



**Proxy Form**

**FOR THE PARTICIPATION IN THE ANNUAL GENERAL MEETING OF THE  
SHAREHOLDERS OF PIRAEUS PORT AUTHORITY S.A. ON JUNE 13, 2015**

The undersigned shareholder of the Piraeus Port Authority S.A.

Full name / Company Name	
Address / Legal Seat	
I.D. Nr / Company Registration Nr	
Telephone Nr	
Number of Shares	
DSS (Dematerialized Securities System) Nr	
Legal Representative who undersigns (only for legal entities)	

**hereby authorize**

Mr Petroulis Panagiotis <input type="checkbox"/>
He is Deputy Managing Director of PPA S.A. and you can authorize him to vote according to your instructions. If not given specific instructions will be deemed to vote in "For" for all the items on the agenda.

Representative's full name	
Address	
I.D. Nr / Passport	
Issued on	
From	

or/ and

Representative's full name	
Address	
I.D. Nr / Passport	
Issued on	
From	

or/ and

Representative's full name	
Address	
I.D. Nr / Passport	
Issued on	
From	

to represent me, acting jointly or severally, in the Annual General Meeting of the Shareholders of PIRAEUS PORT AUTHORITY SA, to be held on Saturday, 14th June 2014, at 12.00 in the headquarters of the company (10, Akti Miaouli, Piraeus) or any other Repeated, after interruption or postponement, etc., meeting of this Assembly and to exercise on my behalf the voting rights from the shares which I own or I legally possess, with regard to the mentioned items of the agenda, **in accordance with the following instructions:**

	FOR	AGAINST	ABSTENTION
FOR ALL THE ITEMS ON THE AGENDA	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

OR

ITEM ON THE AGENDA	FOR	AGAINST	ABSTENTION
1. Approval of the Financial Statements of 15th Corporate Use from 1/1/2014 to 31/12/2014 that are accompanied with the Board of Director's Annual Report and the Auditors' Report.			
2. Discharge of the Board of Directors and the Auditors from all responsibility for indemnification in relation to the 15th corporate use (1/1/2014-31/12/2014).			
3. Distribution of Profits for the corporate use from 1/1/2014 to 31/12/2014.			
4. Appointment of Auditors, Regular and Surrogate, for the corporate use from 1/1/2015 to 31/12/2015 and determination of their fees.			
5. Approval of the remunerations and compensations to the Board of Directors' members for the corporate use 2014, according to article 24, paragraph 2 of Law 2190/1920 as it is in effect, and pre-approval for the corporate use 2015.			
6. Election of Board of Director members, as representatives of Employees and Dockers (Article 7, par. 1 of the Articles of Association).			
7. Replacement of Board of Directors members.			

I would like further to inform the Company that I have already informed my representative / s about the notification requirement imposed in case of application of Article 28a paragraph 3 of CL 2190/20.

Any revocation hereof shall be valid if it is written notified to your Company at least three (3) days before the General Assembly meeting date.

Date .....

_____ (full name of legal representative) & stamp (for legal entities)	_____ (signature)
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<b>Draft Resolutions of the Annual General Meeting of Shareholders on June 13<sup>th</sup>, 2015</b>
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**1. Approved the Annual Financial Report for the year ended 31/12/2014.**

The first (1st) issue of the Agenda concerning the submission for approval of the Annual Financial Statements for the 15th fiscal year 01.01.2014 - 31.12.2014, accompanied by the annual Management Report of the Board and the Review Auditors' Report.

The Annual Financial Report of the Company was approved by the Board with the 45 / 30-3-2015 decision.

**2. Discharged the Members of the Board of Directors and the Auditors from any responsibility for indemnification for decisions taken within the 15<sup>th</sup> corporate year (1/1/2014 to 31/12/2014).**

The Board will propose to the AGM as shareholders of the Annual General Meeting approve pursuant to article 35 of Codified 2190/1920 Discharge of the Directors and the Auditors from any liability for compensation for the Annual Financial Statements and the management of the fiscal year 01.01.2014 - 31.12.2014.

**3. Approved the distribution of the annual profits and a dividend of €0,036 per share for the corporate use of 2014. Dividend beneficiaries "Record date" was set for Thursday June 18th, 2015. Ex-dividend date is on Wednesday, 17 June 2015. The dividend shall be paid on Tuesday, 23 July 2015.**

**4. Appointment of Auditors, Regular and Surrogate, for the corporate use from 1/1/2015 to 31/12/2015 and determination of their fees.**

The Board will propose to the AGM according to 68 / 15-5-2015 BoD decision:

1. Conducting the regular control of the use of 2015 and granting of the annual tax certificate from the company ERNST & YOUNG SA, which has the required expertise and internationally recognized prestige, with proposed regular auditors Panagiotis Papazoglou (R.N. ICA -GR- 16631) and Vasileios

Kaminaris (R.N. ICA -GR- 20411), and the deputies Dimitrios Konstantinou (R.N. ICA -GR- 16201) and John Pierros (R.N. ICA -GR- 35051).

2. Determining remuneration amounting € 100.000,00 plus VAT for these services.

5. Approved the remunerations and compensations of the Board of Directors members for the year 2014, according to the article 24 paragraph 2 of Law 2190/1920, as it is in force and pre-approved the relevant remunerations-compensations for the year 2015.

The fifth (5th) agenda item referred to the approval of the remuneration of the Board members, as stated in the Annual Financial Report of the Company for the year 2014 and in the preliminary approval of remuneration and allowances of Members of the Board for the fiscal year 2015.

6. Election of Board of Director members, as representatives of Employees and Dockers (Article 7, par. 1 of the Articles of Association).

At the meeting of the Board of Directors, on 22.12.2014 decided the appointment of non-executive member, representing the employees, George Georgakopoulos.