



19th Ordinary General Meeting

BALLOT

**“ORGANIZATION OF FOOTBALL PROGNOSTICS S.A.”
(O.P.A.P. S.A.)**

G.E.MI. REGISTRATION NUMBER: 3823201000

(Reg. Number AR.M.A.E. 46329/06/B/00/15)

Shareholder:

Number of Shares:

Tax ID NUMBER:

INVESTOR ACCOUNT (DSS ACCOUNT):



19th Ordinary General Meeting

THE ITEMS ON THE DAILY AGENDA (brief description)

	FOR	AGAINST	ABSTAIN
FOR ALL THE ITEMS ON THE DAILY AGENDA			

BALLOT

(Please mark the corresponding column with an “X”)

ITEM 1	FOR	AGAINST	ABSTAIN
Submission and approval of the Company’s Financial Statements and of the Consolidated Financial Statements for the nineteenth (19 th) fiscal year (from the 1 st of January 2018 to the 31 st of December 2018) and of the relevant Directors’ Report and Auditors’ Report.			
ITEM 2	FOR	AGAINST	ABSTAIN
Approval of the distribution of earnings for the nineteenth (19 th) fiscal year (from the 1 st of January 2018 to the 31 st of December 2018).			
ITEM 3	FOR	AGAINST	ABSTAIN
Approval of five-year scrip dividend program (2019 – 2023).			
ITEM 4	FOR	AGAINST	ABSTAIN
Granting of authorization to the Board of Directors of the Company for the extra-ordinary share capital increase of the Company relevant to the 3 rd item here above.			
ITEM 5	FOR	AGAINST	ABSTAIN
Approval of the distribution of part of the Net Profits of the financial year 2018 of the Company to Executive Members of the Board of Directors and other Key Management Personnel of the Company.			



19th Ordinary General Meeting

ITEM 6	FOR	AGAINST	ABSTAIN
Approval of the overall management of the Company per article 108 of Law 4548/2018, as in force, and discharge of the Statutory Auditors of the Company from any liability for compensation for the nineteenth (19 th) fiscal year (from the 1 st of January 2018 to the 31 st of December 2018).			
ITEM 7	FOR	AGAINST	ABSTAIN
Approval of compensation and remuneration to the Members of the Board of Directors for the nineteenth (19 th) fiscal year (from the 1 st of January 2018 to the 31 st of December 2018) pursuant to Article 24 of Codified Law 2190/1920.			
ITEM 8	FOR	AGAINST	ABSTAIN
Approval of the Company's Remuneration Policy as per article 110 par. 2 of Law 4548/2018, as in force.			
ITEM 9	FOR	AGAINST	ABSTAIN
Pre-approval of the provision of compensation and remuneration to the Members of the Company's Board of Directors for the current twentieth (20 th) fiscal year (from the 1 st of January 2019 to the 31 st of December 2019) as well as provision of permission for advance payment of the remuneration to the members of the Company's Board of Directors for the time period until the following ordinary general meeting, pursuant to Article 109 of Law 4548/2018, as in force.			
ITEM 10	FOR	AGAINST	ABSTAIN
Selection of certified Auditors for the audit of the financial statements of the Company for the current twentieth (20 th) fiscal year (from the 1 st of January 2019 to the 31 st of December 2019) and for the issuance of the annual tax report.			
ITEM 11	FOR	AGAINST	ABSTAIN
Provision of permission as per article 98 par. 1 of Law 4548/2018, as in force, to the Board of Directors' Members and the officers and directors of the Company's Teams for their participation in the Boards of Directors or in the management of the Group's subsidiaries and affiliates.			



19th Ordinary General Meeting

ITEM 12				
		FOR	AGAINST	ABSTAIN
Provision of specific permission for contracts executed by the Company with related parties until the 31 st of December 2018 pursuant to Article 23a of Codified law 2190/1920.				
A. For <u>ALL</u> contracts with Related Parties executed until the 31st of December 2018 under item 12A				
12A1. Extension of the trademark license agreement between the Company and Hellenic Lotteries S.A.				
12A2. Agreement between the Company and Neurosoft S.A. for construction of a new software system (BOLT)				
12A3. 2nd Amendment of the agreement for the provision of services between Horse Races S.A. and the Company in order to include Security Services offering				
12A4. Frame Agreement between the Company and Aegean Oil S.A. for the supply of heating and transportation diesel fuel at OPAP's premises at 112 Athinon Av.				
12A5. Frame Agreement between the Company and Neurosoft S.A. for the provision of software development services				
12A6. Extension of the amendment of frame services agreement between the Company and Neurosoft S.A. for the provision of warehousing, logistics and maintenance services in respect of VLT's				
12A7. 2nd Amendment of the Frame Services Agreement between the Company and Neurosoft S.A. for the provision of Field services to OPAP Stores in Cyprus				
12A8. 30 Agreements between the Company, OPAP SERVICES S.A. and 30 different OPAP Agents respectively, arranging the terms and conditions which apply regarding the removal of VLTs from their Agencies.				
B. For <u>ALL</u> corporate Guarantees provided to Third Parties until the 31st of December 2018 in favor of Related Parties & Subscription Agreements in relation to Bond Loans issued by Related Parties until the 31st of December 2018.				
12B1. Corporate Guarantee in favor of Hellenic Lotteries S.A.				
12B2. Corporate Guarantee in favor of Hellenic Lotteries S.A. for the amendment of Bond Loan with ALPHA BANK S.A. of amount up to €50,000,000				



19th Ordinary General Meeting

12B3. Subscription Agreement between the Company and Hellenic Lotteries S.A. for the amendment of Bond Loan with ALPHA BANK S.A. of amount up to €50,000,000			
12B4. Subscription Agreement between the Company and Tora Direct S.A. in relation of a Bond Loan amounted up to €3,500,000			
12B5. Subscription Agreement between the Company and Horse Races S.A. in relation of a Bond Loan amounted up to €5,000,000			
ITEM 13	FOR	AGAINST	ABSTAIN
Provision of approval for the acquisition of the Company's own shares pursuant to articles 49 and 50 of Law 4548/2018, as in force.			
ITEM 14	FOR	AGAINST	ABSTAIN
Adaptation of the Company's Articles of Association with the new company law 4548/2018, as in force and further amendments of the Company's Articles of Association.			