisia, Attica 14564, or via e-mail to the e-mail address: investor.relations@hertz.gr according to the instructions on the following page, **at least forty-eight (48) hours before the date scheduled for the Ordinary General Assembly.**

**INSTRUCTIONS FOR THE APPOINTMENT OF A REPRESENTATIVE OR DELEGATE AT THE ORDINARY GENERAL ASSEMBLY, ON 31.03.2021**

**1.** The form for the appointment of a representative or delegate must have been sent to the Company, completed in all its points, and signed by the person entitled to participate in the General Assembly, together with the justifying documents, as the case may be, when the shareholder is a legal person or entity, either scanned via e-mail to the e-mail address investor.relations@hertz.gr with subject “Appointment of a representative – Ordinary General Assembly 31.3.2021” or via Fax to +30 210 626 4449, Attn. of the Shareholders Services Supervisor, or via post to the Shareholders’ Services Department, 31 Viltanioti Street, Kifisia, Attica, **at least forty-eight (48) hours before the date scheduled for the Ordinary General Meeting.** Given that the form for the appointment of a representative is sent to the Company via post or fax to the above indicated number or via email to the above indicated email address, and therefore has not been signed before the Company’s Shareholders Services Supervisor, **it must bear the authentication of the signing shareholder’s signature,** otherwise it will not be accepted by the Company. The shareholder is invited to provide for the confirmation of the successful sending of the form for the appointment of a representative or delegate and of its receipt by the Company, by calling at the Shareholders’ Services Department (Mr. Zacharias Vitzilaios) on the phone number +302106264256.

**2.** In order for legal persons or entities to be able to participate in the general assembly, according to the legislation in force (art. 124 par. 1 and 128 par. 4 L. 4548/2018), such legal persons must send to the Company, together with the present form, the documents evidencing the function of the signing person and their representation authority with regard to the general assembly.

a. For the participation in the general assembly of legal persons with their registered seat in Greece, the following justifying documentations are appropriate:

(aa) Certificate of valid representation of the legal person, as issued by the General Commercial Registry (GEMI), bearing a date not earlier than one month before the general assembly.

(bb) In case the representative has no authority to represent the legal person in the general assembly (or in case he/she has no authority to appoint a delegate to this end), as mentioned in the document under (aa), a decision of the competent administrative body to grant the respective power to the representative.

b. For the participation in the general assembly of legal persons with their registered seat abroad, the following justifying documentations are appropriate:

(aa) Certificate of valid representation of the legal person, as issued by the competent Registry, bearing a date not earlier than one month before the general assembly. If also the document under (bb) is submitted, the certificate must also mention the persons constituting the administrative body that makes the decision.

(bb) In case the representative has no authority to represent the legal person in the general assembly (or in case he/she has no authority to appoint a delegate to this end), as mentioned in the document under (aa), a decision of the competent administrative body to grant the respective power to the representative.

Should the above indicated documents have been prepared in a language other than the Greek or the English one, they must be accompanied by their translation in Greek or English, verified by a competent person.

1. In every case a legal person participates in the general assembly, a document evidencing the function of the representative must be sent at the same time. Such evidencing documents, which are submitted together with the present document, are specified at the end hereof. [↑](#footnote-ref-1)
2. **Exceptionally in this General Meeting only one (1) representative or delegate may be authorized.** [↑](#footnote-ref-2)