



**POWER OF ATTORNEY
FOR THE PARTICIPATION AT THE ANNUAL GENERAL MEETING
OF INTRACOM HOLDINGS SHAREHOLDERS ON JUNE 29th, 2018**

(Please fill in the data required)

The undersigned shareholder/legal proxy of the shareholder of the Company registered under the Corporate name "INTRACOM S.A. HOLDINGS " and with the distinctive title "INTRACOM HOLDINGS" (the "Company"), with the following details:

Full name / Company's name:

Address / Registered Office:

ID. Card Nr /G.E.MI.(Company Reg. Nr):

Telephone number:

Investors Share Account (D.S.S.):

Number of shares:

HEREBY AUTHORIZE

- i. Mr/Mrs.....father's name....., holder of Identity card with number.....issued on.....from the police precinctor/and
- ii. Mr/Mrs.....father's name....., holder of Identity card with number.....issued on.....from the police precinctor/and
- iii. Mr/Mrs.....father's name....., holder of Identity card with number.....issued on.....from the police precinct

To represent me to the Annual General Meeting of the shareholders, of the Company, which will take place on Friday, June 29th 2018, at 11:00 a.m. in Paiania, 19 km Markopoulou Ave, Attica (Building B7, 3rd floor), or at any adjournment or Repetitive Meeting thereof and vote on my behalf with the abovementioned number of shares issued by the Company which are held by me or I am entitled to vote by Law or contract, as follows ⁽¹⁾ :

ITEMS OF THE AGENDA	FOR	AGAINST	ABSTAIN	ACCORDING THE JUDGEMENT OF THE PROXY ⁽²⁾
<p>1. Submission and approval of the corporate and consolidated financial statements of the fiscal year 01.01.2017 - 31.12.2017, in accordance with the International Financial Reporting Standards (I.F.R.S.), after hearing and approval of the relevant Board of Directors' Reports and the Certified Accountant Auditor's Report regarding the above mentioned year</p>				
<p>2. Discharge of the Board of Directors members and the Certified Accountant Auditor from any liability for compensation regarding the Company's management and the audit of financial statements for the fiscal year 01.01.2017 - 31.12.2017</p>				
<p>3. Election of Certified Accountant Auditors for the audit of the fiscal year 01.01.2018 - 31.12.2018 and determination of their fees</p>				
<p>4. Approval of the compensation of the Board of Directors members</p>				

<p>for the fiscal year 2017 and pre-approval of the remuneration and the compensation of the Board of Directors members for the fiscal year 2018, according to article 24 of C.L. 2190/20 and article 5 of L. 3016/2002</p>				
<p>5. Pre-approval of the remuneration of the Board of Directors members for the time period from 01.07.2018 until the next Annual General Meeting</p>				
<p>6. Granting permission, pursuant to article 23 of C.L. 2190/20 to the Board of Directors members and the Company's Directors to participate in the BoD or in the management of affiliated companies according to article 32 L.4308/2014</p>				
<p>7. Resolution regarding the restructuring of the Company's participations and the purchase and sale by the Company of affiliated companies' shares and other financial assets. Granting special permission, according to article 23a of C.L. 2190/20, for the conclusion of a relevant contract with legal entities which fall under the provisions of the article</p>				
<p>8. Resolution regarding the</p>				

<p>purchase of own shares, pursuant to article 16 of C.L. 2190/20, as in force and granting of authorization to the Board of Directors for the observation of the legal formalities</p>				
<p>9. Election of Audit Committee members, according to article 44 of L. 4449/2017</p>				
<p>10. Resolution regarding the reduction of the Company's share capital of the total amount of € 121.066.654,36, as follows: a) by the amount of € 36.654,36 with the cancellation of 25.996 own shares with a nominal value of € 1,41 per share and b) by the amount of € 121.030.000,00, to offset past losses, with a reduction of the nominal value of the remaining 133.000.000 shares, from€ 1,41 per share to € 0,50 per share. Corresponding amendment of article 5 of the Company's Articles of Association, pertaining to its share capital</p>				
<p>11. Resolution regarding the increase of the above-mentioned nominal value of each Common Registered share, with voting rights, from € 0,50 to € 1,00 with</p>				

<p>simultaneous consolidation and reduction of the total number of the Company's shares (reverse split). Corresponding amendment of article 5 of the Company's Articles of Association, pertaining to its share capital</p>				
<p>12. Resolution regarding the increase of the Company's share capital through the capitalization of reserves of the total amount of € 9.500.000, of which reserves amounting to € 9.003.327,85 will be taxed in accordance with par. 2, 71b of L. 4172/2013, and the issuance of 9.500.000 new shares, with a nominal value of € 1,00 each, which will be distributed free of charge at a ratio of 1 new share to 7 old shares. Corresponding amendment of article 5 of the Company's Articles of Association, pertaining to its share capital</p>				
<p>13. Various Announcements.</p>				

- (1) Record your vote with a
- (2) The shareholder choosing to appoint hereby a proxy to vote at the latter's discretion, must cross check if any obligation to notify the granting of such authorization exists in accordance with Law No. 3556/2007



I hereby inform you that I have notified my Proxy (- ies) about the disclosure obligation according to article 28a, par.3 of Codified Law No. 2190/1920.

This power of attorney is not valid, in case I will be present at the aforementioned General Meeting.

Paiania,.....June 2018
The Authorizing Shareholder

.....
(Full name) / (Company's name)
(signature & company stamp for legal
entity)

Please this form, filled in and signed by the shareholder, must be sent to the Company's Shareholders Service by fax to (+30 210-6674203), at least three (3) days before the date of the General Meeting and the original must be filed during the attendance of the General Meeting.