INVITATION FOR SUBMISSION OF PROPOSALS TO ACT AS INDEPENDENT VALUER TO THE HELLENIC REPUBLIC ASSET DEVELOPMENT FUND IN RELATION TO THE PRIVATISATION OF THREE PROPERTIES IN THE AREAS of KOUKOUNARIES, SKIATHOS / CHORA, ANDROS / TSAGARADA, PELION

August 06, 2013

A. INTRODUCTION

Within the framework of the implementation of the Hellenic Republic's privatization program, the Hellenic Republic Asset Development Fund S.A. (the "HRADF") has decided to exploit the Xenia Skiathos, Xenia Andros and Xenia Tsagarada which are among the Xenia Hotels developed in the course of a hotel programme pursued by the "Hellenic Tourism Organization" ("EOT") with an aim to improve the tourism infrastructure of Greece in the 1960s and 1970s.

«Xenia Skiathos» comprises a land plot 66.608 sq.m. of surface, including a hotel building, 2.542,92 sq.m of total surface, which is situated at the location "Koukounaries", Municipality of Skiathos.

«Xenia Andros» comprises a land plot 3.423,87 sq.m. of surface, including a building comprising basement, ground floor, 1st and 2nd floor, 2.273 sq.m. of total surface, which is situated at Chora Androu, Municipality of Andros (location "Plakoures").

«Xenia Tsagarada comprises a land plot 14.676 sq.m. of surface approximately, including a building approximately 2.600 sq.m. of total surface, which is situated at Aghia Paraskevi - Tsagarada, Municipality of Zagora - Mouresiou.

By Decision no. 224/05.11.2012 of the Inter-ministerial Committee for Asset Restructuring and Privatizations (the "ICARP") (Government Gazette B' 3006/12.11.2012), pursuant to article 2 par. 4 and 5 of Law 3986/2011 (the "Fund Law"), as currently in force, Xenia Andros and Xenia Tsagarada have been transferred to HRADF which holds the rights of full ownership, possession and occupation thereupon. Furthermore, by Decision no. 231/02.04.2013 of the ICARP (Government Gazette B' 754/02.04.2013), pursuant to article 2 par. 4 and 5 of Law 3986/2011, as currently in force, Xenia Skiathos has been transferred to HRADF which holds the rights of full ownership, possession and occupation thereupon.

National Bank of Greece S.A. and NBG Securities S.A. act as HRADF's financial advisors. KLC Law Firm acts as HRADF's legal advisor. Savills Hellas Limited, ASPA S.A. and Planet S.A. act as HRADF's technical advisers.

HRADF currently runs an open, transparent and competitive international tender of one phase for the sale of the in rem right of full ownership on part of the Skiathos property (Xenia Skiathos) and Tsagarada property (Xenia Tsagarada) and the in rem right of surface on the rest of these Properties, as well as the in rem right of surface for the Andros property (Xenia Andros). The right of surface will be established for a period of ninety nine (99) years and is provided for in Articles 18 et *seq.* of L. 3986/2011. The relevant announcement (Request for Proposal) initiating the tender process has been published on the 11th of July 2013.

B. SCOPE OF WORK

According to Article 6 (3) of L. 3986/2011, as currently in force, an independent valuation of an asset prior to its privatisation by HRADF must be carried out. In this context, HRADF considers the appointment of a specialized firm (the "Valuation Consultant"), to carry out an independent valuation of the three assets as described above.

The Valuation Consultant will provide three valuation reports, one for each asset, as described above (the "Valuation Report") based on an inspection directly to HRADF.

The assignment will also include the submission of a valuation update for the Asset within a period of eight (8) months from the initial valuation date.

Each Valuation Report and the supporting documentation should be prepared in the Greek language, and should include at least the following:

- executive summary (also in English);
- full description of the asset under valuation;
- comprehensive supply-demand analysis of the market;
- detailed presentation of the valuation method(s) applied, including relevant inputs
 and calculations. Given the fact that the surface right is only recently introduced to
 the Greek law and consequently to the Greek property market, a duly documented,
 thorough analysis of key considerations, assumptions and methodology is considered
 absolutely essential.

Duration of the Engagement: Maximum four (4) weeks.

Maximum Budget: The maximum available budget for the assignment is EUR twenty five thousand (€ 25,000) plus VAT (including expenses).

C. NECESSARY QUALIFICATIONS

HRADF invites specialized firms to submit their proposals in writing, which should include the following:

- 1. Proof of experience in the valuation of similar, as per type and size, properties.
- 2. Presentation of the proposed approach to the assignment, critical issues and

- methodologies, including a timeline.
- 3. Proposed team composition including relevant experience of the senior members of the team during the past five (5) years. Emphasis will be placed on the qualifications and experience of the project manager and team members assigned to the project. More specifically, at least one (1) leading member of the team that will undertake the valuation must be a certified valuer by a Greek or other European (EU Member State) regulating body. The certification of the Valuation Consultant must be according to RICS or TEGOVA standards. Also the signatory or one of the cosignatories of the valuation must be a certified valuer as described above.
- 4. A confirmation that neither the valuer nor any members of its team that will perform the valuation have any conflict of interest with respect to the activities described in the scope of work and the qualification criteria above. Such declaration as to the conflict of interest will be in effect throughout the term of the valuer's engagement.
- Professional indemnity insurance of an annual minimum of EUR 2 million (€ 2,000,000). The professional indemnity insurance contract should also be provided.
- 6. Proposed fees.

D. SELECTION PROCESS

The assignment will be awarded in accordance with the provisions of the Procurement Regulation of the HRADF approved by decision of the Minister of Finance (Government Gazette B' 1695/16.05.2012), as well as the provision of article 8 paragraph 4 of Law 3986/2011 in conjunction with articles 5A and 7 of Law 3049/2002. The assessment shall take into consideration the above mentioned in article C qualifications and requirements, the fee proposal, according to the procedure mentioned in the abovementioned provisions

- 1. HRADF will evaluate proposals according to the criteria set out in article C above and may require clarifications, additions or adjustments of the submitted offers as deemed necessary. Following the assessment process, up to three (3) candidates may be chosen to present their proposals to the HRADF.
- 2. Candidates that do not comply with any of the criteria set forth herein will not be allowed to participate in the process.
- 3. HRADF reserves, at the fullest extent possible and at its exclusive discretion, the right to cancel, suspend, amend or postpone at a later time this procedure, without any prior notice, as well as to terminate any negotiations or discussions at any

stage of the process, without incurring any liability whatsoever against any participant and/or any third party.

4. HRADF reserves the right to enter into discussions and negotiations with the interested valuers for the improvement of the bids received.

Interested parties should submit their offer, together with CVs of the proposed team for the assignment and any other documentation that prove the firm's and the team's experience and expertise via e-mail to HRADF at the e-mail address info@hraf.gr marked "INDEPENDENT VALUER FOR SKIATHOS/ANDROS/TSAGARADA XENIA PROPERTIES". Additionally, a hard copy of such offer may also, at the discretion of the interested parties, be submitted, in a sealed envelope, at the offices of the HRADF (1 Kolokotroni & Stadiou Street, 7th Floor, Postal Code: 105 62, Athens, Greece). Offers must be submitted not later than August 23rd, 2013, 19:00, Athens time, irrespective of the way of submission.