

PPA S.A. CONTRACTS AND
SUBCONCESSIONS

REGULATIONS:

A) Procurement, Outsourcing,
Engineering, Project and
Supplier Award Management
System

B) Minor Sub-Concessions
Regulation

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PREAMBLE

With regard to the provisions of Articles 8 and 9(1) of Law 4404/2016 (Government Gazette 126/A/8.7.2016), PPA S.A. approved by virtue of the CEO's Decision No. 833/04-10-2019 these provisions regarding contract and sub-Concessions award procedures (hereinafter the Regulation).

This Regulation is divided up as follows:

Section I includes general provisions, Section II outlines the scope of the Regulation, Section III outlines the award procedures to be followed and Section IV regulates specific award methods for each category of contract.

Since the Concession Agreement of 24.6.2016 on the use and exploitation of certain areas and assets, entered into between the Hellenic Republic and PPA SA (hereinafter referred to as "Concession Agreement"), and Law 4404/2016 (Government Gazette 126/A/8.7.2016) which ratified it, refer to the Company's rules and obligations when awarding contracts, the provisions of the Regulation constitute a more detailed elaboration of the said arrangements and set out implementing rules which seek to provide a stable frame of reference for PPA SA and persons interacting with it, in the sectors covered by the Regulation.

By implementing the Regulation, the Company is therefore fulfilling an express obligation imposed by law to comply with the principles of transparency, publicity, equal treatment and non-discrimination when awarding contracts, which is set out in Article 8(2) of Law 4404/2016.

CHAPTER I – GENERAL PROVISIONS

ARTICLE 1 – DEFINITIONS

- 1.1. "Company"**: Piraeus Port Authority S.A.
- 1.2. "Competitive Dialogue"** shall mean the procedure outlined in Art. 12 hereof.
- 1.3. "Competitive Dialogue/Negotiation"** shall mean the procedure outlined in Article 12.1.1 hereof.
- 1.4. "Concession Agreement"** shall mean the Concession Agreement dated 24.6.2016 on the use and exploitation of certain areas and assets, entered into between the Hellenic Republic and PPA SA as ratified by Law 4404/2016 (Government Gazette 126/A/8.7.2016).
- 1.5. "Concession Assets"**: As outlined in the Concession Agreement.
- 1.6. "Contractors' Register" or "Register"** shall mean the list the Company holds for each specific category of contract which contains the particulars of economic operators which have expressed interest in concluding contracts for the specific category, which meet the conditions and criteria laid down by the Company.
- 1.7. "Decision-Making Body"**: The body, as determined in the relevant PPA's decision, assigned to decide on the contract award and to take key decisions to resolve any issues which arise in that regard.
- 1.8. "Inquiry"** shall mean the procedure outlined in Article 12.1.2 hereof.
- 1.9. "Minor Sub-Concessions"**: As outlined in the Concession Agreement.
- 1.10. "No Bid"** shall mean the procedure outlined in Art. 12 hereof.
- 1.11. "Order"** shall mean the procedure outlined in Article 12.1.4 hereof.
- 1.12. "Open Bid Invitation"** shall mean the procedure outlined in Art. 10 hereof.

- 1.13. "Outsourcing Services"** shall mean the award of a part of PPA's operational sector, whereby the said Legal Entity is entitled to provide services to the users of the port on behalf of the Company.
- 1.14. "Selected Bid Invitation"** shall mean the procedure outlined in Art. 11 hereof.
- 1.15. "Single Source"** shall mean the procedure outlined in Article 12.1.3 hereof.
- 1.16. "Tender Management Team" or "TMT"** shall mean the Company body prescribed in article 4.3 hereof.
- 1.17. "Tender Evaluation Team" or "TET"** shall mean the Company body prescribed in article 4.4 hereof.
- 1.18. "Works and Investments Program":** As outlined in the Concession Agreement.
- 1.19. "Supplier Management Leading Team" or "SMLT"** shall mean the Company body which consists of senior Company executives which has the duties and competences assigned to it by decisions of the competent Company bodies.

ARTICLE 2 – SUBJECT AND SCOPE OF THE REGULATION

- 2.1.** Contracts which fall within the scope of the Regulation, including works in the Works and Investments Program, must be assigned in accordance with the rules set out herein and the terms of each call for tenders and must be implemented in accordance with the terms of each Contract which is signed.
- 2.2.** The purpose of the Regulation is to ensure the Company's sustainable development and also to ensure the problem-free implementation, transparency and objectivity of award procedures for contracts falling within the scope of these Regulations, to promote fair competition, to achieve

optimal use of resources and to prevent and adequately control and avert the risks the Company is exposed to.

ARTICLE 3 - CONTRACT AWARD GENERAL PRINCIPLES

- 3.1.** The award of PPA contracts is governed by the principles of transparency, publicity, equal treatment and impartiality, so that all interested parties – provided they meet the conditions laid down in each case considering the Company's needs– have equal opportunities and rights, without any discrimination against them.
- 3.2.** The competent Company body specified in the provisions of Article 4 hereof can issue a reasoned decision cancelling a contract award procedure in whole or in part, suspend the tender procedure, not award the contract by declaring the procedure as non-successful when there are objective grounds for doing so, or when in its view conditions for adequate, fair competition have not arisen; though third parties will not have any claim for compensation on this ground.
- 3.3.** PPA SA retains the right to the final interpretation of the Regulation.

ARTICLE 4 - ORGANISING PRINCIPLES IN CONTRACT AWARDS

- 4.1.** The Company is organised along inter-departmental lines on these matters and has developed comprehensive internal contract awards procedures/policies and internal managing measures.
- 4.2.** The Tender Management Team has the duties assigned to it according to the relevant company decision in force.
- 4.3.** The Tender Evaluation Team has the duties assigned to it according to the relevant company decision in force.
- 4.4.** The Supplier Management Leading Team has the duties assigned to it according to the relevant company decision in force.

CHAPTER II - REGULATORY SCOPE

ARTICLE 5 - SCOPE

The Regulation applies to award of the following types of contracts to the extent that they relate to Concession Assets:

- a. Construction works, especially for piers, stations, buildings or other infrastructure permanently connected to the ground, excavations, fencing, as well as construction of plumbing and electrical networks. This category includes the procurement of E/M equipment and materials to be incorporated into a project while it is being implemented.
- b. Procurement of E/M equipment, spare parts (spreaders, cables, wire ropes, wheels, transformers, electrical panels), automotive machinery (terminal tractors, trailers, cranes, port cranes, forklift trucks), a/c units, coolers, diesel, heating oil, petrol, etc.
- c. Provision of services to the Company by third parties, in particular consultancy services and studies (other than technical ones), supervision of construction works, security services etc.
- d. Preparation of technical studies / designs and in particular E/M designs for civil engineering works, marine/port projects, etc.
- e. Outsourcing agreements, as described herein.
- f. Minor Sub-Concessions, as described herein.

ARTICLE 6 - EXCLUDED CONTRACTS

6.1. The provisions of the Regulation do not apply to award procedures for contracts entered into by the Company in the following cases:

- a. Emergencies, as a result of emergency situations and unforeseeable events, which have a direct impact on the proper operation and uninterrupted provision of port services to users of the port, or Company

safety which would be put at risk in case the normal award procedures were used.

- b. Contractor's uniqueness in terms of the possibility of the specific contract being concluded.
- c. Continuation of a suspended project due the previous Contractor being declared in forfeit or having abandoned the project.
- d. Continuation of a tender procedure which had been declared a failure in terms of the level of interest expressed, disadvantageous or unsuccessful in general.
- e. Contracts whose financial value is up to € 2,700 (excl. taxes).
- f. Award of individual contracts within the context of a framework agreement assigned to a specific contractor after a tender procedure, up to the sum of € 67,500.00 (excl. taxes) overall.
- g. Provision of legal services, auditing services, and provision of services falling into specialist expert fields.

6.2. In all the above cases following a decision of the competent body, the Company may directly award a contract in accordance with Article 12 or select at its discretion any other award procedure it considers appropriate and advantageous.

ARTICLE 7 - CALCULATING A CONTRACT'S ESTIMATED VALUE

7.1. Calculations of a contract's value must be based on the total amount payable, excluding VAT or other taxes, as estimated by the Company, including any options or any extensions to the contract, as expressly specified in the contract documents.

7.2. In the case of contracts which are regular in nature or which are intended to be renewed within a given period, the overall amount shall be taken as

the basis for calculating the contract's estimated value. This provision does not apply to Minor Sub-Concessions.

ARTICLE 8 - MIXED CONTRACTS

- 8.1.** Mixed contracts which consist of contracts of different types, all of which fall within the Regulation, shall be awarded in accordance with the provisions which apply to the type of contract deemed to be the main subject matter of that contract.
- 8.2.** The main subject matter shall be determined in principle based on whichever estimated value for the relevant contracts is highest, unless there are objective grounds justifying a contract of lesser value being accorded primary importance.

CHAPTER III - CONTRACT AWARD RULES

ARTICLE 9 - AWARD PROCEDURES

The Company can use the following types of procedure to award contracts covered by these Regulations:

- a) Open bid invitation
- b) Selected bid invitation
- c) No bid

ARTICLE 10 - OPEN BID INVITATION

- 10.1** Open Bid Invitation is conducted in one or two phases and interested parties can participate after an open call for tenders.
- 10.2** The call for tenders is uploaded to the Company's website and in any other means of publicity considered appropriate to achieve the highest possible

degree of publicity. The call for tenders remains on display in accordance with the above for a reasonable time under the circumstances.

- 10.3** The call for tenders must contain a detailed description of the precise subject matter and the key terms of each contract to be awarded.
- 10.4** After the deadline specified in the call for tenders has elapsed, the evaluation procedure follows and the results of the tender procedure are approved and confirmed by the Decision-Making Body.
- 10.5** In case less than three candidate's offers fulfill tender criteria in order for their financial proposals to be unsealed, then, PPA reserves the right to cancel the procedure by declaring it as non-successful, unless otherwise stated in the tender documents and/or the Regulation.
- 10.6** Any details of the contract award procedure, such as the selection criteria, tendering procedure, terms and conditions of participation and any other necessary modalities are set out in a decision of the Company's competent body, are included in the call for tenders and constitute the binding regulatory framework within which the tender procedure is conducted.

ARTICLE 11 – SELECTED BID INVITATION

A. Establishment of Selected Bidders/ Contractors Register

- 11.1** To create the Contractors' Register the Company publishes a call for expression of interest for inclusion in the Register. The call for inclusion in the Register sets out in detail the criteria and minimum competence requirements for inclusion that the candidate must meet for each category of contract as well as a detailed description of the precise subject matter of the category of contracts to be awarded.
- 11.2** The call for tenders remains available on the Company's website according to the deadline that has been set and any interested party who meets the

relevant criteria is entitled to express interest within the time prescribed in accordance with the terms of the Call.

11.3 The Register is updated at least annually by the competent body referred to in Article 4 hereof.

11.4 Any details of the contract award procedures, about how each Register is to be set up and tenders are to be submitted, the selection criteria, evaluation teams, participation terms and conditions, and all other necessary modalities must be laid down by decision of the Company's competent body and must be clearly included in the call for expressions of interest.

B. Award Procedure

11.5 For the purposes of award Procedure through Selected Bid Invitation, the call for expression of interest is sent to the selected entities that have been included to the Register according to the provisions hereof.

11.6 The evaluation procedure is carried out according to the provisions of articles 10.4, 10.5 and 10.6.

ARTICLE 12 - NO BID

12.1 No Bid means the form of contract award, whereby the Company does not apply the award procedures prescribed in Art. 10 and 11 hereof, but the contract is awarded through:

12.1.1 "Competitive Dialogue/Negotiation" procedure in case prerequisites of Art. 10.5 hereof apply. In that case the Company retains the right to negotiate with the participants which fulfil the minimum technical requirements (mainly, but not limited to, quality specifications, technical capacity, experience etc.) and criteria of personal standing prescribed in the call for tenders (mainly, but not limited to, tax and social insurance compliance, registration in public registers, non-conviction etc.).

- 12.1.2 "Inquiry": The Company may ask for offers from selected suppliers at its discretion, in case, indicatively but not limited to, the following prerequisites apply: a) emergency conditions according to article 6 hereof and/or b) procurements required for company daily operational needs (e.g. spare parts, repair services, lubricants, fuel oils, engines, motors, cables etc). In any case, suppliers must be registered in the Contractors' Register.
- 12.1.3 "Single Source": The company may ask for an offer from the single source supplier, in case indicatively but not limited to, the following prerequisites apply: a) emergency conditions according to Article 6 hereof and/or b) the supplier owns irreplaceable patterns or proprietary technology and resources. In any case Suppliers must be registered in the Contractors' Register.
- 12.1.4 "Order" is carried out within the framework of long-term procurement agreements that have been awarded through the applicable each time award procedure.

12.2 No Bid procedure is only permitted when explicitly stated in the Regulation.

CHAPTER IV - AWARD METHOD FOR EACH CATEGORY OF CONTRACTS

ARTICLE 13 - AWARD OF CONSTRUCTION WORK CONTRACTS

- 13.1 Without prejudice to Article 6 hereof, the following rules apply insofar as the award procedure for construction works is concerned:
- a) Where the value of the contract is equal to or over € 180,000, the Open Bid Invitation outlined in the provisions of Article 10 hereof must necessarily be followed.
 - b) Where the value of the contract is below € 180,000 but equal to or greater than € 67,500, then the Company can opt at its discretion for

either the Open Bid Invitation in accordance with the provisions of Article 10 hereof, or Selected Bid Invitation in accordance with the provisions of Article 11 hereof.

- c) Where the value of the contract is below € 67,500 then at the Company's discretion it can either use one of the procedures in point (b) or No Bid, in accordance with the provisions of Article 12 hereof.

13.2 The following rules apply to the procurement of E/M equipment and materials to be incorporated into a project while it is being implemented:

- a) Where the value of the contract is equal to or over € 180,000, the Open Bid Invitation outlined in the provisions of Article 10 hereof must necessarily be followed.
- b) Where the value of the contract is below € 180,000 but equal to or greater than € 67,500, then the Company can opt at its discretion for either the Open Bid Invitation in accordance with the provisions of Article 10 hereof, or Selected Bid Invitation, in accordance with the provisions of Article 11 hereof.
- c) Where the value of the contract is below € 67,500 then at the Company's discretion it can either use one of the procedures in point (b) or No Bid, in accordance with the provisions of Article 12 hereof.

13.3 By way of exception to the above, where contracts in this Article form an integral part of a project whose total value is equal to or greater than € 4,000,000, then Open Bid Invitation outlined in Article 10 hereof must necessarily be followed for all those individual contracts.

ARTICLE 14 - AWARD OF SUPPLY CONTRACTS

- 14.1 Without prejudice to Article 6 hereof, the following rules apply insofar as the award procedure for supplies is concerned:
- a) Where the value of the contract is equal to or greater than € 180,000, then the Company can opt at its discretion for either the Open Bid Invitation in accordance with the provisions of Article 10 hereof, or Selected Bid Invitation in accordance with the provisions of Article 11 hereof.
 - b) Where the value of the contract is below € 180,000 but equal to or greater than € 2,700 then at the Company's discretion it can either use one of the procedures in point (a) or No Bid, in accordance with the provisions of Article 12 hereof.
- 14.2 The following specific rules apply to contracts for the supply of E/M and electronic equipment not specifically regulated by Article 13.2 hereof:
- a) Where the value of the contract is equal to or over € 135,000, the Open Bid Invitation outlined in the provisions of Article 10 hereof must necessarily be followed.
 - b) Where the value of the contract is below € 135,000, then the Company can opt at its discretion for either the Open Bid Invitation in accordance with the provisions of Article 10 hereof, or Selected Bid Invitation in accordance with the provisions of Article 11 hereof or No Bid, in accordance with the provisions of Article 12 hereof.

ARTICLE 15 - AWARD OF SERVICE CONTRACTS

Without prejudice to Article 6 hereof, the following rules apply insofar as the award procedure for services is concerned:

- a) Where the value of the contract is equal to or greater than € 180,000, then the Company can opt at its discretion for either the Open Bid Invitation in accordance with the provisions of Article 10 hereof, or Selected Bid Invitation in accordance with the provisions of Article 11 hereof.
- b) Where the value of the contract is below € 180,000 then at the Company's discretion it can either use one of the procedures in point (a) or No Bid, in accordance with the provisions of Article 12 hereof.

ARTICLE 16 - AWARD OF STUDIES

16.1 Without prejudice to Article 6 hereof, the following rules apply insofar as the award procedure for studies is concerned:

- a) Where the value of the contract is equal to or over € 67,500, the Open Bid Invitation outlined in Article 10 hereof must necessarily be followed.
- b) Where the value of the contract is below € 67,500, then the Company can opt at its discretion for either the Open Bid Invitation in accordance with the provisions of Article 10 hereof, or Selected Bid Invitation in accordance with the provisions of Article 11 hereof, or No Bid, in accordance with the provisions of Article 12 hereof.

16.2 By way of exception to the above, where contracts in this Article form an integral part of a project whose total value is equal to or greater than € 4,000,000 then the Open Bid Invitation specified in Article 10 hereof must necessarily be followed for those contracts.

ARTICLE 17 - AWARD OF OUTSOURCING AGREEMENTS

Without prejudice to Article 6 hereof, the following rules apply insofar as the award procedure for Outsourcing agreements is concerned:

- a) Where the value of the contract is equal to or over € 675,000.00, then the Company can opt at its discretion for either the Open Bid Invitation in accordance with the provisions of Article 10 hereof or Selected Bid Invitation in accordance with the provisions of Article 11 hereof.
- b) Where the value of the contract is below € 675,000.00, then the Company can opt at its discretion for either the Open Bid Invitation in accordance with the provisions of Article 10 hereof, or Selected Bid Invitation in accordance with the provisions of Article 11 hereof, or No Bid, in accordance with the provisions of Article 12 hereof.

ARTICLE 18 - AWARD OF MINOR SUB-CONCESSIONS

- 18.1 Without prejudice to Article 6 hereof, the award procedure for Minor Sub-Concessions shall always be subject to the Open Bid Invitation in accordance with the provisions of Article 10 hereof, unless in cases the total value of the contract amounts up to € 40,000.00 per year (excl. taxes).
- 18.2 Procedures applicable to the management, termination and renewal as well as the relative, indicative contractual terms of Minor Sub-Concessions are published in PPA's website.