

**FORM FOR APPOINTMENT OF PROXY FOR THE PARTICIPATION IN THE ANNUAL
GENERAL MEETING OF PAPOUTSANIS S.A OF 29TH JUNE 2012**

I, the undersigned shareholder/ legal representative of the shareholder of the company
PAPOUTSANIS SA shareholder (hereinafter the **Company**):

NAME / COMPANY NAME: _____

ADDRESS/ REGISTERED SEAT: _____

I.D. NUMBER/ REGISTRATION NUMBER: _____

NUMBER OF SHARES: [_____] / or shares with which I shall have the right to vote on
the relevant Record Date¹.

INVESTORS ACCOUNT NUMBER:

INVESTOR'S SECURITIES ACCOUNT NUMBER: _____

NAME OF LEGAL REPRESENTATIVE (-S)²: _____

hereby authorize

Mr. /Mrs

1. (name _____
address _____
ID Number _____)

2. (name _____
address _____
ID Number _____)

3. (name _____
address _____
ID Number _____)

(Hereinafter the **Proxy Holder/ Proxy Holders**)

[acting jointly / separately and without the involvement of another, so that in case in the
General Meeting more than one Proxy Holder will appear, each of them acting
separately, the first rule out the second and third proxy holder and the second rule out
the third, etc.³]

to represent me during the forthcoming Annual General Meeting of the Company's
Shareholders to take place on June 29, 2012, Friday and at 15.00 at the Company'
registered office which is located at 71st Km National Road Athens-Lamia of the

¹ The Shareholder **must** select the Proxy Holder (-s) to represent him either for part or for the total of
the shares that he owns/ or for which he has by law or by virtue an agreement voting right.

² Only in case of legal entities

³ The reference in brackets is needed only in case of appointment of more than one proxy holder. In
this case the authorizing shareholder must select whether the appointed proxy shareholders will act
jointly or whether they may represent the shareholder separately.

Please kindly send this form to the Company at fax number 22620 71932 or via post at the registered office
of the Company at: 71st klm of National Road Athens-Lamia of the Municipality of Halkida (former
Municipality of Avlida), 34100, Halkida.

Municipality of Halkida (former Municipality of Avlida) as well as in any adjournment or reiterative meeting, and in particular in the A' Reiterative General Meeting of the 10th July, 2012, Tuesday and at 10.30 am at the Company's registered office at 71st Km National Road Athens-Lamia, in the Municipality of Halkida (former Municipality of Avlida)

and to vote on my name and on my behalf for the above number of shares issued by the Company, which I own/ by which I have the right to vote by law or by virtue of an agreement (for example, by virtue of a pledge agreement of custodian agreement⁴) for each of the below mentioned items of the agenda as follows:

Items of the Agenda	IN FAVOR	AGAINST	At the Proxy Holder's discretion ⁵
1. Submission and approval of the Consolidated Financial Statements for the fiscal year from January 1, 2011 to December 31, 2011 and of the Board of Directors and the Auditors' report.			
2. Release of the Board of Directors and Auditors of the Company for the previous fiscal year from January 1, 2011 to December 31, 2011.			
3. Election of Audit Company - Chartered Accountants for the audit of financial statements for the current year starting January 1, 2012 to December 31, 2012 and determination of their remuneration.			
4. Approval of the remuneration of the board members paid during the fiscal year from 1st January 2011 to 31 st December 2011 and approval of remuneration of the board members for the current fiscal year from 1st January 2012 to 31 st December 2012, by virtue of Article 24 of Codified Law 2190/1920.			
5. Granting of permission to board members for their participation in legal entities with a similar purpose to that of the Company.			
6. Various announcements.			

I would further like to inform the Company that I have already informed the Proxy Holder(-s) in relation with their obligation for notification in case of application of article 28a paragraph 3 of codified law 2190/20.

⁴ The Shareholder must select according to its legal status

⁵ The Shareholder who shall select that the proxy shareholder appointed hereby shall vote at its discretion is obliged to check any for the existence of the obligation for notification of granting such authorization according to the provisions of law 3556/2007.

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The present form is not valid in case I have notified the Company at least three (3) days prior to the relevant date of the General Meeting in writing for the revocation of present form.

(Place)____/____/2012
The Shareholder granting the authorization

[(signature and name and seal (for legal entity)⁶]

⁶ In case present form is sent by post to the Company or through fax, as mentioned below, and is not signed before the person responsible for Shareholders Services, must bear the certification of the signature of the signatory shareholder, otherwise it shall not be accepted by the Company

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