

INVITATION TO SUBMIT AN EXPRESSION OF INTEREST FOR THE REGISTRATION IN THE REGISTRY OF SERVICE PROVIDERS IN VIEW OF PARTICIPATION TO PROJECTS BEYOND GREECE

Athens, 26 November 2024

1. INTRODUCTION

The Hellenic Republic Asset Development Fund S.A. ("**HRADF**") has been established and operates under Law. 3986/2011 (A' 152), as amended and in force.

According to Article 188 para. 1 of Law 4389/2016 (A' 94), as amended and in force, HRADF is currently a direct 100% subsidiary of the company under the name "Hellenic Corporation of Assets and Participations S.A." ("**HCAP**") with the distinctive title "**GROWTHFUND**".

From 1st January 2025, HRADF is to be merged with the above-mentioned HCAP, in accordance with Article 5 of Law 5131/2024 (A' 128).

Within HRADF, a new independent operational unit, the Project Preparation Facility ("**PPF**"), was established, by virtue of Law 4804/2021, vested with the mandate to provide technical assistance for projects of strategic importance which are classified as such, as part of the "Strategic Project Pipeline" (SPP) according to Law 4799/2021, in order to mature and accelerate them.

Leveraging its extensive expertise and broad network of partners in asset development, procurement processes, project maturity and largescale transactions in various economic fields in Greece, PPF's scope has been expanded beyond Greek borders, as of June 2024, allowing it to engage in the design, management, and implementation of projects and reforms internationally, which are funded by the EU, European or international bodies and third countries. This is the so called "**Beyond Greece Mission**".

In light of the above, PPF is seeking to create a registry (the "**Registry**"), where Greek legal entities and experts ("**Service Providers**") will register expressing their interest to join PPF in participating in international tenders for projects and reforms abroad and offering their services and any necessary assistance. The form of cooperation (partners or subconsultants/subcontractors) with the PPF shall be determined on an *ad hoc* basis, depending on the requirements and specificities of each tender process.

Any new legal entity that will be subrogated to all legal relations, rights and obligations of HRADF (original authority), in the event that the latter is abolished, merged or in any way changed as a result of corporate restructuring, shall act as the new authority responsible for the process of this Invitation and shall be fully and automatically substituted to all legal relations, rights and obligations of the original authority, as a result of this Invitation and the procedure described herein, without any prior announcement or notification of the aforementioned substitution being required and without such substitution being in any case dependent on the consent of any interested party.

2. SCOPE OF THE INVITATION

By virtue of this invitation of expression of interest (the "**Invitation**" or "**Invitation Process**"), PPF invites any interested legal entities or experts ("**Interested Party/ies**") to register in the Registry/List of Service Providers for the "Beyond Greece Mission" from which PPF at its sole discretion may select them to

cooperate during the participation of the latter in tenders abroad and subsequent projects/reforms implementation.

Experts should have Greek nationality irrespectively whether they live permanently in Greece or not.

Legal Entities should be established and operate under the Laws of Greece. Legal entities may be any kind of companies either capital or personal companies such as, indicatively but not restrictively mentioned, Societe Anonymes, Private Companies (I.K.E.), Limited Liability Companies (ΕΠΕ), General Partnerships (Ο.Ε. or Ε.Ε.) etc.

In this context, Interested Parties are invited to submit their expression of interest (the “**Expression of Interest**”) in accordance with the terms of this Invitation.

3. GROUNDS OF DISQUALIFICATION

Interested Parties must meet cumulatively all the criteria provided in this clause and must demonstrate that they do not fall under any of the below-mentioned grounds of exclusion at any time during the Invitation Process and when requested to do so. Proof of not falling under the exclusion grounds must be furnished upon request, and cover for both the time of submitting their Expression of Interest and the time such proof is requested.

3.1 Any Interested Party shall be disqualified from participating in the process in case it is proved, or it is known by other means to the PPF that a final judgement has been issued convicting him/her/it of one or more of the following criminal acts or falls within any of the cases listed below:

(a) Participation in a criminal organisation, as defined in Article 2 of Council Framework Decision 2008/841/JHA of 24 October 2008 on the fight against organised crime (OJ L 300, 11.11.2008, p. 42-45) and the criminal acts of the Penal Code in relation to the criminal organisation;

(b) Corruption, as defined in article 3 of the Convention on the fight against bribery involving officials of the European Communities or officials of Member States of the EU (OJ C 195, 25.06.1997, p. 1) and article 2(1) of the Council Framework Decision 2003/568/JHA of 22 July 2003 on combating corruption in the private sector (OJ L 192, 31.07.2003, p. 54), as well as corruption as defined in the law of the country of incorporation of the Interested Party and for the criminal acts of the Penal Code in relation to the bribery of politicians, officers, judges, traders, intermediaries and bribery in the private sector;

(c) Fraud against the Union’s financial interests within the meaning of articles 3 and 4 of the Directive (EU) 2017/1371 of the European Parliament and of the Council of 5 July 2017 on the fight against fraud to the Union’s financial interests by means of criminal law (L 198/28.07.2017) and for the criminal acts of the Penal Code in relation to bribery of politicians, officers, judges, forgery, fraudulent declaration, distortion, etc., distinguished theft, embezzlement, fraud, computer fraud, fraud related to grants/subsidies, and lack of loyalty as per articles 155 et seq. of the National Customs Code (L. 2960/2001, A' 265), when these are directed against the financial interests of the European Union or are related to the infringement of these interests, as well as for the criminal acts of articles 23 (cross-border VAT fraud) and 24 (additional provisions for the criminal protection of the financial interests of the European Union) of L 4689/2020 (A' 103) ;

(d) Money laundering as defined in Article 1 par. (2) of European Parliament and Council Directive 2005/60/EC of 26 October 2005, on the prevention of the use of the financial system for the purpose of money laundering and terrorist financing, as in force;



(e) Terrorist offences or offences linked to terrorist activities, as defined in articles 3-4 and 5-12 of Directive (EU) 2017/541 of the European Parliament and of the Council of 15 March 2017 on combating terrorism and replacing Council Framework Decision 2002/475/JHA and amending Council Decision 2005/671/JHA (OJ L 88, 31.03.2017,) or inciting, aiding or abetting or attempting to commit such offence, as referred to in article 14 thereof and for the criminal acts of the Penal Code in relation to the terrorist acts, organisation, prior criminal support as well as the crimes of art. 32-35 of Law 4689/2020 (A'103);

(f) Child labour and other forms of trafficking in human being as defined in article 2 of Directive 2011/36/EU of the European Parliament and of the Council of 5 April 2011 on preventing and combating trafficking in human beings and protecting its victims, and replacing Council Framework Decision 2002/629/JHA (OJ L 101 of 15.4.2011, page 1), as well as the criminal acts of the Penal Code in relation to the human trafficking.

3.2 Any Interested Party shall be excluded from participation in the Invitation Process in case PPF:

(a) knows that the said Interested Party has failed to pay taxes or social security contributions (main and auxiliary) and this has been established by a final and binding judicial or administrative decision, and/or

(b) can prove by appropriate means that the Interested Party in question has breached its obligations in respect of the payment of taxes or social security contributions (main and auxiliary).

3.3. Any Interested Party will be excluded from participation in the Invitation Process in case any of the below conditions is met:

(a) Where the Interested Party has been declared bankrupt or in a state of liquidation or compulsory receivership by a liquidator or the court, special receivership or in conciliation / reorganisation procedures or has entered into a bankruptcy settlement, or has suspended its business activities, has entered into restructuring proceedings and is not complying with the terms thereof or is in any similar situation arising from a similar procedure provided for in the national legislation.

(b) Where the Interested Party has been found guilty of serious misrepresentation in supplying the information required for the verification of the absence of grounds for exclusion or the fulfilment of the selection criteria, has concealed such information or is unable to submit the required documents supporting such information;

(c) Where the Interested Party has demonstrated serious or repeated misconduct in the performance of a material requirement of a previous contract with the HRADF or the PPF that resulted in early termination of the previous contract, damages or other similar claims;

(d) Where the Interested Party has undertaken to unduly influence the decision-making process of the HRADF or PPF, to obtain confidential information that may result in unfair advantages for itself in the process or to provide by fault misleading information that may have a material influence on the decisions of the HRADF or PPF concerning the disqualification or the selection of an Interested Party.

4. CONTENT OF THE EXPRESSION OF INTEREST

Interested Parties who meet the conditions for inclusion in the Registry may express their interest in a given category/ies on the PPF's website at <https://register.hradf.com/> (the "Platform") by filling in the requested data.

Along with the registration, each Interested Party must confirm:



- (i) the absence of a final conviction for participation in a criminal organisation, active bribery, fraud, terrorist offences or offences related to terrorist activities, money laundering, child labour and other forms of trafficking in human beings as provided in clause 3.1 of the Invitation;
- (ii) the fulfilment of the Interested Party's insurance and tax obligations, both under the law of the tax residence and under Greek law;
- (iii) is not in any of the situations of exclusion from participating in the Invitation Process as listed in clause 3.3. of the Invitation.

This confirmation has the status of a Solemn Declaration of Law 1599/1986. In the case of legal entities, this Solemn Declaration should be submitted by its legal representative, who will also confirm in the Platform his/her power to legally represent the legal entity.

According to the instructions provided in the Platform Interested Parties should also declare and acknowledge that all information of the Expression of Interest is accurate and true and confirm that they will proof this at any time, when they requested to do so and that they acknowledge that they are aware of all the provisions of this Invitation.

Along with the registration, an **Acknowledgement of Privacy Statement for processing Personal Data** should be submitted by the natural person, the personal data of whom are mentioned in the Expression of Interest as provided in the Platform.

5. DEADLINE FOR THE APPLICATION OF THE EXPRESSION OF INTEREST

The Interested parties are invited to submit their expression of interest by registering in the Registry until 16:00 (GMT +2) on **15 January 2025**.

After the expiration of the above deadline, the data of the Interested Parties shall be stored and used as deemed necessary and in accordance with any applicable laws regarding data protection. It rests with PPF's sole discretion to open the Platform again for new registrations at any time in the future determined by the latter.

It is at PPF's sole discretion to periodically give to the Interested Parties the opportunity to update their data in the Registry, in case they wish to do so.

Should an Interested Party wish no longer to be registered in the Registry, it may request at any time, *via email*, to be deleted from the Registry. In this case, any personal data or information held by the PPF *via* the Platform will be deleted pursuant to applicable laws regarding data protection.

6. CLARIFICATIONS

Interested Parties may submit *via* email written requests for clarifications about the Invitation, the Process and the Registry in general. All communications will take place via email at the email address beyondgreece.ppf@hraf.gr. Any clarification request shall be submitted in English via email and the PPF will reply to such requests for clarifications in English language. All such clarifications will be posted to PPF's website and will be made available to all Interested Parties, without indicating the Interested Party that submitted the question.



7. EVALUATION OF THE EXPRESSION OF INTERESTS

All Interested Parties are accepted in the Registry subject to the conditions of Clause 3, however PPF does not commit under any circumstances to any cooperation with or any engagement of any of the legal entities or experts which are part of the Registry.

The decision to engage any of the Interested Parties in any project abroad rests with the unfettered discretion of the PPF and depends on the *ad hoc* requirements of a specific tender, the respective eligibility criteria and technical and financial capabilities of the Interested Party.

By completing the data in the Registry, any Interested Party is not bound to participate in a tender with PPF, however the Interested Party must notify in writing the PPF of its decision within the timeframe specified for this purpose by the PPF.

In case the Interested Party accepts an invitation to cooperate with the PPF and participate in a tender, a separate agreement shall be concluded between PPF and that Interested Party.

Any Interested Party in the Registry is not precluded from independently participating in a tender in which PPF will participate as well provided that the former has not already accepted an invitation to participate in that tender with the PPF.

8. LEGAL NOTICE

8.1 The PPF reserves the right at any time to abort, postpone, suspend, cancel, declare unsuccessful, repeat or extend the Invitation Process as well as to correct, clarify or supplement the Invitation, the timetable and the terms and conditions of the process or to repeat the process, communicating this through the PPF's website, at its sole discretion, without being liable in any way to Interested Parties and/or third parties.

8.2 Observing the principles of equal treatment and transparency, the PPF reserves the right at any time, communicating this through the PPF's website, to extend the dates and deadlines included in the Invitation.

8.3 Observing the principles of equal treatment and transparency, the PPF may request at any time from the participants in the Invitation Process additional documents, information, proofs and clarifications that it considers necessary under the Invitation.

8.4 Interested Parties will cover on their own the costs and expenses for their participation in the Invitation Process and take part in the Invitation Process at their own risk and responsibility in relation to their participation, and their participation does not give rise to any rights to claim compensation or any other right apart from those specified herein even in case the Process is aborted, suspended, cancelled, declared unsuccessful, repeated or extended. The same applies in case the Interested Parties are selected by PPF and participate to a tender within the context of Beyond Greece Mission as provided in the respective tender documentation.

8.5 The fact that an Interested Party participates in the Invitation Process is proof that the Interested Party has read and fully understood the Invitation, recognises their legitimacy and unreservedly accepts the terms and conditions of the Invitation, and acknowledges that it is fully apprised of local conditions, and the regulations and contractual and organisational framework within which the PPF operates, and of the requirements contained in the Invitation.

8.6 Any failure to comply with the terms of the Invitation, or any failure to provide the necessary information may be deemed by the PPF, at its unfettered discretion, as sufficient ground for rejecting an Expression of Interest.



8.7 Neither the PPF or its advisors, or any representative, employee, executive or associate of the HRADF/PPF or the advisors bear now, or shall bear in the future, any liability or obligation for any error or inaccuracy or omission in this Invitation or in general in any document (the Platform included) in the context of this Invitation Process.

8.8 This Invitation is not intended to form the basis of any investment decision or investment proposal from the HRADF or PPF and does not constitute investment advice from the HRADF or PPF. Any person, to whom the Invitation is made available, must carry out its own independent evaluation of the Invitation and the respective process.

8.9 Interested Parties must be aware that national legislation, the tax regime, EU legislation and the EU Treaties which apply to the process may be amended.

8.10 All Expression of Interests shall become the property of the PPF after their receipt. Interested Parties grant to the PPF the right to reproduce and use the data in the Registry for any purpose related to the fulfilment of its statutory obligations.

8.11 The Platform and any content included therein constitute an integral part of this Invitation Process.

8.12 The Courts of Athens shall have exclusive jurisdiction in relation to any disputes which may arise in the context of this Invitation and the applicable laws shall be exclusively those of Greece.

Athens, 26.11.2024

**Panagiotis Stampoulidis
Executive Director, HRADF**

PRIVACY STATEMENT FOR PERSONAL DATA PROCESSING to be included in the Platform

I. Information

The Hellenic Republic Asset Development Fund S.A. (“HRADF”), which is based in Athens, 6 Karagiorgi Servias, 105 62, Phone: +30 210 3274400, e-mail: info@hraf.gr, informs, in its role as data controller for the personal data provided in the implementation of the terms of the Invitation for the Expression of Interest dated 26.11.2024 in accordance with the provisions of the Greek and European legislation on personal data protection, especially the Regulation (EU) 2016/679 of the European Parliament and of the Council of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data, and repealing Directive 95/46/EC (General Data Protection Regulation-GDPR), as well as the L. 4624/2019 (Gazette A’ 137/2019).

All Interested Parties shall comply with the existing national and European legal and regulatory framework with respect to the protection of personal data and shall take all necessary technical and organizational measures to ensure their compliance thereof. More specifically, by submitting an Expression of Interest, the Interested Parties declare that they have established the legal basis for the transfer and provision of all personal data provided to PPF in the context of the Invitation and that they have properly informed all natural persons, whose personal data are being provided to PPF.

A. Type and source of data

The personal data included in the Expression of Interest, which is submitted to PPF in the context of this process described in the Invitation by a natural person acting as an Interested Party, themselves or as representative of an Interested Party.

B. Purpose of Processing

Processing purpose is the compliance with and the implementation of the terms of the Invitation dated 26 November 2024, the evaluation of the Expression of Interest, the safeguarding of PPF’s rights and the security and protection of transactions in general, and the fulfillment of PPF’s legal obligations. The identification and communication data will be also used by PPF for informing the Interested Party regarding the evaluation of the submitted Expression of Interest.

C. Recipients of Data

The recipients of the above (under para. A) data to whom data may be notified are the following: 1. Entities to which PPF entrusts the execution of a specific mandate for PPF’s account (processors), namely the Legal Advisor, the Financial Advisor, the service provider of the VDR, subject to compliance to confidentiality in any case. 2. Eligible Investors in accordance with paragraph 6.4. (v) of the Request for Proposal

dated 8 March 2024 3. Hellenic Corporation of Assets and Participations S.A., public entities and judicial authorities in accordance with their competence.

In any case, PPF ensures any transfer/disclosure of personal data shall only be made to third parties that provide advice to PPF on the purposes described to in the Request for Proposal.

II. Retention period

The data under para. A will be retained for a twenty-(20)-year time period from the termination of this Invitation in any way. In case no contract is concluded the data will be retained by PPF for a ten-(10)-year period. After the expiration of the above periods the personal data will be safely destroyed/deleted.

III. Rights enforcement

1. Pursuant to the GDPR, natural persons, acting as Interested Parties or as legal representatives of an Interested Party in case of legal person have the rights of: (a) access and information, (b) correction, (c) deletion, (d) limitation of processing, (f) opposition to the processing of their personal data, including opposition to automated decision making and profiling, and (g) data portability. PPF shall take every possible measure to satisfy data subject's requests within a reasonable time and not later than one (1) month at most, which may be extended by 2 more months at most if the request is complex or there is a large number of requests, informing the data subject of such delay within one (1) month from receipt of the request. PPF has the right to deny the request for erasure of any natural person's data, if their retention is necessary for compliance with a legal obligation, for the performance of a task carried out in the public interest, for archiving purposes in the public interest, or for the establishment, exercise or defense of legal claims or third-party claims. For the enforcement of said rights the Interested Party can address PPF in writing (e-mail: dpo@hraf.gr). The enforcement of said rights regarding the processing of personal data of the above para. A within the retention period set out hereinabove shall concern exclusively their correction or update so as for those to be complete and accurate.

2. The enforcement of said rights does not exempt the Interested Parties from their obligations as derive from their participation in the process.

IV. Obligations of PPF

PPF takes every reasonable measure to ensure the confidentiality and the security of personal data processing and the protection of said data from accidental or unlawful destruction, accidental loss, alteration, unauthorised disclosure of, or access to personal data by anyone and any other form of unlawful processing by adopting and implementing relevant technical and organizational measures.

V. Acknowledgement

After being informed of the above, I hereby declare my unreserved acceptance on the processing of my aforementioned personal data for all the purposes referred to under para. (B) of the Declaration.

(Place) (Date)

(Signature)