

HELLENIC REPUBLIC ASSETS DEVELOPMENT FUND S.A.

Athens, 04.04.2022

**AMENDMENT
TO THE INVITATION TO SUBMIT AN EXPRESSION OF INTEREST
FOR THE AWARD OF A SERVICES CONCESSION AGREEMENT
IN RELATION TO FINANCING, OPERATION, MAINTENANCE AND EXPLOITATION OF
ATTICA MOTORWAY**

Notice number in the OJ S: 2022/S 013-030880

Notice number in KIMDIS: 22PROC009941376

Procurement number in KIMDIS : 22PROC009947840

Notice Corrigendum (1st) number in the OJ S : 2022/S 070-187789

Notice Amendment (1st) number in KIMDIS : 22PROC010353066

1. The Hellenic Republic Asset Development Fund S.A. (the “**Fund**”) by virtue of a decision dated 31.03.2022 of its Board of Directors has approved the amendment of the Invitation to submit an Expression of Interest for the award of a services concession agreement in relation to financing, operation, maintenance and exploitation of Attica Motorway dated 20.01.2022 (the “**Invitation**”) as follows:

- (i) In paragraph 8.2 (iii) of the Invitation reference to *“its total assets under management or the active, committed and uninvested funds”* is replaced by reference to *“the sum of a) currently active invested funds (i.e. the part of the committed funds that have been invested, excluding any divestments) and b) the committed but uninvested funds”*, consequently, paragraph 8.2 (iii), following its amendment as per the aforementioned, applies as follows: *“In case the Interested Party is a fund or a private equity firm, that the sum of a) currently active invested funds (i.e. the part of the committed funds that have been invested, excluding any divestments) and b) the committed but uninvested funds exceed the amount of 2,000 million Euro according to its most recent audited financial statements (or consolidated financial statements as the case may be) or its auditor reports or a relevant certification by an auditor issued within three (3) months prior to the date of submission of the Expression of Interest.”*
- (ii) In paragraph 8.3 c) of the Invitation reference to *“total assets under management or active and committed/uninvested funds”* is replaced by reference to *“the sum of a) currently active invested funds (i.e. the part of the committed funds that have been invested, excluding any divestments) and b) the committed but uninvested funds”* and the words *“or fund managers”* are deleted and, consequently, paragraph 8.3 c), following its amendment as per the aforementioned, applies as follows: *“For funds, private equity investors [8.2 (iii)]: the sum of a) currently active invested funds (i.e. the part of the committed funds that have been invested, excluding any divestments) and b) the committed but uninvested funds of € 2,000 m.”*.
- (iii) In Annex F Template 2 the words *“TOTAL ASSETS UNDER MANAGEMENT or TOTAL ACTIVE, COMMITED & UNINVESTED FUNDS”*, where found, are replaced by the words *“THE SUM OF A) CURRENTLY ACTIVE INVESTED FUNDS AND B) THE COMMITTED BUT UNINVESTED FUNDS”* and, consequently, Annex F Template 2, following its amendment as per the aforementioned, applies as follows:

ANNEX F

TEMPLATE 2

SOLEMN DECLARATION
pursuant to Law 1599/1986

i) To: **HELLENIC REPUBLIC ASSETS DEVELOPMENT FUND S.A.**

I, the undersigned,, son/daughter of (*father's name and surname*) and (*mother's name and surname*), holder of Passport No. which was issued by (*issuing authority*), on (*issue date*), citizen, born in (*place of birth - country and town*) on (*date of birth*), resident of (*country, town, street, postcode*), acting as legal representative of the company {in the case where there is more than one legal representatives of the company, the particulars of all persons representing it who sign the document must be provided}, fully aware of the consequences laid down in Greek Law 1599/1986 on false solemn declarations,

a) I/we hereby declare in relation to the submission of the Expression of Interest by (*name of Interested Party/Consortium*) for the award of a services concession agreement in relation to the financing, operation, maintenance and exploitation of the Attica Motorway (as defined in the Invitation) in accordance with the Invitation issued by Hellenic Republic Asset Development Fund S.A. on [•], that [•] (name of Interested Party) satisfies the Financial Eligibility Criteria in paragraph 8.2 of the Invitation as follows:¹

b) I/we hereby declare in relation to the submission of the Expression of Interest by (name of Interested Party/Consortium) for the award of a services concession agreement in relation to the financing, operation, maintenance and exploitation of the Attica Motorway (as defined in the Invitation) in accordance with the Invitation issued by Hellenic Republic Asset Development Fund S.A. on [•], that [•] (name of Consortium) satisfies the Financial Requirement for Consortia in paragraph 8.3 of the Invitation as follows:²–

¹ In case of a legal entity

² In case of a Consortium

FINANCIAL DATA OF THE INTERESTED PARTY/MEMBER OF A CONSORTIUM FOR THE LAST THREE (3) FINANCIAL YEARS

			In the case of a Legal Entity				In the case of a Fund	In the case of a natural person	
No.	CORPORATE NAME	% STAKE IN THE CONSORTIUM (where applicable)	EQUITY ATTRIBUTABLE TO THE SHAREHOLDERS OF THE PARENT COMPANY				THE SUM OF A) CURRENTLY ACTIVE INVESTED FUNDS AND B) THE COMMITTED BUT UNINVESTED FUNDS (n*)	PERSONAL NET WORTH (n*)	WEIGHTED AVERAGE
			Year n* - 2	Year n* - 1	Year n*	Average of three (3) years			
		[100%]							

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Information: Mrs. Chrisoula Rallia

CONVERSION RATE (if applicable)

			In the case of a Legal Entity			In the case of a Fund	In the case of a natural person
No.	CORPORATE NAME		EQUITY ATTRIBUTABLE TO THE SHAREHOLDERS OF THE PARENT COMPANY			THE SUM OF A) CURRENTLY ACTIVE INVESTED FUNDS AND B) THE COMMITTED BUT UNINVESTED FUNDS (n*)	PERSONAL NET WORTH (n*)
			Year n* - 2	Year n* - 1	Year n*		
		Conversion Rate (Euro to [•])					

* where n, in the case of Legal Entities, means the most recent audited financial year prior to the Submission Date or, in the case of Funds/Natural Persons, has the meaning attributed to it by paragraph 10.6 of the Invitation.

Notes:

The information must come, as the case may be, from the documents defined in paragraph 10.6 of the Invitation. The amounts are expressed in Euro thousands. Where the Interested Party keeps financial statements in a currency other than Euro, the Interested Party must convert the required amounts to Euro and cite

the exchange rate used for the conversion, which, in case of legal entities or funds, must be the one of the last banking day of each financial year or, in case of natural persons, must be the exchange rate of the date on which the relevant certificate in accordance with article 10.6 (vii) of the Invitation was issued. Where there are discrepancies, the financial statements or the relevant certificate, as the case may be, shall take precedence over the said table.

_____ (place), _____ (date)

(i) [Signature/-s]

(ii)

(iii) [Attestation of the signatory's signature]

- (iv) In the 2nd sentence of paragraph 9.2 of the Invitation reference to the percentage of “20%” is replaced by reference to the percentage of “10%” and the words “*or indirect (via a 100% wholly owned subsidiary)*” are added after the words “*through his direct*”, consequently, the 2nd sentence of paragraph 9.2, following its amendment as per the aforementioned, applies as follows: “*It is noted that a Prequalified Investor (or in case of a Consortium, a Consortium member) may also rely on his experience through his direct or indirect (via a 100% wholly owned subsidiary) holding of at least 10%, for a period of at least two (2) consecutive years during the last five (5) years prior to the submission of Binding Offers, in the share capital of a company or joint venture or Consortium that has been awarded the maintenance, operation and exploitation of at least one Similar Motorway Infrastructure.*”.
- (v) Furthermore, in paragraph 9.2 of the Invitation a 3rd sentence is added as follows: “*In case a Prequalified Investor (or in the case of a Consortium, a Consortium member) belongs to a fund structure, then he may rely on this experience by reference to the fund manager by which this Prequalified Investor (or in the case of a Consortium, the Consortium member) is controlled. This possibility is provided under the condition that this fund manager controls, either directly or through its Affiliates (including through funds or entities managed by this fund manager or its Affiliates), a company or joint venture or Consortium that has been awarded the maintenance, operation and exploitation of a Similar Motorway Infrastructure for a period of at least two (2) consecutive years during the last five (5) years prior to the submission of Binding Offers.*”.
- (vi) In paragraph 10.6 (i) (2) of the Invitation the words “*the sum of a) currently active invested funds (i.e. the part of the committed funds that have been invested, excluding any divestments) and b) the committed but uninvested funds*” are added after the words “*evidencing the availability of*” and the words “*active, committed and uninvested funds*” are deleted, consequently, paragraph 10.6 (i) (2) of the Invitation, following its amendment as per the aforementioned, applies as follows: “*Funds or private equity firms: Copies of the most recent audited financial statements (or consolidated financial statements as the case may be), or of auditor reports, or copy of relevant certification verified by an auditor or the entity providing custodian services to the funds or the private equity firm evidencing the availability of the sum of a) currently active invested funds (i.e. the part of the committed funds that have been invested, excluding any divestments) and b) the committed but uninvested funds, as per paragraph 8.2, and issued within three (3) months prior to the date of submission of the Expression of Interest. The Fund shall be entitled to request the auditor’s report or certification mentioned above, even if the Interested Party has already submitted its financial statements.*”.
- (vii) In the table of contact persons in paragraph 12.1 of the Invitation, the words “*Antoine Maitrot Director Tel.: +33 6 07 68 22 05 Email: antoine.maitrot@lazard.com*” are replaced by the words “*Pierre Ouaknin Director Tel.: +33 6 80 67 01 84 Email: pierre.ouaknin@lazard.com*”, consequently, the table of contact persons in paragraph 12.1 of the Invitation, following its amendment as per the aforementioned, applies as follows:

LAZARD	PIRAEUS BANK S.A.
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Pierre Ouaknin Director Tel.: +33 6 80 67 01 84 Email: pierre.ouaknin@lazard.com	Makis Bikas Senior Director Tel.: +30 2103335361 Email: bikase@piraeusbank.gr
Léna Cerceau Associate Tel.: +33 7 70 26 96 13 Email: lena.cerceau@lazard.com	Stelios Hatzitheodoulou Senior Manager Tel.: +30 2103333596 Email: hatzitheodoulous@piraeusbank.gr

(viii) The Fund has approved the deferment of the Submission Date of the Expressions of Interest, by way of amendment of clause 11.1 of the Invitation, and determined as new date until which Expressions of Interest must be submitted the **05.05.2022 until 17:00 (Greek time, GMT +2)**. Any reference in the Invitation to the Submission Date should henceforth be read as a reference to the aforementioned new date.

2. Following the extension of the Submission Date, it is clarified that the Fund will accept (a) any Supporting Documents that have been issued and certified (where required) within the deadline of ninety (90) days prior to the initial Submission Date and (b) certificate from a commercial registry or other equivalent document (that is provided for in paragraph 10.5 (i) of the Invitation) issued during the last month prior to the initial Submission Date. In such a case, Interested Parties must also submit a solemn declaration of Law 1599/1986, where the signature must be authenticated by any competent judicial or administrative authority or notary public, with the inclusion of the following phrase (as underlined below): "All information, statements, declarations, Supporting Documents and other accompanying documents we have submitted together with our Expression of Interest are true, valid and accurate and there has been no change from their issuance date and we have not concealed any information related to the Tender Process and the Transaction according to the provisions of the relevant Invitation". Moreover, it is clarified that the Fund will only accept requests for clarifications submitted pursuant to paragraph 12.1 of the Invitation no later than fifteen (15) business days prior to the Submission Date, namely by 11 April 2022 until 17:00 o'clock (Greek time, GMT + 2).
3. Notwithstanding the above, all other provisions of the Invitation remain the same.
4. Capitalized terms used in the present shall bear the same meaning as in the Invitation.
5. A notice of this Amendment has been sent for publication:
 - (i) On 04.04.2022, to the Supplement to the Official Journal of the European Union, where it has been published on 08.04.2022 and received the following Notice number in the OJ S: 2022/S 070-187789; and
 - (ii) On 08.04.2022, to the Central Electronic Registry for Public Contracts (KIMDIS), where it has been published on 08.04.2022 and received the following registration number: 22PROC010353066,

while the entire content of this Amendment is available on the following website: www.hraf.com and is freely accessible.