



FORM OF APPOINTMENT OF PROXY HOLDER/S FOR PARTICIPATING IN THE EXTRAORDINARY
GENERAL MEETING OF THE SHAREHOLDERS OF THE COMPANY

**“DUTY FREE SHOPS SOCIETE ANONYME FOR THE EXPLOITATION OF DUTY FREE SHOPS
AND INDUSTRIAL, MANUFACTURING, TECHNICAL AND BUSINESS COMPANY SA” under the
trade name “FOLLI FOLLIE GROUP”**

TO BE HELD ON DECEMBER 06th, 2012

FULL NAME/CORPORATE

NAME:

.....

ADDRESS:

ID Card Nr. / COMPANY REG. NR.

NUMBER OF SHARES:

INVESTORS SHARE ACCOUNT:

SECURITIES ACCOUNT:

FULL NAME/S OF THE LEGAL REPRESENTATIVE/S:

.....(Only for legal entities)

FULL NAME/S OF PROXY HOLDER/S ID Card Nr.

1.

2.

3.

MANNER OF VOTING (for example in case of appointment of more than one proxy holders all proxy holders may act jointly or each of them may act severally, so in case that more than one proxy holders, each of which may act severally, attend the General Meeting, the first one excludes the second and the third ones, and the second one excludes the third one, etc.):

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ITEMS OF THE AGENDA:

1. Resolution for the carve-out of the travel retail business, namely the duty free and duty paid business as currently operated by the Company in accordance with the concession agreement with the Greek State dated 30.12.1997, Article 120 of Law 2533/1997 and the rest of the existing legislation in force, and the contribution of such business to the subsidiary Société Anonyme “Duty Paid Shops SA”, in accordance with the provisions of Legislative Decree 1297/72 and the business’ balance sheet dated 30.9.2012.

2. Approval of the execution of the carve-out notarial deed of the aforesaid business, between the Company and its subsidiary “Duty Paid Shops SA”,
3. Authorization provided to the Board of Directors for proceeding with any necessary deed, action or declaration for the completion of the carve-out and appointment of the Company’s authorized representative for the execution before a Notary Public of the notarial deed of the business’ carve-out and contribution to the subsidiary “Duty Paid Shops SA”.
4. Approval of the business Evaluation Report of the auditors Messrs. Panagiotis Vroustouris (Registry Number 12921) and Dimitrios Drosos (Registry Number 31371), members of the Auditors’ Company “ENEL SA”, dated 12.11.2012, in accordance with Article 9 of the Codified Law 2190/1920.
5. Approval of the all deeds, actions and declarations to date made by the Company’s Board of Directors, its agents and proxies in relation to the carve-out of the business sector and the transfer of 51% of shares of the subsidiary “Duty Paid Shops SA” to the Swiss Group Dufry AG.
6. Approval of a pledge over shares of «Duty Paid Shops S.A.» belonging to the Company in favor of credit institutions
7. Amendment of articles 1 and 2 of the Company’s Articles of Incorporation.
8. Other matters and announcements.

Instructions for exercising the voting rights (for example, in the discretion of the proxy holder/s affirmative vote or no vote on the draft decisions as posted on the website of the company etc):

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I hereby inform you that I have notified my representative/s (proxy holder/s) of the obligation of disclosure arising from article 28a paragraph 3 of C.K. 2190/1920.

This proxy applies to the Extraordinary Meeting of the Shareholders of the Company to be held on 06.12.2012, as well as any recurrence thereof, following adjournment or recess.

Revocation of this proxy will not be valid unless communicated to you in writing at least 3 days before the respective General Meeting.

....., 2012

The appointing person

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(signature & full name
& seal for a legal entity)