



14th Annual General Meeting

DOCUMENT FOR APPOINTING A REPRESENTATIVE

To
OPAP S.A. (GREEK ORGANIZATION OF FOOTBALL PROGNOSTICS S.A.)
Investor Relations Department
62, Kifissou Ave.,
121 32 Peristeri
Tel. : 210 5798930 & 210 5798929
FAX: 210 5798931
Email: metopap@otenet.gr

**DOCUMENT FOR APPOINTING A REPRESENTATIVE
TO PARTICIPATE AT THE SHAREHOLDERS ORDINARY GENERAL MEETING
OF THE SOCIÉTÉ ANONYME
“GREEK ORGANIZATION OF FOOTBALL PROGNOSTICS S.A. (OPAP S.A.)”**

**Reg. Number G.E.MH. 3823201000
(Reg. Number AP.M.A.E. 46329/06/B/00/15)**

The undersigned shareholder / legal representative of an “OPAP S.A.” shareholder (hereinafter referred to as the Company):

NAME/ COMPANY NAME:

FATHER'S NAME:

ADDRESS / HEADQUARTERS:

ID NUMBER/ Reg. Number AP.M.A.E.:

TELEPHONE NUMBER: _____

NUMBER OF SHARES: _____ / or total number of shares owned for which I have the
right to vote on the corresponding Record Date

INVESTOR ACCOUNT (DSS ACCOUNT):

SECURITIES ACCOUNT:



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I have taken note of the Invitation to the ANNUAL GENERAL MEETING of the Company, that will take place on Thursday, May 22nd 2014, at 14:00 pm, at the headquarters of the Company, 62, Kifissou Ave., Peristeri, Attica, and I notify my intention to participate in it and to exercise my voting right arising from the above mentioned shares or from the total number of shares owned, for which I will have the right to vote, on the corresponding Record Date, by law, through my representative(s). Therefore, I authorize OPAP's representative:

☐ **Mr. Nikolaos P. Polymenakos, OPAP S.A. Investor Relations Officer,**

or

☐ to be filled in if you wish to appoint other proxies of your likeness:

1. (name of representative) _____, of
(father's name) _____, resident of _____,
street _____, street number _____, with ID/Passport Number
_____, issued on _____ by _____.

2. (name of representative) _____, of
(father's name) _____, resident of _____,
street _____, street number _____, with ID/Passport Number
_____, issued on _____ by _____.

3. (name of representative) _____, of
(father's name) _____, resident of _____,
street _____, street number _____, with ID/Passport Number
_____, issued on _____ by _____.

by giving the order, the power and the right, acting jointly or each one separately, to represent me in the abovementioned Annual General Meeting of OPAP S.A., to participate in the discussion, to vote on the items of the daily agenda at his/her/their discretion, to exercise all my legal rights at the General Meeting and, in general, to act in whatever necessary for my legal participation in the Extraordinary General Meeting.

I hereby approve every action of the above person(s) that will take place in the framework of the present authorization, as legal, valid and binding.

The present authorization is not valid in case I am physically present at the abovementioned Ordinary General Meeting and on condition that I have promptly notified the Company by written revocation of the present authorization, at least three (3) days before the corresponding date of the Ordinary General Meeting.

The present authorization is valid ☐ / is not valid ☐ and at any other repetitive or after a recess or postponement, etc. Meeting, in particular the 1st Repetitive Annual General Meeting on Tuesday, June 3rd, 2014, at 14:00 pm at the headquarters of the Company at the above defined place (in accordance with the provisions of the Ordinary Annual General Meeting), as well as for the 2nd Repetitive Annual General Meeting on Monday, June 16th, 2014, at 14:00 pm at the headquarters of the Company at the above defined place (in accordance with the provisions of the Ordinary Annual General Meeting).



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AGM Agenda (Outline description)

	FOR	AGAINST	ABSTAIN
FOR ALL THE ITEMS ON THE DAILY AGENDA			

VOTING

Please mark the corresponding column with an "X"

ITEM 1	FOR	AGAINST	ABSTAIN
Approval of the restated separate and consolidated Financial Statements for the thirteenth (13 rd) fiscal year (January 1 st , 2012 until December 31 st , 2012).			
ITEM 2	FOR	AGAINST	ABSTAIN
Submission and approval of both the Board of Directors' Report and Auditors' Report for the Annual Financial Statements for the fourteenth (14 th) fiscal year (1 st of January 2013 to the 31 st of December 2013).			
ITEM 3	FOR	AGAINST	ABSTAIN
Submission and approval of the separate and consolidated Financial Statements for the fourteenth (14 th) fiscal year (January 1 st , 2013 until December 31 st , 2013).			
ITEM 4	FOR	AGAINST	ABSTAIN
Approval of earnings distribution for the fourteenth (14 th) fiscal year (1 st of January 2013 to 31 st of December 2013).			
ITEM 5	FOR	AGAINST	ABSTAIN
Discharge of the Members of Board of Directors and the Statutory Auditors from any liability for compensation for the realized (management) for the fourteenth (14 th) fiscal year (January 1 st , 2013 until December 31 st , 2013), and approval of management and representation actions of the Board of Directors of the Company.			
ITEM 6	FOR	AGAINST	ABSTAIN
Approval of the Members of the Board of Directors' compensation and remuneration for their participation in the Board of Directors for the fourteenth (14 th) fiscal year (January 1 st , 2013 until December 31 st , 2013).			
ITEM 7	FOR	AGAINST	ABSTAIN
Approval of compensation and remuneration to the Executive Members of the Board of Directors pursuant to Article 24, paragraph 2 of Codified Law 2190/1920 as in force.			



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ITEM 8	FOR	AGAINST	ABSTAIN
Pre-approval of the remuneration and compensation of the Members of the Company's Board of Directors for the current fifteenth (15 th) fiscal year (commencing on January 1 st , 2014 until December 31 st , 2014).			
ITEM 9	FOR	AGAINST	ABSTAIN
Appointment of statutory and substitute certified Auditors for the audit of the financial statements for the current fifteenth (15 th) fiscal year (January 1 st , 2014 until December 31 st , 2014), the issuance of the annual tax certificate and determination of their fees.			
ITEM 10	FOR	AGAINST	ABSTAIN
Articles of Association issues: (a) deletion of articles 9, 19, 21, 23, 28, 29, 36, 39, 40, 43, 48, 49 and 50, amendment of the articles 1, 2, 3, 4, 5, 7, 12, 13, 15, 16, 17, 18, 20, 22, 24, 25, 27, 31, 35, 37, 38, 41 and 44 and renumbering of the articles 10, 11, 12, 13, 14, 15, 16, 17, 18, 20, 22, 24, 25, 26, 27, 30, 31, 32, 33, 34, 35, 37, 38, 41, 42, 44, 45, 46 and 47 and (b) configuration of the Articles of Association in a single text.			
ITEM 11	FOR	AGAINST	ABSTAIN
Provision of permission pursuant to Article 23, paragraph 1 of Codified law 2190/1920, to the BoD Members and the officers of the Company's General Directorates and Divisions for their participation in the Boards of Directors or in the management of the Group's subsidiaries and affiliates, as defined in Article 42, paragraph 5 of Codified law 2190/1920.			

_____, ____/____/2014

The Undersigned Shareholder

Signature & Name

Seal for a legal entity

Please either fax the above to OPAP Investor Relations Division at fax no.: +30 210 5798 931 or send by post at the company's headquarters: OPAP, 62, Kifissou Ave., 121 32 Peristeri, Athens, Greece.



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