

*Proxy Statement*

To  
**HELLENIC PETROLEUM S.A.**  
Shareholders' Department  
Phone number: +30 210 8767860 – 865.  
Fax. +30 210 8767993-4

**FORM OF PROXY FOR THE PARTICIPATION AT THE ANNUAL GENERAL MEETING OF SHAREHOLDERS OF THE SOCIETE ANONYME UNDER THE NAME "HELLENIC PETROLEUM S.A." TO BE HELD ON 29/06/2011**

The undersigned shareholder of **Hellenic Petroleum S.A.**

<b>Name / Company Name</b>	
<b>Address / Registered Office</b>	
<b>Identity card number / Company's Register Number</b>	
<b>Number of common shares</b>	
<b>DSS/SAT Securities Account Number</b>	

I hereby appoint and empower:

1. Mr./Ms....., name of father....., resident of .....street.....No.....holder of Police Identity Cardno./Passport no. ...., or/and

2. Mr./Ms....., name of father....., resident of .....street.....No.....holder of Police Identity Cardno./Passport no. .... or/and

3. Mr./Ms....., name of father....., resident of .....street.....No.....holder of Police Identity Cardno./Passport no. ....or/and

**To represent me**, acting each one separately or jointly on my behalf, (*please, delete accordingly*) at the Annual General Meeting of the Shareholders of Hellenic Petroleum S.A. that shall take place on Wednesday 29/06/2011 at 12:00, at Divani Caravel Hotel, 2

Vasileos Alexandrou Street, Athens, Greece, as well as at any adjournments thereof whenever these are duly convoked should the quorum required by law is not achieved, and to exercise on my behalf my voting rights in relation with the items of the agenda of the meeting as listed in the following table:

	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>
<b>ALL ITEMS ON THE AGENDA</b>			

**OR**

<b>ITEMS ON THE AGENDA</b>	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>
1. Management review of the 35 <sup>th</sup> corporate fiscal year (1.1.2010 – 31.12.2010) and submission of the Board of Directors' management report as well as the Certified Auditors' report for the annual financial statements in accordance with the International Financial Reporting Standards, for fiscal year 2010, including the Group's consolidated financial statements.			
2. Approval of the company's financial statements and the Group's consolidated financial statements, in accordance with the International Financial Reporting Standards, the relevant reports for fiscal year 2010.			
3. Profit distribution approval.			
4. Acquittal of the Board of Directors members and Auditors from any liability for compensation for fiscal year 2010, pursuant to article 35 of Codified Law 2190/1920.			
5. Approval of paid compensation and fees to the members of the Board of Directors for 2010 and determination of corresponding remuneration and fees for 2011.			
6. Approval of fees to the Chairman of the Board of Directors and the Managing Director for 2010 and determination of their fees for 2011.			

7. Appointment of Certified Auditors for fiscal year 2011, in accordance with the provisions of the Company's Articles of Association and determination of their fees.			
8. Approval of a BoD decision regarding the granting of stock options for 2011 pursuant to article 2 of the applicable Plan.			
9. Extension / amendment of the applicable stock option plan of HELLENIC PETROLEUM S.A., pursuant to article 13, par. 9 of Codified Law 2190/1920.			
10. Modification of Articles 4, 8, 9, 11, 12, 13, 14, 16, 17 and 18 of the Company's Articles of Association in accordance with the applicable provisions of C.L. 2910/1920.			

**(Place) ....., (Date) .....2011**

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**(Signature)**

(Verification of signature)

**NOTES:**

1. Shareholders, who owned shares during the commencement of the fifth day before the day of the Annual General Meeting of Shareholders (record date), may participate in the said Annual General Meeting of Shareholders. Shareholdres who have their shares registered on the Dematerialised Securities System of the Hellenic Exchanges, do not need to deposit their shares in order to vote and/or be represented at the Ordinary General Meeting.
2. In case of a company appointing a proxy, the Form of Proxy must bear the name of the company, and be signed by its duly authorised officer/s together with required legalization documents in accordance with the Greek law.
3. In the case of joint shareholders, the Form of Proxy can be signed solely by the person whose name appears on the top of the registry members.
4. This proxy should be duly filled in, signed and sent by the shareholder, to the Shareholder Services Department of Hellenic Petroleum S.A. Kifissias 199,15124, Marousi (Contact Persons: Mrs Gonianaki Chrissyola or Mrs Triviza Mairy) or by fax: +30 210 8767993-4 or by email: [cgonianaki@helpe.gr](mailto:cgonianaki@helpe.gr) or

[mtriviza@helpe.gr](mailto:mtriviza@helpe.gr): at least three days (3) prior to the date of the Annual General Meeting together with a proof of qualification certified in writing by Hellenic Exchanges S.A. as well as relevant legalization documents. The shareholders are requested to ensure the successful dispatch of the form and receipt thereof by the Company, by calling to: +30 210 8767860-865.

5. The present appointment shall not be valid in case the shareholder attends in person the aforementioned Annual General Meeting and promptly declares his/her participation.