

**INVITATION TO SUBMIT AN EXPRESSION OF INTEREST  
TO A PUBLIC INTERNATIONAL OPEN TENDER  
FOR THE TRANSFER OF ASSETS  
OF THE SOCIETE ANONYME WITH THE REGISTERED NAME  
“GENERAL MINING AND METALLURGICAL SOCIÉTÉ ANONYME LARCO”  
[General Commercial Registry (G.E.MI.) number 000584001000 |  
Tax Identification Number 09425001]  
WHICH HAS BEEN PLACED UNDER THE PROCEDURE OF SPECIAL ADMINISTRATION  
(ARTICLE 21 OF LAW 4664/2020)  
(Phase A of the Tender)**

Maroussi, 23<sup>rd</sup> of November 2020

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## 1. Short Introduction

- 1.1. The “General Mining and Metallurgical Société Anonyme LARCO”, which is now under the special administration regime, in accordance with the provisions of article 21 of the Law 4664/2020 (hereinafter, the «**LARCO**») operates in the extraction and processing of ores, in particular ferronickel and laterite, having the ownership or the usage by means of concession, of mines in Fthiotida, Evia, Kastoria.
- 1.2. LARCO was established in 1989, following the liquidation of the company "Hellenic Mining and Metallurgical Company of Larymna" (old LARCO) and the acquisition of its assets.
- 1.3. LARCO's share capital amounts to EUR 109,327,632.95 and is divided into 13,927,087 shares with a nominal value of EUR 7,85 each. Today, HRADF participates in the share capital of LARCO with a percentage of 55,2% approx., National Bank of Greece SA with a percentage of 33,4% approx., and the Public Power Company SA with a percentage of 11,4 % approx.
- 1.4. On 28.02.2020, LARCO was placed under a special administration regime, in accordance with the provisions of article 21 of Law 4664/2020, pursuant to no. 1407/2020 decision of the Single-Member Court of Appeals of Athens (2nd Chamber – Public), by virtue of which Georgios Meletis son of Christos was appointed as its special administrator (hereinafter the "**Special Administrator**").
- 1.5. The aforementioned judgment was duly published in the General Commercial Register (G.E.M.I.) pursuant to No. 2261/05.03.2020 announcement.

## 2. Applicable legislative framework

- 2.1. The present invitation (hereinafter referred to as the “**Invitation**”) is governed by the following legislative framework:
  - The provisions of article 21 of Law 4664/2020, as amended and in force.
  - The provisions of the legislative decree 210/1973 (Mining Code) on the concession/lease of mining rights of the State, as amended and in force.

## 3. Other regulatory framework

- 3.1. The Invitation takes into account the following decisions of the European Commission on the law on State Aid:
  - The decision no. C (2014) 1818 final/27.03.2014 of DG Competition of the European Commission, , by virtue of which the recovery of illegal state aid, which have been received by LARCO in the past was decided (hereinafter, the “**Recovery Decision**”)
  - The decision no. C (2014) 1805 final/27.03.2014 of DG Competition of the European Commission, approving the plan proposed by the Greek authorities for the sale of

LARCO's assets, in conjunction with the lease of mining rights and the Larymna mine owned by the Hellenic Republic and managed by LARCO, through two (2) parallel but independent tenders, which was considered that it breaks down the economic continuity of the company and meets the requirements of the Recovery Decision.

#### **4. Object of the Tender**

**4.1.** By virtue of the present Invitation, the Special Administrator invites the interested parties to submit an application for expression of interest for their participation in the "Public International Open Tender for the transfer of assets of the Société Anonyme under the name "GENERAL MINING AND METALURGICAL SOCIÉTÉ ANONYME LARCO", which is under special administration regime (hereinafter the "**Tender**").

**4.2.** The object of the Tender includes, but is not limited to, the following assets:

**1. Mining Rights on the:**

**(a) Evia Mines**

- Owned concessions
- Leased private concessions
- Leased public mine of Vrysakia, Evia

**(b) Mines of Fthiotida and Viotia (Agios Ioannis region)**

- Owned concessions  
The owned concessions of the Mines of Fthiotida and Viotia, include the owned concessions in the region of Attica.
- Leased private concessions

**(c) Kastoria Mines**

- Privately owned concessions  
The owned concessions of the Mines of Kastoria, include the -owned concessions in the region of Trikala.

**4.2.2. Mineral stocks, by-products and recyclable materials**

**4.2.3. Plots of land in the area of Larymna Mine (Fthiotida), Agios Ioannis and Liavda Larymnas, as well as in Evia.**

**4.2.4. Movable and other equipment**

**4.3.** The mining rights over the owned concessions (in the areas of Evia, Agios Ioannis and Kastoria, including the areas of Attica and Trikala), which are included in the object of the Tender, will be transferred, along with their components and fixtures (i.e. premises, plots of land, machinery and other equipment), as well as with the extracted ores.

- 4.4. With regard to the mining rights, on private concessions, owned by third parties, which LARCO leases, under a relevant lease agreement (leased private concessions in the areas of Evia and Agios Ioannis), the object of the transfer will be the relevant lease agreements of mining rights, together with all the rights they incorporate. These concessions include premises, plots of land, machinery and other equipment, as well as the extracted ores.
- 4.5. With regard to the mining rights on the public mine of Vrysakia Evia, which LARCO leases, under a relevant lease agreement with the Hellenic Republic, the object of the transfer will be the relevant lease agreement of mining rights, together with all the rights it incorporates. These concessions include premises, plots of land, machinery and other equipment, as well as the extracted ores.
- 4.6. The transfer of the mining rights with the above distinctions (owned concessions, leased private concessions and leased public mine) shall be subject to the approvals provided for in the Mining Code, as appropriate (see in particular Articles 74e., 82e.).
- 4.7. The description given herein is indicative and concise and is intended to provide an overview to Interested Parties on the assets to be transferred for the preparation and submission of an Application for Expression of Interest, as set out below. The detailed description of all the assets transferred will be provided during phase B' of the Tender, through the tender memorandum as well as in the form of a Virtual Data Room ("VDR").
- 4.8. The Special Administrator reserves the right to amend the object of the Tender, at its discretion, until the date of submission of the Application for Expression of Interest, as set out below.

## 5. The Structure of the Tender

- 5.1. The Tender will be held in two (2) phases, as described below:
  1. Phase A': Application for Expression of Interest
  2. Phase B': Submission of a Binding Offer
- 5.2. **Phase A' of the Tender** shall be governed by the terms of the present Invitation and the provisions set out in the beginning of this Invitation. In order to participate in Phase A' of the Tender, the Interested Parties shall submit a non-binding written Application for Expression of Interest, accompanied by the necessary supporting documents for participation, as appropriate, in accordance with paragraph 13 of the present (hereinafter referred to as the "**Application for Expression of Interest**"). Participation in Phase A' of the Tender, by submitting an Application for Expression of Interest, entails unconditional acceptance of the terms of this invitation. Participants in Phase A' will, henceforth, be referred to, for the sake of brevity, as the "**Interested Parties**".
- 5.3. The purpose of Phase A' of the Tender is to pre-qualify the Interested Parties who meet the selection criteria of the present Invitation and do not fall under any grounds for exclusion

referred to in paragraph 8 below in order to participate in Phase B' of the Tender. Candidates who will be pre-qualified during phase A' will henceforth be referred to as the "**Eligible Investors**".

**5.4.** The Phase A' of the Tender will be completed by the unsealing of the non-binding Applications for Expression of Interest before a notary public and their assessment by the Special Administrator, in accordance with the provisions paragraph 15 of this Invitation.

**5.5.** After the completion of phase A', Phase B' of the Tender will be launched, as follows.

**5.6.** The selection of an Interested Party as an Eligible Investor in the Phase A' of the Tender does not give rise to an obligation to participate in Phase B' of the Tender.

**5.7.** During Phase B' of the Tender, the Eligible Investors will have the right, after the signing of a relevant confidentiality agreement, to receive from the Special Administrator the invitation to submit binding offers (hereinafter referred to as the "**ISBO**"), as well as to gain access to the VDR containing, but not limited to: a memorandum of offer, detailed information on the transferred assets, templates of a binding offer, letter of guarantee, solemn declarations, draft transfer agreement, the possibility of submitting clarification requests, from the Eligible Investors.

**5.8.** The binding offers of the Eligible Investors during Phase B' of the Tender will be drawn up in accordance with the terms of the ISBO and will consist of: (i) all the necessary supporting documents for participation, in accordance with the ISBO (ii) Technical Offer, (ii) Financial Offer, containing the price offered, and accompanied by a letter of guarantee, in accordance with the provisions of Article 21 of Law 4664/2020. The assessment and award criteria will be specified by the ISBO.

**5.9.** After the unsealing of the binding offers, the offers will be assessed by the Special Administrator, in accordance with the terms of the ISBO and the law. The Eligible Investors will be informed by the Special Administrator of the outcome of the Tender. The Eligible Investor who submits the preferred bid, on the basis of the criteria for the award of the tender, will henceforth be defined, for reasons of brevity, as the "**Preferred Investor**".

**5.10.** Subject to the conditions set forth in paragraph 8 (c) b' of Article 21 of Law 4664/2020, and without prejudice to paragraph 6 hereof, the Special Administrator shall conclude with the Preferred Investor the agreement for the transfer of the assets as described in paragraph 4 of the present Invitation.

## **6. "Shoot-out" clause**

**6.1.** The Interested parties may, in parallel with the submission of an Application for Expression of Interest to this Tender, submit an expression of interest to the independent Public International Open Tender to be launched by the HRADF, on behalf of the Hellenic Republic

for the lease (i) of the mining rights for research and exploitation of the public mine of Larymna provided for in para. 7 of article 55 of the Law. 4223/2013, along with the Larymna metallurgical plant, plots of land, buildings, mechanical equipment, vehicles, machinery, spare parts and other elements related to production, and (ii) of the mining rights for research and exploitation on the Public Mine of Loutsis along with all the premises of the mine, plots of land on which they have been built (hereinafter referred to as the "**Hellenic Republic Tender**").

**6.2.** In compliance with Decision C (2014) 1805 final/27.3.2014 of the European Commission, the Preferred Investor at the Hellenic Republic Tender will have the right, but not the obligation, to bid in the present Tender also, provided that the relevant selection criteria of this Tender are met.

**6.3.** Accordingly, the Preferred Investor in the present Tender will have the right, but not the obligation, to bid in the Hellenic Republic Tender also, provided that the relevant selection criteria of the Hellenic Republic Tender are met.

## **7. Eligibility Requirements in Phase A'**

**7.1.** Any person or legal entity or association of persons, including consortia, who has full legal capacity and has been established and operates lawfully in accordance with the law of the country of its establishment shall have the right to submit an Application for Expression of Interest. In the case of participation of an association of persons or a consortium, each of its members shall be liable to LARCO jointly and severally. In order to submit an Application for Expression of Interest, the association of persons need not have taken the form of a consortium. In the event that an association of persons or a consortium is selected as a Preferred Investor of Phase B' of the Tender, it should establish a Special Purpose Vehicle (SPV), in the form of a société anonyme, which will be governed by the Greek law and in the share capital of which the members will participate with the percentage they have in the association of persons / consortium for the signing of the transfer agreement. The ISBO will describe in detail the process of signing the transfer agreement.

**7.2.** All Interested Parties, natural persons or legal entities as well as members of associations of companies and consortia, may participate in the tender process with only one Application for Expression of Interest each. It is explicitly prohibited for members of an association of companies or consortium to participate in several associations of companies or consortia and to submit an individual Application for Expression of Interest. Similarly, an Affiliate (as defined below) of an Interested Party or, in the case of a consortium, an Affiliated Party of a member of an association of persons or a consortium may not participate in the tendering process, either by submitting a separate Expression of Interest (in the case of participating in the Tender as an individual Interested Party) or by participating in an association of persons or a consortium submitting a separate Application for Expression of Interest, unless the Affiliate submits evidence to the satisfaction of the Special Administrator, to substantiate that their Applications for Expression of Interest submitted, as separate, are not influenced by each other. Failure to comply with this condition will result in the immediate exclusion of all interested parties.

- 7.3.** For the purposes of the present Invitation, "Affiliate" means any person who, directly or indirectly, is in control of, or is controlled by, or is under joint control with, an Interested Party or a member of an association of persons or a consortium (as the case may be). For the purposes of the aforementioned definition, "control" means the power of a person, directly or indirectly: (i) to vote or direct the voting of more than 50% of voting rights of such person or (ii) to direct or to cause the direction of the management and policies of such a person, whether by contract or de facto.
- 7.4.** Interested parties residing in or statutory or actual seat or establishment in Non-Cooperative States, as defined in Article 65 of the Greek Income Tax Code (Law 4172/2013, as amended and in force, Government Gazette A' 167/23.07.2013) and listed in Ministerial Decision No. 1353/2019 of the Minister and Deputy Minister of Finance (Government Gazette B' 3558/23.09.2019) issued according to the said provisions or any subsequent ministerial decision issued pursuant to such legislative provision updating the list of Non-Cooperative States, may not participate in any phase of the Tender, either separately or as members of an association of persons or a consortium or where as partners or shareholders they hold more than a percentage of 1% of the share capital of an Interested Party or a member of an association of persons or a consortium. This condition shall also apply to any third Party which will place at the disposal of such Interested Party and/or member of an association of persons or consortium with the requisite financial resources to meet the Financial Capacity Criterion in accordance with paragraph 9 and to any person who has, directly or indirectly, control of the Third Party (as defined below), whether by contract or de facto.
- 7.5.** The Interested Parties, if they have their residence or registered seat abroad, are not required to have a Greek Tax Identification Number at the time of the submission of their Application for Expression of Interest, but if one of them is selected as a Preferred Investor at Phase B', it must carry out any necessary action to obtain a Greek Tax Identification Number, before signing the transfer agreement.
- 7.6.** Merger between consortia that were selected as Eligible Investors at Phase B' of the Tender is not permitted.
- 7.7.** All Interested Parties who have submitted an Application for Expression of Interest to the Tender, and in the event that the Interested Party is an association of persons or a consortium, any member thereof, as well as any Third Parties (as defined below) on which the Interested Parties rely on for the submission of an Application for Expression of Interest to the Tender, must comply with the terms and criteria of selection of the present Invitation, throughout the duration of the Tender. Interested Parties are obliged to notify without any delay the Special Administrator of LARCO for any change in the information submitted, by means of submission of an Application for Expression of Interest to the Tender.
- 7.8.** All consortia or associations of persons that are filing an Application for Expression of Interest should designate one of their members as the lead member ("**Lead Member**").



- 7.9. For the avoidance of any doubt, a consortium formed during the phase of binding offers may be headed by only one Interested Party who participated individually in phase A' of the Tender and was selected as an Eligible Investor.
- 7.10. Eligible Investors participating individually in the Tender may form a consortium for their participation in Phase B', within a time limit to be indicated in the ISBO, either with a person/entity that did not participate in Phase A' or with an Interested Party participating either individually or as a member of a consortium but not considered an Eligible Investor, provided that the special and general grounds for exclusion referred to in paragraph 8 of this Article are not met. In the event of the formation of a consortium during Phase B' by an individual Eligible Investor, this Eligible Investor should be designated as the Lead Member.
- 7.11. The entry of a new member into an existing consortium during Phase B' may be made, within the time limit set in the ISBO, provided that it meets all the requirements of this Invitation, and with the prior written consent of the Special Administrator of LARCO, given at its discretion, and provided that the person of the new member does not meet the special and general grounds for exclusion referred to in paragraph 8 hereof. For the avoidance of doubt, after the entry of a new member into an existing consortium, the consortium must continue to meet the financial and technical requirements of the present.
- 7.12. A member of the consortium may be changed provided that (a) this change is notified to the Special Administrator of LARCO within the time limit set in the ISBO, (b) the resulting consortium meets all the requirements of the present (financial, technical, formal conditions of participation) and (d) this change is approved by the Special Administrator of LARCO at its absolute discretion.

## 8. Grounds for Exclusion

- 8.1. Applicants who fall under one or more of the following cases are expressly excluded and will not be admitted to the Tender:
1. **Special reason for exclusion, in order to ensure the absence of economic continuity, on the basis of the Recovery Decision**

The current shareholders of LARCO as well as natural persons or legal entities having a link in any direct or indirect way (de jure or de facto) with the shareholders of LARCO, either through positive rights or through veto rights as well as legal entities to which LARCO has direct or indirect shares, as well as legal entities with which LARCO has links under company law. In particular, where the shareholders of the interested party are legal entities, the exclusion of participation also applies to natural or legal persons having a link with the shareholders of LARCO, in any way, whatsoever directly or indirectly, up to the ultimate natural person – beneficial owner.
  2. **General Grounds for Exclusion**
    - i. It is under bankruptcy, bankruptcy settlement, conciliation reorganization, simple liquidation, special liquidation, special administration, compulsory receivership by a liquidator or by the court, suspension or cessation of operation, dissolution or any

- insolvency proceedings or other similar situation, resulting from similar proceedings provided for in national laws and regulations, as well as any Interested Party for whom an application for its placement in the aforementioned situations is pending or a decision of a Court or other authority has been issued.
- ii. In the case of a natural person, the candidate itself or, in the case of a legal entity or association of persons, any natural person who is a member of the administrative, managerial or supervisory body or has the power to represent, take decisions or control, there has been convicted by a final judgment of 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 the fight against organized crime (OJ L 300, 11.11.2008, p.42-45);
  - (b) Corruption, as defined in Article 3 of the Convention on the fight against corruption involving officials of the European Communities or officials of Member States of the European Union (OJ C 195, 25.06.1997, p. 1-11) and Article 2 par. 1 of Council Framework Decision 2003/568/JHA of 22 July 2003 on combating corruption in the private sector (OJ L 192, 31.07.2003, p.54-56), as well as corruption as defined in Greek law and/or the law of the country (as the case may be) in which the Interested Party is established;
  - (c) Fraud within the meaning of Article 2 and 3 of the Directive (EU) 2017/1371 of the European parliament and the Council of July 5<sup>th</sup> 2017 on the protection of the European Communities' financial interests (OJ C 198, 28.7.2017, p.29-41);
  - (d) Terrorist offences or offences linked to terrorist activities, as defined in Articles 2-12 of Directive (EU) 2017/541 of the European Parliament and of the Council of 15 March 2017 on combating terrorism and replacing Council Framework Decision 2002/475/JHA and amending Council Decision 2005/671/JHA (OJ L 88, 31.03.2017, p. 6–21) respectively or aiding and abetting inciting and attempting to commit an offence, as referred to in Article 14 thereof;
  - (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 and 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, as amended and in force, which was transposed in Greek law by Law 4557/2018 (Government Gazette 139/A/30.07.2018).
  - (f) Child labor and other forms of trafficking in human beings, as defined in Article 2 of Directive 2011/36/EU of the European Parliament and of the Council of 5 April 2011 on the prevention and combating of trafficking in human beings and on the protection of its victims, and replacing Council Framework Decision No 2002/629/JHA (OJ L 101, 15.4.2011, page 1), transposed into Greek law by Law 4198/2013 (Government Gazette 215/A/11.10.2013).
- iii. It is in breach of its obligations relating to the payment of taxes or social security contributions, on condition that it is certified by a court decision with the force of res judicata or administrative decision with binding force in accordance with the laws of the country of origin / incorporation / establishment (respectively) of the Interested Party

and/ or the Special Administrator may prove by appropriate means that the Interested Party is in breach of its obligations relating to the payment of taxes or social security contributions. This paragraph shall not apply if (i) the Person concerned has complied with its obligations, either by paying the outstanding taxes or the outstanding social security contributions, including, any accrued interest or fines, respectively or by entering into a binding settlement for their payment and (ii) where the exclusion would be clearly disproportionate; in particular in cases that only minimum amounts of taxes or social security contributions are outstanding and have not been paid which by no means shall exceed the amount of one thousand (1,000) euro, or where the Interested person has been informed of the exact outstanding amount as a result of a breach of his obligations in respect of the payment of taxes or social security contributions, at a time when it was not able to take measures, in accordance with subparagraph (i) of the present, before the lapse of the deadline for the submission of the Application for Expression of Interest by its part;

- iv. They do not meet the eligibility requirements set out in paragraph 7 of the present;
- v. Submit a non-binding Application for Expression of Interest, which has not been drawn up in the manner and content provided for herein, or contains deficiencies or is conditional, or constitutes an alternative expression of interest or offer.

**8.2.** The Special Administrator is entitled to exclude an Interested Party if that Interested Party and, in the case of a consortium, the consortium member resides or is seated 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 per year, i.e. (i) the "Jurisdictions under Increased Monitoring" and (ii) the "High Risk Jurisdictions subject to a Call for Action". The Special Administrator may also exclude an Interested Party, if such Interested Party and, in the case of a consortium, a member of a consortium, is subject to UN sanctions and/or EU restrictive measures implemented pursuant to any EU Regulation under Article 215 of the Treaty on the Functioning of the European Union (OJ C 326, 26.10.2012, p. 47-390) or Decision adopted under the EU Common Foreign and Security Policy.

**8.3.** The absence of the above special and general grounds for exclusion should also be proved, for any third natural person or legal entity on whom the Interested Party may rely in order to meet the financial and/or technical criteria (hereinafter referred to as the "**Third Party**"), as well as for any person who has, directly or indirectly, the control, either by contract or de facto, of the Interested Party and/or any consortium members and/or the Third Party. To this end, the Special Administrator, during the tendering process, is entitled, at its sole discretion, require any information proving the details of the shareholding/corporate structure of the Interested Party and/or Third Party up to the final beneficial owner of its capital (and in the case where the Interested Parties are consortia, the above details of those consortium members) or any other document or certificate of competent authority deemed appropriate to prove their compliance with the regulatory framework of the Tender.

## 9. Financial Capacity Criterion

9.1. Interested parties must prove during Phase A' of the Tender that they have sufficient financial capacity that ensures payment of the transfer price of LARCO's assets. In this context, Interested Parties must fulfill the financial criterion described in the present paragraph (the "**Financial Capacity Criterion**") and prove its fulfillment as described in paragraph 13.2. of this Invitation:

### 1. **Where the Interested Party is a natural person**

In the event that the Interested Party is a natural person, it must prove that it has in its direct ownership and possession available, liquid and free of encumbrances financial assets (personal net worth) of an aggregate market value of at least fifty million (50,000,000) euros. For the purposes of calculation of a person's personal net worth, the following shall be taken into account:

- a. Cash deposits in a bank or any other credit institution;
- b. Liquid and transferable securities.

### 2. **Where the Interested Party is a legal entity (domestic or foreign)**

In the event that the Interested Party is a legal entity, it must prove: (a) either that its average annual (consolidated, in the case of consolidation) equity (net worth) (calculated as the total of the consolidated assets minus the total consolidated liabilities (obligations) in the event of consolidation is effected; otherwise as the total assets less the total liabilities (obligations), for the last three (3) audited financial years prior to the date of submission of the Application for Expression of Interest, shall be at least EUR fifty million (50,000,000); (b) or that the annual turnover from mining and/or metallurgical operations (consolidated, if any) amounts to at least one hundred million (100,000,000) euro (for the last three financial years).

### 3. **Where the Interested Party is a private equity fund or a private equity firm:**

In the event that the Interested Party is a private equity fund or a private equity firm, it must prove that it has committed, non-disbursed and uninvested funds in the last financial year prior to the date of submission of the Application for Expression of Interest of at least EUR 50 million (50,000,000) in accordance with the most recent audited financial statements (or consolidated financial statements, as the case may be) or its auditors' reports or relevant certificate certified by auditors' reports or relevant certificate certified by an auditor issued within thirty (30) calendar days before the date of submission of the Application for Expression of Interest. LARCO is entitled to request the auditor's report or certificate referred to above, even if the Interested Party has already submitted its financial statements.

### 4. **Where the Interested Party is an association of persons or a Consortium**

In the event of an association of persons or a consortium, the financial capacity criterion shall be met if the weighted average position, calculated by aggregating the relevant parameter for each member of the consortium and in proportion to its participation (pro

rata) in the consortium, taking into account the relative stake of each member, amounts to at least fifty million (50,000,000) euro.

## **9.2. General Provisions**

1. In the event that an Interested Party, either as an individual candidate or as a member of a consortium, has merged with or acquired 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, drawn up under the assumption that the acquisition or merger took place at the beginning of the three-year period. In this case, the Interested Party must provide a certified calculation by a statutory auditor.
2. In the event that any of the above amounts, as shown in the financial statements submitted by the Interested Parties, are denominated in any currency other than euro, they should be reported in the above-mentioned Solemn Declarations, except for the amounts in foreign currency and the euro exchange rate, on the date of the respective financial statements, as shown in accordance with the European Central Bank's Reference Rate Bulletin (ECB Reference Rates).

## **10. Technical Capacity Criterion**

**10.1.** The Interested Party must prove that it has experience and a proven track record of business activity in the following areas:

1. In the iron ore mining sector (laterite), with a proven mining experience of at least 800,000 tonnes of ore per year;
2. In the iron ore processing sector (laterite), with proven final product production experience (Nickel (Ni) or Ferronickel (FeNi)) of at least 10,000 tonnes of products per year;
3. In the mining and/or processing of other ore (other than laterite) and final product production (excluding Nickel and Ferronickel), with a proven mining experience of at least 200,000 tonnes of ore per year or with an annual turnover from mining and/or processing operations and production of a finished product of at least €50,000,000.

The business activity presented hereinabove should be carried out either domestically or abroad for at least three (3) consecutive years, within the last seven (7) years from the date of submission of applications for expression of interest in this Tender.

- 10.2.** In the event of an association of persons or a consortium, the technical capacity criterion must be met by at least one (1) member of the association of companies or consortium, which participates in the equity ownership of the association of companies or of the consortium with at least a 20% participation stake.
- 10.3.** Each Interested Party (or, in the case of a consortium, each member of the consortium) also meets the technical capacity criterion if it participates actively in the management and holds at least ten per cent (10%) participation stake to another legal entity meeting the technical capacity criterion.

## **11. Reliance on Third Party**

- 11.1.** For the purposes of meeting the financial and technical capacity, the Interested Party, whether acting severally or as a member of an association of persons or consortium, may rely on the financial and/or technical capacity of a Third Party (regardless of the legal nature of the links between them), as the case may be, provided that the third Party fully complies with the terms of this Invitation.
- 11.2.** In case that the Interested Party relies on the capacity of a Third Party, it must provide in the (sub) folder of the participation supporting documents all the necessary supporting documents of the Third Party, proving the latter's compliance with the terms of the present Invitation and the non-fulfilment of the special and general grounds for exclusion, in accordance with the terms of paragraphs 13.2. (5) and 13.3 (2).
- 11.3.** For the avoidance of doubt, the financial/technical capacity must be fulfilled either by either the Interested Party (whether acting severally or as a member of an association of companies or a consortium) or by the Third Party, but not by a combination of the two.
- 11.4.** The Third Party may not provide support to more than one interested party.

## **12. Content of the File of the Application for Expression of Interest**

- 12.1.** For their lawful participation in Phase A' of the Tender, the file of the Application for Expression of Interest of the interested parties must contain the following (sub) folders:
- a. a (sub) folder marked "Supporting Documentation", including the supporting documents required, as appropriate, in accordance with paragraphs 13.1 – 13.3 hereof.
  - b. a (sub) folder marked "Letter of Expression of Interest", including the non-binding written letter of expression of interest of the Interested Party, in accordance with paragraph 13.4 hereof.

## **13. (Sub) folder of Supporting Documentation**

### **13.1. Legalization Documents – certificates - declarations**

The (sub) folder of Supporting Documentation for the Tender should include, on penalty of inadmissibility, the following legalization documents:

1. Where the Interested Party is a **natural person**:
  - a. Certified copy of passport in force or identity card;
  - b. Solemn Declaration of Law 1599/1986 legally signed with authentication of signature before a public or administrative authority, lawyer or notary public, stating that it does not fall within the special ground for exclusion referred to in paragraph 8.1.1. of the present Invitation. The Solemn Declaration should be drawn up in accordance with the template set out in Annex 2 to this invitation.
  - c. Solemn Declaration of Law 1599/1986 legally signed with authentication of signature before a public or administrative authority, a lawyer or notary public stating that it does not fall within the general grounds for exclusion referred to in

paragraph 8.1.2. of the present Invitation. The Solemn Declaration should be drawn up in accordance with the sample set out in Annex 3 to this invitation.

d. The aforementioned solemn declarations may be replaced by an affidavit given before a notary public or judicial authority or any other competent authority.

2. Where the Interested Party is a **legal entity**:

- a. Last codified articles of association in force, dully certified by the competent public or administrative authority;
- b. Certificate of the competent, as the case may be, administrative or judicial authority attesting the initial registration of the company and any amendments occurred to the legal entity and its management bodies, with a corresponding reference to the respective Government Gazette issues, issued in the last six months before the submission of the offer;
- c. Certificate of current and in force representation, issued by the competent public or administrative authority, issued in the last six months before the submission of the offer;
- d. Solemn Declaration of Law 1599/1986 dully signed by the legal representative or by another person specially and legally authorized to this end by its competent bodies, in accordance with the below mentioned, with an authentication of signature before a public or administrative authority, lawyer or notary public, stating that it does not fall within the special ground for exclusion referred to in paragraph 8.1.1. of this Invitation. The Solemn Declaration should be drawn up in accordance with the template set out in Annex 2 hereof.
- e. Solemn Declaration of Law 1599/1986 dully signed with an authentication of signature before a public or administrative authority, lawyer or notary public, by each member of the administrative, managerial or supervisory body or person having the power to represent, take decisions or control to such entity, stating that it does not fall within the general grounds for exclusion referred to in paragraph 8.1.2. of hereof. The Solemn Declaration should be drawn up in accordance with the sample set out in Annex 3 hereof and signed by any person who is a member of its administrative, managerial or supervisory body or has the power of representation, decision-making or control (indicatively in SA for each member of the Board of Directors, for the administrators of a Limited Liability Company (LLC), Private Company (PC), General Partnership, Limited Partnership).
- f. Minutes of the decision-making body (Minutes of the Board of Directors in S.A. or decision of administrators, meeting of partners in the LLC, PC, General Partnership, Limited Partnership.): a) for the approval of participation and submission of an Application for Expression of Interest in this tender, b) for the appointment of a natural person to sign the Application for Expression of Interest and any other document required for the lawful participation of the legal entity in the Tender in accordance with the terms of the present, and to represent the legal entity in the Tender proceedings, (c) for the appointment of a representative, provided that the power to represent does not result from the articles of association or other act that has been published;

- g. In the event that any of the above certificates is not issued or the one issued does not cover all of the abovementioned cases, it shall be replaced by an affidavit given before a notary public or judicial authority or any other competent authority.

3. Where the Interested Party is a **private equity fund** or a **private equity firm**:

- a. All the supporting documents referred to in paragraph 13.1 (2) above.

4. Where the Interested Party concerned is an **association of persons or a consortium**:

- a. All of the above under 13.1. (1) and (2) documents, as the case may be, for each member of the association of persons or consortium.
- b. A private agreement for the formation of consortium, legally filed, if the Interested Party is a consortium, or a private agreement of association of persons, referring the appointment of a joint legal representative and reporting the participation percentages of each party in the association.
- c. It should be noted that, in the case of a consortium, the minutes of the decision-making body of each member of the association should contain all the information referred to in case 2 above, and in addition, it should approve the participation of the legal person in that tender as a member of the consortium, indicate the percentage of the member's participation in the consortium and appoint the joint legal representative, representing the consortium before LARCO.
- d. In the event that one of the above certificates is not issued or the one issued does not cover all of the abovementioned cases, it shall be replaced by an affidavit given before a notary public or judicial authority or any other competent authority.

5. Where the Interested Party concerned is a **foreign legal entity**:

- a. All the above on a case-by-case basis (depending on whether it is a natural or legal person or a private/institutional investment fund or consortium) supporting documents.
- b. If in a country one of the above documents or certificates is not issued or those issued do not cover all of the above cases, it may be replaced by an affidavit of the Interested Party or the legal representative of the Interested Party (if it is a legal entity) given before a notary public, or a competent public or administrative or judicial or other authority of the State of establishment of the Interested Party, or where no affidavit is provided, a solemn declaration by the Interested Party or the legal representative of the Interested Party (if it is a legal entity) before a competent administrative or judicial authority or notary public of the State of establishment.

**13.2. Financial Capacity Supporting Documents**

The Interested parties should submit the following documents proving the financial capacity to the Supporting Documents folder.



1. Where the interested Party is a **natural person**:

a. For cash deposits in a bank or any other credit institution legally operating in at least one EU, EEA or OECD Member State, a recent certificate from the bank or credit institution (issued no later than three (3) months before the date of submission of the Application for Expression of Interest) should be submitted.

b. For liquid and transferable securities, a recent certificate of a bank, investment services company, trustee or other legal entity which is entitled to legally issue such certificates and which operates legally in at least one EU, EEA or OECD Member State (issued no later than three (3) months before the date of submission of the Application for Expression of Interest) should be submitted.

c. Solemn declaration of Law 1599/1986 legally signed with authentication of signature before a public or administrative authority, lawyer or notary public, stating that it meets the financial capacity referred to in paragraph 9 hereof.

d. In the event that any of the above certificates is not issued or the one issued does not cover all of the abovementioned cases, it shall be replaced by an affidavit given before a notary public or judicial authority or any other competent authority.

LARCO may reject or accept all the above documents, which will be submitted by natural persons. LARCO may accept or reject documentary evidence of the funds if these funds are considered as difficult to be liquidated or undervalued.

2. Where the Interested Party is a **legal entity (domestic or foreign)**:

a. Copies of the published financial statements (consolidated, if the case may be) of the last three (3) audited financial years in accordance with the international financial reporting standards ("IFRS"), or, where there is no obligation under IFRS, in accordance with the accounting standards imposed or permitted by the applicable legislation of the State of incorporation/establishment of the Interested Party, which have been audited by an internationally recognized audit firm and published in accordance with the applicable law of the country of incorporation /establishment (as appropriate) of the Interested Party, together with evidence of such publication.

b. If, in accordance with the law of incorporation of the Interested Party, the financial statements are not subject to audit, then the Interested Party submits a solemn declaration of Law 1599/1986 legally signed by the legal representative or by another person specially and legally authorized for that purpose by its competent bodies, with authentication of its signature before a public or administrative authority, a lawyer or notary public, confirming that it is not subject to audit of the financial statements, accompanied by the non-audited financial statements.

c. If the Interested Party has been established for less than three (3) tax years, the years of operation of that Interested Party's undertaking will be taken into account, provided that at least one set of audited financial statements is

submitted for one (1) financial year and such set relates to the most recent period of those referred to.

d. Solemn declaration of Law 1599/1986 legally signed by the legal representative or by another person specially and legally authorised to this end by its competent bodies, with authentication of the signature before a public or administrative authority, lawyer or notary public, stating that it meets the financial capacity referred to in paragraph 9 hereof.

e. In the event that one of the above certificates is not issued or the one issued does not cover all of the abovementioned cases, it shall be replaced by an affidavit given before a notary public or judicial authority or any other competent authority.

3. Where the Interested Party is a **private equity fund or a private equity firm**:

- 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 which in any case will be an internationally recognized audit firm, issued within the last thirty (30) calendar days before the date of submission of an Application for Expression of Interest, confirming that the private/institutional investment fund has committed, undisbursed and uninvested funds, in accordance with the Financial Capacity Criterion of the present, in the financial year preceding the date of submission of the Application for Expression of Interest. LARCO has the right to request the auditor's report or the certificate referred to hereinabove, even if the Interested Party has already provided its financial statements.
- b. Solemn declaration of Law 1599/1986 legally signed by the legal representative or by another person specially and legally authorised to this end by its competent bodies, with authentication of signature before a public or administrative authority, a lawyer or notary public, stating that it fulfils the financial capacity referred to in paragraph 9 hereof and that it accepts unconditionally and fully complies with the terms of the Invitation of the Tender.
- c. In the event that one of the above certificates is not issued or the one issued does not cover all of the abovementioned cases, it shall be replaced by an affidavit given before a notary public or judicial authority or any other competent authority.

4. Where the Interested Party is an **association of persons or consortium**:

- a. In the case of an association of persons or a consortium, the association of persons or consortium shall submit for each of its members the evidence and declarations provided for in subparagraph 2 of the present paragraph for legal entities, where appropriate. If a member of the consortium is a parent company, consolidated financial statements of the three (3) audited financial years must be submitted.

b. If the Interested Party is not liable for the drafting of consolidated financial statements and its consolidated equity include funds of other legal entities controlled by it, then the Interested Party shall also provide sufficient proof of control over the consolidated entities, as well as financial statements of those persons.

5. Where the Interested Party relies regarding the **financial capacity on a Third Party**:
- a. All of the above, under 13.2. (1) – (4) supporting documents, where appropriate.
  - b. All of the above, under 13.1. Legalization documents - certificates - declarations, where appropriate.

### **13.3. Technical Capacity Supporting Documents**

1. The Interested parties should co-submit to the Supporting Documents folder the following documents proving the technical capacity; a presentation and/or a report pertaining to the Interested Party's business demonstrating that the Interested Party fulfils the technical capacity.
2. Where the Interested Party relies regarding the technical capacity on a Third Party:
  - a. The following 13.3. technical capacity documents;
  - b. All of the above, under 13.1. Legalization documents - certificates - declarations, as appropriate.

### **13.4. Sub (folder) Letter of Expression of Interest**

The sub(folder) of the Letter of Expression of Interest will contain the Letter of Expression of Interest, which will have the form of the Solemn Declaration and should be drawn up in accordance with the template set out in Annex 1. The Letter should be signed by the Interested Party (if it is a natural person) or by his legal representative or its legally appointed proxy (if it is a legal entity) and must bear an authentication of signature, by a public or administrative authority, a lawyer or notary public. In the case of an association of persons or a consortium, it must be signed by its legal representative or its legally appointed to this end proxy of all its members.

The minimum items of the Expression of Interest Letter will be as follows:

1. Where the Interested Party is a **natural person**:
  - a. the full name/company name, the registered seat/address, the full name of the authorised contact person, telephone number, fax number and e-mail address of the authorised contact person, the address of the website (if any), the full name of the consultants to be used.
2. Where the Interested Party is a **legal entity**:

- a. the full name/company name, the registered seat/address, the full name of the authorized contact person, telephone number, fax number and e-mail address of the authorized contact person, the address of the website (if any), the full name of the consultants to be used;
- b. A full description of the composition of the Board of Directors of the Interested Party;
- c. A full detailed description of the shareholding structure of the legal entity, including the identification of the natural persons who are the ultimate beneficial owners of the corporate entities, whether they are shareholders of the corporate entity or shareholders of the shareholders of the corporate entity, *etc.*;
- d. The name/company name and registered seat/residence of any person exercising direct or indirect control over the interested party.

3. Where the Interested Party is a **private equity fund or a private equity firm**:

- a. All items under 13.4 (2) above, provided for legal entities.
- b. Where the fund manager and/or investment manager (depending on the structure of the private/institutional investment fund) are supervised by a relevant EU or EEA or OECD financial supervisory authority and certificates are presented by the relevant supervisory authority, a description of the shareholding composition shall not be required.

4. Where the person concerned is an **association of persons or a consortium**:

- a. All information under 13.4 (2) above, provided for legal entities, for each member of the association of persons or consortium.
- b. The participation percentage of each member in the association of persons or consortium.
- c. Full name of a joint legal representative representing the consortium before LARCO.

5. Where the Interested Party relies on a **Third Party**:

- a. an explicit statement regarding the reliance on a Third Party, for the fulfillment of the financial or technical capacity, and all the information under 2 above, provided for legal entities.

6. In addition, the Letter of Expression of Interest shall contain statements by the Interested Party/or his legal representative that:

- a. has become fully aware of the terms of the Invitation and of all relevant documents that are part of it, which it expressly, fully and unreservedly accepts.
- b. fulfils the eligibility requirements of paragraph 7 of the Invitation to Tender and does not fall within any special or general ground for exclusion referred to in paragraph 8 of the Invitation.

c. is aware that the under transfer assets of Larco will be transferred on the date of conclusion of the transfer agreement, “as is where is”, which fact the Interested Party fully and unreservedly accepts.

d. has been informed of the processing of personal data in the context of this Tender and declares its unreserved acceptance for the processing of its personal data for all the purposes mentioned in the present Solemn Declaration and in the Interested Party’s Application for Expression of Interest.

e. Appointment of a procedural representative for the Tender, to whom the outcome of the Tender will be communicated and all procedural documents provided for by the applicable legislation and the provisions of the Invitation will be communicated.

#### **14. Place and process of submission of an Application for Expression of Interest**

**14.1.** The date for the submission of the Application for Expression of Interest shall **be Friday, 8 January** until **17.00 p.m.** Applications for Expression of Interest shall be submitted in a sealed non transparent envelope, either in person or by a legally authorized representative, in accordance with the terms hereof, before the Special Administrator of LARCO, at the latter's headquarters, at Fragokklisias Street No. 27, Maroussi Attica and the timely submission will be certified by the notary public of Athens Themistocles Kariniotakis or any other notary public appointed by the Special Administrator. For the avoidance of doubt, it is specified that Applications for Expression of Interest submitted by alternative means e.g. mail, e-mail, registered letter, courier, etc. will not be accepted.

**14.2.** Any delay without fault or for reasons of force majeure shall not be recognized as a justified reason for late receipt of the Application for Expression of Interest. In the case of late submission, as per the provisions hereof, the Application for Expression of Interest shall be returned to the Interested Party without being unsealed.

**14.3.** The Special Administrator reserves the right, at any time and at its sole discretion, to postpone or extend the date and/or time of the submission of Applications for Expression of Interest, without implying any liability to the Special Administrator.

**14.4.** The file of the Application for Expression of Interest should be special, indicating on the outside of the folder the indication "**Application for Expression of Interest for participation in the Public International Open Tender for the transfer of assets of the under special administration société anonyme under the registered name "LARCO S.A."**".

**14.5.** All documents of the Application for Expression of Interest folder should be submitted in hard copy, originals or in certified copies where it is provided for by Law.

**14.6.** All foreign public documents or documents signed or endorsed by a foreign judicial or public authority or notary public or documents certified by a foreign public or judicial authority or notary public should bear the Apostille under The Hague Convention of 5 October 1961 (apostille).

- 14.7.** In case that the Application for Expression of Interest folder contains confidential documents and/or information, such documents and/or information should clearly be marked as “**Confidential Information**”. The relevant documents and/or information will be treated by the Special Administrator as confidential and will not be disclosed to any third party without prejudice to the Special Administrator's right to reproduce and disclose them, for any purpose related to the Special Administrator's compliance with his obligations under the law. It is expressly specified that these documents/information will be annexed to the notary public's deed of unsealing as described below.
- 14.8.** On penalty of exclusion, no document of the Interested Party shall contain reservations, terms, conditions and prerequisites not expressly provided for in this Invitation.

#### **15. Procedure for the Unsealing of Applications for Expression of Interest**

- 15.1.** The unsealing of the Applications for Expression of Interest folders which will be submitted to the Tender will be carried out by the Special Administrator on a day and time to be timely disclosed to the Interested Parties, at the headquarters of LARCO in Maroussi, on Fragokklisias Street, number 27 and before the notary public Themistocles Kariniotakis or any other notary public appointed by the Special Administrator, who will draw up the relevant unsealing minutes.
- 15.2.** A legally authorized representative of any Interested Party, who has timely submitted an Application of Expression of Interest, shall be entitled to be present during the unsealing and sign the relevant unsealing minutes
- 15.3.** After the end of the process of submission and unsealing of the Application of Expression of Interest folders, the assessment of the participants' offers, for the selection of Eligible Investors who will continue in phase B' of the Tender will follow, and to this end a report will be prepared by the Special Administrator, which will indicate the pre-selected and non Interested Parties of the Tender.
- 15.4.** The Interested parties who have timely submitted an Application for Expression of Interest, will be informed by the Special Administrator of the outcome of the assessment. This report will be disclosed to the Ministry of Finance and the Ministry of Environment and Energy, as legally represented.
- 15.5.** After the completion of the abovementioned procedure and the appointment of the Eligible Investors, an invitation will be sent to the latter for their participation in Phase B' of the Tender, which will also contain the relevant terms of participation, subject to the prior signing of a confidentiality agreement.

#### **16. Clarifications on the Application for Expression of Interest**

LARCO reserves the right to request in writing clarifications and/or additional information regarding the documents already submitted by Interested Parties regarding all matters relating to their Application For Expression of Interest and the supporting documents submitted in writing, setting a reasonable deadline for the provision of the requested clarifications and/or additional information, which shall start from the date of notification of the related request to the relevant

Interested Party. Interested Parties that fail to provide such additional documents and/or clarifications and/or information requested by LARCO will be excluded from the Tender. Any clarifications or additional information submitted by interested parties without being requested by LARCO will not be taken into account.

#### **17. Language of Application for Expression of Interest**

**17.1.** The Application for Expression of Interest, as well as the supporting documents submitted and in general all documents required in the context of the present Tender should be drawn up either in **Greek** or in **English**.

**17.2.** Documents issued or drawn up in a language other than Greek or English should be accompanied by an official translation (by a lawyer or the Ministry of Foreign Affairs) and should bear the Apostille of the Hague Convention of 5 October 1961 (APOSTILE) or a corresponding consulate stamp if the Interested Party is established in a non-Contracting State.

#### **18. Clarifications regarding the Tender**

**18.1.** In the event that Interested Parties wish to request for clarifications regarding the Tender or other matters related to this Invitation, they have the right to submit requests for clarifications in Greek or English by email no later than 18 December 2020 until 18.00 p.m.

**18.2.** Requests for clarification should be addressed to Georgios Meletis, the special administrator, and will be sent to the e-mail [specialadmin@larco.gr](mailto:specialadmin@larco.gr)

#### **19. Procedural costs**

**19.1.** All costs and expenses of any kind, whatsoever for the participation in the Tender shall be borne exclusively by the Interested Party or the Eligible Investor and the submission of the Application for Expression of Interest shall in no case create a right or claim for compensation by LARCO.

**19.2.** Similarly, all costs and expenses of any kind, whatsoever for the transfer and any other transaction provided for the transfer to be effected and perfected (including, but not limited to, the fees and rights of a notary public, lawyer, bailiff, land registrars, VAT and other taxes, etc.), shall be borne solely by the Preferred Investor of the Tender.

#### **20. Transfer Agreement**

**20.1.** After the appointment of a Preferred Investor, a transfer agreement will be signed before the notary public specified in the Invitation for Submission of Binding Offers.

**20.2.** A draft of the transfer agreement shall be included in the VDR, to which the Eligible Investors will have access after the signing of the confidentiality agreement in accordance with the present.

## **21. Data protection**

- 21.1.** LARCO acts as data controller within the meaning of Greek and European data protection legislation, in particular the General Data Protection Regulation (EU) 2016/679 and Law 4624/2019, with regard to the personal data of natural persons collected under the Tender and the processing of such data will be carried out in accordance with applicable data protection legislation, as applicable.
- 21.2.** Such personal data may include any personal information included in the Application for Expression of Interest submitted to LARCO in the context of the Tender.
- 21.3.** The purpose of the processing is the assessment of the Application of Expression of Interest, the implementation of the Tender and its monitoring, the safeguarding of the rights of LARCO in accordance with the legislation, the protection of transactions in general, the fulfilment of the legal obligations of the special administration of LARCO, as well as the prevention of fraud against LARCO. In this context, the processing of personal data is necessary for the fulfilment of the Tender and the transfer of the related assets of LARCO as well as for the fulfilment of the legal obligations of the Special Administrator of LARCO.
- 21.4.** Finally, the identity and contact details will also be used by LARCO in order to inform the Interested Party regarding the assessment of the submitted Expression of Interest.
- 21.5.** Personal data collected and processed in the context of the Tender may be transmitted to third parties to whom the Special Administrator of LARCO assigns the execution of a special mandate (acting as processors), for reasons relating to the Tender, and to public bodies and judicial authorities within the framework of their powers and responsibilities.
- 21.6.** Personal data collected and processed under the Tender may be retained for a period of twenty (20) years, starting from the end of the Tender in any way. After the expiration of the above period, the data will be safely destroyed.
- 21.7.** According to the General Data Protection Regulation (EU) 679/2016, natural persons have the following rights with regard to the processing of their personal data: (a) access and information, (b) correction, (c) deletion, (d) limitation of processing, (e) opposition to the processing of their personal data, including opposition to automated decision-making and profiling and (f) data portability. For the exercise of these rights or for any other such request, the persons concerned may contact the Special Administrator of LARCO in writing (e-mail address: [specialadmin@larco.gr](mailto:specialadmin@larco.gr)).
- 21.8.** LARCO takes all possible measures to respond to the data subject's requests within a reasonable period of time and not later than one (1) month at most, which may be extended by two (2) more months at most if the request is complex or there is a large number of requests, informing the data subject of such delay within one (1) month of receipt of the request. LARCO may refuse to satisfy the data subject's request in whole or in part only if this possibility is provided for by Greek and/or European legislation. In particular, LARCO has the right to refuse the request to delete any data of a natural person, if their retention is



necessary for compliance with a legal obligation, for the fulfilment of the Tender, for archiving purposes in the public interest, or for the establishment, exercise or defense of legal claims or claims of a third party. The exercise of these rights shall not relieve interested parties of their obligations arising from their participation in the Tender.

**21.9.** LARCO is obliged to take any reasonable measure to ensure compliance with confidentiality requirements, the security of the processing of personal data and the protection of such data against accidental or unlawful destruction, accidental loss, alteration, unauthorized disclosure or access by anyone, as well as from any other form of unlawful processing.

**21.10.** More specifically, by submitting an Application for Expression of Interest, the Interested Parties state that the legal basis for the transfer and provision of all personal data provided to LARCO in the context of the Tender has been established and that all natural persons whose personal data are provided to LARCO have been properly informed, in accordance with the requirements of national and EU legislation on the protection of personal data.

## **22. Presumption derived by the participation in the Tender - Limitation of Liability**

**22.1.** It is expressly clarified that all information contained in this Invitation and its Annexes, as well as the information and documents in general provided by the Special Administrator and/or LARCO and/or their employees and consultants, in the context of the Tender, are intended to assist the participants in preparing and submitting their Applications for Expression of Interest. Such material is provided only for information purposes and is indicative and not exhaustive, and in any case is intended to provide technical or legal advice, or guarantees of any kind, such as, but not limited to, business plans, exploitation possibilities, financing needs for the development of the investment, etc. The Interested Party fully assumes the business and any other risk associated with its participation in the Tender and the conclusion of the transfer agreement in the event that it is declared as Preferred Investor.

**22.2.** The submission of an Application for Expression of Interest shall entail the unreserved I acceptance of all the terms of this Invitation and its annexes. The Special Administrator and LARCO do not bear any liability or responsibility against the Interested Parties or Eligible Investors, due to their participation in the Tender, the assessment of the Applications of Expression of Interest, the binding offers during phase B', their selection as Preferred Investors and in general for any other decision regarding the Tender and its procedure. Participation in the tender does not in any way give Interested Parties/Eligible Investors a right or claim damages from LARCO and/or the Special Administrator for any reason or reason related to the Tender, even in the event of annulment, cancellation, postponement or extension of the Tender or any amendment of its terms for any reason, whatsoever.

**22.3.** The Special Administrator or the company under special administration shall bear no liability for any ambiguity, inaccuracy or omission of the present, as well as for any real or legal defects, for the existence or not of any accompanying documents of the assets under transfer or licenses or lack of any properties of the assets described herein. Consequently, no term herein may be considered as a statement or warranty, express or implied, regarding the

accuracy and completeness of the present. In addition, no claim by the parties concerned shall be made against the Special Administrator and/or the company under special administration (e.g. for correction of deficiencies, reduction of price, withdrawal, compensation for non-performance of the contract, etc.), the Articles 335s, 516s. and 537s. of the Civil Code having no application in this transfer).

- 22.4.** The Special Administrator may at any time require interested parties to provide clarifications and/or additional information or documents which deems necessary, at its sole discretion. At each stage of the Tender, the Special Administrator shall have the right, inter alia, to require, at its discretion, any Interested Party, who is immediately obliged to satisfy that request, to provide information proving the details of the shareholder/corporate structure of the interested party up to the ultimate beneficial owner.
- 22.5.** The Special Administrator and LARCO undertake no obligation to provide Interested Parties with access to any additional information or to update any information or document that has been provided or to correct any inaccuracies in it that may occur.
- 22.6.** No warranty, guarantee or commitment, express or implied, has been given or will be given by the Special Administrator or LARCO regarding the accuracy, adequacy or completeness of this Invitation or any other document or information provided by them.
- 22.7.** Under no circumstances shall the Special Administrator and LARCO be liable to the Interested Parties for any error or inaccuracy or omission in this Invitation or in any other document or information provided by the Special Administrator.
- 22.8.** No information contained in this or any other document or any information provided by the Special Administrator or LARCO shall form the basis for any warranty, guarantee or condition of contractual relationship of the Special Administrator with any Third Party.
- 22.9.** Any Application for Expression of Interest, response, proposal and deposit related to this Invitation and the Tender, as well as the participation in the Tender in general, shall take place at the sole risk and expense of the Interested Party.
- 22.10.** This Invitation does not constitute an offer and, to the extent permitted by law, the Special Administrator and LARCO cannot be held liable for it.
- 22.11.** This Invitation does not constitute the basis of any investment decision or investment recommendation made by the Special Administrator, nor does it constitute the provision of investment advice by them. Any Interested Party who has become aware of this Invitation and wishes to participate in the Tender must make its own independent assessment and investigation and receive independent professional advice, as it deems necessary, on this Invitation, the Tender and the transfer of the present assets.

- 22.12.** The Special Administrator and LARCO shall not be liable in the event that Phase B' is in any way either delayed or cannot be carried out or the transfer agreement cannot be consummated.
- 22.13.** The publication of the present shall in no way bind the Special Administrator and shall be freely revocable. The Special Administrator reserves the right, at any time and at its sole discretion, to postpone, cancel, modify any of the terms or terminate the tender process, without prior notice and without implying any liability or expense to the Special Administrator, as well as to reject any or all submitted Applications for Expression of Interest and to terminate any discussion with one or all Interested Parties.
- 22.14.** The assets mentioned in the present are sold and transferred "as they are where they are", i.e. in the factual and legal situation they will be in at the date of signature of the transfer agreement. LARCO is not responsible for any actual or legal defects in these assets or for a lack of agreed properties. Interested Parties must declare in their Application for Expression of Interest that they know and accept that the transferred assets are sold and transferred "as they are where they are", i.e. in the factual and legal situation they will be in at the date of signing of the transfer agreement. Each Eligible Investor should carry out an independent legal and technical audit or any other type of inspection, which may be required, on its own diligence, means and costs, in order to verify the legal and factual status of the assets to be transferred. The submission of an Application for Expression of Interest constitutes an irrefutable presumption of the resignation of the Interested Parties from any right to withdraw and reverse the transfer.
- 22.15.** If required by a legislative or regulatory provision or a court order or an order from a regulatory body or governmental authority, the Special Administrator may be required to disclose special information and/or documents relating to the Applications for Expression of Interest or the Interested Parties, in general. In addition, the Special Administrator may be required to disclose information held about the submitted Applications for Expression of Interest in response to requests for information, without prejudice to any relevant derogations.
- 22.16.** Any dispute arising out of and/or relating to this Invitation and the Tender shall be governed by Greek law and shall fall within the exclusive jurisdiction of the courts of Athens, Greece.

The Special administrator

Georgios Meletis

## ANNEX I - SOLEMN DECLARATION

[Template of Letter of Expression of Interest – Solemn declaration]



### SOLEMN DECLARATION

(article 8 Law 1599/1986)

The accuracy of the information provided by this statement may be confirmed  
with data held by other authorities  
(article 8 para. 4 Law 1599/1986)

To:	GENERAL MINING AND METALLURGICAL SOCIÉTÉ ANONYME UNDER SPECIAL ADMINISTRATION LARCO (hence “LARCO”)						
Name: <sup>(2)</sup>		Surname:					
Father's name and surname:							
Mother's name and surname:							
Date of birth: <sup>(3)</sup>							
Place of birth:							
ID Card No.:		Tel.:					
Place of residence:		Street address:		No.		Post Code:	

Fax:		Email Address:	
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On my own responsibility and aware of the sanctions<sup>(3)</sup> stipulated by the provisions of para. 6 of Article 22 of Law 1599/1986, in my capacity as legal representative/ legally authorized representative of the company under the registered name “[...]”, having its registered seat in the municipality [...], Street [...] No. [...], with General Commercial Registry (GEMI) number [...] and Tax Identification Number (TIN) [...] (hereinafter referred to as the "Interested Party"), which submits a non-binding Application for Expression of Interest to the public international open tender for the transfer of assets of the under special administration société anonyme under the name "General Mining and Metallurgical Société Anonyme LARCO under special administration" seated in Maroussi, Attica, on Fragokklisias Street No. 27, under the General Commercial Registry (GEMI) 000584001000, Tax Identification Number (TIN) 09425001 (hereinafter referred to as the “Expression of Interest”) following the relevant invitation of the special administrator, I expressly state, unreservedly and irrevocably, in its name and on its behalf, that:

In accordance with the terms and conditions set out in the invitation for expression of interest in a public international open tender for the transfer of assets of the "General Mining and Metallurgical Limited Société Anonyme LARCO under special administration" (hereinafter the "Invitation"), individually and in my capacity as a legal representative/legally authorized representative of the Interested Party, I expressly, unreservedly and irrevocably state the following:

**1. Application for Expression of Interest for the Tender**

The Interested Party hereby submits its written non-binding Application for Expression of Interest. The submitted Application for Expression of Interest has been prepared in accordance with the provisions of the Invitation and is completely free from any condition, term or reservation.

**2. Contents of the Application for Expression of Interest Folder**

The written non-binding Application for Expression of Interest of the Interested Party consists of the following (sub) folders:

- (a) a (sub) folder marked “Supporting Documents for Participation”, including the supporting documents required, as appropriate, in accordance with paragraphs 13.3 – 13.3 of the Invitation;
- (b) a (sub) folder marked “Letter of Expression of Interest”, including the letter of expression of interest, in accordance with paragraph 13.4 of the Invitation.

**3. Interested Party details**

The Interested Party hereby expressly, unreservedly and irrevocably states that its details are the following:

Interested Party Details	
<b>1.</b>	<b>Name</b>
<b>2.</b>	<b>Registered Seat</b> (municipality, street, number)

3.	<b>Tax Identification Number</b>	
4.	<b>General Commercial Registry (GEMI) No.</b>	
5.	<b>Point of contact</b>	
6.	<b>Telephone No.</b>	
7.	<b>FAX No.</b>	
8.	<b>e-mail</b>	
9.	<b>Site address (if any)</b>	
10.	<b>Full name/company name of the Consultants</b>	

#### 4. Management and shareholding structure /share capital of the Interested Party

The Interested Party hereby expressly, unreservedly and irrevocably states that:

(a) its share/corporate capital amounts to EUR [...] divided into [...] shares/participation stake with a nominal value of EUR [...] each.

(b) the composition of its Board of Directors is as follows:

<b>Interested Party's Board of Directors</b>			
<b>Nr.</b>	<b>Name of the member</b>	<b>Capacity</b>	<b>End of office term</b>
1.			
2.			

[Where the company is managed by an administrator(s) or other collective body, the details of the administrator(s) or members of the collective body shall be supplemented above by adjusting the above paragraph]

(c) its shareholding/ corporate structure up to a natural person is as follows:

<b>Interested Party's Shareholders</b>			
<b>Nr.</b>	<b>Company name/name of the shareholder</b>	<b>Number of shares</b>	<b>Participation percentage (%)</b>
1.			

(e) the following persons have a direct or indirect interest in controlling the Interested Party:

[This paragraph shall be completed if applicable, otherwise deleted]

(The name/company name, registered seat/residence, Tax Identification Number (TIN) and General Commercial Registry (GEMI) No.)

#### 4. Reliance on Third Parties

*[This paragraph shall be completed if applicable, otherwise deleted]*

The Interested Party hereby expressly, unreservedly and irrevocably states that:

- (a) In order to meet its financial or technical capacity, it shall rely on the financial or technical capacity of the company under the name [....].
- (b) the details of the Third Party on whose financial/technical capacity it is based are as follows:

Third Party's Details		
1.	<b>Name</b>	
2.	<b>Registered</b> (municipality, number)	<b>Seat</b> street,
3.	<b>Tax Identification Number</b>	
4.	<b>General</b> <b>Registry (GEMI) No.</b>	<b>Commercial</b>
5.	<b>Point of contact</b>	
6.	<b>Telephone No.</b>	
7.	<b>FAX No.</b>	
8.	<b>e-mail</b>	
9.	<b>Site address (if any)</b>	
10.	<b>Consultants</b>	

(c) the share/corporate capital of the Third Party amounts to EUR [...] divided into [...] shares/ participation stake with a nominal value of EUR [...] each.

(d) the composition of the Board of Directors of the Third Party is as follows:

Third Party's Board of Directors			
Nr.	Name of the member	Capacity	End of office term
1.			
2.			

[In case the Third Party is managed by an administrator(s) or other collective body, the details of the administrator(s) or members of the collective body shall be filled above by adjusting the above paragraph]

(e) the shareholding structure up to a natural person of the Third party is as follows:

Third Party's Shareholders			
Nr.	Company name/name of the shareholder	Number of shares	Participation percentage (%)
1.			

- (f) Provide with this application all the necessary supporting documents of the third Party, proving:
- (i) the explicit unconditional commitment of the Third Party that it will financially/technically support the Interested Party;

- (ii) that the Third Party meets the financial/technical capacity referred to in paragraph 9 of this Invitation;
- (iii) that The Third Party accepts unconditionally and fully complies with the terms of the Invitation to tender;
- (iv) that The Third Party does not fall within the special ground of exclusion referred to in paragraph 8.1.1. of the Invitation.

**5. Additional declarations**

In addition, the Interested Party hereby expressly, unreservedly and irrevocably states that:

- a. has become fully aware of the terms of the Invitation and of all relevant documents that are part of it, which it expressly, fully and unreservedly accepts.
- b. fulfils the eligibility requirements of paragraph 7 of the Invitation to Tender and does not fall within any special or general ground for exclusion referred to in paragraph 8 of the Invitation.
- c. is aware that the under transfer assets of Larco will be transferred on the date of conclusion of the transfer agreement, “as is where is”, which fact the Interested Party fully and unreservedly accepts.
- d. has been informed of the processing of personal data in the context of this Tender and declares its unreserved acceptance for the processing of personal data for all the purposes mentioned in this Solemn Declaration and the Interested Party's Expression of Interest.

**6. Appointment of a procedural representative for the Tender**

As a procedural representative of the Interested Party for the tender process, has been legally appointed:

the [name] of the [father's name], Identity Card number [...] and Tax Identification Number (TIN)[...], residing in the Municipality [...], street [...] [number | floor], with Postal Code [...], telephone [...], e-mail: [...].

The above procedural representative of the Interested Party will be notified of the outcome of the tendering process and all procedural documents provided for by the applicable legislation and the provisions of the Invitation will be disclosed.

[PLACE & DATE]

\_\_\_\_\_.2020

The declarant

[SIGNATURE]<sup>(5)</sup>



(The signature must bear an authentication in accordance with the terms of the Invitation)

- (1) It shall be indicated by the concerned citizen or authority or by the Public Sector Office, to which the application is addressed.
- (2) To be written out in full
- (3) “Any person who knowingly states false facts or refuses to reveal or conceals the true facts by means of a solemn declaration of article 8 shall be punished with imprisonment of at least 3 months. If the person responsible for those acts sought to obtain personal benefit or other proprietary benefit by harming a third party or sought to harm that party he shall be punished with imprisonment of up to 10 years.
- (4) If there is insufficient space, the declarant should continue the declaration on the reverse and add its signature.

**ANNEX 2**

**[Solemn declaration template]**



**SOLEMN DECLARATION**

(article 8 Law 1599/1986)

**The accuracy of the information provided by this statement may be confirmed  
with data held by other authorities  
(article 8 para. 4 Law 1599/1986)**

To:	<b>GENERAL MINING AND METALLURGICAL SOCIÉTÉ ANONYME UNDER SPECIAL ADMINISTRATION LARCO (hence "LARCO")</b>		
Name: <sup>(2)</sup>		Surname:	
Father's name and surname:			
Mother's name and surname:			
Date of birth: <sup>(3)</sup>			
Place of birth:			
ID Card No.:		Tel.:	

Place of residence:		Street address:		No.		Post Code:	
Fax:			Email Address:				

On my own responsibility and aware of the sanctions<sup>(3)</sup> stipulated by the provisions of para. 6 of Article 22 of Law 1599/1986, in my capacity as legal representative/ legally authorized representative of the company under the registered name “[...]”, having its registered seat in the municipality [...], Street [...] No. [...], with General Commercial Registry (GEMI) number [...] and Tax Identification Number (TIN) (hereinafter referred to as the "Interested Party"), which submits a non-binding Application for Expression of Interest (if this is submitted by a Third Party, it shall be supplemented as follows: in my capacity as legal representative (completed as appropriate, e.g. President and CEO, Administrator, etc.)) / legally authorized representative of the company under the registered name '[...]', having its registered seat in the municipality [...], Street [...] No. [...], with General Commercial Registry (GEMI) number [...] and Tax Identification Number (TIN)] (hereinafter referred to as “Third Party”), which provides financial/technical support] to the company under the registered name '[...]', based in the municipality [...], street [...] No. [...],with General Commercial Registry (GEMI) number [...] and Tax Identification Number (TIN) which submits a non-binding Application for Expression of Interest to the public international open tender for the transfer of assets of the société anonyme under the name "General Mining and Metallurgical Company LARCO under special administration" which is under special administration regime, having its registered seat in Maroussi, Attica, on Fragokklisias Street No. 27, under the number GEMI 000584001000, VAT number 09425001 (hereinafter referred to as the “Expression of Interest”) following the relevant invitation of the special administrator (hereinafter referred to as the “Invitation”), I expressly state, unreservedly and irrevocably, in its name and on its behalf, that:

The special grounds for exclusion of paragraph 8.1.1 of the Invitation do not apply to the Interested Party/Third Party, namely:

For natural persons: no special ground of exclusion as set forth in paragraph 8.1.1 of the Invitation applies, i.e. I have no link, in any direct or indirect way (de jure or de facto), with the existing shareholders of LARCO, up to the ultimate natural person – beneficial owner, either through positive rights or through veto rights/ For legal persons: The special ground for exclusion set forth in paragraph 8.1.1, does not apply to the person of the Interested/Third Party i.e. has no link in any direct or indirect way (de jure or de facto) related to Larco's existing shareholders, either through positive rights, or through veto rights, and is not, in any way, directly or indirectly related to legal entities to which LARCO has direct or indirect holdings and to legal entities with which LARCO has relations under company law.

[PLACE & DATE]

\_\_\_\_\_.2020

The declarant

[SIGNATURE]<sup>(5)</sup>

(The signature must bear an authentication in accordance with the terms of the Invitation)

- (5) It shall be indicated by the concerned citizen or authority or by the Public Sector Office, to which the application is addressed.
- (6) To be written in full
- (7) “Any person who knowingly states false facts or refuses to reveal or conceals the true facts by means of a solemn declaration of article 8 shall be punished with imprisonment of at least 3 months. If the person responsible for those acts sought to obtain personal benefit or other proprietary benefit by harming a third party or sought to harm that party he shall be punished with imprisonment of up to 10 years.
- (8) If there is insufficient space, the declarant should continue the declaration on the reverse and add his signature.

**ANNEX 3**

**[Solemn Declaration template]**



**SOLEMN DECLARATION**

(article 8 Law 1599/1986)

**The accuracy of the information provided by this statement may be confirmed  
with data held by other authorities  
(article 8 para. 4 Law 1599/1986)**

To:	<b>GENERAL MINING AND METALLURGICAL SOCIÉTÉ ANONYME UNDER SPECIAL ADMINISTRATION LARCO (hence "LARCO")</b>						
Name: <sup>(2)</sup>				Surname:			
Father's name and surname:							
Mother's name and surname:							
Date of birth: <sup>(3)</sup>							
Place of birth:							
ID Card No.:				Tel.:			
Place of residence:			Street address:			No.	Post Code:
Fax:				Email Address:			

On my own responsibility and aware of the sanctions<sup>(3)</sup> stipulated by the provisions of para. 6 of Article 22 of Law 1599/1986, in my capacity as legal representative (completed as appropriate, e.g. President and CEO, Administrator, etc.) / legally authorized representative (in the event that this is submitted by a Third Party, is supplemented as follows: in my capacity as a legal representative (completed as appropriate, e.g. President and CEO, Administrator, etc.) / legally authorized representative of the company under the registered name “[...]”, having its registered seat in the municipality [...], Street [...] No. [...], with General Commercial Registry (GEMI) number [...] and Tax Identification Number (TIN) (hereinafter referred to as “Third Party”), which provides financial/technical support) of the company under the the registered name “[...]”, having its registered seat in the municipality [...], Street [...] No. [...], with General Commercial Registry (GEMI) number [...] and Tax Identification Number (TIN) (hereinafter referred to as the "Interested Party"), which submits a non-binding Application for Expression of Interest to the public international open tender for the transfer of assets of the under special administration société anonyme under the name "General Mining and Metallurgical Société Anonyme LARCO under special administration" based in Maroussi, Attica, Fragokklisias Street No. 27, under the General Commercial Registry (GEMI) number .000584001000, Tax Identification N (TIN)umber 09425001 (hereinafter referred to as the “Expression of Interest”) following the invitation of the special administrator (hereinafter referred to as the “Invitation”), I expressly state, unreservedly and irrevocably, that:

The general grounds for exclusion of paragraph 8.1.2 of the Invitation, do not apply either as regards myself or the Interested Party/Third party namely:

1. Is not under bankruptcy, bankruptcy settlement, conciliation, reorganisation, simple liquidation, special liquidation, special administration, compulsory receivership by a liquidator or by the court, suspension or cessation of operation, dissolution or any insolvency proceedings or other similar situation, resulting from similar proceedings provided for in national laws and regulations, as well as any Interested Party for whom an application for its placement in the aforementioned situations is pending or a decision of a Court or other authority has been issued..
2. I have not been convicted by final judgment of one of the following offences:
  - (a) Participation in a criminal organisation as defined in Article 2 of Regulation (EC) No 1782/2003; 2008/841/JHA Council Framework Decision of 24 October 2008 on combating organised crime (OJ L 300, 11.11.2008, pages 42-45).
  - (b) Bribery, as defined in Article 3 of the Convention against Corruption involving officials of the European Communities or the Member States of the European Union (OJ C 195, 25.06.1997, p. 1-11) and Article 2(1) of Regulation (EC) No 1782/2003). 2003/568/JHA Council Framework Decision of 22 July 2003 on combating corruption in the private sector (OJ L 192, 31.07.2003, pages 54 -56), as well as as defined in Greek law and/or in the law of the country of establishment/establishment (as appropriate) of the Interested Party.
  - (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 combating, through criminal law, fraud against the financial interests of the Union (OJ L 198, 28.07.2017, pages 29-41).

(d) Terrorist offences or crimes linked to terrorist activities, as defined in Articles 2-12 of Directive (EU) 2017/541 of the European Parliament and of the Council of 15 March 2017 on combating terrorism replacing Council Framework Decision 2002/475/JHA and amending Council Decision 2005/671/JHA (OJ L 88, 31.03.2017, pages 6-21) aiding and abetting inciting and attempting to commit such an offence, as referred to in Article 14 of that Directive.

(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 money laundering or terrorist financing, amending Regulation (EU) No 1782/2003; 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, as amended and in force, incorporated into Greek law by Law 4557/2018 (Government Gazette 139/A/30.07.2018).

(f) Child labour and other forms of trafficking in human beings, as defined in Article 2 of Directive 2011/36/EU of the European Parliament and of the Council of 5 April 2011 on the prevention and combating of trafficking in human beings and on the protection of its victims; and replacing Council Framework Decision No 2002/629/JHA (OJ L 101, 15.4.2011, page 1), incorporated into Greek law by Law 4198/2013 (Government Gazette 215/A/11.10.2013).

3. It has not defaulted on its obligations relating to the payment of taxes or social security contributions if this is certified by a court order with the force of res judicata or administrative decision with binding force in accordance with the law of the country of origin/incorporation/establishment and is, at the date of submission of expressions of interest, being insurance and tax cleared.

4. It does not have its residence or statutory or actual seat or establishment in (a) Non-Cooperative States as defined in Article 65 of the Greek Income Tax Code (Law 4172/2013, as amended and in force; Government Gazette A' 167/23.07.2013) and listed in Ministerial Decision No. 1353/2019 of the Minister and Deputy Minister of Finance (Government Gazette B' 3558/23.09.2019) issued according to the said provisions or in any other a subsequent ministerial decision adopted in accordance with said legislative provision updating the list of Non-Cooperative States, (b) States with which the Hellenic Republic has no diplomatic or commercial relations under a relevant decision of the Hellenic Republic, and/or (b) referring to the two public documents issued by the Financial Action Task Force (FATF) three times per year, i.e. (i) "Jurisdictions under Increased Monitoring" and (ii) "High Risk Jurisdictions subject to Call for Action".

5. It is not subject to UN sanctions and/or EU restrictive measures applicable in accordance with any EU Regulation under Article 215 of the Treaty on the Functioning of the European Union (OJ C 326, 26.10.2012, p. 47-390) or Decision adopted under the EU Common Foreign and Security Policy

[PLACE & DATE]

\_\_\_\_\_.2020

The declarant

[SIGNATURE]<sup>(5)</sup>

(The signature must bear an authentication in accordance with the terms of the Invitation)

- (9) It shall be indicated by the concerned citizen or authority or by the Public Sector Office, to which the application is addressed.
- (10) To be written in full
- (11) “Any person who knowingly states false facts or refuses to reveal or conceals the true facts by means of a solemn declaration of article 8 shall be punished with imprisonment of at least 3 months. If the person responsible for those acts sought to obtain personal benefit or other proprietary benefit by harming a third party or sought to harm that party he shall be punished with imprisonment of up to 10 years.
- (12) If there is insufficient space, the declarant should continue the declaration on the reverse and add his signature.