



**PROXY STATEMENT**

For the participation to the A' Repeated Extraordinary General Meeting of the Shareholders of the Company "GR. SARANTIS. S.A." of December 12<sup>th</sup>, 2011 or any repeated meeting.

The undersigned shareholder or legal representative of the shareholder of the Company "GR. SARANTIS S.A."

Name / Legal entity	
Address / Headquarters	
Contact details (tel.)	
DSS number	
Number of shares / Voting rights	

**AUTHORIZES**

Mr. / Mrs. ....

Mr. / Mrs. ....

Mr. / Mrs. ....

*(Please provide up to three proxies)*

To represent me at the A' Repeated Extraordinary General Meeting of the Shareholders of the Company on December 12<sup>th</sup>, 2011 at 15:00 at the Company's premises at 26, Amarousiou-Halandriou Str., Maroussi and to vote on my behalf with all the shares that I hold in the Company and are mentioned in this proxy on all items of the agenda of the General Meeting:

For (on all items of the agenda)

As below:

A/A	SUBJECTS OF THE AGENDA	VOTING OPTIONS (*)		
		FOR	AGAINST	ABSTAIN
1	Approval of the draft merger agreement dated 23-8-2011 for the merger through absorption of the company "VENTURES S.A." by the company "GR. SARANTIS S.A.", the Board of Directors' report on the merger and any other related action.			
2	Appointment of a company representative authorized to sign the merger deed and to conduct any other action necessary to complete the merger.			
3	Approval of the merger through absorption of the limited liability company "DOROTHEA KOUKOUZELI L.T.D.", by the company "GR. SARANTIS S.A.".			
4	Appointment of a company representative authorized to sign the merger deed and to conduct any other action necessary to complete the merger.			

(\*) Voting options: Please mark your option for each subject by ticking the relevant box

A revocation of the present document will be valid provided that the Company is notified in writing at least three (3) days before the corresponding date of the General Meeting.

Date:.....

.....  
Signature / Seal of legal representative

.....  
Name / legal name

This Proxy is to be sent to GR. Sarantis S.A. by fax at +30 210 6197112 at least three (3) days prior to the General Meeting and the original by mail to 26 Amarousiou-Halandriou Str. Maroussi at the attention of the Investor Relations Department.