

**INVITATION FOR SUBMISSION OF PROPOSALS TO ACT AS INDEPENDENT VALUATOR TO THE
HELLENIC REPUBLIC ASSET DEVELOPMENT FUND IN RELATION TO THE GRANTING OF THE MUTUAL
HORSE BETTING CONCESSION**

May 17, 2013

A. INTRODUCTION

In the framework of the implementation of the privatization program of the Hellenic Republic (the "HR"), the Hellenic Republic Asset Development Fund S.A. (the "HRADF"), has decided to proceed, by way of a competitive tender process, with the granting of a concession (the "Concession Agreement") for the exclusive right to organize and conduct mutual betting on horse races in Greece for a period of twenty (20) years (the "Asset").

In this context, the Inter-ministerial Committee for Asset Restructuring and Privatizations (the "ICARP") has decided by virtue of its decision no 229/26.02.2013 (GG B' 464/2013) to authorize the HRADF to conduct the tender and to conclude the concession agreement with the Successful Bidder (the "Privatization").

In the same context, the interested parties will have the right to negotiate with ODIE and conclude a separate agreement for the lease of the premises in Markopoulo Mesogaïas (the "Lease Agreement"). These premises belong to ODIE and it is where horse races, on which betting is organised, are currently conducted.

B. SCOPE OF WORK

According to Article 6.3 of Law 3986/2011, as currently in force, an independent valuation of an asset prior to its privatisation must be available. In this context, HRADF considers the appointment of a specialized firm (the "Independent Valuator") to perform an independent valuation of the Asset (the "Asset Valuation").

Furthermore, the HRADF is considering requesting an independent valuation of the rent of the Lease Agreement (the "Rent Valuation"). The Rent Valuation can be conducted either by the same firm or through a sub-contractor or by another firm that will act jointly with the Independent Valuator of the Asset.

The Independent Valuator will submit two (2) separate reports directly to HRADF; the Asset Valuation and the Rent Valuation.

1. Asset Valuation

The Independent Valuator will have to perform an independent valuation of the Asset. The Asset was established by Law 4111/2013 and consists of the following rights: (a) the non-exclusive right of organizing and conducting horse races in Greece; (b) the exclusive right of organizing and conducting mutual betting on the horse races conducted in Greece, whether by draws or not, both inside and outside the horse racing sites; (c) the exclusive right to undertake activities connected to the betting on horse races within Greece and abroad, including the organization, conduct and operation of mutual betting for foreign horse races as well as the participation in the organization, conduct and operation of foreign mutual betting on horse races; (d) the exclusive right of organizing and conducting the additional mutual betting on horse races, namely "sweepstake"; (e) the exclusive right of organizing and conducting mutual betting on horse races via the Internet.

The Asset shall have duration of 20 years. Explicitly for the right to organize and conduct mutual horse betting via the Internet (above under (e)), the exclusivity shall be terminated on 12 October 2020, thereafter being subject to the provisions of article 45 Law 4002/2011, as in force. As of 12 October 2020 and until the termination of the Asset, the exclusivity on organizing and conducting on-line

mutual horse betting shall be maintained only for the horse races conducted by the concessionaire itself.

2. Rent Valuation

The Independent Valuator will have to perform a Rent Valuation for the use of the premises in Markopoulo Mesogaia taking into account the Lease Agreement and other relevant technical and legal data.

The reports and the support documentation should be prepared in the English language, together with a translation in Greek and an executive summary in both languages.

Duration of the Engagement: Maximum 6 weeks. If needed and according to HRADF's Regulation, an extension of the duration may be agreed.

Maximum Budget: The maximum available budget for the assignment is a hundred thousand euros (€100,000) plus VAT.

C. NECESSARY QUALIFICATIONS

HRADF invites specialized firms to submit their proposals in writing, which should include the following:

1. Proof of experience in the respective sectors.
2. Proof of experience in valuation assignments. With respect to the firm that will perform the Rent Valuation, proof of relevant international and Greek experience in real estate valuations.
3. Presentation of the proposed approach to the assignment, critical issues and methodologies, including a timeline.
4. Proposed team composition including relevant experience of the senior members of the team during the past five (5) years. Emphasis will be placed on the qualifications and experience of the project manager and team members assigned to the project. In addition, at least one (1) leading member of the team that will undertake the Rent Valuation must be a certified valuer by a Greek or other European (EU Member State) regulating body and must have a certification according to RICS or TEGOVA standards. Also the signatory or one of the cosignatories of the Rent Valuation must be a certified valuer as described above.
5. Proposed fees.

Interested parties and the members of the proposed teams must declare in writing that they do not have a conflict of interest. Such declaration as to conflict of interest will be in effect throughout the term of the Adviser's engagement.

D. SELECTION PROCESS

1. The assignment will be awarded in accordance with law 3986/2011, as currently in force, the provisions of the Procurement Regulation of the HRADF approved by decision of the Minister of Finance (Government Gazette B' 1695/16.05.2012) and the applicable legislation. The assessment shall take into consideration the above mentioned in article C qualifications and requirements, the fee proposal, according to the procedure mentioned in Article 3, Paragraphs 2.2 (α) and 3.3 of the above Regulation.
2. The HRADF will evaluate proposals according to the criteria set out in article C above and may require clarifications, additions or adjustments of the submitted offers as deemed

necessary. Following the assessment process, up to three (3) candidates may be chosen to present their proposals to the HRADF. HRADF reserves the right to proceed to the assessment and selection process even if the candidates are less than three (3).

3. Candidates that do not comply with any of the criteria set in Article C hereof will not be allowed to participate in the process.
4. The HRADF reserves, at the fullest extent possible and at its exclusive discretion, the right to cancel, suspend, amend or postpone at a later time this procedure, without any prior notice, as well as to terminate any negotiations or discussions at any stage of the process, without incurring any liability whatsoever as against any participant and/or any third party.
5. No responsibility or liability is or will be accepted by either the HRADF or its advisers, or any agents, servants, officers in respect to any error or misstatement in or omission from this document. No person acquires any right or claim for compensation or other from this Invitation or from their participation in the procedure described herein, against the HRADF or its advisers for any reason or cause.

F. SUBMISSION OF PROPOSALS

Interested parties should submit their offer, together with CVs of the proposed team for the assignment and any other documentation that prove the firm's and the team's experience and expertise **only** via e-mail to HRADF at the e-mail address info@hraf.gr marked "**INDEPENDENT VALUATOR FOR MUTUAL HORSE BETTING.**". An offer shall be deemed valid as submitted only if it is sent via e-mail. Additionally, a hard copy of such offer may also, at the discretion of the interested parties, be submitted, in a sealed envelope, at the offices of the HRADF (1, Kolokotroni & Stadiou Street, 7th Floor, Postal Code: 105 62, Athens, Greece). If there is any inconsistency between the hard copy and the submission via e-mail, the e-mail shall prevail. Offers must be submitted no later than **May 31, 2013, 17:00, Athens time**, irrespective of the way of submission.

---//---