



HELLENIC PUBLIC PROPERTIES Co. S.A.

Athens, 17/02/2025

CALL FOR EXPRESSIONS OF INTEREST

FOR THE LEASE OF THE "VOULIAGMENI BEACH" PROPERTY

TABLE OF CONTENTS

1.	INTRODUCTION - SCOPE OF TENDER PROCESS	4
2.	DESCRIPTION OF THE PROPERTY.....	6
3.	OVERVIEW OF TENDER PROCESS	8
4.	ELIGIBILITY AND PRE-QUALIFICATION CRITERIA	11
4.1	ELIGIBILITY CONDITIONS PHASE I.....	11
4.2	PRE-QUALIFICATION CRITERIA.....	20
4.2.1	Pre-Qualification Criteria	20
4.2.2	Personal Status Criteria.....	20
4.2.3	Financial Capacity Criterion	22
4.2.4	Technical Capability Criteria.....	25
5.	SUBMISSION OF EXPRESSIONS OF INTEREST - INFORMATION AND CLARIFICATIONS	26
5.1	CONTENTS AND STRUCTURE OF THE EXPRESSION OF INTEREST	26
5.2	SUBMISSION OF THE EXPRESSION OF INTEREST	28
5.3	SUPPORTING DOCUMENTS.....	29
5.4	CLARIFICATIONS AND ADDITIONAL INFORMATION.....	31
6.	OTHER TERMS / DISCLAIMER.....	32
ANNEX A - SUPPORTING DOCUMENTS FOR EXPRESSIONS OF INTEREST		38
1.	PERSONAL STATUS CRITERIA	38
1.1.	CORPORATE ENTITIES.....	38
1.2.	PRIVATE EQUITY FIRMS / INVESTMENT FUNDS	46
1.3.	NATURAL PERSONS	47
1.4.	JOINT VENTURES	48
1.5.	THIRD PARTY	48
2.	FINANCIAL CAPACITY CRITERION	48
2.1.	CORPORATE ENTITIES.....	48
2.2.	PRIVATE EQUITY FIRMS / INVESTMENT FUNDS	49
2.3.	NATURAL PERSONS	50
2.4.	JOINT VENTURES	51
2.5.	THIRD PARTY	51
3.	TECHNICAL CAPABILITY CRITERIA	51
TEMPLATE FOR AN EXPRESSION OF INTEREST LETTER.....		53
I.	TEMPLATE FOR LEGAL PERSONS.....	53

II. TEMPLATE FOR PRIVATE EQUITY FIRMS / INVESTMENT FUNDS	56
III. TEMPLATE FOR JOINT VENTURES	59
IV. TEMPLATE FOR NATURAL PERSONS	63
SPECIMEN OF DECLARATION 1 COMPLIANCE WITH CRITERIA IN SUB-PARAGRAPH 7, PARAGRAPH 1.1, ANNEX A.....	65
I. TEMPLATE FOR LEGAL PERSONS.....	65
II. TEMPLATE FOR NATURAL PERSONS	68
SPECIMEN OF DECLARATION 2 - DECLARATION ON VALIDITY AND ACCURACY OF SUPPORTING DOCUMENTS SUBMITTED.....	71
I. TEMPLATE FOR LEGAL PERSONS.....	71
II. TEMPLATE FOR NATURAL PERSONS	73
SPECIMEN OF DECLARATION 3 - SHAREHOLDER LINE-UP STATEMENT	75
SPECIMEN OF DECLARATION 4 - DECLARATION OF NON-ISSUANCE OF DOCUMENT (S) REQUIRED FOR THE CALL IN THE COUNTRY OF INCORPORATION / ESTABLISHMENT OF THE LEGAL PERSON / THE COUNTRY OF ORIGIN OF NATURAL PERSONS	78
I. TEMPLATE FOR LEGAL PERSONS.....	78
II. TEMPLATE FOR NATURAL PERSONS	80
SPECIMEN OF DECLARATION 5 - DECLARATION OF COMPLIANCE WITH FINANCIAL CAPACITY CRITERIA.....	82
SPECIMEN OF DECLARATION 6 --THIRD PARTY DECLARATION OF COMPLIANCE WITH FINANCIAL CAPACITY CRITERIA.....	87
SPECIMEN OF DECLARATION 7 - DECLARATION THAT FINANCIAL STATEMENTS HAVE NOT BEEN AUDITED/PUBLISHED.....	89
SPECIMEN OF DECLARATION 8 -	90
DECLARATION OF COMPLIANCE WITH THE TECHNICAL CAPABILITY CRITERIA	90
SPECIMEN OF DECLARATION 9 - THIRD PARTY DECLARATION OF COMPLIANCE WITH TECHNICAL CAPABILITY CRITERIA	93
<i>(authentication of signature by competent authority entitled to attest the authenticity of signatures in the relevant jurisdiction).....</i>	<i>95</i>
ANNEX C: PROPERTY SURVEY DIAGRAM & BUILT STRUCTURES SUMMARY REPORT	95
ANNEX D: TERMS OF LEASE AGREEMENT	96

1. INTRODUCTION - SCOPE OF TENDER PROCESS

- 1.1 Hellenic Public Properties Co. S.A. ("**HPPC**" or the "**Company**") is the largest company managing and developing the real estate assets of the Greek State (the "**Greek State**"). Historically, HPPC is a continuation of the company "Hellenic Tourist Properties S.A." which was established in 1998 to develop the assets of the Greek National Tourism Organisation. In 2016 it became a wholly owned subsidiary of the Hellenic Corporation of Assets and Participations ("**HCAP**") having in the meantime absorbed Olympic Properties S.A. and the Hellenic Public Properties Co. in 2011 and Attica Coastal Front S.A. in 2016. The Company operates in the public interest applying private economy rules. HPPC's main objective is to optimally utilise the assets which are in or devolve into its portfolio, aiming both to maximise the value of public assets and to protect Greece's natural, environmental and cultural wealth.
- 1.2 The Company's portfolio includes thousands of titles for tourist properties and infrastructure such as marinas, camping sites, ski resorts, cultural centres, caves, tourist kiosks, thermal springs, former Xenia hotels, a series of urban properties, rural and coastal areas, former Olympic properties and facilities, and large emblematic properties both in cities and in mainland and island areas throughout Greece.
- 1.3 The Company's portfolio includes the "Vouliagmeni Beach" property located in the Municipality of Vari-Voula-Vouliagmeni. The property consists of a beach with organised on-beach services at Vouliagmeni along with all manner of building facilities, including the former Oceanis restaurant, as described in Section 2 and shown in the diagram in Annex C of this Call. According to the survey diagram in Annex C of this Call, "Vouliagmeni Beach" covers an area of 74,933.80 m² including the coastal zone of 14,793.50 m². Of that total area, HPPC intends to lease the fenced-in section of Vouliagmeni Beach which is demarcated in detail on the north and north-west by the existing fencing (excluded from the section to be leased is a section affected by the forest provisions (an area of cleared forest land covering 178.99 m²) along the length of Poseidonos Ave. and Apollonos St. and on the south-south-west of the coastline of the bay of the same name, covering 72,588.72 m² (of which 14,793.50 m² is the foreshore) and is marked in the survey diagram in Annex C of this Call in accordance with the specific points made in paragraph 2.1 (the "**Leased Property**").
- 1.4 Decision No. 738/09.01.2025 of the Board of Directors of HPPC decided to launch a call

for expressions of interest (the “Call”) in two phases (the “Tender Process”) in accordance with the specific points set out in section 3 for the long-term lease of the Leased Property (the “Transaction”) and further approved the terms and conditions of this Call.

- 1.5 In the context of the Transaction, it is expected that HPPC and the contractor selected via the Tender Process to whom the Transaction will be awarded (the “Contractor”) will conclude a long-term lease for the Leased Property on an “as is, where is” basis, for 20 years with the right to extend it for an additional 10 years, for the purpose of operating it as an organised bathing facility in accordance with the permissible uses specified in the Presidential Decree of 1.3.2004 (Government Gazette 254/D/5.3.2004) under which Vouliagmeni Beach is included in zone 3B and the parking area in zone 4A (the “Lease Agreement”). The precise boundaries of the Leased Property will be finalised in the second phase of the Tender Process without any material change in the scope of the Lease. The Contractor shall undertake the obligation at own expense to carry out maintenance, adjustment and rehabilitation works on the Leased Property in accordance with the conditions laid down in the legal framework, in order to enable it to operate for the purpose intended. Moreover, the Lease Agreement shall include the terms set out in Annex D hereof. The content of the Lease Agreement will be finalised in the second phase of the Tender Process. Note that letter No. 1786/07.02.2025 from HPPC (Ministry of the Environment and Energy Ref. No. 15293/10.02.2025) submitted the landscaping study to the General Secretariat for Spatial Planning and the Urban Environment which relates to analysis of the current state of tourist facilities within the property which currently operates as a branch of HPPC known as “Vouliagmeni Beach”, which falls into zones 3b and 4a under the Presidential Decree of 1.3.2004 (Government Gazette 254/D/2004).
- 1.6 HPPC's main objective is to maximise the financial consideration to be paid to the Company for the Transaction. The Company also seeks to achieve and ensure a combination of high quality operation, maintenance and utilisation of the Leased Property.
- 1.7 The Transaction shall be in the form of a cash transaction. Consequently, the Company will not accept any alternative form of consideration (e.g. assets, shares in companies

or other transferable securities).

1.8 HPPC has appointed KPMG CONSULTANTS Single Member S.A. as its financial advisor, the law firm KARATZAS & ASSOCIATES as its legal advisor and HILL INTERNATIONAL NV GREEK BRANCH as its technical advisor (jointly the “**Advisors**”) in relation to the Tender Process and the Transaction.

1.9 The contact details of HPPC, which has launched the Tender Process, are as follows:

7 Voulis St., Athens, GR-10562

Tel.: 210 3339697, 210 33399504

Email: assetleasing@hppc.gr

Contact: D. Karakatsani

Website: <https://hppc.gr>

2. DESCRIPTION OF THE PROPERTY

2.1 The scope of the Tender Process is the long-term lease of the Leased Property located in the Municipality of Vari-Voula-Vouliagmeni, which is the largest section of the Vouliagmeni organised beach, along with all manner of building facilities, including the former Oceanis restaurant, as described in the Table of Existing Building Facilities at Vouliagmeni Beach set out in Annex C of this Call. The total wider area of the property "Vouliagmeni Beach" consists of (a) the land area owned by HPPC S.A. which falls within National Cadastre Unique Identifier 050341101001 covering 58,796 m2 according to the records in the relevant cadastral database and (b) a section of 14,793.50 m2 in the foreshore / public tourist property zone located in front of it, managed and administered by HPPC S.A. which falls within National Cadastre Unique Identifier 05034EK11001 covering 17,804 m2 according to the records in the relevant cadastral database, as shown in the Survey Diagram of Vouliagmeni Beach dated February 2025, drawing T1, on a scale of 1:1000, prepared by the surveyor Polyvios Kambas from TECHNEDROS Georgios C. Gogolos and Co. E.E., which is attached as in photo-reduced format in Annex C of this Call.

Full ownership, possession and detentorship of the property "Vouliagmeni Beach" in the land area referred to in point (a) was transferred, and in section of the foreshore / public tourist property zone in front of it referred to in point (b) was conceded to HPPC under the provisions of Joint Ministerial Decision No. 41082/15.04.2015 (Government Gazette 626/B/2015) due to absorption by HPPC of the company ATTICA COASTAL FRONT S.A., to

which ownership of the land area described above had been transferred previously under the provisions of Joint Ministerial Decision No. 143/43399/11.09.2014 (Government Gazette 2424/B/2014), and to which management and administration of the section of the foreshore / public tourist property zone described above had been conceded.

The Leased Property is demarcated on the north and northwest by the existing fencing (or at points by the kerb, and the section affected by the forest provisions (an area of cleared forest land covering 178.99 m² is excluded from the Leased Property)) along the length of Poseidonos Ave. and Apollonos St. and on the south-southwest by the coastline of the bay of the same name, and covers a total area of 72,588.72 m² (of which 14,793.50 m² is foreshore). The Leased Property is shown in detail with its perimeter marked by the letters and numbers A1- A2- A3- A4- A5- ...-A50- A51- A52- B01- B02- B03- ...- B52- K6- K5- K4- K3- K2- K1 - A1 in the Vouliagmeni Beach survey diagram dated February 2025 (drawing No. T1) on a scale of 1:1000 prepared by the surveyor Polyvios Kambas from the company TECHNEDROS Georgios C. Gogolos and Co. E.E., which is attached as a photo-reduced image to Annex C of this Call. Within the area of the Leased Property (72,588.72 m²) there is an area with parking space marked B18- B17- B16-...- B01- A52- A51- A50- A49- P12- P11- P10-...- P01- B18 and an area of 6,651.50 m² (zone 4A uses in accordance with Presidential Decree 1/5.3.2004, Government Gazette 254/D/5.3.2004).

- 2.2 Vouliagmeni Beach has been included in the Vouliagmeni street planning scheme since 1955 (Government Gazette 229/A) and special building terms and permissible land uses laid down for each zone in Presidential Decree 1/5.3.2004 (Government Gazette 254/D/5.3.2004) apply to it. Vouliagmeni Beach is in zone 3B and the parking area is in zone 4A.
- 2.3 A section of the Leased Property covering 1,155.00 m² which is shown in the said survey diagram for the Leased Property marked by the letters and numbers Γ1, Γ2, Γ3, Γ12, Δ8, Δ7, Δ6, Δ5, Δ4, Δ3, Γ1 is an archaeological site (Government Gazette 350/Compulsory Purchase and Planning Issues Bulletin/4.10.2013) and is governed by Law 4858/2021, the provisions of Articles 8 and 22 of Law 5092/2024 and the terms of Decision No. 133721/28.03.2024 of the Minister of Culture (Web Ref. No. 6Z8Δ46NKOT-OQ1) and Decision No. ΥΠΠΟ Α/ΓΔΑΠΚ/ΔΙΠΚΑ/ΤΑΧ/Φ43/211149/113904/13939/6398

of the Minister of Culture and Sport (Government Gazette 402/Compulsory Purchase and Planning Issues Bulletin/13.11.2013).

- 2.4 Part of the area of the Leased Property covering 1,295.00 m² (of which 1,167.53 m² is foreshore) on the western side was leased following an online Tender Process to a private individual until 22.9.2026 under the lease agreement dated 9.7.2021 to operate a canteen and deploy umbrellas. That section is marked in the said survey diagram for the Leased Property by the letters and numbers Δ1, Δ2, Δ3, Δ9, Δ10, Δ11, Δ1. The Contractor - Lessee of the Leased Property shall enter into this Agreement under the specific terms set out therein.
- 2.5 The Leased Property is close to the eastern boundary of an area included in the Natura 2000 network and in particular the area with code GR3000006 "Imittos - Aesthetic Forest of Kaisariani - Lake Vouliagmeni." Moreover, Decision No. 320789/26-09-2022 (Government Gazette 819/D/11.11.2022) ratified the forest map for the Vouliagmeni Municipal Community / Eastern Attica Regional Unit. More specifically, a section covering a total area of 7,334.70 m² which is divided into 7 sections continues to be included in the forest map. The section affected by the forestry law provisions is only the section of cleared forest land covering 178.99 m² which is located at the western boundary of the area tangential to Apollonos Ave. and has been excluded from the Leased Property. On 4.9.2023 HPPC S.A. submitted a request to the Piraeus Forestry Directorate to revise the forest map and designate the section covering a total area of 178.99 m² of the total site currently deemed to be cleared forest land as always having had another land use.

3. OVERVIEW OF TENDER PROCESS

- 3.1 The Tender Process shall be conducted using the "restricted Tender Process" referred to in Article 2(2) of Chapter I f of the HPPC Regulation applying to Leases, Hires, Concessions, Disposals, Exchanges, Purchases and Granting of land in return for ownership interest, as in force (the "**HPPC Development Regulations**"). The Tender Process has been approved by decision No. 738/09.01.2025 of the Board of Directors of HPPC and is being conducted in accordance with that decision, decision No. 2090/13.02.2025 of the CEO and the provisions of the HPPC Development Regulations relating to leases (in particular Articles 2 to 5 and 18). That decision of the CEO of HPPC also approved the specific terms and conditions of this Call relating to the first phase of

the Tender Process (**Phase I**),, while the terms and conditions relating to the second phase of the Tender Process (**Phase II**) will be set out in detail in the call for binding offers (the “**Call for Binding Offers**”) which will be issued in Phase II based on a more recent decision of the Board of Directors of HPPC to that effect.

- 3.2 Phase I, which relates to a call for interested parties to participate in the Tender Process to express interest and pre-qualify those who will be invited to participate in Phase II, is governed by the terms and conditions of this Call, which is fully available on the HPPC website (<https://hppc.gr>).
- 3.3 During Phase I, interested parties, whether natural or legal persons or private equity firms or investment funds or joint ventures or groupings of legal persons and/or natural persons and/or private equity firms and/or investment funds (hereinafter referred to as the “**Interested Parties**” and each individually as the “**Interested Party**”) are invited to express their interest in the Transaction by submitting a non-binding written letter in accordance with the provisions of this Call (the “**Expression of Interest Letter**” together with the supporting documents specified in paragraph 5.3 and specified in Annex A as the “**Expression of Interest**”). The purpose of Phase I is for Interested Parties who meet the eligibility conditions laid down in paragraph 4.1 (the “**Eligibility Conditions**”) and the pre-qualification criteria laid down in paragraph 4.2 of the Call (the “**Pre-Qualification Criteria**”) to be pre-qualified and invited to participate in Phase II. During Phase I it is not necessary for Interested Parties to submit participation bonds.
- 3.4 Joint ventures, groupings and groups of legal persons and/or natural persons and/or private equity firms and/or investment funds (hereinafter the “**Joint Ventures**” and each individually as a “**Joint Venture**”) may participate in the Tender Process as Interested Parties. Any legal and/or natural person and/or private equity firms and/or investment fund participating as a Joint Venture Member shall hereinafter be referred to as a “**Joint Venture Member**”.
- 3.5 The Tender Process Committee (hereinafter the “**Tender Committee**”), with the support of the Advisors, will evaluate the Expressions of Interest that are submitted and will invite all Interested Parties deemed to meet the Eligibility Conditions and the Pre-Qualification Criteria (the “**Pre-Qualified Investors**” and each individually as a “**Pre-Qualified Investor**”) to participate in Phase II, as outlined in summary form below after the Declaration of Confidentiality referred to in paragraph 3.9 of the Call has been

signed. Pre-Qualified Investors will be informed in writing about their pre-qualification and will be invited to participate in Phase II. Interested Parties who are not pre-qualified will be informed in writing about the grounds for their exclusion. For the avoidance of doubt, in the case where the Pre-Qualified Investor is a Joint Venture, only the said Joint Venture shall be considered as a Pre-Qualified Investor, and not the Members of the Joint Venture individually.

- 3.6 Phase II, which relates to an invitation for Pre-Qualified Investors to submit sealed written offers, shall be governed by the terms and conditions set out in detail in the Call for Binding Offers, pursuant to a previous specific decision of the Board of Directors of HPPC to that effect. The following description constitutes a general outline of Phase II and is subject to the specific terms and conditions which will be included in the Call for Binding Offers. The Call for Binding Offers will include an indicative time frame for Phase II and shall specify, but not be limited to, the method for submitting and evaluating binding offers and their content, the guarantees/bonds to be submitted by Pre-Qualified Investors for their participation in Phase II of the Tender Process, any possibility of submitting improved financial offers, as well as the procedure for selecting the Contractor with whom HPPC will conclude the Lease.
- 3.7 The criterion for selecting a contractor shall be the highest financial offer, as specified in the Call for Binding Offers during Phase II of the Tender Process.
- 3.8 The Lease Agreement may contain provisions (including but not limited to representations, warranties, restrictions on the transfer of shares, commitments and termination events) associated with the direct and indirect shareholder line-up of the Contractor - Lessee. Before the Lease is signed, the Court of Audit will first check its legality.
- 3.9 The Pre-Qualified Investors will participate in Phase II after signing a **Declaration of Confidentiality** in accordance with the template provided by HPPC (the "Declaration of Confidentiality"). In the case of a Joint Venture, the Declaration of Confidentiality may be signed (a) either by all Members of the Joint Venture, (b) or by the joint representative lawfully appointed in accordance with paragraph 5.1 of the Call, or (c) by a joint representative lawfully authorised by each of the Members of the Joint Venture to sign on their behalf.

3.10 After the Declaration of Confidentiality is signed, the Pre-Qualified Investors shall be entitled, among *other things*, to:

- receive the Call for Binding Offers;
- gain access to a virtual data room (VDR) where information about the Leased Property and the Transaction will be posted in order to carry out their own in-depth audit of the Leased Property and the Transaction;
- carry out on-site visits to the Leased Property after suitable coordination and planning, in the presence of representatives of HPPC and/or its Advisors;
- provide (non-binding for HPPC) comments on the draft Lease Agreement to be made available to Pre-Qualified Investors on or after the announcement of the Call for Binding Offers. HPPC may, at its unfettered discretion, accept or reject the said comments, in whole or in part, or introduce others;
- submit binding financial offers along with the relevant financial commitments and other supporting materials, as described in the Call for Binding Offers.

4. ELIGIBILITY AND PRE-QUALIFICATION CRITERIA

4.1 ELIGIBILITY CONDITIONS PHASE I

A. General conditions

(a) General

Interested Parties are entitled to participate in the Tender Process and submit an Expression of Interest where they meet the terms and conditions laid down in this Call.

A Joint Venture participating in the Tender Process does not need to have a specific legal form in order to submit an Expression of Interest. However, the Contractor selected as part of the Tender Process shall be required to establish a Special Purpose Vehicle in the form of a Greek *societe anonyme* (the “**SPV**”) for the purposes of the Transaction. The Call for Binding Offers will provide further details about the obligation to set up the SPV.

Interested Parties must submit their Expression of Interest Letters accompanied by the Supporting Documents as appropriate, as defined in paragraph 5.3 and specified in Annex A hereof. Interested parties who do not meet one or more of the conditions laid down in this paragraph and/or Annex A, or make a false or inaccurate statement, will be excluded.

Without prejudice to this paragraph, in the case of a Joint Venture, each Joint Venture Member must meet the conditions laid down in paragraph 4.2.2 below and paragraph 1 of Annex A (Personal Status Criteria). Expressions of interest from intercalated persons or undisclosed agents will not be accepted.

(b) Single Expression of Interest

Each Interested Party may participate in the Tender Process and submit only one single Expression of Interest. A Joint Venture Member may not participate in more than one Joint Venture submitting an Expression of Interest nor may a Joint Venture Member submit a separate Expression of Interest at the same time as an individual Interested Party.

Moreover, where any Interested Party or Joint Venture Member relies on the financial and/or technical capability of a third party (the “**Third Party**”) to meet the Financial Capacity Criterion in accordance with paragraph 4.2.3 and/or the Technical Capability Criteria in accordance with paragraph 4.2.4 respectively, the said Third Party may not, upon penalty of disqualification, provide its financial or technical resources to any other Interested Party or Joint Venture Member. Failure to comply with this term shall result in the exclusion of all interested parties involved.

Note that the Third Party on which an Interested Party or a Joint Venture Member relies to meet the Financial Capacity Criterion in accordance with paragraph 4.2.3 and/or the Technical Capability Criteria in accordance with paragraph 4.2.4 may not, upon penalty of disqualification, participate in the Tender Process itself as an individual Interested Party or as a Joint Venture Member. Failure to comply with this term shall result in the exclusion of all Interested Parties involved.

A Related Party (as defined below) of an Interested Party or, in the case of a Joint Venture, a Related Party of a Joint Venture Member may not participate in the Tender Process:

- (a) by submitting a separate Expression of Interest as an individual Interested Party; or
- (b) by participating as a Joint Venture Member in another Joint Venture (in which the

Related Party does not participate) which submits a separate Expression of Interest; or

(c) as a Third Party on which another Interested Party or other Joint Venture Member, which is not a Related Party, relies;

unless the Related Parties submit evidence in a manner satisfactory to HPPC to document that all relevant Expressions of Interest submitted are separate and have not been affected by each other. Failure to comply with this term shall result in the exclusion of all Interested Parties involved. For the avoidance of doubt, it should be clarified that:

(a) Related Parties may be Third Parties to the same Interested Party or Joint Venture Members in one and the same Joint Venture;

(b) A Related Party which is a Third Party to another Related Party, an individual Interested Party or a Joint Venture Member, may not be a Third Party to any other Interested Party or Joint Venture Member.

For the purposes of this Call, **the term "Related Party"** means any person who directly or indirectly controls, or is controlled by, or is under the joint control of an Interested Party or a Joint Venture Member, in accordance with the meaning of International Accounting Standard 24 (IAS 24). Examples include cases where: (i) there is control (direct or indirect), in other words the power to direct or control the financial and business policy of one person or business, such as by holding voting rights of more than 50%, or (ii) there is increased influence (or joint management), in other words the power to participate in decisions on the financial and business policy of another person or business, without full control.

(c) Domicile, seat or establishment in non-cooperating states

Natural or legal persons who have their domicile or their registered or actual seat or establishment in Non-Cooperating States, as defined in Article 65 of the Hellenic Income Tax Code (Law 4172/2013, as amended and in force, Government Gazette 167/A/23.7.2013) and listed in Ministerial Decision No. A.1198/20.12.2024 of the Minister and Deputy Minister of Economy and Finance (Government Gazette 7298/B/31.12.2024) issued in accordance with the said provisions or in any subsequent ministerial decision issued in accordance with the said legislative provision, as amended and in force, which updates the list of Non-Cooperating States, may not participate in the Tender Process as Interested Parties or as Joint Venture

Members.

This prohibition shall also apply in the case where an Interested Party or a Joint Venture Member is a partner and/or shareholder with a holding of more than 1% of the share and/or company capital, a natural or legal person whose domicile or registered or actual seat or establishment is in one of the said Non-Cooperating States.

This prohibition also covers:

- (a) any Third Party which will make available financial resources to the Interested Party or Joint Venture Member to meet the Financial Capacity Criterion in accordance with paragraph 4.2.3 and/or technical capability to meet the Technical Capability Criteria in accordance with paragraph 4.2.4; and
- (b) any person who has, directly or indirectly, control of the Third Party, either through a contract or *de facto*.

(d) Restrictive measures in view of Russia's actions

Moreover, it is prohibited for economic operators to participate in this Tender Process in any manner where they fall within the prohibitions in Regulation (EU) No 833/2014, as in force, on restrictive measures in view of Russia's actions destabilising the situation in Ukraine (OJ L 111/1) and, inter alia, if the economic operator is:

- (a) a Russian national or natural or legal person, entity or body based in Russia; or
- (b) a legal person, entity or body whose ownership rights are directly or indirectly held by more than 50% by an entity referred to in point (a) of this paragraph; or
- (c) a natural or legal person, entity or body acting on behalf or at the direction of an entity referred to in point (a) or (b) of this paragraph, including, where they account for more than 10% of the contract value, subcontractors, suppliers or entities on whose capacities it relies.

(e) Employees of HPPC

Participation in the Tender Process by current and former employees of HPPC in the capacity of candidate natural person or legal representative, partner, shareholder, member of the Board of Directors or administrator of candidate legal person is not permitted (a) for three (3) years after their departure from HPPC for any reason and (b) for five (5) years likewise if they

had been Directors.

(f) Absence of diplomatic or commercial relations with the Hellenic Republic

HPPC may exclude an Interested Party if the said Interested Party, or in the case of a Joint Venture, the Joint Venture Member, is based in a country (a) with which the Hellenic Republic has no diplomatic or commercial relations under a relevant decision of the Hellenic Republic, and/or (b) referred to in the two public documents issued by the Financial Action Task Force (FATF) three times a year, namely (i) the document "*Jurisdictions under Increased Monitoring*" and (ii) the document "*High Risk Jurisdictions subject to Call for Action*".

(g) UN or EU sanctions

HPPC may also exclude an Interested Party if the said Interested Party, or in the case of a Joint Venture, the Joint Venture Member, is subject to United Nations ("UN") sanctions and/or European Union ("EU") restrictive measures which apply in accordance with any EU Regulation under Article 215 of the Treaty on the Functioning of the EU (OJ C 326, 26.10.2012, p. 47-390) or a Decision issued in the context of the EU's Common Foreign and Security Policy.

(h) National Security

HPPC may also exclude, at any stage of the Tender Process and until the completion of the Transaction, after consulting the Greek State, any Interested Party in order to safeguard the national security interests of the Hellenic Republic.

(i) Scope

The terms and conditions in points (f) to (h) above shall also apply to any Third Party and any person who has direct or indirect control, either via a contract or *de facto*, of an Interested Party and/or any Joint Venture Members and/or Third Party.

To that end, during the Tender Process, HPPC may at its discretion require any information which demonstrates the particulars of the shareholder/corporate line-up of the Interested Party and/or Third Party down to the level of the ultimate beneficial owner of its capital within the meaning of Law 4557/2018, as in force, and for foreign legal persons under the relevant legislative provisions of the law of the place of their registered offices (and in the case where the Interested Parties are Joint Ventures, the above information for the relevant Members of the Joint Venture), as well as any other information which is in its reasonable opinion

necessary.

B. Joint Ventures

In the case of a Joint Venture, one Joint Venture Member shall be appointed as leader (the “**Leader**”) with a 34% holding in the Joint Venture at least (the “**Leader Minimum Holding**”) while each Joint Venture Member shall participate in the Joint Venture with a 10% minimum holding (the “**Minimum Holding in the Joint Venture**”).

Without prejudice to any permitted change in accordance with Part C below and any further details specified in the Call for Binding Offers, the Leader must hold the Leader Minimum Holding in the Joint Venture for the entire duration of the Tender Process, otherwise the said Joint Venture shall be excluded from the Tender Process. If the Joint Venture is declared Contractor, the Leader must retain a holding of at least 34% in the SPV which will conclude the Lease Agreement for a minimum commitment period as described in detail in the Lease Agreement, subject to any exceptions specified therein.

The Leader must be lawfully authorised by the other Joint Venture Members to represent and bind the Joint Venture during the entire Tender Process and on all issues relating to the Tender Process and the Transaction.

Note that all members of the Joint Venture shall be jointly and severally liable to HPPC in relation to all issues relating to the Tender Process until the Lease is signed. The issue of liability for the period after the Lease is signed shall be regulated by the Lease Agreement.

Failure to comply with the conditions set out above shall result in the Joint Venture being excluded.

C. Changes in the line-up of the Joint Venture

1. After the submission of the Expression of Interest and until the issuance of the decision of HPPC regarding the announcement of the Pre-Qualified Investors, no changes in the line-up of the Joint Ventures are allowed (including, for the avoidance of doubt, any change in the holdings of the Joint Venture Members), nor the establishment of a Joint Venture by an individual Interested Party.

2. Without prejudice to the provisions of section C.3 below, after the Pre-Qualified Investors are declared, the Pre-Qualified Investors shall be permitted to make the following

changes:

- (i) the establishment of a Joint Venture by an individual pre-qualified Investor. In this case the pre-qualified Investor must be appointed as the Leader of the Joint Venture and must retain the Leader Minimum Holding;
 - (ii) the reallocation of the holdings of the Joint Venture Members in the Joint Venture, provided that each Joint Venture Member participates in the Joint Venture with a percentage at least equal to the Minimum Holding in the Joint Venture;
 - (iii) the exit of one or more members of the Joint Venture;
 - (iv) the entry into a Joint Venture of one or more new natural or legal persons, private equity firms or funds, where the new Joint Venture Member participates in the Joint Venture with a percentage at least equal to the Minimum Holding in the Joint Venture and meets the Eligibility Conditions in paragraph 4.1 and the Personal Status Criteria in paragraph 4.2.2;
 - (v) the appointment of another Joint Venture Member as Leader (from among existing Joint Venture Members) where the new Leader participated as a Joint Venture Member at the time the Expression of Interest was submitted by the said Joint Venture and had from the outset or acquired (following internal reallocation of the holdings in the Joint Venture) a Holding in the Joint Venture at least equal to the Leader Minimum Holding; and
 - (vi) any combination of points (i) to (iv) of this paragraph.
3. The Call for Binding Offers may place restrictions on the ability of Pre-Qualified Investors, including the ability to:
- (a) add an economic operator who participated in another joint venture which submitted an Expression of Interest but was excluded or did not qualify as a pre-qualified Investor (in the case where the pre-qualified Investor is a Joint Venture) as a Joint Venture Member;
 - (b) establish a Joint Venture with an economic operator which participated in another Joint Venture which submitted an Expression of Interest but was

excluded or did not qualify as a pre-qualified Investor (in the case of an individual pre-qualified Investor).

4. No merger or other collaboration between Pre-Qualified Investors (including Joint Venture Members) is permitted.

5. The above changes under section C.2 may be accepted by HPPC subject to the following conditions, which apply cumulatively; these will be set out in more detail in the Call for Binding Offers:

(i) The change must be notified to HPPC in writing by a specific date before the date on which binding offers are submitted (as that date is specified in the Call for Binding Offers) (the "**Cut-off Date**"), and shall be subject to the prior written consent of HPPC.

(ii) Where a new member joins, that new member must participate in the Joint Venture with a percentage at least equal to the Minimum Holding in the Joint Venture and must meet the Eligibility Conditions in paragraph 4.1 and the Personal Status Criteria in paragraph 4.2.2, and the notification of such new member must be accompanied by the Supporting Documents specified in paragraph 1 of Annex A. In addition, that new member must accede to the Declaration of Confidentiality. Entry of a new member is not permitted after the Cut-off Date.

(iii) Under its new structure, the Joint Venture shall meet or continue to meet (as appropriate) the Eligibility Conditions in paragraph 4.1 and all the pre-qualification Criteria specified in paragraph 4.2 hereof.

6. Changes in the line-up of the Joint Venture shall not be permitted after the Cut-off Date. By way of exception, and subject to the specific provisions of the Call for Binding Offers, only those changes relating to:

(a) any internal changes in the Joint Venture Members' holding; and/or

(b) the exit from the Joint Venture of an existing Joint Venture Member; and/or

(c) the appointment of another Joint Venture Member as Leader (where the said Joint Venture Member already participated in the Joint Venture when

submitting the Expression of Interest and had from the outset or acquired after internal reallocation of the holdings in the Joint Venture a Holding in the Joint Venture at least equal to the Leader Minimum Holding); and/or

- (d) under the following conditions, which shall apply cumulatively:
- (1) the change is subject to the prior written consent of HPPC.
 - (2) The change shall be notified to HPPC by the date specified in the Call for Binding Offers;
 - (3) the outgoing Joint Venture Member is not the Leader;
 - (4) in the case of internal reallocation of the holding in the Joint Venture, each Joint Venture Member shall remain in the Joint Venture with a holding at least equal to the Minimum Holding in the Joint Venture;
 - (5) the Leader retains a holding in the Joint Venture at least equal to the Leader's Minimum Holding; and
 - (6) the Joint Venture continues to meet the Eligibility Conditions in paragraph 4.1 and all the Pre-Qualification Criteria as defined in paragraph 4.2 after the said change in the composition of the Joint Venture.

D. Compliance

A Pre-Qualified Investor will be excluded from the Tender Process if any of the conditions set out above are breached.

For the avoidance of doubt, it should be clarified that in the case where HPPC does not consent to a requested change in the line-up of the Joint Venture or substitution of a Pre-Qualified Investor and/or a Joint Venture Member, in accordance with the provisions above, the Pre-Qualified Investor (either a Joint Venture or an individual pre-qualified Investor) may submit a binding financial offer only with its line-up previously approved by HPPC.

4.2 PRE-QUALIFICATION CRITERIA

4.2.1 Pre-Qualification Criteria

The Pre-Qualification Criteria consist of the Personal Status Criteria as defined in paragraph 4.2.2 below, the Financial Capacity Criterion as defined in paragraph 4.2.3 below and the Technical Capability Criteria as defined in paragraph 4.2.4 below.

The Personal Status Criteria, the Financial Capacity Criterion and the Technical Capability Criteria must be met cumulatively by Interested Parties when submitting their Expression of Interest and throughout the entire Tender Process.

4.2.2 Personal Status Criteria

Interested Parties must cumulatively meet the Personal Status Criteria outlined in this paragraph and prove that they have been met in accordance with the provisions of paragraph 1 of Annex A hereof.

In the case of a Joint Venture, each Joint Venture Member individually must also demonstrate compliance with the Personal Status Criteria.

If the Interested Party or Joint Venture Member is a private equity firm or investment fund, the Personal Status Criteria must be met by the Interested Party itself (where it has legal personality) and by the investment / capital manager and/or general partner of that private equity firms or investment fund (depending on the form of the private equity firm or investment fund) and by the authorised representatives of that investment / capital manager or general partner.

An interested party who does not meet all the conditions laid down in this paragraph and in paragraph 1 of Annex A shall be excluded from the Tender Process.

An Interested Party shall be excluded from the Tender Process if at any time during the Tender Process it is proven that the Interested Party, or in the case of a Joint Venture, any of the Joint Venture Members is in one of the following situations:

- (a) it has been convicted by a final judgment for any of the offences listed in subparagraph 3 of paragraph 1.1 of Annex A hereof. This exclusion shall also apply to members of the Board of Directors, management or supervisory body of any Interested Party who submits an Expression of Interest, and to any persons who have overall power of representation, decision-making or control over the Interested Party (hereinafter the **"Affected Persons"**). For the avoidance of doubt, it should be clarified that in relation to Greek corporate entities, Affected Persons means in all events, and without limiting HPPC's right to request clarifications and/or additional information in accordance with paragraph 5.4 hereof: (i) for limited liability companies, private companies and partnerships, namely general partnerships and limited partnerships, administrators and (ii) for societies anonymes, the CEO and all members of the Board of Directors, while in relation to foreign legal persons the legal representative based on the Articles of Association or equivalent document and other members of the management body.
- (b) it has breached its obligations relating to the payment of taxes or social security contributions where this is confirmed by a court ruling with the force of res judicata or an administrative decision with binding force in accordance with the legislation of the Interested Party's country of origin / incorporation / establishment (as appropriate) and/or HPPC can prove using suitable means that the Interested Party has breached its obligations relating to the payment of taxes or social security contributions.
- (c) the Interested Party has overdue debts to HPPC either itself or its legal representative (in the case of a legal person) or a person associated with the Interested Party within the meaning of Article 32 of Law 4308/2014 or any relevant applicable provisions.

- (d) the Interested Party is bankrupt, has been placed in special liquidation, is in compulsory receivership by a liquidator or by a court, has been placed in bankruptcy compromise proceedings, has suspended its business activities, has been placed in restructuring proceedings and does not comply with the terms thereof or, for foreign economic operators, is in any analogous situation arising from a similar procedure specified in the laws and regulations of its country of origin / incorporation / establishment (as appropriate).
- (e) where there is a conflict of interest in relation to the Tender Process and the Transaction, which cannot be remedied by other, less interventionist means.
- (f) the Interested Party or any Affected Person has been found guilty of serious misrepresentations when providing information required to verify the absence of grounds for exclusion or to meet the Pre-Qualification Criteria, has concealed such information or is unable to submit the necessary documents to back up that information.
- (g) the Interested Party or any Affected Person attempts to unlawfully influence HPPC's decision-making process, to obtain confidential information which may entail unlawful advantages for them in the Tender Process or through its own fault to provide misleading information which may materially affect HPPC's decisions to exclude, qualify or award the Tender Process.

4.2.3 Financial Capacity Criterion

Interested Parties must have adequate financial capacity to ensure payment of the financial consideration for the Transaction. In this context, Interested Parties must meet the financial criterion outlined in this paragraph (the “**Financial Capacity Criterion**”) in order to be able to meet the requirements of the Lease Agreement and demonstrate that it has been met as outlined in paragraph 2 of Annex A hereof:

A. Individual Interested Party

Where the Interested Party is a company-type entity (a “**Corporate Entity**”), it must prove that

the average annual (consolidated, in the case of consolidation) equity¹ (calculated as total consolidated assets less total consolidated liabilities,² in the case of consolidation, otherwise as total assets less total liabilities³) amounts for the last three (3) audited financial years to at least eight million euros (€ 8,000,000.00).

Where the Interested Party is a private equity firm or investment fund ("**Private equity firms/ Investment Funds**") it must prove that it has committed, undisbursed and uninvested funds in the last financial year before the Submission Date (as defined in point 5.2 below) of at least eight million euros (€ 8,000,000.00) in accordance with the most recent audited financial statements (or consolidated financial statements, as appropriate) or the auditors' reports or a certificate confirmed by the auditors' reports or a certificate confirmed by an auditor issued within the thirty (30) calendar days prior to the date the Expression of Interest is submitted. HPPC shall be entitled to request the auditor's report or the certificate referred to above, even if the Interested Party has already submitted its financial statements.

Where the Interested Party is a natural person ("**Natural Person**"), it must prove that it has direct ownership and possession of available, liquid and unencumbered financial assets (net personal assets) with a total market value of at least eight million euros (€ 8,000,000.00). For the purposes of calculating the net personal assets of a person, the following shall be taken into account:

- (a) cash deposits with a bank or any other credit institution operating lawfully in at least one Member State of the European Union (EU), the European Economic Area (EEA) or the Organisation for Economic Cooperation and Development (OECD);
- (b) realisable and transferable securities.

B. Joint Venture

In the case of a Joint Venture, the Financial Capacity Criterion shall be met if the weighted average position, calculated as the sum of the relevant parameter in accordance with the provisions of paragraph 4.2.3 A above, for each Joint Venture Member and pro rata with its participation in the Joint Venture (in accordance with Model Declaration 5 in Annex B) is at least eight million euros (€ 8,000,000.00).

¹ Equity

² Liabilities

³ Liabilities

C. Reliance on a Third Party

An Interested Party (or in the case of a joint venture, a Joint Venture Member) may rely on the financial standing of a Third Party (irrespective of the legal nature of the ties between them). In this case, the Interested Party (or, in the case of a Joint Venture, the Joint Venture Member) must prove that the Third Party meets the Financial Capacity Criterion by submitting the Supporting Documents referred to in paragraph 2 of Annex A as appropriate and further that it will have at its disposal the necessary financial resources to complete the Transaction by submitting a declaration in accordance with Model Declaration 6 of Annex B, duly signed by the said Third Party that it will unconditionally place all necessary financial resources at the disposal of the Interested Party (or, in the case of a Joint Venture, at the disposal of the Joint Venture Member) and that it will be jointly and severally liable to HPPC in the case where the conditions laid down in this paragraph are not met. The Third Party must also meet the Eligibility Conditions in paragraph 4.1 and the Personal Status Criteria in paragraph 4.2.2 and submit the Supporting Documents specified in Annex A.

For the avoidance of doubt, the Financial Capacity Criterion is met either by the Interested Party (either an individual entity or Joint Venture) or by the Third Party, but not by both parties in combination. Where a Joint Venture Member relies on a Third Party, the commitment of the Third Party shall exclusively cover the specific Member and the financial resources of the Third Party shall only be taken into account for the participation of that Member in the weighted average position of the Joint Venture. The weighted average position is calculated as the sum of the relevant parameters of all Members of the Joint Venture, taking into account the financial standing of the Third Party where it has been declared and documented for a specific Member, with a pro rata holding of that Member in the Joint Venture.

D. General provisions

Where the Interested Party or Joint Venture Member or Third Party has merged with or acquired and maintains any business during the last three (3) financial years, the Financial Capacity Criterion may also be met on the basis of pro-forma financial statements prepared and audited by a certified public accountant on the assumption that the acquisition or merger took place at the start of the said 3-year period.

Where the Interested Party or a Joint Venture Member or Third Party has been established and operates for less than three (3) financial years, HPPC shall take into account the financial

years during which the said Interested Party or Joint Venture Member or Third Party operates, provided it has audited financial statements for at least one (1) financial year.

4.2.4 Technical Capability Criteria

Interested Parties must have adequate technical experience that ensures that they are in a position to meet the requirements of the Lease Agreement. In this context, Interested Parties must meet the Technical Capability Criteria outlined in this paragraph (the “**Technical Capability Criteria**”) and demonstrate that they have been met as outlined in paragraph 3 of Annex A hereof:

Interested Parties must have experience in at least one of the following sectors within the last two (2) years before submitting the Expression of Interest:

- i. provision of management services and continuous operation of a beach, which experience must have been acquired from 2022 onwards;
- ii. provision of mass catering services through the management and continuous operation of at least one corresponding business, which experience must have been acquired from 2022 onwards;
- iii. the provision of continuous operation, management services for tourism, cultural or hotel facilities, which experience has been acquired from 2022 onwards;
- iv. the provision of management services and continuous operation of hotels with at least 100 beds, either in Greece or abroad, which experience has been acquired from 2022 onwards.

Interested Parties must have experience in at least one of the above sectors for each of the two (2) consecutive years. This experience must be declared using Model Declaration 8 contained in Annex B of this Call.

For the purposes of points (i) and (ii) of this criterion, "management and operation" means that the Interested Party is either the owner or lessee or concessionaire and/or operator managing, running and operating the relevant infrastructure, or participated with at least a 34% stake in the share capital of the company managing the relevant infrastructure (which is either the owner or lessee or concessionaire, or a company operating it under a management agreement or subcontracting agreement).

In the case of a Joint Venture, the Technical Capability Criteria may be met by one Joint Venture Member who has a holding in the Joint Venture of at least 20% (the "Joint Venture Member providing the technical capability"). The Joint Venture Member providing the technical capability must retain this minimum holding in the SPV's share capital for a minimum commitment period of three (3) years or for a longer period, as described in detail in the Lease Agreement, subject to any exceptions specified therein.

An interested party (or in the case of a Joint Venture, a Joint Venture Member) may rely on the technical capabilities of a Third Party (irrespective of the legal nature of the ties between them) which meets the Technical Capability Criteria. In this case, the Interested Party must prove that it will have at its disposal the necessary technical resources to implement the Lease Agreement by submitting a declaration in accordance with Model Declaration 9 in Annex B hereof, duly signed by the said Third Party that it meets the Technical Capability Criterion, that it will unconditionally place all necessary technical resources at the disposal of the Interested Party and that it will be jointly liable with the Interested Party to HPPC in the case where the conditions laid down in this paragraph are not met. In that case, the said Third Party must also meet the Eligibility Conditions in paragraph 4.1 and the Personal Status Criteria in paragraph 4.2.2 and submit the Supporting Documents specified in paragraph 1 of Annex A. HPPC may request additional documents demonstrating the commitment of the Third Party to make the necessary technical resources available to the Interested Party, in accordance with the points further specified in the Call for Binding Offers.

For the avoidance of doubt, it should be clarified that the Technical Capability Criteria are met either by the Interested Party or by the Third Party, but not by both parties cumulatively. In the case of a Joint Venture, the individual technical experience of the Members of the Joint Venture cannot be combined to meet the Technical Capability Criteria and the Joint Venture Member providing the technical capability must meet the Technical Capability Criteria overall.

5. SUBMISSION OF EXPRESSIONS OF INTEREST - INFORMATION AND CLARIFICATIONS

5.1 CONTENTS AND STRUCTURE OF THE EXPRESSION OF INTEREST

An Expression of Interest shall be deemed to have been submitted in accordance with the provisions of this Call where the Interested Party submits all the following documents in the folders specified below:

- (a) **Folder A:** which includes the original Expression of Interest Letter in accordance with the content of the model letter provided in Annex B (Model Expression of Interest Letter) and the supporting documents in hard copy and original format (or in lawfully attested copies of the originals) in a sealed, non-transparent envelope marked "ORIGINALS IN HARD COPY";
- (b) **Folder B:** which includes an ordinary copy of Folder A marked "COPY OF ORIGINAL FORMS"; and
- (c) an electronic storage device (USB stick) which includes electronic copies of Folder A in easily accessible and readable (unencrypted or compressed) PDF format.

Note that where the original document is an electronic document:

- (a) the original electronic document, as issued, must be saved on the electronic storage device;
- (b) a printed copy of the original digital document attested in accordance with the provisions of Law 4727/2020 (Government Gazette 184/A/23.9.2020) must be submitted in Folder A for electronic documents (where attestation is required by law); and
- (c) an ordinary copy of the document in Folder A must be submitted in Folder B.

Where there is a contradiction or discrepancy between documents submitted in hard copy and those submitted in electronic format, the hard copy submitted shall prevail, unless the original is an electronic document, in which case the electronic document shall prevail. Where there is a contradiction between the original in hard copy and the copy in hard copy, the original in hard copy shall prevail.

The original Expression of Interest Letter included in Folder A must be submitted in Greek. If drafted in a different language, the original Expression of Interest Letter must be accompanied by an official translation into Greek. In all cases, the Greek text shall prevail.

Each Interested Party must appoint a competent contact person with whom HPPC and/or its Advisors may communicate (the "**Process Agent**"). In this context, the Expression of Interest shall contain the Process Agent's full name-surname and contact details (including mailing address, landline phone number, mobile phone number and email address) and shall also

include a lawfully attested copy or extract of the decision (or decisions, in the case of a Joint Venture) relating to his/her appointment as Process Agent by the competent body (s) or member (s) of the Interested Party in accordance with its Articles of Association.

The Expression of Interest Letter must be signed in person by the Interested Party in the case of a natural person, or by lawfully authorised representative (s) of the Interested Party in the case of a legal person. The relevant authorisations must be included in the supporting documents to be submitted along with the Expression of Interest Letter.

In the case of a Joint Venture, the Expression of Interest Letter may be signed either by all Members of the Joint Venture, lawfully represented in accordance with the above, or by a joint representative lawfully authorised by all Members of the Joint Venture. In this case, the relevant authorisations to appoint the said joint representative must be included in the supporting documents to be submitted along with the Expression of Interest Letter.

Attestation of the authenticity of the signature is not required in relation to the Expression of Interest Letter.

5.2 SUBMISSION OF THE EXPRESSION OF INTEREST

Interested Parties must submit their Expression of Interest in accordance with paragraph 5.1 at the facilities of HPPC at 7 Voulis St., Athens, GR-10562, Greece (2nd floor - Protocol Office) inside a sealed envelope with the name / corporate name / seal and address of the Interested Party, either in person or by registered mail or courier service, by Thursday 15 May 2025 (the "Submission Date") at 14:00 hours (Greek time, GMT +2). The critical time for submitting the Expression of Interest is considered to be the time at which it is submitted to the Protocol Office of HPPC and not the time at which it is sent.

An expression of interest submitted after 14:00 hours (Greek time, GMT +2) on the Submission Date is unacceptable and consequently will be rejected and returned to the Interested Party without being opened. Any delay due to chance events or force majeure will not be recognised as a justified reason for late submission of the Expression of Interest.

After the end of the deadline for submitting Expressions of Interest and completion of their acceptance, the Tender Committee, at a meeting at the facilities of HPPC at 7 Voulis St., Athens, GR-10562, Greece (2nd floor - Protocol Office), will take receipt of the submitted

Expressions of Interest and will open them, which meeting the representatives of the Interested Parties who have submitted Expressions of Interest are entitled to attend.

At its next meeting, the Tender Committee will check and evaluate the content of Expressions of Interest. In all events the Tender Committee reserves the right to request clarifications in writing about the information submitted by Interested Parties in implementation of Article 5.4 hereof.

The Tender Committee shall prepare a report with the Pre-Qualified Investors who meet the Eligibility Conditions and the Pre-Qualification Criteria to participate in Phase II as well as any excluded investors. These minutes shall be approved by decision of the CEO of HPPC and notified to Interested Parties (Pre-Qualified Investors and any excluded ones) by email.

An objection may be filed against that decision of the CEO within three (3) calendar days from the day after notification.

Objections shall be submitted in writing and addressed to the Tender Committee which shall prepare an opinion on the objections and a recommendation to the Board of Directors of HPPC.

The Board of Directors shall issue a final decision approving or rejecting the Tender Committee's recommendation on objections and shall prepare a final list of Pre-Qualified Investors. The decision shall be notified to Interested Parties (Pre-Qualified Investors and any excluded ones) by email. No further objections or pleas may be filed against that decision.

Following completion of this process, the Pre-Qualified Investors will be informed in writing about their pre-qualification and will be invited to participate in Phase II. Interested Parties who are not pre-qualified will be informed in writing about the grounds for their exclusion.

5.3 SUPPORTING DOCUMENTS

The Expression of Interest Letter must be accompanied by the supporting documents specified in paragraphs 1, 2 and 3 of Annex A (the “**Supporting Documents**”). The Supporting documents must be submitted in Greek or accompanied by an official translation into Greek.

Foreign public documents (including official translations) must bear an Apostille in accordance with the Hague Convention of 5 October 1961 ratified by Law 1497/1984 (Government Gazette 188/A/27.11.1984) where they are drawn up in states which have acceded to that

Convention, otherwise they must bear a consular attestation.

For the purposes of submitting the Expression of Interest, the translation shall be presumed to be official provided it has been certified by a competent judicial or administrative authority or lawyer or certified translator who is empowered to issue official translations in accordance with the legislation of the country of origin / incorporation / establishment of the Interested Party (and in the case of a joint venture, of the relevant Joint Venture Member) or by the translation service of the Greek Ministry of Foreign Affairs or by certified translators or a lawyer in accordance with the provisions of Article 454 of the Hellenic Code of Civil Procedure, the provisions of Law 3712/2008 (Government Gazette 225/A/5.11.2008) and Article 36 of Law 4194/2013 (Government Gazette 208/A/27.9.2013) respectively.

It is mandatory for Interested Parties to use the model forms provided in this Call relating to the content of supporting documents (Annex B).

The Supporting Documents must be submitted in the format specified in paragraph 5.1 of this Call.

Where attestation of the authenticity of a signature is requested, in relation to the Greek jurisdiction, supporting documents shall be accepted which: (a) have the authenticity of the signature certified by a Greek public authority (e.g. Citizen Service Centres) or (b) have been issued via the Public Administration Single Digital Portal (gov.gr) using the "Digital Document Certificate" and "Digital Private Agreement Certificate" applications in accordance with the provisions of Ministerial Decision No. 40912 ΕΞ 2021/21 (Government Gazette 5354/B/18.11.2021) or (c) are notarised affidavits or (d) have been signed with an approved electronic signature within the meaning of Law 4727/2020.

Copies shall be certified either in accordance with the legislation of the country in which they are issued (country of origin / incorporation / establishment (as appropriate) of the Interested Party / Joint Venture Member / Third Party) or by a lawyer or notary operating in Greece or, in relation to certain types of documents, by the Citizen Service Centres (CSCs) or the competent administrative authorities which are empowered to certify copies.

Where this Call refers to a Solemn Declaration, it shall mean the Solemn Declaration referred to in Article 8 of Law 1599/1986 whose content has been laid down in Decision No. ΔΙΑΔΠ/Α1/18368 (Government Gazette 1276/B/1.10.2002) of the Minister of the Interior, Public Administration and Decentralisation, which may also be prepared online in accordance

with the provisions of Articles 24 and 27 of Law 4727/2020 (Government Gazette 184/A/23.9.2020). Where the Solemn Declaration is not issued via the Public Administration Single Digital Portal (gov.gr) and bears the issuer's handwritten signature, the authenticity of the signature must be attested by a competent authority. Where the Interested Party or the person responsible declares that they are foreigners, a solemn declaration shall also mean a sworn statement or declaration made before a competent judicial or administrative authority or notary public in accordance with the law of the Interested Party's or the declarant's state of origin / establishment.

5.4 CLARIFICATIONS AND ADDITIONAL INFORMATION

In the case of any questions relating to this Call, Interested Parties shall be entitled to send specific requests in writing for clarifications by email to the email address: assetleasing@hppc.gr, to which expressly authorised persons have access.

These requests shall be submitted no later than fourteen (14) full calendar days before the Submission Date, by 17:00 hours (Greek time, GMT +2). For the purposes of calculating that deadline, the day on which the Submission Date falls shall not be taken into account. HPPC, with the assistance of its Advisors, will respond to the said requests for clarifications in writing, within a reasonable time and in any case no later than six (6) full calendar days before the Submission Date. In order to ensure the objectivity and transparency of the Tender Process, all written questions and corresponding answers will be made available to all Interested Parties simultaneously on the HPPC website (<https://hppc.gr/>) in an anonymous manner, i.e. without revealing the Interested Party who submitted the question. Any information made available on the HPPC website in accordance with the above shall be presumed to have become indisputably known to all Interested Parties from the date of such posting.

Without prejudice to the first paragraph, Interested Parties are prohibited from communicating directly nor are they entitled to send requests for clarifications directly to any member of management, employee, representative or executive of the Company or its Advisors.

HPPC reserves the right to request clarifications and/or additional information in writing about any issue relating to the Expression of Interest and the Supporting Documents submitted, setting a reasonable deadline in writing for the clarifications and/or additional information requested to be provided, which commences from the date on which the relevant request is notified to the relevant Interested Party. Interested Parties who are unable to submit the said

additional documents and/or clarifications and/or information requested by HPPC will be excluded from the Tender Process. Any clarifications or additional information submitted by Interested Parties without having been requested by HPPC shall not be taken into account.

6. OTHER TERMS / DISCLAIMER

- 6.1 Submission of the Expression of Interest indicates the express and unreserved acceptance of the terms of this Call by the Interested Party, and in the case of a Joint Venture, all Joint Venture Members. Any express or tacit provision to the contrary included in an Expression of Interest shall result in the Expression of Interest being rejected and the said Interested Party being excluded. All terms of this Call and the Tender Process are mandatory content of the Lease Agreement and the Transaction, even if no express reference is made to those terms in the relevant agreement.
- 6.2 Interested Parties shall bear their own costs and expenses in relation to the Tender Process and Transaction, including the fees and expenses of their legal, technical, financial and other advisors. HPPC and its advisors (including the Advisors), managers, representatives, employees and executives shall bear no liability or obligation to pay any expenses or costs incurred by any Interested Party or Joint Venture Member in relation to the Tender Process and the Transaction or due to its exclusion.
- 6.3 In the context of the Tender Process, the cost of publishing Company notices in the press and in general, any contract fees and forfeiture of guarantees/bonds shall be borne by the Contractor.
- 6.4 The participation of a single candidate in the Tender Process is not an impediment to the contract being awarded. The Company's competent body which will be specified in the Call for Binding Offers, which will be issued in Phase II, based on a more recent decision of the Board of Directors of HPPC to this end, may opt not to award the contract for this Tender Process to the highest bidder in each case, where their tender is considered disadvantageous for the Company.
- 6.5 The issuing of this document shall not under any circumstances bind HPPC to enter into the Transaction in accordance with the Tender Process and/or at all. HPPC reserves the right to repeat, postpone, cancel or amend the terms, schedule and any phase of the

Tender Process in its entirety, this Call or the Call for Binding Offers and the Tender Process in its entirety, at any time, without any compensation to the highest bidder and other candidates, as appropriate, given that each participant participates in each phase of the Tender Process is at their own risk. Where the terms of this Call or the Call for Binding Offers are amended, HPPC shall notify the amendment to the Interested Parties or Pre-Qualified Investors (as appropriate) using suitable means.

6.6 HPPC, HCAP, the Greek State, their managers, representatives, employees, executives and advisors, including, without limitation, the Advisors, shall not be liable under any circumstances and shall have no obligation towards the Interested Parties, including the Joint Venture Members, as the case may be, and/or to any third parties for any reason or cause, including, inter alia, any error, inaccuracy or omission in this Call or in any other document related to the Tender Process, or for any amendment of the applicable legislation affecting or related to the Tender Process. No person shall acquire any right or claim for compensation of any kind under this Call and/or the Expression of Interest and/or participation in the Tender Process against HPPC, HCAP, the Greek State, and any of their managers, representatives, employees, executives or advisors, including, without limitation, the Advisors, for any reason or cause, including the above. No representation, warranty or commitment, whether express or tacit, is made –nor will any be made– in relation to the accuracy, adequacy or completeness of this Call and the Tender Process in general.

6.7 This Call is only addressed to persons to whom it may be lawfully notified in accordance with the applicable legislation. It does not constitute an offer and, to the extent permitted by law, HPPC and its managers, representatives, employees, executives and advisors, including, without limitation, the Advisors, shall bear no liability in relation to it. In particular:

(i) Although this document has been prepared in good faith, the information contained may not be complete and may not have been independently confirmed by HPPC or its advisors, including, without limitation, the Advisors.

(ii) No information contained in this document is the basis for any representation, warranty or term of a contractual relationship between HPPC or any of its advisors and any third party.

- (iii) For the purposes of this document, the advisors of HPPC, including, without limitation, the Advisors, act exclusively as advisors of HPPC, and are not liable to anyone other than HPPC. HPPC and its managers, representatives, employees, executives and advisors, including without limitation the Advisors, shall not be liable for any expenses or costs incurred by any Interested Party or other recipient of this document relating to the Tender Process and the Transaction. All Expressions of Interest, responses, proposals and submissions relating to this document and/or the Tender Process shall be at the Interested Parties' own exclusive risk and expense.
- (iv) When this document is issued, HPPC and its advisors undertake no obligation to provide Interested Parties with access to any additional information or to update the said document or to correct any inaccuracies which may be identified in it.

6.8 This Call does not constitute the basis for any investment decision or investment proposal on the part of HPPC, HCAP or the Greek State or any of their advisors, including, without limitation, the Advisors, nor the provision of investment advice by them. Each Interested Party must carry out its own independent evaluation and research and obtain independent professional advice as it sees fit in relation to this Call.

6.9 HPPC reserves the right to request at any time from Interested Parties, Third Parties and Related Parties additional information and clarifications in order to ascertain compliance with the terms of this Call.

6.10 **DATA PROTECTION** HPPC acts as a data controller within the meaning of Greek and European data protection legislation, and in particular the General Data Protection Regulation (Regulation (EU) 2016/679) and Law 4624/2019 as in force, in relation to the personal data of natural persons collected in the context of the Tender Process; the processing of such data shall be carried out in accordance with the applicable legislation on the protection of personal data, as in force.

Such personal data may include any personal information contained in the Expression of Interest submitted to HPPC in the context of the Tender Process, as described in paragraph 5 of this Call.

The purpose of processing is to evaluate the Expression of Interest, to implement the

Tender Process and carry out checks, to safeguard HPPC's rights in accordance with the legislation, to safeguard the security and protection of transactions in general, to discharge HPPC's legal obligations, and to prevent fraud against HPPC. In this context, the processing of personal data is necessary for the performance of the public interest task assigned to HPPC and the performance of its contractual obligations. Lastly, the ID and contact details will also be used by the Company to inform the Interested Party about the evaluation of the Expression of Interest submitted.

The personal data collected and processed in the context of the Tender Process may be sent to third parties to whom the Company assigns the execution of a specific instruction (acting as processors), namely its Advisors and all advisors appointed by the Company to implement the Tender Process and the Transaction, as well as, possibly, the Virtual Data Room service provider, who, in all events, in the context of their activities in accordance with the legislation, are subject to scrutiny regarding compliance with confidentiality requirements, as well as the Company, HCAP and public bodies and judicial authorities in the context of their powers and competences.

Personal data collected and processed in the context of the Tender Process may be retained for a period of twenty (20) years commencing from the end of the Tender Process in any manner. After the end of that period, the data shall be securely destroyed unless retention for a longer period is required or permitted by any applicable law, regulatory provision or regulation or by any competent judicial, governmental, supervisory or regulatory body.

According to the General Data Protection Regulation (Regulation (EU) 2016/679), natural persons have the following rights in relation to the processing of their personal data: (a) access and information, (b) correction, (c) deletion, (d) restriction of processing, (e) objection to the processing of their personal data, including objection to automated decision-making and profiling and (f) data portability. In order to exercise these rights or make any other request, interested parties may contact the Company in writing at the following email address: dpo@hppc.gr. HPPC shall take all possible steps to respond to the data subject's requests within a reasonable period of time and no later than one (1) month maximum, which may be extended by a maximum of two (2) months if the request is complex or there are a large number of requests; the data subject shall be informed of the said delay within one (1) month from receipt of the

request. The Company may refuse to satisfy the data subject's request in whole or in part only where that option is specified in Greek and/or European law. More specifically, HPPC has the right to refuse to request the deletion of any data of a natural person, if retention of that data is necessary for compliance with a legal obligation, for the fulfilment of a public interest task, for archiving purposes in the public interest, or for the establishment, exercise or defence of legal claims or demands of a third party. The exercise of these rights does not release Interested Parties from their obligations deriving from their participation in the Tender Process.

Data subjects are entitled to lodge a complaint with the Hellenic Data Protection Authority (HDPA) about issues relating to the processing of their personal data. Detailed information about the Authority's remit and the means of submitting a complaint is provided on the DPA website (<http://www.dpa.gr>). HPPC is obliged to take all reasonable steps to ensure compliance with the confidentiality requirements, the security of the processing of personal data and the protection of the said data from accidental or unlawful destruction, accidental loss, alteration, unauthorised disclosure or access by anyone, as well as from any other form of illegal processing.

All Interested Parties must comply with the applicable national and European legal and regulatory framework on the protection of personal data and must take all necessary technical and organisational measures to ensure that the requirements of the General Data Protection Regulation (Regulation (EU) 2016/679) are met. More specifically, by submitting an Expression of Interest, Interested Parties declare that the legal basis for transferring and providing all personal data provided to the Company in the context of the Tender Process has been established and that all natural persons whose personal data is provided to HPPC have been duly informed in accordance with the requirements of national and EU legislation on the protection of personal data.

- 6.11 In cases where the Company has well-founded suspicions that there is collusion between the Pre-Qualified Investors or the Contractor in order to curb competition in the Tender Process, or that the line-up of the Pre-Qualified Investor or the Contractor may infringe the provisions of competition law, as in force, HPPC may request that the Pre-Qualified Investor or the Contractor respectively provide the evidence considered necessary by the Company.

- 6.12 All Expressions of Interest shall be the Company's property after they are submitted. Interested Parties grant HPPC the right to reproduce and disclose the responses to this Call in the context of fulfilling its statutory objectives. If required by a legislative or regulatory provision or court order or instruction from a regulatory body or government authority, the Company may also disclose certain information and/or documents relating to any Expression of Interest. In addition, HPPC and/or its advisors may be obliged to disclose information they hold about the Expressions of Interest submitted in response to requests for information, subject to any relevant exceptions.
- 6.13 Submission of an Expression of Interest by any Interested Party indicates that the Interested Party agrees that HPPC may at any time, at its discretion, and in particular in the context of the transparency principle, disclose its identity.
- 6.14 Each Expression of Interest submitted in the context of this Call shall be valid for twenty four (24) months from submission. This validity period may be extended if required by the Company where the Interested Party consents to that.
- 6.15 The currency of the Transaction shall be the Euro and all monies relating to this Call and the Supporting Documents shall be expressed in Euro.
- 6.16 This Call, the Expressions of Interest and the Tender Process as a whole shall be governed by and interpreted in accordance with Greek law. Any disputes arising from or in relation to this Call and/or the Tender Process, including any disputes arising from non-contractual obligations, shall be subject to the exclusive jurisdiction of the competent courts of Athens in Greece, following an amicable resolution procedure.
- 6.17 The official language of the Tender Process is Greek and all relevant documents of HPPC, including but not limited to the Call, the Call for Binding Offers and the Lease Agreement, shall be drafted in Greek. Communication between HPPC and the Advisors and Interested Parties and Pre-Qualified Investors shall be in Greek.

ANNEX A - SUPPORTING DOCUMENTS FOR EXPRESSIONS OF INTEREST

1. PERSONAL STATUS CRITERIA

1.1. CORPORATE ENTITIES

An individual Interested Party who is a Company must submit the following:

1. Current codified Articles of Association and/or memorandum of association, as well as recent certificate (s) or other equivalent document, issued within the thirty (30) calendar days prior to the Submission Date by the public companies register, which confirms the establishment of the Corporate Entity, its registration with the competent authorities of the state of incorporation and its current establishment (if different), as well as its existence on the date of issue of the certificate.
2. Documents demonstrating the current legal representation of the Interested Party (e.g. CEOs, Executive Directors, Administrators, Joint Administrators, etc. or members of any relevant administrative or competent corporate bodies) issued within the thirty (30) calendar days prior to the Submission Date. Where, in accordance with the legislation of the state in which the Corporate Entity is incorporated/established (as appropriate), it is mandatory to publish the identity of the persons representing the Corporate Entity, a copy of the relevant publication must also be submitted (e.g. a certificate issued by the competent authority, companies register, etc.).

In addition, a document must be submitted which demonstrates the power of the person (s) signing the Expression of Interest, such as a decision of the corporate body granting power to a specific natural person to sign and/or submit the Expression of Interest and all documents required in the context of the Tender Process or a certificate showing the power of a specific natural person to sign and/or submit the said documents.

3. Extract (s) from the criminal record or other equivalent document (s) /certificate (s) issued within the thirty (30) calendar days prior to the Submission Date by the competent judicial or administrative authorities of the country in which the Corporate Entity is incorporated / is actually established (as appropriate) and the country of habitual residence and nationality of the Affected Persons (if different) which proves that the Interested Party and/or its Affected Persons (as appropriate) have not been convicted by final judgment of conviction for one of the following offences:

- (a) Participation in a criminal organisation as defined in Article 2 of Council Framework Decision 2008/841/JHA of 24 October 2008 on combating organised crime (OJ L 300 of 11.11.2008, pages 42-45) and as defined in Greek law and/or the law of the country of origin / incorporation / establishment of the Interested Party and/or Affected Person (as appropriate);
- (b) Bribery as defined in Article 3 of the Convention on the fight against corruption involving officials of the European Communities or officials of EU Member States (OJ C 195 of 25.6.1997, pp. 1-11) and Article 2 (1) of Council Framework Decision 2003/568/JHA of 22 July 2003 on combating corruption in the private sector (OJ L 192 of 31.7.2003, pp. 54-56) and as defined in Greek law and/or the law of the country of origin / incorporation / establishment (as appropriate) of the Interested Party and/or Affected Party (as appropriate);
- (c) Fraud within the meaning of Articles 2 and 3 of 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 (OJ L 198 of 28.7.2017, pages 29-41) which was transposed into Greek law by Law 4689/2020 (Government Gazette 103/A/27.5.2020);
- (d) Terrorist offences or offences linked to terrorist activities, in accordance with the provisions of Articles 2 to 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 of 31.3.2017, pages 6 to 21) or inciting, aiding or abetting or attempting to commit such a criminal offence, in accordance with the provisions of Article 14 of that Directive. That Directive was transposed into Greek law by Law 4689/2020 (Government Gazette 103/A/27.5.2020);
- (e) Money laundering or terrorist financing, as defined in Article 1 (3) of Directive (EU) 2015/849 of the European Parliament and of the Council of 20 May 2015 on the prevention of the use of the financial system for the purpose of money laundering or terrorist financing, amending Regulation (EU) No 648/2012 of the European Parliament and of the Council and repealing Directive 2005/60/EC of the European Parliament and of the Council and Commission Directive 2006/70/EC (OJ L 141 of 5.6.2015, pages 73-117), as amended and in force, which has been transposed into

Greek law by Law 4557/2018 (Government Gazette 139/A/30.7.2018);

- (f) Child labour and other forms of human trafficking, as defined by Article 2 of Directive 2011/36/EC of the European Parliament and 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, 15.4.2011, p. 1), as transposed into Greek law by Law 4198/2013 (Government Gazette 215/A/11.10.2013);
- (g) Embezzlement, extortion, forgery, perjury, fraudulent bankruptcy, false attestation, and a crime relating to their professional activity or serious professional misconduct proven to have been ascertained by any means, as defined in Greek law and/or the law of the country of origin / incorporation / establishment of the Interested Party and/or the Affected Person (as appropriate);
- (h) Environmental offences within the meaning of Article 28(1) and (2) of Law 1650/1986 (Government Gazette 160/A/16.10.1986) as amended by Article 7 of Law 4042/2012 (Government Gazette 24/A/13.2.2012) and in force, and Article 3(2), (3) and (4) of Directive (EU) 2024/1203 of the European Parliament and of the Council of 11 April 2024 on the protection of the environment through criminal law and the replacement of Directives 2008/99/EC and 2009/123/EC.

For the avoidance of doubt, it should be clarified that in the case where the Affected Person (s) has/have a different country of habitual residence and/or nationality from that of the country of incorporation/actual establishment (as appropriate) of the Corporate Entity, then the necessary criminal record extracts or other equivalent documents/certificates must be issued by the competent judicial or administrative authorities of those two or three jurisdictions (as appropriate).

Where an extract from the criminal record or other equivalent document (s) / certificate (s) is/are not issued in the country of incorporation/establishment (as appropriate) of the Corporate Entity and/or the country of origin of the Affected Persons or in the case where such document does not cover all cases referred to in points (a) to (h) above, a sworn statement issued within the thirty (30) calendar days prior to the Submission Date or, in countries where no sworn statement is required, a solemn declaration made before the competent judicial or administrative

authority or notary or competent professional or commercial organisation in accordance with the law of the country of incorporation/establishment (as appropriate) of the Corporate Entity, signed by the legal representative (s) of the legal person, stating that by the date of signing of the certificate/statement/declaration the Interested Party and/or the Affected Persons have not been convicted by final judgment for any of the offences referred to in points (a) to (h) (in accordance with Model Declaration 4 in Annex B). Where a sworn statement or solemn declaration is submitted, that statement/declaration shall be accompanied by an official certificate issued by the competent authority in the country where the Corporate Entity is incorporated/established (as appropriate) and/or the country of origin of the Affected Persons (as appropriate) confirming that an extract from the criminal record or other equivalent document/certificate is not issued in that country or that the document/certificate issued does not cover all cases referred to in points (a) to (h) above. Where it is not possible for the competent authority to issue the said certificate, a solemn declaration from the Corporate Entity that it has not been issued shall be submitted.

Such special data is collected and processed to safeguard the public interest, as well as the statutory objectives of HPPC. Any natural person directly or indirectly participating in this Tender Process shall be deemed to have expressly consented to the lawful processing of such data by HPPC.

4. A certificate (s) from the competent authorities in the country where the Corporate Entity is incorporated/established (as appropriate) confirming that no taxes are owed by the Corporate Entity (namely a tax clearance form) issued within the thirty (30) calendar days prior to the Submission Date.

Where the said certificate is not issued in the country of incorporation/establishment (as appropriate) of the Corporate Entity, a sworn statement issued within the thirty (30) calendar days prior to the Submission Date shall be submitted or, in countries where no such statement is required, a solemn declaration made before the competent judicial or administrative authority or notary or competent professional or commercial organisation in accordance with the law of the country of incorporation/establishment (as appropriate) of the Corporate Entity, signed by the legal representative of the Corporate Entity, stating that no tax was owed by the Corporate Entity up to the date of signing of

the certificate/declaration (in accordance with Model Declaration 4 in Annex B). Where a sworn statement or solemn declaration is submitted, that statement/declaration shall be accompanied by an official certificate issued by the competent authority of the country in which the Corporate Entity is incorporated/established (as appropriate) confirming that the said certificate is not issued in that country. Where it is not possible for the competent authority to issue the said certificate, a solemn declaration from the Corporate Entity that it has not been issued shall be submitted.

5. A certificate (s) from the competent social security provider (s) in the country where the Corporate Entity is incorporated/established (as appropriate) confirming that the Corporate Entity does not owe social security contributions (namely a social security clearance form) issued within the thirty (30) calendar days prior to the Submission Date.

Where the said certificate is not issued in the country where the Corporate Entity is incorporated/established, a sworn statement issued within the thirty (30) calendar days prior to the Submission Date shall be submitted, or in countries where no such statement is required, a solemn declaration within the thirty (30) calendar days preceding the Expression of Interest, made before the competent judicial or administrative authority or notary public or competent professional or commercial organisation in accordance with the law of the country where the Corporate Entity is incorporated/established (as appropriate), signed by the legal representative of the Corporate Entity, stating (in accordance with Model Declaration 4 in Annex B) that up to the date on which the statement/declaration was signed the Corporate Entity had paid all social security contributions. Where a sworn statement or solemn declaration is submitted, that statement/declaration shall be accompanied by an official certificate issued by the competent authority of the country in which the Corporate Entity is incorporated/established (as appropriate) confirming that the said certificate is not issued in that country. Where it is not possible for the competent authority to issue the said certificate, a solemn declaration from the Corporate Entity that it has not been issued shall be submitted.

6. For Greek corporate entities:

A single Judicial Solvency Certificate issued by the competent Court of First Instance and

a General Commercial Register certificate on non-liquidation which must have been issued within the thirty (30) calendar days prior to the Submission Date.

In relation to foreign Corporate Entities, a certificate (s) issued within the thirty (30) calendar days prior to the Submission Date by the competent judicial or administrative authorities of the country where the Corporate Entity is incorporated/established (as appropriate) confirming that the Corporate Entity is not in one of the situations described in paragraph 4.2.2(d) of this Call.

In the case where the certificate (s) referred to above are not issued in the country of incorporation/establishment (as appropriate) of the Corporate Entity or in the case where they do not cover all cases referred to in paragraph 4.2.2(d) of this Call, a sworn statement issued within the thirty (30) calendar days prior to the Submission Date or, in countries where no such sworn statement is required, a solemn declaration issued within the thirty (30) calendar days prior to submission of the Expression of Interest before the competent judicial or administrative authority or notary public or competent professional or commercial organisation in accordance with the law of the country of incorporation/establishment (as appropriate) of the Corporate Entity, signed by the legal representative of the Corporate Entity, stating that until the date of signing of the statement/declaration the Corporate Entity is not in any of the situations described in paragraph 4.2.2(d) of this Call (in accordance with Model Declaration 4 in Annex B). Where a sworn statement or solemn declaration is submitted, that statement/declaration shall be accompanied by an official certificate issued by the competent authority of the country in which the Corporate Entity is incorporated/established (as appropriate) confirming that the certificate (s) referred to above are not issued in that country or that the certificate issued does not cover all cases referred to in paragraph 4.2.2(d) of the Call. Where it is not possible for the competent authority to issue the said certificate, a solemn declaration from the Corporate Entity that it has not been issued shall be submitted.

7. A sworn statement issued within the thirty (30) calendar days prior to the Submission Date or, in countries where no such sworn statement is required, a solemn declaration issued within the thirty (30) calendar days prior to the Submission Date made before the competent judicial or administrative authority or notary or competent professional or commercial organisation in accordance with the law of the country where the Corporate

Entity is incorporated/established (as appropriate), signed by the legal representative of the Corporate Entity, stating that up to the date of signing of the statement/declaration, the Interested Party meets the necessary conditions set out in points (i) to (viii) below (in accordance with Model Declaration 1 in Annex B) and are as follows:

- (i) The Interested Party has not been included in a restructuring process (or in the case where it has been included in a restructuring process or any analogous situation arising from a similar procedure specified in the legislative and regulatory provisions of its country of origin / incorporation / establishment, it complies with the terms of the restructuring agreement as ratified by court judgment, it has not breached any obligation assumed under that agreement and there is no termination event).
- (ii) Neither the Interested Party itself nor its legal representative (in the case of a legal person) or any person associated with the Interested Party within the meaning of Article 32 of Law 4308/2014 or any relevant applicable provisions has no overdue debts to HPPC.
- (iii) The Interested Party has no conflicts of interest in relation to the Tender Process and the Transaction.
- (iv) The Interested Party and the Affected Persons have not been found guilty of serious misrepresentations when providing the information required to verify the absence of grounds for exclusion or to meet the pre-qualification Criteria, have not concealed such information or are not unable to submit the necessary documents to back up that information.
- (v) The Interested Party and the Affected Persons have not attempted to unlawfully influence HPPC's decision-making process, to acquire confidential information which may entail unlawful advantages for the Interested Party in the Tender Process or through their own fault to provide misleading information which may materially affect HPPC's decisions relating to the exclusion, selection or award of the Tender Process.
- (vi) The Interested Party does not have its statutory or actual seat or establishment in non-cooperating states as defined in Article 65 of the Hellenic Income Tax Code (Law

4172/2013, as amended and in force, Government Gazette 167/A/23.7.2013) and listed in Ministerial Decision No. A.1198/20.12.2024 of the Minister and Deputy Minister of Economy and Finance (Government Gazette 7298/B/31.12.2024).

(vii) The Interested Party is not subject to United Nations (UN) sanctions and/or European Union ("EU") restrictive measures implemented in accordance with any EU Regulation under Article 215 of the Treaty on the Functioning of the European Union (OJ L 326) or a Decision issued in the context of the EU Common Foreign and Security Policy (including Council Regulation (EU) No 833/2014 of 31 July 2014 concerning restrictive measures in view of Russia's actions destabilising the situation in Ukraine, as amended and in force) and does not act on behalf of or at the behest of an entity subject to such sanctions or restrictive measures.

(viii) There is no legal representative, partner, shareholder, member of the Board of Directors or administrator of the Interested Party who is also an employee of HPPC or who has been an employee of HPPC during the last three (3) years or a Director of HPPC during the last five (5) years.

8. A sworn statement issued within the last thirty (30) calendar days prior to the Submission Date or, in countries where no such sworn statement is required, a solemn declaration issued within the last thirty (30) calendar days prior to the Submission Date made before the competent judicial or administrative authority or notary or competent professional or commercial organisation in accordance with the law of the country of incorporation/establishment (as appropriate) of the Corporate Entity, signed by the legal representative of the Corporate Entity, stating that by the date of signing of the statement/declaration all information, statements, declarations and Supporting Documents and other accompanying documents submitted along with the Expression of Interest are true, valid and accurate and that they have not concealed any information relating to the Tender Process and the Transaction (in accordance with Model Declaration 2 of Annex B).

9. A sworn statement issued within the last thirty (30) calendar days prior to the Submission Date or, in countries where no such sworn statement is required, a solemn declaration issued within the last thirty (30) calendar days prior to the submission of the Expression of Interest made before the competent judicial or administrative authority or notary or competent professional or commercial organisation in accordance with the law of the

country of incorporation/establishment (as appropriate) of the Corporate Entity, signed by the legal representative of the legal entity, stating the full details of the shareholder line-up of the Corporate Entity, including the identity of the natural persons who are the ultimate beneficial owners of the Corporate Entities, whether they are shareholders of the Corporate Entity or are shareholders of shareholders of the Corporate Entity, and so on, within the meaning of Law 4557/2018, as in force (ultimate beneficial owners) and for foreign legal persons under the relevant legislative provisions of the law of the place of their registered offices (in accordance with Model Declaration 3 of Annex B).

If the Interested Party is or participates in a legal person listed on a regulated (stock exchange) market in the European Union (EU) or the European Economic Area (EEA) or the Organisation for Economic Cooperation and Development (OECD) or has received a trading licence from a competent public financial services authority in the EU or EEA or OECD, a certificate from the competent stock exchange or public authority shall be submitted and no sworn statement or solemn declaration need be submitted in relation to that legal person. Where no such certificate is issued in the country where the Corporate Entity is listed or has obtained a trading licence, a sworn statement issued within the thirty (30) calendar days prior to the Submission Date shall be submitted or, in countries where no such sworn statement is provided, a solemn declaration issued within the thirty (30) calendar days prior to the Submission Date made before the competent judicial or administrative authority or notary or competent professional or commercial organisation in accordance with the law of the country where the Corporate Entity is incorporated / established (as appropriate), signed by the legal representative of the Corporate Entity, stating that the Interested Party is a legal person listed on a regulated (stock exchange) market in the European Union (EU) or the European Economic Area (EEA) or the Organisation for Economic Cooperation and Development (OECD) or that it has received a trading licence from a competent public financial services authority in the EU or EEA or OECD (as appropriate) and that the relevant certificate is not issued by the competent regulatory authority (in accordance with Model Declaration 3 in Annex B).

1.2. PRIVATE EQUITY FIRMS / INVESTMENT FUNDS

An interested party which is a private equity firm / Investment Fund must submit the documents referred to in paragraph 1.1 of Annex A for itself (if it has legal personality, and as appropriate) and for its investment / capital manager and/or general partner (depending on the structure of the Private Equity Firm / Investment Fund) (as appropriate and applicable

mutatis mutandis).

For the avoidance of doubt, it should be clarified that in relation to the supporting documents specified in subparagraph 2 of paragraph 1.1 of Annex A, the management agreement and/or any equivalent document and/or other documents demonstrating the current representation and decision-making powers of the Interested Party and/or its investment/capital manager and/or its general partner (e.g. members of the Board of Directors and/or the investment committee and/or the advisory committee and/or any relevant administrative or competent corporate bodies) must be submitted.

For the avoidance of doubt, it should be clarified that in relation to the supporting documents specified in subparagraph 9 of paragraph 1.1 of Annex A (shareholder line-up), where the fund manager and/or investment manager (depending on the structure of the private equity firm / Investment Fund) are supervised by the relevant financial supervisory authority within an EU or EEA or OECD jurisdiction, certificates from the relevant supervisory authority must be submitted and no sworn statement or solemn declaration need be submitted. Where no such certificates are issued in the EU, EEA or OECD Member State of the said supervisory authority supervising the fund/investment manager, a sworn statement issued within the thirty (30) calendar days preceding the Expression of Interest shall be submitted or, in countries where no such sworn statement is provided, a solemn declaration issued within the thirty (30) calendar days preceding the Expression of Interest, made before the competent judicial or administrative authority or notary or competent professional or commercial organisation in accordance with the law of incorporation/establishment (as appropriate) of the Corporate Entity, signed by its legal representative, stating that the fund manager and/or the investment manager (as appropriate) of the Interested Party is supervised by the relevant financial supervisory authority in an EU, EEA or OECD jurisdiction and that no relevant certificates are issued by the said competent regulatory authority (in accordance with Model Declaration 3 of Annex B). In addition, the relevant registration documents, the management agreement and/or equivalent document for the investment manager and/or fund manager of the private equity firms / Investment Fund must be submitted.

1.3. NATURAL PERSONS

1. A lawfully attested copy of a currently valid signed passport or national ID card (as appropriate) and residence permit (as appropriate).

2. Any document issued by a public authority (including public utilities / services or local authorities or tax office) which proves the natural person's domicile, issued within the thirty (30) calendar days prior to submission of the Expression of Interest.
3. A certificate or other equivalent document issued by the competent tax authority within the thirty (30) calendar days prior to submission of the Expression of Interest, which proves the tax ID number and tax residence of the natural person.
4. The documents referred to in paragraph 1.1 of Annex A (as appropriate for natural persons and applicable *mutatis mutandis*).

1.4. JOINT VENTURES

In the case of a Joint Venture, the Joint Venture shall submit the Supporting Documents, declarations and evidence specified in paragraphs 1.1, 1.2 and/or 1.3 (as appropriate) of Annex A for each Joint Venture Member.

1.5. THIRD PARTY

An Interested Party or Joint Venture Member which relies on the financial and/or technical capability of a Third Party must also submit all documents referred to in paragraphs 1.1, 1.2 or 1.3 of Annex A (as appropriate) for that Third Party.

2. FINANCIAL CAPACITY CRITERION

2.1. CORPORATE ENTITIES

An individual Interested Party who is a Company must submit the following:

- (A) Copies of the published financial statements (consolidated, as appropriate) for the last three (3) audited financial years in accordance with the International Financial Reporting Standards (IFRS) or, where there is no obligation to prepare them based on the IFRS, in accordance with the accounting standards imposed or permitted by the legislation in force from time to time in the state in which the Corporate Entity is incorporated/established, which have been audited by an internationally recognised auditing firm and have been published in accordance with the applicable law of the country in which the Corporate Entity is incorporated/established (as appropriate), along with evidence of such publication (e.g. copies of publications, or data from government platforms). In all events, the relevant audit certificate from the certified public accountant shall be submitted along with the financial statements.

Where there is no obligation to audit the financial statements in accordance with the law of the Corporate Entity's place of establishment, the Corporate Entity shall submit a solemn declaration made before the competent judicial or administrative authority or notary or competent professional or commercial organisation in accordance with the law of the country of incorporation/establishment (as appropriate) confirming that no audit is required in accordance with the applicable legislation, accompanied by the unaudited financial statements (in accordance with Model Declaration 7 in Annex B). Note that for the avoidance of any doubt, where the Interested Party is subject to consolidation, financial capacity will be checked based on the consolidated financial statements.

If the applicable law of the country where the Corporate Entity is established does not require publication of the financial statements, the Corporate Entity shall submit, in addition to the unpublished financial statements, a sworn statement, or in countries where no such sworn statement is required, a solemn declaration made before the competent judicial or administrative authority or notary or competent professional or commercial organisation in accordance with the law of the country of incorporation/establishment (as appropriate) confirming that publication is not required, along with all information required in accordance with this Call (in accordance with Model Declaration 7 in Annex B).

- (B) A sworn statement or, in countries where no sworn statement is required to be issued, a solemn declaration issued within the thirty (30) calendar days prior to the Submission Date and made before the competent judicial or administrative authority or notary or competent professional or commercial organisation in accordance with the law of the country of incorporation/establishment (as appropriate) relating to compliance with the Financial Capacity Criterion outlined in paragraph 4.2.3, along with a table showing the financial data (in accordance with Model Declaration 5 in Annex B).

2.2. PRIVATE EQUITY FIRMS / INVESTMENT FUNDS

A Private Equity Firm / Investment Fund must submit:

- (A) Copies of the most recent audited financial statements (consolidated, as appropriate) or an independent auditor's report or relevant certificate from a certified auditor, who in all events must be an internationally recognised auditing firm, issued within the

thirty (30) calendar days prior to the Submission Date, confirming that the private equity firm/Investment Fund has committed, undisbursed and uninvested funds of at least eight million euros (€ 8,000,000.00) in the financial year prior to the date of submission of the Expression of Interest. HPPC shall be entitled to request an auditor's report or the certificate referred to above, even if the Interested Party has already submitted its financial statements.

Where there is no obligation to audit the financial statements in accordance with the law of the Private Equity firm's or Investment Fund's place of establishment , the Private Equity firm/Investment Fund shall submit a solemn declaration made before the competent judicial or administrative authority or notary or competent professional or commercial organisation in accordance with the law of the country of incorporation/establishment (as appropriate) confirming that no audit is required in accordance with the applicable legislation, accompanied by the unaudited financial statements (in accordance with Model Declaration 7 in Annex B).

- (B) The sworn statement/solemn declaration specified in paragraph 2.1(B) above (in line with Model Declaration 5 in Annex B).

2.3. NATURAL PERSONS

- (A) In the case of cash deposits with a bank or any other credit institution operating lawfully in at least one EU, EEA or OECD Member State, a recent certificate from the bank or credit institution must be submitted (issued no more than three (3) months before the Submission Date).

- (B) For liquid and transferable securities, a recent certificate from a bank, private equity firm, custodian or other legal person which can lawfully issue such certificates and which operates lawfully in at least one EU, EEA or OECD Member State (issued no more than three (3) months before the Submission Date) must be submitted.

- (C) The sworn statement/solemn declaration specified in paragraph 2.1(B) above (in line with Model Declaration 5 in Annex B).

HPPC reserves the right to either accept or reject any such documents submitted by natural persons. HPPC may accept or reject proof of funds where it is considered difficult to liquidate them or it considers them or it considers their valuation is lower than it should be.

2.4. JOINT VENTURES

In the case of a Joint Venture, the Joint Venture shall submit the Supporting Documents, declarations and evidence specified in paragraphs 2.1, 2.2 and/or 2.3 (as appropriate) of Annex A for each Joint Venture Member.

2.5. THIRD PARTY

An interested party or a Joint Venture Member relying on Third Party resources to meet the financial capacity criterion shall also submit the relevant documents referred to above in each case to prove that the financial capacity criterion has been met by that Third Party along with a sworn statement or, in countries where no sworn statement is required, a sworn statement made before the competent judicial or administrative authority or notary public or competent professional or commercial organisation in accordance with the law of the country of origin / incorporation / establishment (as appropriate) in which the Third Party declares its compliance with the financial capacity criterion outlined in paragraph 4.2.3, that it will unconditionally place all necessary financial resources at the disposal of the Interested Party (or, in the case of a Joint Venture, the Joint Venture Member) until completion of the Transaction and for such time as may be required by the Tender Process documents and the Lease, and that it assumes full liability towards HPPC in the case where the conditions laid down in paragraph 4.2.3 of the Call are not met (in accordance with Model Declaration 6 in Annex B).

3. TECHNICAL CAPABILITY CRITERIA

Interested Parties must submit a sworn statement or, in countries where no sworn statement is required to be issued, a solemn declaration made before the competent judicial or administrative authority or notary or competent professional or commercial organisation in accordance with the law of the country of origin / incorporation / establishment (as appropriate) relating to compliance with the Technical Capability Criteria outlined in paragraph 4.2.4 (in accordance with Model Declaration 8 in Annex B).

An Interested Party (or in the case of a Joint Venture, a Joint Venture Member) relying on the resources of a Third Party to meet the Technical Capability Criterion must submit a declaration in accordance with Model Declaration 9 of Annex B of this Agreement, duly signed by the said Third Party, in which the latter declares its compliance with the Technical Capability Criterion

described in paragraph 4.2.4, that it will unconditionally make all necessary technical resources available to the Interested Party and that it will be jointly liable with the Interested Party towards HPPC in the case where the conditions laid down in this paragraph are not met.

ANNEX B - TEMPLATE

TEMPLATE FOR AN EXPRESSION OF INTEREST LETTER

I. TEMPLATE FOR LEGAL PERSONS

From:

[Please enter the name, address and tax ID number of the Interested Party]

(The **"Interested Party"**)

To:

Hellenic Public Properties Co. S.A.

7 Voulis St., Athens GR-10562

Greece

(**"HPPC"**)

[place] [date]

Dear Sirs,

Subject: Lease of the "Vouliagmeni Beach" property - Expression of Interest Letter

1. I/we, the undersigned (full name), son/daughter of [...] (father's full name) and [...] (mother's full name), holder of [...] (country) passport/ID Card No. [...] issued by [...] (authority issuing the passport/ID Card) on [...] (date of issue of the passport/ID Card), citizen of [...] (country), born in [...] (place of birth, city and country) on [...] (date of birth), resident of [...] (country/city/road/post code) {where there is more than one legal / authorised representative of the company, the particulars of all representatives signing must be filled out}, acting in his/her capacity as legal representative (s) / lawfully authorised representative (s) of the legal person with the corporate name [...] (full corporate name) established in accordance with the laws of [...], with company registration number [...] and whose registered offices are at [...] (country/city/street/postcode), with [...] (country) Tax ID No. [...], I hereby declare that the Interested Party is interested in participating in the Tender Process announced by the Call for Expressions of Interest dated [●] for the lease of the "Vouliagmeni Beach" property (the **"Call"**) issued by HPPC (the **"Tender Process"**),, and hereby submits an Expression of Interest in accordance with the terms of the Call.

Save where otherwise specified herein, the capitalised terms contained herein shall have the meaning attributed to them in the Call.

Moreover, I/we hereby declare that:

- i. the Interested Party unreservedly accepts the terms and conditions of the Call;
- ii. the Interested Party is acting on its own account and not as an agent/intercalated person;
- iii. there are no restrictions preventing the Interested Party from submitting the Expression of Interest;
- iv. the Board of Directors, the Investment Committee and/or any other body with equivalent decision-making powers of the Interested Party has consented to the Interested Party's response to the Call;
- v. the Interested Party is participating in the Tender Process at its own exclusive risk and expense, and participation per se, or rejection of the Expression of Interest, or cancellation of the Tender Process or any phase thereof, for any reason, does not under any circumstances establish any right to compensation from HPPC or its Advisors; and
- vi. the Interested Party fully meets all Personal Status Criteria.

2. The necessary authorisations to sign this Expression of Interest Letter and submit the Expression of Interest are attached hereto in accordance with subparagraph 2 of paragraph 1.1 of Annex A of the Call.

3. The Expression of Interest is accompanied by all necessary supporting documents for participation in the Tender Process as specified in Annex A of the Call.

4. I/We hereby appoint [...] (full name), resident of [...] (country/city/street/postcode), telephone number [...] (fixed and mobile phone number), email address [...], as the contact person / process agent with whom HPPC and its Advisors may communicate in the context of the Tender Process.

In his capacity as [...] (position).

Authorised to sign this declaration in the name of [...] (full corporate name).

(signature)

Name-surname:

II. TEMPLATE FOR PRIVATE EQUITY FIRMS / INVESTMENT FUNDS

From:

[Please enter the name, address and tax ID number of the Interested Party]

(The **"Interested Party"**)

To:

Hellenic Public Properties Co. S.A.

7 Voulis St., Athens GR-10562

Greece

(**"HPPC"**)

[place] [date]

Dear Sirs,

Subject: Lease of the "Vouliagmeni Beach" property - Expression of Interest Letter

1. I/we, the undersigned (full name) of [...] (father's full name) and [...] (mother's full name), holder of [...] (country) passport/ID Card No. [...] issued by [...] (authority issuing the passport/ID Card) on [...] (date of issue of the passport/ID Card), citizen of [...] (country), born in [...] (place of birth, city and country) on [...] (date of birth), resident of [...] (country/city/road/postcode) {where there is more than one legal / authorised representative of the company, the particulars of all representatives signing must be filled out}, acting in their capacity as legal representative (s) / lawfully authorised representative (s) of the legal person with the corporate name [...] (full corporate name of the investment/capital portfolio manager or general partner, as appropriate) which has been incorporated in accordance with the laws of [...], with company registration number [...], whose registered offices are in [...]. (country/city/street/postcode), with [...] (country) Tax ID No. [...] (the **"Manager"** / **"General Partner"**)(as appropriate) acting in the name of and on behalf of the private equity firm / investment fund with the corporate name [...] (*include further information about the private equity firm / Investment Fund depending on its structure*), I hereby declare that the Interested Party is interested in participating in the Tender Process announced by the Call for Expressions of Interest dated [●] for the lease of the "Vouliagmeni Beach" property (the **"Call"**) issued by HPPC (the **"Tender Process"**), and hereby submits an Expression of Interest in accordance with

the terms of the Call.

Save where otherwise specified herein, the capitalised terms contained herein shall have the meaning attributed to them in the Call.

Moreover, I/we hereby declare that:

- i. the Interested Party unreservedly accepts the terms and conditions of the Call;
- ii. the Interested Party is acting on its own account and not as an agent/intercalated person;
- iii. there are no restrictions preventing the Interested Party from submitting the Expression of Interest;
- iv. the Board of Directors, the Investment Committee and/or any other body with equivalent decision-making powers of the Interested Party has consented to the Interested Party's response to the Call;
- v. the Interested Party is participating in the Tender Process at its own exclusive risk and expense, and participation per se, or rejection of the Expression of Interest, or cancellation of the Tender Process or any phase thereof, for any reason, does not under any circumstances establish any right to compensation from HPPC or its Advisors; and
- vi. the Interested Party and its Manager/General Partner fully meet all Personal Status Criteria.

2. The necessary authorisations to sign this Expression of Interest Letter and submit the Expression of Interest are attached hereto in accordance with subparagraph 2 of paragraph 1.1 of Annex A of the Call.

3. The Expression of Interest is accompanied by all necessary supporting documents for participation in the Tender Process as specified in Annex A of the Call.

4. I/We hereby appoint [...] (full name), resident of [...] (country/city/road/postcode), telephone number [...] (fixed and mobile phone number), email address [...], as the contact person / process agent with whom HPPC and its Advisors may communicate in the context of the Tender Process.

In his capacity as [...] (position).

Authorised to sign this declaration in the name of [...] (full corporate name).

(signature)

Name-surname:

III. TEMPLATE FOR JOINT VENTURES

From:

[Please enter the name-surname/corporate name, address and tax ID number of each Joint Venture Member]

(The **“Interested Party”**)

To:

Hellenic Public Properties Co. S.A.

7 Voulis St., Athens GR-10562

Greece

(**“HPPC”**)

[place] [date]

Dear Sirs,

Subject: Lease of the “Vouliagmeni Beach” property - Expression of Interest Letter

1. We, the undersigned (full name-surname) of [...] (father's full name) and [...] (mother's full name), holder of [...] (country) passport/ID Card No. [...] issued by [...] (authority issuing the passport/ID Card) on [...] (date of issue of the passport/ID Card), citizen of [...] (country), born in [...] (place of birth, city and country) on [...] (date of birth), resident of [...] (country/city/road/postcode) {the particulars of all representatives who sign must be filled out} acting in our capacity as legal representatives / lawfully authorised representatives of the legal persons with the corporate names:

(a) [...] (full corporate name) established in accordance with the laws of [...] (country), with company Reg. No. [...] and whose registered offices are in [...] (country/city/street/postcode), with [...] (country) Tax ID No. [...],

(b) ... {the particulars of all members of the Joint Venture must be filled out}

We hereby declare that the said legal persons are interested in participating jointly in the Tender Process announced by the Call for Expressions of Interest dated [●] for the lease of the “Vouliagmeni Beach” property (the **“Call”**) issued by HPPC (the **“Tender Process”**) and having

established a joint venture to that end (the “**Joint Venture**”), we hereby submit an Expression of Interest in accordance with the terms of the Call.

i) The holding of the members who have established the Joint Venture are as follows:

a) [...]

b) [...]

Total: 100%

ii) [...] (full corporate name) has been appointed as Leader of the Joint Venture, and holds [...] % ($\geq 34\%$) in accordance with the provisions of paragraph 4.1 (B) of the Call.

Or

1. I, the undersigned (full name-surname) of [...] (father's full name) and [...] (mother's full name), holder of [...] (country) passport/ID Card No. [...] issued by [...] (authority issuing the passport/ID Card) on [...] (date of issue of the passport/ID Card), citizen of [...] (country), born in [...] (place of birth, city and country) on [...] (date of birth), resident of [...] (country/city/road/postcode),, acting in my capacity as a joint representative duly authorised for this purpose by the legal persons referred to below, hereby declare that the said legal persons are interested in participating jointly in the Tender Process announced by the Call for Expressions of Interest dated [●] for the lease of the “Vouliagmeni Beach” property (the “**Call**”) issued by HPPC (the “**Tender Process**”) and, having established a joint venture for this purpose (the “**Joint Venture**”), they hereby submit an Expression of Interest in accordance with the terms of the Call.

The following legal entities have established a joint venture as follows:

i) Joint Venture Members:

a) [...] (full corporate name), established in accordance with the law of [...] (country), with company registration number [...] and registered offices in [...] (country/city/street/postcode), with [...] (country) Tax ID No. [...] which holds ...% (holding) in the Joint Venture.

b) [...] (full corporate name), established in accordance with the law of [...] (country), with company registration number [...] and registered offices in [...] (country/city/street/postcode), with [...] (country) Tax ID No. [...] which holds ...% (holding) in

the Joint Venture.

c) [...]

Total: 100%

ii) [...] (full corporate name) has been appointed as Leader of the Joint Venture, and holds [...] % ($\geq 34\%$) in accordance with the provisions of paragraph 4.1 (B) of the Call.

Save where otherwise specified herein, the capitalised terms contained herein shall have the meaning attributed to them in the Call.

Moreover, I/we hereby declare that:

- i. the Joint Venture and each Joint Venture Member unreservedly accepts the terms and conditions of the Call;
- ii. the Joint Venture and each Joint Venture Member is acting on its own behalf and not as an agent/intercalated person;
- iii. there are no restrictions preventing the Joint Venture and each Joint Venture Member from submitting the Expression of Interest;
- iv. the Board of Directors, the Investment Committee and/or any other body with equivalent decision-making powers of each Joint Venture Member has consented to the response to the Call from the Joint Venture and each Joint Venture Member;
- v. the Joint Venture and each Joint Venture Member is participating in the Tender Process at its own exclusive risk and expense, and participation per se, or rejection of the Expression of Interest, or cancellation of the Tender Process or any phase thereof, for any reason, does not under any circumstances establish any right to compensation from HPPC or its Advisors;
- vi. the Joint Venture and each Joint Venture Member fully meets all Personal Status Criteria; and
- vii. all Joint Venture Members accept joint and several liability towards HPPC for their compliance with the terms of the Tender Process.

2. The necessary authorisations to sign this Expression of Interest Letter and submit the Expression of Interest are attached hereto in accordance with subparagraph 2 of paragraph

1.1 of Annex A of the Call.

3. The Expression of Interest is accompanied by all necessary supporting documents for participation in the Tender Process as specified in Annex A of the Call.

4. I/We hereby appoint [...] (full name), resident of [...] (country/city/road/postcode), telephone number [...] (fixed and mobile phone number), email address [...], as the contact person / process agent with whom HPPC and its Advisors may communicate in the context of the Tender Process.

Authorised to sign this declaration in the name of [insert the name or corporate name of the relevant Joint Venture Member]

(signature)

Name-surname:

Position:

IV. TEMPLATE FOR NATURAL PERSONS

From:

[Please enter the name-surname, address and tax registration number of the natural person]

(The **“Interested Party”**)

To:

Hellenic Public Properties Co. S.A.

7 Voulis St., Athens GR-10562

Greece

(**“HPPC”**)

[place] [date]

Dear Sirs,

Subject: Lease of the “Vouliagmeni Beach” property - Expression of Interest Letter

1. The undersigned (full name-surname) of [...] (father's full name) and [...] (mother's full name), holder of [...] (country) passport/ID Card No. [...] issued by [...] (authority issuing the passport/ID Card) on [...] (date of issue of the passport/ID Card), citizen of [...] (country), born in [...] (place of birth, city and country) on [...] (date of birth), resident of [...] (country/city/road/postcode),, I hereby declare that I am interested in participating in the tender process announced by the Call for Expressions of Interest dated [●] for the lease of the “Vouliagmeni Beach” property (the **“Call”**) issued by HPPC (the **“Tender Process”**), and I hereby submit an Expression of Interest in accordance with the terms of the Call.

Save where otherwise specified herein, the capitalised terms contained herein shall have the meaning attributed to them in the Call.

Moreover, I hereby declare that:

- i. I unreservedly accept the terms and conditions of the Call;
- ii. I am acting on my own behalf and not as an agent/intercalated person;
- iii. there are no restrictions which prevent me from submitting the Expression of Interest;

iv. I am participating in the Tender Process at my own exclusive risk and expense, and participation per se, or rejection of the Expression of Interest, or cancellation of the Tender Process or any phase thereof, for any reason, does not under any circumstances establish any right to compensation from HPPC or its Advisors;

v. I fully meet all Personal Status Criteria.

2. The Expression of Interest is accompanied by all necessary supporting documents for participation in the Tender Process as specified in Annex A of the Call.

[3. I hereby appoint [...] (full name-surname), resident of [...] (country/city/road/postcode), phone number [...] (fixed and mobile phone number), email address [...], as contact person / process agent, with whom HPPC and its Advisors may communicate in the context of the Tender Process] *(in the case where the Interested Party wishes to appoint a contact person / process agent).*

(signature)

Name-surname:

**SPECIMEN OF DECLARATION 1 COMPLIANCE WITH CRITERIA IN SUB-PARAGRAPH 7,
PARAGRAPH 1.1, ANNEX A**

I. TEMPLATE FOR LEGAL PERSONS

From:

[Please enter the name, address, tax ID number of the Interested Party or, in the case of a Joint Venture, each Joint Venture Member must provide a separate declaration]

(The “Interested Party”)

To:

Hellenic Public Properties Co. S.A.

7 Voulis St., Athens GR-10562

Greece

("HPPC")

[place] [date]

Dear Sirs,

Subject: Lease of the “Vouliagmeni Beach” property - Compliance with the criteria in subparagraph 7, paragraph 1.1. of Annex A of the Call.

I/we, the undersigned [...] (full name-surname) of [...] (full father's name) and [...] (full mother's name), holder of [...] (country) passport/ID Card No. [...] (passport/ID Card No.), issued by [...] (authority issuing the passport/ID Card) on [...] (date of issue of the passport/ID Card), [...] (country) citizen, born in [...] (place of birth, city and country) on [...] (date of birth), resident of [...] (country/city/road/postcode) {where there is more than one legal representative of the company, the particulars of all representatives who sign must be filled out} acting in my capacity as legal representative (s) of the legal person with the corporate name [...] (full corporate name) established in accordance with the laws of [...] (country), with company Reg. No. [...], whose registered offices are in [...] (country/city/road/postcode), with [...] (country) Tax ID No. [...], I hereby declare in relation to the submission of an Expression of Interest by the company/joint venture [...] (name of Interested Party) in the Tender Process announced by the Call for Expressions of Interest dated [●] for the lease of the “Vouliagmeni

Beach” property (the “Call”) issued by HPPC, that:

(i) The Interested Party has not been included in a restructuring process (*or in the case where it has been included in a restructuring process*: The Interested Party complies with the terms of the restructuring agreement as ratified by court judgment, has not breached any obligation assumed under that agreement and there is no termination event);

(ii) Neither Interested Party itself nor its legal representative nor any person associated with the Interested Party within the meaning of Article 32 of Law 4308/2014 or any relevant applicable provisions has no overdue debts to HPPC;

(iii) The Interested Party has no conflict of interest in relation to the Tender Process and the Transaction;

(iv) The Interested Party and members of its Board of Directors, management or supervisory body, and persons who have overall power of representation, decision-making or control over the Interested Party, have not been found guilty of serious misrepresentations when providing the information required to verify the absence of grounds for exclusion or to meet the Pre-Qualification Criteria, have not concealed such information or are not unable to submit the necessary documents to back up that information;

(v) The Interested Party and members of its Board of Directors, management or supervisory body, and persons who have overall power of representation, decision-making or control over the Interested Party have not attempted to unlawfully affect HPPC's decision-making process, to acquire confidential information which could entail unlawful advantages for the Interested Party in the Tender Process or, through their own fault, to provide misleading information which could materially affect HPPC's decisions relating to exclusion, selection or award of the Tender Process.

(vi) The Interested Party does not have its statutory or actual seat or establishment in non-cooperating states as defined in Article 65 of the Hellenic Income Tax Code (Law 4172/2013, as amended and in force, Government Gazette 167/A/23.7.2013) and listed in Ministerial Decision No. A.1198/20.12.2024 of the Minister and Deputy Minister of Economy and Finance (Government Gazette 7298/B/31.12.2024);

(vii) The Interested Party is not subject to United Nations (“UN”) sanctions and/or European Union (“EU”) restrictive measures implemented in accordance with any EU Regulation under

Article 215 of the Treaty on the Functioning of the European Union (OJ L 326) or a Decision issued in the context of the EU Common Foreign and Security Policy (including Council Regulation (EU) No 833/2014 of 31 July 2014 concerning restrictive measures in view of Russia's actions destabilising the situation in Ukraine, as amended and in force) and does not act on behalf of or at the behest of an entity subject to such sanctions or restrictive measures;

(viii) There is no legal representative, partner, shareholder, member of the Board of Directors or administrator of the Interested Party who is also an employee of HPPC or who has been an employee of HPPC during the last three (3) years or a Director of HPPC during the last (5) years.

Save where otherwise specified herein, the capitalised terms contained herein shall have the meaning attributed to them in the Call.

(if applicable)

No sworn statement is required in [...] (country of incorporation) and/or [...] (country of establishment of the company).

In his capacity as [...] (position).

Authorised to sign this declaration in the name of [...] (full corporate name).

(signature)

Name-surname:

(authentication of signature by competent authority entitled to attest the authenticity of signatures in the relevant jurisdiction)

II. TEMPLATE FOR NATURAL PERSONS

From:

[Please enter the name-surname, address and tax ID number of the natural person]

(The “Interested Party”)

To:

Hellenic Public Properties Co. S.A.

7 Voulis St., Athens GR-10562

Greece

(“HPPC”)

[place] [date]

Dear Sirs,

Subject: Lease of the “Vouliagmeni Beach” property - Compliance with the criteria in subparagraph 7, paragraph 1.1. of Annex A of the Call.

I, the undersigned,, (full name-surname), son/daughter of [...] (full father's name) and [...] (full mother's name), holder of [...] (country) passport/ID Card No. [...] (number of passport/ID Card), issued by [...] (authority issuing the passport/ID Card) on [...] (date of issue of the passport/ID Card), [...] (country) citizen, born in [...] (place of birth, city and country) on [...] (date of birth), resident of [...] (country/city/road/postcode), I hereby declare in relation to my submission of an Expression of Interest in the Tender Process announced by the Call for Expressions of Interest dated [●] for the lease of the “Vouliagmeni Beach” property (the “Call”) issued by HPPC that:

(i) I have not been placed in a resolution procedure (*or in the case where he/she been placed in a resolution procedure*: I am complying with the terms of the restructuring agreement as ratified by court judgment, have not breached any obligation assumed under that agreement and there is no termination event;

(ii) I have no overdue debts to HPPC;

(iii) I have no conflicts of interest in relation to the Tender Process and the Transaction;

(iv) I have not been found guilty of serious misrepresentation when providing the information required to verify the absence of grounds for exclusion or to meet the Pre-Qualification Criteria, I have not concealed such information or I am not unable to submit the necessary documents to back up that information;

(v) I have not attempted to unlawfully influence the decision-making process of HPPC, to obtain confidential information which may entail unlawful advantages for me in the Tender Process or I have not negligently or through my own fault provided misleading information which could materially affect the decisions of HPPC relating to the exclusion, selection or award of the Tender Process;

(vi) I do not reside in non-cooperating states as defined in Article 65 of the Hellenic Income Tax Code (Law 4172/2013, as amended and in force, Government Gazette 167/A/23.7.2013) and listed in Ministerial Decision No. A.1198/20.12.2024 of the Minister and Deputy Minister of Economy and Finance (Government Gazette 7298/B/31.12.2024);

(vii) I am not subject to United Nations ("UN") sanctions and/or European Union ("EU") restrictive measures implemented in accordance with any EU Regulation under Article 215 of the Treaty on the Functioning of the European Union (OJ L 326) or a Decision issued in the context of the EU Common Foreign and Security Policy (including Council Regulation (EU) No 833/2014 of 31 July 2014 concerning restrictive measures in view of Russia's actions destabilising the situation in Ukraine, as amended and in force) and do not act on behalf of or at the behest of an entity subject to such sanctions or restrictive measures;

(viii) I am not an employee of HPPC, and have not been an employee of HPPC in the last (3) years, nor a Director of HPPC in the last (5) years.

Save where otherwise specified herein, the capitalised terms contained herein shall have the meaning attributed to them in the Call.

(if applicable)

No sworn statement is required in [...] (country of origin).

(signature)

Name-surname:

(authentication of signature by competent authority entitled to attest the authenticity of signatures in the relevant jurisdiction)

**SPECIMEN OF DECLARATION 2 - DECLARATION ON VALIDITY AND ACCURACY OF
SUPPORTING DOCUMENTS SUBMITTED**

I. TEMPLATE FOR LEGAL PERSONS

From:

[Please enter the name and address of the Interested Party or, in the case of a Joint Venture, each Joint Venture Member must provide a separate declaration]

(The “Interested Party”)

To:

Hellenic Public Properties Co. S.A.

7 Voulis St., Athens GR-10562

Greece

(“HPPC”)

[place] [date]

Dear Sirs,

Subject: Lease of the “Vouliagmeni Beach” property - Declaration on the validity and accuracy of the supporting documents submitted.

I/we, the undersigned [...] (full name-surname) of [...] (full father's name) and [...] (full mother's name), holder of [...] (country) passport/ID Card No. [...] (passport/ID Card No.), issued by [...] (authority issuing the passport/ID Card) on [...] (date of issue of the passport/ID Card), [...] (country) citizen, born in [...] (place of birth, city and country) on [...] (date of birth), resident of [...] (country/city/road/postcode) {where there is more than one legal representative of the company, the particulars of all representatives who sign must be filled out} acting in my capacity as legal representative (s) of the legal person with the corporate name [...] (full corporate name) established in accordance with the laws of [...] (country), with company Reg. No. [...], whose registered offices are in [...] (country/city/road/postcode), with [...] (country) Tax ID No. [...], I hereby declare in relation to the submission of an Expression of Interest by the company/joint venture [...] (name of Interested Party) in the Tender Process announced by the Call for Expressions of Interest dated [●] for the lease of the “Vouliagmeni

Beach” property (the “**Call**”) issued by HPPC (the “**Tender Process**”), that:

All information, statements, declarations, supporting documents and other accompanying documents submitted along with the Expression of Interest are true, valid and accurate and we have not concealed any information relating to the Tender Process and the Transaction in accordance with the provisions of the Call.

Save where otherwise specified herein, the capitalised terms contained herein shall have the meaning attributed to them in the Call.

(if applicable)

No sworn statement is required in [...] (country of incorporation) and/or [...] (country of establishment of the company).

In his capacity as [...] (position).

Authorised to sign this declaration in the name of [...] (full corporate name).

(signature)

Name-surname:

(authentication of signature by competent authority entitled to attest the authenticity of signatures in the relevant jurisdiction)

II. TEMPLATE FOR NATURAL PERSONS

From:

[Please enter the name-surname, address and tax ID number of the natural person]

(The “Interested Party”)

To:

Hellenic Public Properties Co. S.A.

7 Voulis St., Athens GR-10562

Greece

(“HPPC”)

[place] [date]

Dear Sirs,

Subject: Lease of the “Vouliagmeni Beach” property - Declaration on the validity and accuracy of the supporting documents submitted.

I, the undersigned,, (full name-surname) of [...] (full father's name) and [...] (full mother's name), holder of [...] (country) passport/ID Card No. [...] (passport/ID Card No.), issued by [...] (authority issuing the passport/ID Card) on [...] (date of issue of the passport/ID Card), [...] (country) citizen, born in [...] (place of birth, city and country) on [...] (date of birth), resident of [...] (country/city/road/postcode), I hereby declare in relation to my submission of an Expression of Interest in the Tender Process announced by the Call for Expressions of Interest dated [●] for the lease of the “Vouliagmeni Beach” property (the “Call”) issued by HPPC (the “Tender Process”) that:

All information, statements, declarations, supporting documents and other accompanying documents submitted along with the Expression of Interest are true, valid and accurate and we have not concealed any information relating to the Tender Process and the Transaction in accordance with the provisions of the Call.

Save where otherwise specified herein, the capitalised terms contained herein shall have the meaning attributed to them in the Call.

(if applicable)

No sworn statement is required in [...] (country of origin).

(signature)

Name-surname:

(authentication of signature by competent authority entitled to attest the authenticity of signatures in the relevant jurisdiction)

SPECIMEN OF DECLARATION 3 - SHAREHOLDER LINE-UP STATEMENT

TEMPLATE FOR LEGAL PERSONS

From:

[Please enter the name, address, tax ID number of the Interested Party or, in the case of a Joint Venture, each Joint Venture Member must provide a separate declaration]

(The “Interested Party”)

To:

Hellenic Public Properties Co. S.A.

7 Voulis St., Athens GR-10562

Greece

("HPPC")

[place] [date]

Dear Sirs,

Subject: Lease of the "Vouliagmeni Beach" property - Shareholder line-up statement

I/we, the undersigned [...] (full name-surname) of [...] (full father's name) and [...] (full mother's name), holder of [...] (country) passport/ID Card No. [...] (passport/ID Card No.), issued by [...] (authority issuing the passport/ID Card) on [...] (date of issue of the passport/ID Card), [...] (country) citizen, born in [...] (place of birth, city and country) on [...] (date of birth), resident of [...] (country/city/road/postcode) {where there is more than one legal representative of the company, the particulars of all representatives who sign must be filled out} acting in my capacity as legal representative (s) of the legal person with the corporate name [...] (full corporate name) established in accordance with the laws of [...] (country), with company Reg. No. [...], whose registered offices are in [...] (country/city/road/postcode), with [...] (country) Tax ID No. [...], I hereby declare in relation to the submission of an Expression of Interest by the company/joint venture [...] (name of Interested Party) in the Tender Process announced by the Call for Expressions of Interest dated [●] for the lease of the “Vouliagmeni Beach” property (the “Call”) issued by HPPC, that:

The full details of our company's shareholder line-up are as follows:

(The legal person must also include the identities of the natural persons (name-surname, father's name, mother's name, ID Card or passport No., nationality, full address of residence, Tax ID No.) who are the ultimate beneficial owners of the legal persons whether they are shareholders of the Interested Party or shareholders of shareholders of the Interested Party, and so on).

(if applicable)

Our company is listed on the [...] (regulated (stock exchange) market in the EU or EEA or OECD) (the **Authority**)/ Our company has received a trading licence from [...] (the competent public financial services authority in the EU or EEA or OECD) (the **“Authority”**).

Or (for private equity firms or investment funds)

The fund/investment manager is supervised by [...] (the competent financial supervisory authority under EU, EEA or OECD jurisdiction) (the **“Authority”**).

(if applicable)

The Authority does not issue any certificate proving that the company / fund manager or investment manager (as appropriate) is listed / has obtained a trading licence / is supervised (as appropriate). Information about our registration can be found at the following link [...].

(if applicable)

No sworn statement is required in [...] (country of incorporation) and/or [...] (country of establishment of the company).

Save where otherwise specified herein, the capitalised terms contained herein shall have the meaning attributed to them in the Call.

In his capacity as [...] (position).

Authorised to sign this declaration in the name of [...] (full corporate name).

(signature)

Name-surname:

(authentication of signature by competent authority entitled to attest the authenticity of signatures in the relevant jurisdiction)

**SPECIMEN OF DECLARATION 4 - DECLARATION OF NON-ISSUANCE OF DOCUMENT (S)
REQUIRED FOR THE CALL IN THE COUNTRY OF INCORPORATION / ESTABLISHMENT OF THE
LEGAL PERSON / THE COUNTRY OF ORIGIN OF NATURAL PERSONS**

I. TEMPLATE FOR LEGAL PERSONS

From:

[Please enter the name, address, tax ID number of the Interested Party or, in the case of a Joint Venture, each Joint Venture Member must provide a separate declaration]

(The **"Interested Party"**)

To:

Hellenic Public Properties Co. S.A.

7 Voulis St., Athens GR-10562

Greece

("HPPC")

[place] [date]

Dear Sirs,

Subject: Lease of the Vouliagmeni Beach property - Declaration that the document required by paragraph [...] of Annex A of the Call cannot be issued in [...] (country of incorporation) and/or in [...] (country of establishment of the company).

I/we, the undersigned [...] (full name-surname) of [...] (full father's name) and [...] (full mother's name), holder of [...] (country) passport/ID Card No. [...] (passport/ID Card No.), issued by [...] (authority issuing the passport/ID Card) on [...] (date of issue of the passport/ID Card), [...] (country) citizen, born in [...] (place of birth, city and country) on [...] (date of birth), resident of [...] (country/city/road/postcode) {where there is more than one legal representative of the company, the particulars of all representatives who sign must be filled out} acting in my capacity as legal representative (s) of the legal entity with the corporate name [...] (full corporate name) established in accordance with the laws of [...] (country), with company Reg. No. [...], whose registered offices are in [...] (country/city/road/postcode), with [...] (country) Tax ID No. [...], I hereby declare in relation to the submission of an Expression of

Interest by the company/joint venture [...] (name of Interested Party) in the Tender Process announced by the Call for Expressions of Interest dated [●] for the lease of the “Vouliagmeni Beach” property (the “Call”) issued by HPPC, that:

[...] (description of document) required by paragraph [...] of Annex A of the Call cannot be issued in [...] (country of incorporation) and/or in [...] (country of establishment of the company).

(This declaration must also confirm the facts which would have been certified had the certificate existed, as required in the Call).

(if applicable)

No sworn statement is required in [...] (country of incorporation) and/or [...] (country of establishment of the company).

Save where otherwise specified herein, the capitalised terms contained herein shall have the meaning attributed to them in the Call.

In his capacity as [...] (position).

Authorised to sign this declaration in the name of [...] (full corporate name).

(signature)

Name-surname:

(authentication of signature by competent authority entitled to attest the authenticity of signatures in the relevant jurisdiction)

II. TEMPLATE FOR NATURAL PERSONS

From:

[Please enter the name-surname, address and tax ID number of the natural person]

(The “**Interested Party**”)

To:

Hellenic Public Properties Co. S.A.

7 Voulis St., Athens GR-10562

Greece

(“**HPPC**”)

[place] [date]

Dear Sirs,

Subject: Lease of the “Vouliagmeni Beach” property - Declaration that the document required by paragraph [...] of Annex A of the Call cannot be issued in [...] (country of origin).

I, the undersigned,, (full name-surname) of [...] (full father's name) and [...] (full mother's name), holder of [...] (country) passport/ID Card No. [...] (passport/ID Card No.), issued by [...] (authority issuing the passport/ID Card) on [...] (date of issue of the passport/ID Card), [...] (country) citizen, born in [...] (place of birth, city and country) on [...] (date of birth), resident of [...] (country/city/road/postcode), I hereby declare in relation to my submission of an Expression of Interest in the Tender Process announced by the Call for Expressions of Interest dated [●] for the lease of the “Vouliagmeni Beach” property (the “**Call**”) issued by HPPC (the “**Tender Process**”) that:

[...] (description of document) required by paragraph [...] of Annex A of the Call cannot be issued in [...] (country of origin).

(This declaration must also confirm the facts which would have been certified had the certificate existed, as required in the Call).

(if applicable)

No sworn statement is required in [...] (country of origin).

Save where otherwise specified herein, the capitalised terms contained herein shall have the meaning attributed to them in the Call.

(signature)

Name-surname:

(authentication of signature by competent authority entitled to attest the authenticity of signatures in the relevant jurisdiction)

**SPECIMEN OF DECLARATION 5 - DECLARATION OF COMPLIANCE WITH FINANCIAL
CAPACITY CRITERIA**

From:

[Please enter the name/corporate name, address and tax ID number of the Interested Party or, in the case of a Joint Venture, each Joint Venture Member]

(The "**Interested Party**")

To:

Hellenic Public Properties Co. S.A.

7 Voulis St., Athens GR-10562

Greece

("HPPC")

[place] [date]

Dear Sirs,

Subject: Lease for the "Vouliagmeni Beach" property - Declaration of compliance with the financial capacity criteria.

I/we, the undersigned [...] (full name-surname) of [...] (full father's name) and [...] (full mother's name), holder of [...] (country) passport/ID Card No. [...] (passport/ID Card No.), issued by [...] (authority issuing the passport/ID Card) on [...] (date of issue of the passport/ID Card), [...] (country) citizen, born in [...] (place of birth, city and country) on [...] (date of birth), resident of [...] (country/city/road/postcode) {where there is more than one legal representative of the company, the particulars of all representatives who sign must be filled out} acting in my capacity as legal representative (s) of the legal person with the corporate name [...] (full corporate name) established in accordance with the laws of [...] (country), with company Reg. No. [...], whose registered offices are in [...] (country/city/road/postcode), with [...] (country) Tax ID No. [...], I hereby declare in relation to the submission of an Expression of Interest by the company/joint venture [...] (name of Interested Party) in the Tender Process

announced by the Call for Expressions of Interest dated [●] for the lease of the “Vouliagmeni Beach” property (the “Call”) issued by HPPC, that:

[...] (name of Interested Party) meets the Financial Capacity Criterion in paragraph 4.2.3 of the Call as follows:

A. Individual Interested Party or Third Party
--

Table A1 - Corporate entity

Year	Annual (consolidated, as appropriate) equity (net worth)	Average annual (consolidated, as appropriate) equity (net worth) $\frac{[A] + [B] + [\Gamma]}{3}$
	[A]	
	[B]	
	[C]	

Table A2 - Private equity firms / Investment Funds

Year	Committed, undisbursed and uninvested funds in the financial year before the Submission Date
At the end of year n*	

* Where year n means the most recent financial year before the Submission Date.

Table A3 - Natural person

Date	Personal net assets	Total net personal assets [A] + [B]

	Cash deposits with a bank or any other credit institution [A]	
	Realisable and transferable securities [B]	

* May not be earlier than three (3) months from the Submission Date.

B. Joint venture

For each Joint Venture Member, before filling out Table B below, fill out Tables A1 or A2 or A3 depending on whether the Joint Venture Member is a Corporate Entity, Private Equity Firm / Investment Fund or a Natural Person, indicating the identity of the Joint Venture Member in relation to which those forms are being filled out.

Table B - Joint Venture

Column	(1)	(2)	(3)	(4)	(5)
Joint Venture Member	Average annual (consolidated, as appropriate) equity (Corporate Entity)	Committed, undisbursed and uninvested capital (private equity firm / Investment Fund)	Net personal assets (natural person)	Joint Venture Member's holding, expressed as a percentage	Weighted criteria for Joint Venture Members (1) or (2) or (3) x (4)
Member A					
Member B					
Member C					
...
Total				100%	Total column 5

If an Interested Party or Joint Venture Member or Third Party prepares financial statements in a currency other than Euro, the Interested Party must convert the amounts required to Euro and base the conversion on the exchange rate used to convert to Euro, which must correspond to the exchange rate on the last day of the relevant financial year or in the case where

certificates / bank statements are submitted, the exchange rate on the date of the said certificates / statements, in all cases as published by the European Central Bank. Where the European Central Bank does not publish a exchange rate for a specific currency, the exchange rate published by Deutsche Bundesbank shall be used. If Deutsche Bundesbank does not publish a rate for the said currency either, then the rate published by the central bank of the Interested Party's country of establishment shall be used.

Where there are discrepancies between the table above and the financial statements or the relevant certificates / statements, the latter shall take precedence.

(if applicable)

No sworn statement is required in [...] (country of incorporation) and/or [...] (country of establishment of the company).

Save where otherwise specified herein, the capitalised terms contained herein shall have the meaning attributed to them in the Call.

In his capacity as [...] (position).

Authorised to sign this declaration in the name of [...] (full corporate name).

(signature)

Name-surname:

(authentication of signature by competent authority entitled to attest the authenticity of signatures in the relevant jurisdiction)

**SPECIMEN OF DECLARATION 6 --THIRD PARTY DECLARATION OF COMPLIANCE WITH
FINANCIAL CAPACITY CRITERIA**

From:

[Please enter the name-surname/corporate name, address and tax ID number of the Third Party]

(the **“Third Party”**)

To:

Hellenic Public Properties Co. S.A.

7 Voulis St., Athens GR-10562

Greece

(**“HPPC”**)

[place] [date]

Dear Sirs,

Subject: Lease for the “Vouliagmeni Beach” property - Third Party Declaration on the Financial Capacity Criteria

I/we, the undersigned [...] (full name-surname) of [...] (full father's name) and [...] (full mother's name), holder of [...] (country) passport/ID Card No. [...] (passport/ID Card No.), issued by [...] (authority issuing the passport/ID Card) on [...] (date of issue of the passport/ID Card), [...] (country) citizen, born in [...] (place of birth, city and country) on [...] (date of birth), resident of [...] (country/city/road/postcode) {where there is more than one legal representative of the company, the particulars of all representatives who sign must be filled out} acting in my capacity as legal representative (s) of the legal person with the corporate name [...] (full corporate name) established in accordance with the laws of [...] (country), with company Reg. No. [...], whose registered offices are in [...] (country/city/road/postcode), with [...] (country) Tax ID No. [...], I hereby declare in relation to the submission of an Expression of Interest by the company/joint venture [...] (name of Interested Party) in the Tender Process announced by the Call for Expressions of Interest dated [●] for the lease of the “Vouliagmeni Beach” property (the **“Call”**) issued by HPPC, that:

(i) [...] (full corporate name), which I/we represent, is a Third Party, as defined in the Call, of [...] (name of the Interested Party or Joint Venture Member, as the case may be) and meets the Financial Capacity Criterion described in paragraph 4.2.3 of the Call and will unconditionally place all necessary financial resources at the disposal of [...] (name of the Interested Party) until completion of the Transaction and for as long as required by the Call for Binding Offers and/or the Lease and/or other documents to be signed in the context of the Transaction;

(ii) [...] (full corporate name) which I/we represent bears full liability towards HPPC in the case where the conditions laid down in paragraph 4.2.3 of the Call are not met.

Capitalised terms contained herein shall have the meaning attributed to them in the Call.

(if applicable)

No sworn statement is required in [...] (country of incorporation) and/or [...] (country of establishment of the company).

In his capacity as [...] (position).

Authorised to sign this declaration in the name of [...] (full corporate name).

(signature)

Name-surname:

(authentication of signature by competent authority entitled to attest the authenticity of signatures in the relevant jurisdiction)

**SPECIMEN OF DECLARATION 7 - DECLARATION THAT FINANCIAL STATEMENTS HAVE NOT
BEEN AUDITED/PUBLISHED**

From:

[Please enter the name/corporate name, address and tax ID number of the Interested Party or, in the case of a Joint Venture, each Joint Venture Member]

(The **"Interested Party"**)

To:

Hellenic Public Properties Co. S.A.

7 Voulis St., Athens GR-10562

Greece

("HPPC")

[place, date

Dear Sirs,

Subject: Lease of the "Vouliagmeni Beach" property - Declaration that the financial statements have not been audited/published.

I/we, the undersigned [...] (full name-surname) of [...] (full father's name) and [...] (full mother's name), holder of [...] (country) passport/ID Card No. [...] (passport/ID Card No.), issued by [...] (authority issuing the passport/ID Card) on [...] (date of issue of the passport/ID Card), [...] (country) citizen, born in [...] (place of birth, city and country) on [...] (date of birth), resident of [...] (country/city/road/postcode) {where there is more than one legal representative of the company, the particulars of all representatives who sign must be filled out} acting in my capacity as legal representative (s) of the legal person with the corporate name [...] (full corporate name) established in accordance with the laws of [...] (country), with company Reg. No. [...], whose registered offices are in [...] (country/city/road/postcode), with [...] (country) Tax ID No. [...], I hereby declare in relation to the submission of an Expression of Interest by the company/joint venture [...] (name of Interested Party) in the Tender Process announced by the Call for Expressions of Interest dated [●] for the lease of the "Vouliagmeni Beach" property (the **"Call"**) issued by HPPC, that:

(if applicable)

No audit of the financial statements is required under the law of [...] (the company's country of establishment).

(if applicable)

No publication of the financial statements is required under the law of [...] (the company's country of establishment).

(if applicable)

No sworn statement is required in [...] (country of incorporation) and/or [...] (country of establishment of the company).

Save where otherwise specified herein, the capitalised terms contained herein shall have the meaning attributed to them in the Call.

In his capacity as [...] (position).

Authorised to sign this declaration in the name of [...] (full corporate name).

(signature)

Name-surname:

(authentication of signature by competent authority entitled to attest the authenticity of signatures in the relevant jurisdiction)

SPECIMEN OF DECLARATION 8 -

DECLARATION OF COMPLIANCE WITH THE TECHNICAL CAPABILITY CRITERIA

From:

[Please enter the name/corporate name, address and tax ID number of the Interested Party or, in the case of a Joint Venture, each Joint Venture Member (the “Interested Party”)]

To:

Hellenic Public Properties Co. S.A.

7 Voulis St., Athens GR-10562

Greece

("HPPC")

[place, date

Dear Sirs,

Subject: Lease for the “Vouliagmeni Beach” property - Declaration of compliance with the technical capability criteria.

I/we, the undersigned [...] (full name-surname) of [...] (full father's name) and [...] (full mother's name), holder of [...] (country) passport/ID Card No. [...] (passport/ID Card No.), issued by [...] (authority issuing the passport/ID Card) on [...] (date of issue of the passport/ID Card), [...] (country) citizen, born in [...] (place of birth, city and country) on [...] (date of birth), resident of [...] (country/city/road/postcode) {where there is more than one legal representative of the company, the particulars of all representatives who sign must be filled out} acting in my capacity as legal representative (s) of the legal person with the corporate name [...] (full corporate name) established in accordance with the laws of [...] (country), with company Reg. No. [...], whose registered offices are in [...] (country/city/road/postcode), with [...] (country) Tax ID No. [...], I hereby declare in relation to the submission of an Expression of Interest by the company/joint venture [...] (name of Interested Party) in the Tender Process announced by the Call for Expressions of Interest dated [●] for the lease of the “Vouliagmeni Beach” property (the “Call”) issued by HPPC, that:

[...] (name of Interested Party) meets the Technical Capability Criteria outlined in paragraph 4.2.4 of the Call as follows:

[insert the sector (s) in which the Interested Party (or, in the case of a Joint Venture, the Joint Venture Member) has experience from 2022 onwards]

[...] (name of Interested Party) has experience in the said sector (s) for each of the two (2)

consecutive years referred to above.

[Where the Interested Party has experience in the sectors referred to in paragraph 4.2.4 (i) and (ii) of the Call, due to its holding of at least 34% in the share capital of a company managing the relevant infrastructure (which is either owner or lessee or concessionaire, or a company operating under a management agreement or subcontracting agreement) and which itself meets the Technical Capability Criteria, the following statement shall be included:

[...] (name/corporate name of the Interested Party) is a shareholder in the company with the corporate name [...] (full corporate name) established in accordance with the laws of [...] (country), with company Reg. No. [...], whose registered offices are in [...] (country/city/road/postcode), with [...] (country) Tax ID No. [...], which meets the Technical Capability Criteria outlined in paragraph 4.2.4 of the Call as demonstrated above, with a holding of [...] % in that company.

The Interested Party must submit sufficient evidence to prove the said shareholding.]

(if applicable)

No sworn statement is required in [...] (country of incorporation) and/or [...] (country of establishment of the company).

Save where otherwise specified herein, the capitalised terms contained herein shall have the meaning attributed to them in the Call.

In his capacity as [...] (position).

Authorised to sign this declaration in the name of [...] (full corporate name).

(signature)

Name-surname:

(authentication of signature by competent authority entitled to attest the authenticity of signatures in the relevant jurisdiction)

OR IN THE CASE OF A JOINT VENTURE

Authorised to sign this declaration in his name [insert the name or corporate name of the relevant Joint Venture Member]

Name:

Position:

Authorised to sign this declaration in his name [insert the name or corporate name of the relevant Joint Venture Member]

Name:

Position:

[Please ensure that the representatives of all members of the Joint Venture have signed and that the authenticity of the signature is attested by a competent authority which is entitled to attest the authenticity of the signature in the relevant jurisdiction. For practical purposes, this declaration may be signed and submitted in multiple copies, each signed (with the signature thereon authenticated) by one or more Joint Venture Members, provided that all copies of all Joint Venture Members are submitted]

Or

Authorised to sign this declaration in the name of [insert the name of the Joint Venture]

Name:

(authentication of signature by competent authority entitled to attest the authenticity of signatures in the relevant jurisdiction)

SPECIMEN OF DECLARATION 9 - THIRD PARTY DECLARATION OF COMPLIANCE WITH TECHNICAL CAPABILITY CRITERIA

From:

[Please enter the name-surname/corporate name, address and tax ID number of the Third Party] (the **"Third Party"**)

To:

Hellenic Public Properties Co. S.A.

7 Voulis St., Athens GR-10562

Greece

("HPPC")

[place, date

Dear Sirs,

Subject: Lease for the “Vouliagmeni Beach” property - Declaration of third party compliance with the technical capability criteria.

I/we, the undersigned [...] (full name-surname) of [...] (full father's name) and [...] (full mother's name), holder of [...] (country) passport/ID Card No. [...] (passport/ID Card No.), issued by [...] (authority issuing the passport/ID Card) on [...] (date of issue of the passport/ID Card), [...] (country) citizen, born in [...] (place of birth, city and country) on [...] (date of birth), resident of [...] (country/city/road/postcode) {where there is more than one legal representative of the company, the particulars of all representatives who sign must be filled out} acting in my capacity as legal representative (s) of the legal person with the corporate name [...] (full corporate name) established in accordance with the laws of [...] (country), with company Reg. No. [...], whose registered offices are in [...] (country/city/road/postcode), with [...] (country) Tax ID No. [...], I hereby declare in relation to the submission of an Expression of Interest by the company/joint venture [...] (name of Interested Party) in the Tender Process announced by the Call for Expressions of Interest dated [●] for the lease of the “Vouliagmeni Beach” property (the “Call”) issued by HPPC, that:

(i) [...] (full corporate name), which I/we represent, is a Third Party, as defined in the Call, of [...] (name of the Interested Party or Joint Venture Member, as the case may be) and meets the Technical Capability Criterion described in paragraph 4.2.4 of the Call as follows:

[insert the sector (s) in which the Third Party has experience from 2022 onwards]

[...] (name of Third Party) has experience in the said sector (s) for each of the two (2) consecutive years referred to above;

(ii) [...] (name of the Third Party) shall unconditionally make all necessary technical resources available to the [...] (name of the Interested Party) until completion of the Transaction and for such time as is required by the Call for Binding Offers and/or the Lease and/or other documents to be signed in the context of the Transaction;

(iii) [...] (full corporate name) which I/we represent bears full liability towards HPPC in the case where the conditions laid down in paragraph 4.2.4 of the Call are not met.

(if applicable)

No sworn statement is required in [...] (country of incorporation) and/or [...] (country of establishment of the company).

Save where otherwise specified herein, the capitalised terms contained herein shall have the meaning attributed to them in the Call.

In his capacity as [...] (position).

Authorised to sign this declaration in the name of [...] (full corporate name).

(signature)

Name-surname:

(authentication of signature by competent authority entitled to attest the authenticity of signatures in the relevant jurisdiction)

ANNEX C: PROPERTY SURVEY DIAGRAM & BUILT STRUCTURES SUMMARY REPORT

ANNEX D: TERMS OF LEASE AGREEMENT⁴

1. Faithful compliance with all regulatory decisions of the Municipality of Vari-Voula-Vouliagmeni.
2. Faithful observance of hours of common quiet.
3. Music shall not exceed 65db. From sunset until the end of working hours it is prohibited to play music outdoors.
4. Special activated carbon filters must be installed.
5. It is prohibited to cut down trees on the entire property without prior approval from the competent department of the Municipality of Vari-Voula-Vouliagmeni.
6. It is not permitted to install tall lighting posts with headlights in any section of the leased property (whether for sporting use or otherwise). In parking areas and on pavements, only low-rise lighting may be installed, with a maximum height of 4 m at the top of a post. This is so as to avoid light pollution.
7. Nightclubs, live music clubs, outdoor cinemas and outdoor theatres are not permitted. In accordance with Presidential Decree 254/D/5.3.2004 the specified - permitted land uses are:
 - a) changing room facilities;
 - b) toilets;
 - c) snack bars;
 - d) restaurants;
 - e) commercial stores with a maximum surface area of 20 m²;
 - f) offices for beach management personnel;
 - g) childcare facilities;
 - h) facilities for public health sanitary advice and services;
 - i) infirmary;
 - j) small gym; and
 - k) auxiliary areas for mechanical facilities and storage.

⁴ The precise content of the Lease Agreement will be determined during Phase II of the Tender Process.