

Athens, 03 July 2014

RE: Answers to requests for clarifications regarding the Request for Proposal to exploit properties in the Afantou area of the island of Rhodes and notification of the relevant Secured Funds Letter

The Hellenic Republic Asset Development Fund S.A. (the “Fund”) refers to the request for proposal for the exploitation of properties in the Afantou area of the island of Rhodes issued by it on 11 March 2014 as amended and currently in force (the “RfP”).

The terms of the RfP are supplemented / amended by the answers of the Fund in the below questions of interested Investors (as defined in the RfP) and the template of the Secured Funds Letter (as defined in the RfP).

A. Answers

In the context of the process for the provision of clarifications in relation to the tender process, Interested Investors (as defined in the RfP) submitted among others the following questions on the Request for Proposal.

By the present announcement the Fund publishes its relevant answers:

Question 1
We would like to ask what must be stated at point (5) of the solemn declaration of annex 5, where the financial status criterion is stated. In our case the financial capacity criterion is covered by borrowed financial capacity. What must the legal representative of the legal person of the candidate must state when the financial capacity is not covered by itself?
Answer 1
In case the Candidate is entirely supported by the financial capacity of a third person in accordance with paragraph 4.4 of the RfP, point (5) of the solemn declaration submitted by the Candidate in accordance with paragraph 5.1.2 of the RfP, must not be completed. Please also note the obligations of paragraph 5.1.5 of the RfP.
Question 2
Please confirm whether the third person, which according to term 4.4 of the RfP will



provide its financial support, can be replaced, and in case of an affirmative answer, when and under which conditions may such replacement occur (perhaps upon application of the provisions of term 4.8 of the RfP)?

Answer 2

No replacement of the third person providing its financial support according to paragraph 4.4 of the RfP is allowed.

Question 3

Could the financial situation criterion be met by a company which participates in the shareholder of the company which will submit the binding offer with a rate lower than 50%? It should be noted that the financial statements of the particular company and those of the company which will submit the binding offer are not consolidated. Furthermore, it is pointed out that the particular company will meet 100% the financial situation criterion even though it will participate in the shareholder of the of the company which will submit the binding offer with a rate lower than 50%.

Answer 3

According to paragraph 4.1.3 of the Request for Proposal, a legal person that participates in the shareholder of the Candidate may give its financial support to the said Candidate, provided of course that it does not participate in the Tender Process, directly or indirectly, with more than one offer.

Question 4

In accordance with term 5.2.1 of the Request for Proposal, the candidate Investor may at the Financial Closure pay the 50% of total nominal value of the Financial Consideration. Based on the above, please confirm that the Secured Funds Letter, which according to the terms of the Tender Process shall be valid only until the Financial Closure, can accordingly be equal to the 50% of the Financial Offer.

Answer 4

We confirm that the funds mentioned in the Secured Funds Letter must be at least equal to the part of the Financial Consideration which according to the Candidate's Financial Offer is paid in cash. It is noted that according to paragraph 5.2.1 of the Request for Proposal, in case of a Financial Offer which includes Financial Consideration Instalments, the first



Financial Consideration Instalment must be equal to at least 50% of the overall nominal value of the Financial Consideration and must be paid upon Financial Closure.

Question 5

Please confirm that the candidate may submit more than one Secured Funds Letter from different Eligible Institutions, which summed shall correspond to the Financial Consideration or to the First Financial Consideration Installment.

Answer 5

We confirm that the Candidate may submit more than one Secured Funds Letter from different Eligible Institutions, provided that the funds referred to in such Secured Funds Letters, when summed up, are at least equal to the part of the Financial Consideration which according to the Candidate's Financial Offer is paid in cash. It is noted that according to paragraph 5.2.1 of the Request for Proposal, in case of a Financial Offer which includes Financial Consideration Instalments, the first Financial Consideration Instalment must be equal to at least 50% of the overall nominal value of the Financial Consideration and must be paid upon Financial Closure.

B. Secured Funds Letter

Furthermore, by the present announcement is notified the Secured Funds Letter (as defined in the RfP):

**“TEMPLATE FOR CASH/CASH EQUIVALENTS OR/AND AVAILABLE AND UNDRAWN DEBT
FACILITIES CONFIRMATION
 (“SECURED FUNDS LETTER”)**

[On relevant Eligible Institution headed paper]

[Place]

[dd/mm/yyyy]

To: [Candidate's name / corporate name or third party providing financial support]



[Candidate's or third party's providing financial support address / registered offices]

Dear Sirs,

Re: Secured Funds Letter for Property [A' or B'] of [Candidate's or third party's providing financial support name / corporate name]

1. We refer to the document entitled "Request for proposal to exploit properties in the Afantou area of the island of Rhodes", issued by the Hellenic Republic Asset Development Fund ("Fund") and dated 11 March 2014 (the "RfP").
2. Capitalised terms not defined herein shall have the meaning attributed to them in the RfP.
3. This letter is a letter of confirmation of
 - a. available cash and cash equivalents [or/and]
 - b. available and undrawn debt facilities

issued by [name of Eligible Institution], acting through its [•] unit/branch of [full address] (the "Institution"), pursuant to paragraph 5.2.2 of the RfP and the Institution understands and accepts that this letter is to form and be considered as part of the binding offer submitted by [Candidate's name / corporate name]:

4. We hereby confirm that [Candidate's name / corporate name or third party providing support], has on the date hereof:
 - a. Available and free of any levies and third party rights the following amounts in cash or cash equivalents at accounts with the Institution:
 - i. up to €[•], held in [describe nature of account or facility where cash is held];
 - ii. up to €[•], held in [describe nature of government securities/short-term notes held]; and



HELLENIC REPUBLIC ASSET
DEVELOPMENT FUND

- iii. up to €[●], held in [*describe nature of minority investments in listed companies held*],

which, when taken in aggregate, totals an amount up to €[●] in cash and cash equivalents.

[or/and]

b. Have available the following amounts under the following facilities:

- i. [Detail sources of funds e.g. “up to €[●] pursuant to a facility agreement dated [●]”]; and
- ii. [●].

which, when taken in aggregate, total an amount of €[●] in available and undrawn facilities.

Yours faithfully,

For and on behalf of [**Bank**]

Name:

Position:”

All other provisions of the RfP remain unchanged.



HELLENIC REPUBLIC ASSET
DEVELOPMENT FUND

The present announcement has been prepared by, and is the sole responsibility of, the Fund and is being directed only to persons, to whom it may be lawfully communicated under applicable law. It does not constitute any offering and, to the extent permitted by law, the Fund and its Advisors' accept no liability in relation to it.

For the full terms and conditions, please refer to the RfP.