



**INVITATION TO SUBMIT A PROPOSAL FOR AN INDEPENDENT VALUATION OF THE
TOTAL ANNUAL RENT FOR THE LEASE OF ODIE'S REAL ESTATE PROPERTY AT
MARKOPOULO AREA AND OF CERTAIN ODIE'S MOVABLE ASSETS**

Athens, 26 May 2014

A. Introduction

On March 1st 2013 the Hellenic Republic Asset Development S.A. (the **HRADF**) launched the tender for the granting of a 20-year concession for the right to conduct horse races and mutual horse betting in Greece (the **Tender**). According to article 71 par. 1 of Law 4170/2013 the successful bidder will have the right to lease the Horse Race Track and its ancillary premises (Markopoulo Complex) located at Markopoulo area and certain movable assets, both of which are ownership of ODIE, and are related to horse racing and horse betting activity.

According to article 71 par. 1 of Law 4170/2013, the rent for the lease will be determined by a decision of ODIE's General Assembly, following an independent valuation. It is clarified that currently HRADF is the sole shareholder of ODIE.

In the above context, HRADF, at its capacity as ODIE's sole shareholder, hereby invites experienced and specialized domestic and international valuers to submit a proposal in relation to the scope of work described below (the **Invitation**).

B. Scope of Work

The Valuer is expected to deliver a report with valuation of the rent for the lease of Markopoulo Complex, as well as the lease of certain movable assets belonging to ODIE and are related to horse racing and horse betting activity. The duration of the lease is going to be twenty (20) years for Markopoulo Complex.

The valuation report should be prepared both in the Greek and the English language, and should include, but not be limited to the following:

- executive summary;
- full description of the Markopoulo Complex and the movable assets;
- detailed presentation of the valuation methods applied, including relevant inputs, assumptions and calculations.

The Valuation Report shall be presented by the valuator to the HRADF, at its capacity as ODIE's sole shareholder, and more specifically to HRADF's Council of Experts and Board of Directors.

The Valuation Report should be delivered in two (2) weeks' time following the assignment and the engagement will be terminated three (3) months thereafter.

The maximum available amount to be paid by HRADF to the Valuer for the assignment described herein is EUR 100,000 (plus VAT).

C. Qualification Criteria

It is clarified that, due to the particularities of the scope of work, it is possible for entities or persons specializing in different fields to submit bids as part of a consortium.

Interested Valuers must satisfy the following qualification criteria:

- Track record for the last five (5) years providing sufficient evidence of experience in the valuation of similar, as per type and size, assets, and especially in the valuation of other Horse Race Tracks and / or other athletic facilities.
- Track record of at least one senior member of the team involved for the last five (5) years providing sufficient evidence of experience in the valuation of similar, as per type and size, properties, and especially in the valuation of other Horse Race Tracks and / or other athletic facilities.
- At least one (1) leading member of the Valuer's team that will undertake the valuation must be a Certified Valuer by a Greek or other European (EU Member State) regulating body. The certification of the Valuer must be

according to RICS or TEGOVA standards. Also the signatory or one of the cosignatories of the valuation must be a Certified Valuer as described above.

- The Valuer and the members of its team that will perform the valuation must be independent and must declare their absence of conflicts of interest in writing.
- Professional indemnity insurance of an annual minimum of EUR 2 million per incident. The professional indemnity insurance certificate should also be provided.

D. Required Proposal Content

All submitted proposals shall include the following:

- Presentation of the proposed approach to the assignment, critical issues and methodologies, including a timeline.
- Brief description of the Valuer's organisational structure and activities in Greece and internationally.
- Composition of the team that will perform the valuation:
 - I. brief CV of each team member;
 - II. description of each team member's relevant experience.
- A confirmation that neither the Valuer nor any members of its team that will perform the valuation have any conflict of interest with respect to the activities described in the scope of work and the qualification criteria above. Such declaration as to the conflict of interest will be in effect throughout the term of the valuer's engagement.
- Initial list of documents the Valuer considers necessary to be provided for performing the valuation.
- Proof that the Valuer meets the qualification criteria set forth above.
- Proposed fees and fee structure.

E. Tender Process

The tender process for the award of the assignment described herein (the **Tender**) is governed by Article 2.3 of the HRADF's aforementioned Procurement Regulation and shall broadly take place as follows:

- Interested Valuers must submit their proposal to HRADF, together with any other necessary documentation, via e-mail, to info@hraf.gr, marked **“INDEPENDENT VALUER FOR ODIE’S LEASE”**.
- Additionally, a hard copy of such offer may also, at the discretion of the interested valuers, be submitted, in a sealed envelope, at the offices of HRADF (1 Kolokotroni & Stadiou Str., 7th Floor, 105 62 Athens, Greece). Offers must be submitted no later than **4 June 2014, at 17:00**, Athens time, irrespective of the way of submission.
- HRADF reserves the right to request additional documents and/or clarifications and/or information from the interested Valuers in connection with any issues related to their proposals.
- HRADF reserves the right to enter into discussions and negotiations with the interested Valuers for the improvement of the bids received.

F. Evaluation of proposals

HRADF shall assess the duly submitted proposals from interested Valuers against the qualification criteria and their financial offer. Upon penalty of disqualification the professional indemnity insurance certificate should be provided, as well as proof of certification of the Valuers according to RICS or TEGOVA standards.

For the evaluation, the following criteria will be taken into account:

- Relevant experience (grading 1-4, 4 points being the highest)
- Team composition (grading 1-4, 4 points being the highest)
- Approach to the assignment, methodology, critical issues, timeline (grading 1-4, 4 points being the highest)
- Financial offer (points awarded as per the formula $4 \cdot (1 - (\text{interested Valuer's offer} - [\text{lowest offer}]) / [\text{lowest offer}])$, 4 points being the highest, 0 points being the lowest)

The independent valuation will be awarded on the basis of the highest total score.

G. Disclaimers

HRADF reserves, at its absolute discretion, the right to repeat, cancel, suspend, amend or postpone without any prior notice the Invitation and/or the Tender, as

well as to terminate any negotiations or discussions at any stage of the Tender, without incurring any liability whatsoever against any interested and/or participating Valuer and/or any third party.

The submission of a proposal constitutes full and unconditional acceptance of the terms and conditions of the Invitation and the Tender.

No person acquires any right or claim for compensation or other against HRADF from the Invitation and/or its participation in the Tender, for any reason or cause whatsoever. All proposals become property of HRADF after their submission. Participating Valuers give HRADF the right to reproduce and disclose their proposals for any purpose in connection with the Invitation and/or the Tender and/or the fulfillment of HRADF's legal functions. HRADF may be required to disclose certain information and/or documents relating to the proposals to the Greek Parliament, within the powers and privileges of the latter or within the statutory functions of its officials, to a court during legal proceedings or to any administrative authority or body in relation to the fulfillment of its statutory functions. HRADF may be required to disclose information acquired in response to requests for information, subject to any related exceptions.

Any disputes arising out of or in connection with the Invitation and/or the Tender shall be subject to the exclusive jurisdiction of the competent courts of Athens, Greece, and Greek law shall apply.
