

To: Ellaktor S.A.

c/o Greenhill Investments Limited

14 June 2021

Dear Sirs,

We refer to the 54,815,876 Ellaktor shares held by Greenhill Investments Limited (“**Greenhill**”) which are pledged to Aeolus Investors, LLC (the “**Pledged Shares**”). Greenhill is entitled under the terms of the pledge, to vote the Pledged Shares at any General Assembly of Ellaktor and nominate representatives for that purpose.

More specifically, with reference to the Pledged Shares, Greenhill is entitled to:

- (a) vote such Ellaktor shares at the Ordinary General Meeting of Ellaktor scheduled to take place on 22 June 2021 and at any repetitive or postponed meeting thereof and nominate representatives for that purpose; and
- (b) exercise all minority rights attached to such shares including the rights provided for in paragraphs 2, 3, 4, 5, 6 and 7 of Article 141 of Law 4548/2018.

We approve and recognize as legal, valid and binding any voting of the Pledged Shares by Greenhill, which will take place in the context of the present letter.

Yours faithfully,

Aeolus Investors, LLC

By: Farallon Capital Management, L.L.C., its Manager



Name: Colby T. Clark
Title: Managing Member

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

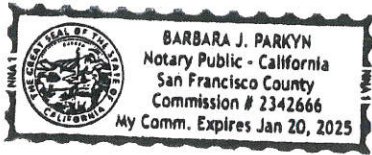
State of California)

County of San Francisco)

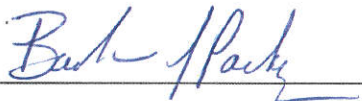
On 15th day June, 2021, before me, Barbara J. Parkyn, Notary Public, personally appeared Colby Clark, who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.



(Seal of Notary)



Barbara J. Parkyn, Notary Public