

**FORM FOR THE APPOINTMENT OF PROXY/PROXIES
TO PARTICIPATE AT THE SHAREHOLDERS' EXTRAORDINARY GENERAL MEETING
OF THE COMPANY UNDER THE NAME
"AUTOHELLAS TOURISM AND TRADE S.A. (HERTZ)"
OF SEPTEMBER 15, 2015**

The undersigned shareholder / legal representative of a shareholder of "AUTOHELLAS TOURISM AND TRADE S.A." (and the distinctive title "HERTZ") (hereinafter called, the "Company"):

FULL NAME/ COMPANY NAME: _____
ADDRESS / REGISTERED OFFICE: _____
ID Card No. / Joint-stock Companies Reg. No.: _____
NUMBER OF SHARES: _____ / or total number of shares for which I shall be entitled to vote on the relevant Registration Date¹
INVESTOR SHARE No.: _____
SECURITIES ACCOUNT No.: _____
FULL NAME OF THE LEGAL REPRESENTATIVE(S)²:

hereby authorize

Mr. / Mrs.

1. [full name, address, ID Card No.]

2. [full name, address, ID Card No.]

3. [full name, address, ID Card No.]

(hereinafter called, my **Representative(s)**)

[acting jointly/separately and without cooperating with each other, thus in case of more than one representative attending the General Meeting and each of them acting separately, the first arriving excludes the second and third ones and the second excludes the third one, etc.]]

to represent me at the next Extraordinary General Meeting of the Shareholders of the Company to be held on 09.15.2015, Friday at 13:00 at the Company's registered office, located in Kifissia – Attica, 31 Viltanioti str., and at any adjourned or iterative meeting thereof, namely at the First Iterative General meeting to be held on 09.28.2015, Monday at 13:00 at the Company's registered office, located in Kifissia – Attica, 31 Viltanioti str., and at the Second Iterative General Meeting to be held on 10.09.2015, Friday at 13:00 at the Company's registered office, located in Kifissia – Attica, 31 Viltanioti str., **and vote in my name and on my behalf** for the above stated number of shares issued by the Company, of which I am the holder / for which I have a statutory or contractual right to vote (for example, by contract or custody contract)³, as follows on the issues of the agenda mentioned below:

¹ Shareholders **must** choose the Proxy(ies) to represent them either for any or all of the shares of which they are holders / or for which they have a statutory or contractual right to vote.

² only in the event of legal entities

³ Shareholders **must** choose depending on their legal status

Issues of the Agenda	FOR	AGAINST	At the discretion of the Proxy ⁴
1.Approval of the Merger by acquisition of the company trading as "VELMAR HELLENIC AUTOMOBILES AND AGENCIES SA, TRADING AND INDUSTRIAL ENTERPRISES" and the company trading as "TECHNOCAR SA, MANUFACTURING & TRADING ENTERPRISES" by the Company according to the provisions of laws 2190/1920 and 4172/2013. Approval of the Draft Merger Agreement dated 15 July 2015 and the relevant BoD reports.			
2. Approval of the Company's share capital increase through the issue of new shares due to merger. Amendment of Article 3 of the Company's Articles of Association. Granting of relevant authorisations.			

I would like further to inform the Company that I have already informed my Proxy(ies) regarding his/her/their obligation for notification in case of application of Article 28a, par. 3, Law 2190/20.

This shall not apply if I have notified the Company by a written revocation of this at least three (3) days prior to the relevant date of the General Meeting.

[Place], __/__/2015

The authorizing Shareholder

[signature, full name & seal (in case of legal entity)]⁵

⁴ Shareholders who choose their proxy hereby to vote at his/her discretion should check any obligation for notification of granting this authorization under the provisions of Law 3556/2007.

⁵ If this is sent by post to the Company or by fax (fax), as indicated below, and not signed before the Investor Relations Officer of the Company, it must bear a certification of the original signature of the signing shareholder, otherwise it shall not be accepted by the Company.