

## Proxy

### FOR THE EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF EUROBANK ERGASIAS S.A. 30 APRIL 2013

The undersigned Shareholder of Eurobank Ergasias S.A.

Name / Company Name	
Address / Registered Office	
Identity card number/Company's Register Num.	
Telephone number	
Number of shares/voting rights	
DSS Investor Share	
DSS Securities Account	
Operator	
Name of the legal entity's representative who sign the form <i>(completed by legal entities only)</i>	

hereby authorize, empower and direct <sup>(1), (2), (3)</sup>

- |  |   |
|--|---|
| <input type="checkbox"/> 1. Mr. <b>Efthymios Christodoulou</b> | <input type="checkbox"/> 5. Mr. <b>Nikolaos Karamouzis</b>  |
| <input type="checkbox"/> 2. Mr. <b>Nicholas Nanopoulos</b>     | <input type="checkbox"/> 6. Mrs. <b>Paula Hadjisotiriou</b> |
| <input type="checkbox"/> 3. Mr. <b>Byron Ballis</b>            | <input type="checkbox"/> 7. Mrs. <b>Katherine Kallimani</b> |
| <input type="checkbox"/> 4. Mr. <b>Michael Colakides</b>       |   |

**Note: The above are directors and officers of the Bank. In case your proxy is any of the above and no specific written voting instructions are given (i.e. by marking the appropriate box «For»/ «Against»), the proxy will have to abstain.**

8. ....
9. ....
10. ....

**Note: In case your proxy is any of the above (8-10) and no specific voting instructions are provided, your proxy will vote as s/he thinks fit. In case your proxy be a member of the BoD or an employee of the Bank and no specific written voting instructions are given (i.e. by marking the appropriate box «For»/ «Against»), the proxy will have to abstain.**

to represent me / the Legal Entity <sup>(4)</sup>, acting each one separately or jointly-(for paper proxies only)<sup>(5)</sup>, at the Extraordinary General Meeting of the Shareholders of Eurobank Ergasias S.A. (the "Bank") to be held on Tuesday, 30 April 2013, at 11:00 a.m, at Bodossakis Foundation Building ("John S. Latsis Hall"), Amalias Av. 20, Athens, or any adjournment thereof and to vote in my name and on my behalf / in the name and on behalf of the Legal Entity<sup>(4)</sup>, for all / ..... [Note number] voting rights owned by me / the Legal Entity <sup>(4)</sup> on the Record Date, taking any and all necessary actions as follows <sup>(6)</sup>:

	ITEMS ON THE AGENDA	FOR	AGAINST	ABSTAIN
1	Decrease of the ordinary share capital of the Bank with concurrent (i) increase of the nominal value of each ordinary registered share with voting rights of the Bank and decrease of the total number thereof with reverse split of the said shares and (ii) decrease of the nominal value of each ordinary registered share with voting rights (as it will have resulted after the reverse split), for the purpose of forming a special reserve of an equal amount, in accordance with article 4 par, 4a of Codified Law 2190/1920. Amendment of the Articles of Association of the Bank. Granting of Authorizations.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2	Increase of the share capital of the Bank through the issuance of new ordinary shares to raise Euro 5,839 million subscribed by way of contribution in kind from the Hellenic Financial Stability Fund, in accordance with the provisions of Law 3864/2010 and the Act of the Cabinet 38/9.11.2012. Amendment to the Articles of Association of the Bank. Granting of authorizations.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3	Announcement of the election of new members of the Board of Directors who substituted members who resigned.	For information		

Any revocation of this proxy will be valid if it has been notified to your Bank, either in writing or electronically (via e-General Meeting) at least three (3) days before the relevant date of the General Meeting.

Place and date: .....

name(s)

signature(s)

<sup>1</sup> Please select up to 3 proxies by marking the appropriate box 1-7 with a ✓ or/and add your proxies under 8-10 . If more are selected, the first three will be deemed to have been appointed.

<sup>2</sup> The proxy could be either a natural person or a legal entity.

<sup>3</sup> Relevant information on voting by proxy is included in the Notice of the Extraordinary General Meeting.

<sup>4</sup> Delete as appropriate.

<sup>5</sup> If you choose just one way, please delete as appropriate. In case more than one proxies are appointed capable to act in both ways (separately or jointly), and more than one has come to attend the General Meeting, priority is given to the proxy appearing in the General Meeting first.

<sup>6</sup> Please mark the appropriate box with a ✓.