



Neurosoft shareholders' office  
466, Irakliou Avenue & Kiprou str.,  
141 22 Iraklio, Attica, Greece  
By post or fax to fax no.: (0030) 210 6855033

**Proxy to participate in annual general meeting**  
(Please fill in missing data or delete what does not apply)

The undersigned \_\_\_\_\_

\*Surname/company name \_\_\_\_\_ \*First name \_\_\_\_\_  
\*Place of birth \_\_\_\_\_ \*Province \_\_\_\_\_ \* Date of birth \_\_\_\_\_  
\*Tax identification code \_\_\_\_\_ Tel. no.: \_\_\_\_\_  
\*Address or registered office \_\_\_\_\_

\*Surname/company name \_\_\_\_\_ \*First name \_\_\_\_\_  
\*Place of birth \_\_\_\_\_ \*Province \_\_\_\_\_ \* Date of birth \_\_\_\_\_  
\*Tax identification code \_\_\_\_\_ Tel. no.: \_\_\_\_\_  
\*Address or registered office \_\_\_\_\_

Shareholder(s) of Neurosoft S.A.

\*hereby delegate \_\_\_\_\_  
\*with the right to be replaced by \_\_\_\_\_

to represent him/her/them for all the shares for which he/she/they have voting rights at the ordinary and general meeting of shareholders of Neurosoft S.A. called to take place at Neurosoft offices, 466, Irakliou Avenue & Kiprou str., 141 22 Iraklio, Attica, Greece on the following days:

- 22 June 2017, at 10.30 a.m. in the first instance, and;
- 6 July 2017, at 10.30 a.m. if adjourned

and in any General Meeting to be held after this, repetitive or by adjournment, and vote on my name and on my behalf with all the voting rights which correspond to the shares of NEUROSOFT SA ", which I own or have a legal or contractual right to vote (eg as pledgee or depositary), on the following agenda items as follows \*:

\* Enter X in your selection

1. Submission and approval of the annual financial statements, corporate and consolidated, and the Board of Directors and Auditors reports for fiscal year 2016. (01.01.2016 to 31.12.2016).

IN FAVOR	AGAINST	ABSTENTION	AT REPRESENTATIVE'S DISCRETION

2. Approval of distribution of financial statements for fiscal year 2016 and of non-distribution of dividend.

IN FAVOR	AGAINST	ABSTENTION	AT REPRESENTATIVE'S DISCRETION

3. Discharge of the Board of Directors and Auditors from any liability related to the results of fiscal year 2016, as well as the annual financial statements of the said fiscal year.

IN FAVOR	AGAINST	ABSTENTION	AT REPRESENTATIVE'S DISCRETION

4. Approval of the remuneration payable to the Board of Directors for fiscal year 2016, including preapproved remuneration for the first half of 2017, and pre-approval - determination of the remuneration payable for fiscal year 2017 and the first half of 2018.

IN FAVOR	AGAINST	ABSTENTION	AT REPRESENTATIVE'S DISCRETION

5. Appointment of Statutory Auditors for the audit of financial statements (corporate and consolidated) for fiscal year 2017 and determination of their remuneration.

IN FAVOR	AGAINST	ABSTENTION	AT REPRESENTATIVE'S DISCRETION

6. Approval - validation of contracts between the Company and individuals of article 23a of Codified Law 2190/1920. Authorization to Board members for their participation in the management of other companies of the Group, in accordance with article 23 par. 1 of Codified Law 2190/1920.

IN FAVOR	AGAINST	ABSTENTION	AT REPRESENTATIVE'S DISCRETION

7. Validation of Messrs Michele Fusella and Evangelos Kollias election as temporary members of the Board of Directors in place of resigned Directors, in accordance with article 22 of the Articles of Association.

IN FAVOR	AGAINST	ABSTENTION	AT REPRESENTATIVE'S DISCRETION

8. Other issues

IN FAVOR	AGAINST	ABSTENTION	AT REPRESENTATIVE'S DISCRETION

NOTES.....  
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I hereby declare that I've informed my representative/s on the obligation to report according to Article 28a par.3 of Codified Law 2190/1920. Any revocation of the present will only be valid after its notification in writing at least three (3) days prior to the respective date of the General Meeting

Expressing full approval of the proxy's actions at the end of the discussions during the meeting.

Date

Signed

\_\_\_\_\_

\_\_\_\_\_

To facilitate participation in the annual general meeting, you are requested to send this proxy form and all supporting documentation proving the powers held by the signatory/signatories at least three working days before the date set for the general meeting to be held in the first instance. The documents should be sent to the shareholders' office at the above address. The proxy should be sent in its original form (by post or through the agency of the proxy him/herself).

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