

Invitation to tender number 1/2016

Invitation to tender for the granting four (4) licences to content providers of nation-wide free-to-air digital terrestrial television broadcasting in high-definition with general-content information program, for nation-wide coverage of the Greek territory, for a period of ten years.

THE MINISTER OF STATE

Taking into consideration:

I. The provisions of:

1. Articles 5A, 14, paragraph 9 and 15 of the Constitution.
2. Articles 1 to 15 of Act 4339/2015 on «Licensing providers of free-to-air digital terrestrial television broadcasting - Establishment of an affiliate to ERT SA bearer share («societe anonyme») company for the development of a digital terrestrial broadcasting network – Regulating issues of the National Telecommunications and Post Commission (EETT) - National Communications Policy, Organization of Communicative Diplomacy - Establishment of the National Centre for Audio-Visual Media and Communication and the Electronic Media Business Registry - Amendment of Act 4070/2012 (Official Journal of the Hellenic Republic series A' 82) and other provisions» (Official Journal of the Hellenic Republic series A' 133), as applicable, and, in particular, Article 2^a, as inserted by Article third of Act 4367/2016 on the «Ratification of the Agreement between the Government of the Hellenic Republic and the Government of the Republic of Belarus on international road passenger and freight transport and other provisions» (Official Journal of the Hellenic Republic series A' 19).
3. Act 4070/2012 on «Electronic communications, Transportation, Tourism Investments and other provisions» (Official Journal of the Hellenic Republic series A' 82)
4. Act 3592/2007 «Concentration - Licensing of Media Business and other provisions» (Official Journal of the Hellenic Republic series A' 161).
5. Act 3886/2010 on «Judicial protection in public procurement - Harmonising the Greek legislation with Directive 89/665 / EEC of the Council of 21 June 1989 (L395)

and Directive 92/13 / EEC of the Council of 25 February 1992 (L76), as amended by Directive 2007/66 / EC of the European Parliament and the Council of 11 December 2007 (L335)» (Official Journal of the Hellenic Republic series A' 173)

6. Consolidated Act 2190/1920 «On bearer share («societe anonyme») companies» (Official Journal of the Hellenic Republic series A'37 / 1963).

7. Act 3021/2002 on «Restrictions in public procurement with persons active in or participating in media companies and other provisions» (Official Journal of the Hellenic Republic series A' 143)

8. Act 3310/2005 on «Measures to ensure transparency and prevent infringements during public procurement» (Official Journal of the Hellenic Republic series A' 30)

9. Act 3691/2008 on «Preventing and suppressing money laundering and terrorist financing and other provisions» (Official Journal of the Hellenic Republic series A' 166)

10. Act 3861/2010 on "Enhancing transparency by means of the mandatory posting of laws and acts of governmental, administrative and territorial bodies over the Internet - 'Transparency Project' - and other provisions" (Official Journal of the Hellenic Republic series A' 112)

11. Presidential Decree 109/2010 on «Harmonising the Greek broadcasting legislation with the provisions of Directive 2010/13 / EU (EE L 95 of 15.4.2010) of the European Parliament and the Council, which consolidated the provisions of Directive 89/552 / EEC (EE L 298, 17.10.1989) of the Council, as in force after its last amendment by Directive 2007/65 / EC (EE L 332 of 18.12.2007) of the European Parliament and the Council on the coordination of certain legislative, regulatory and administrative provisions of the Member States concerning the provision of audio-visual media services» (Official Journal of the Hellenic Republic series A' 190)

12. Presidential Decree 102/2014 on the «Rules of Procedure of the Secretariat General of Information, Communication and Promotion» (Official Journal of the Hellenic Republic series A' 169)

13. Presidential Decree 73/2015 on «Appointing a Vice Prime Minister, Ministers, Acting Ministers and Deputy Ministers» (Official Journal of the Hellenic Republic

series A' 116)

14. Prime Minister's Decree no. Y11 / 25.09.2015 on «Delegating duties to the Minister of State Mr. Nikolaos Pappas» (Official Journal of the Hellenic Republic series 2109)

15. Joint Decree of the Prime Minister and the Minister of State no. 167 / 27.02.2015 on the «Appointment of a Secretary General for Information» (YODD 103)

16. Decree no. 5719/2015 of the Minister of State, Mr. Nikolaos Pappas, on «Delegating the right to sign «By order of the Minister» to the Secretary General for Media and Communication, and the Heads of Organic Units (Directorates, Departments, Independent Departments and Offices), falling under the Secretariat General for Media and Communication» (Official Journal of the Hellenic Republic series B' 546)

17. Decree no. 4297/2016 of the Minister of State, Mr. Nikolaos Pappas, on «Delegating individual powers of the licensing tender for providers of free, nationwide, general information, terrestrial digital television broadcasting content to the Secretariat General for Media and Communication and regulating specific aspects of the tendering procedure» (Official Journal of the Hellenic Republic series B' 518)

18. Decree no. 7230/2016 of the Minister State, Mr. Nikolaos Pappas, on «Delegating powers to the Secretariat General for Media and Communication for the establishment of a Special Complaints Committee, in the context of the licensing tender for providers of free, nationwide, general information, terrestrial digital television broadcasting content, for high definition transmission» (Official Journal of the Hellenic Republic series B' 930)

19. The applicable Digital Terrestrial Television Broadcasting Signal Frequency Map.

20. Joint Decree no. 7984/2016 of the Ministers of Finance and the State on «Determining a price for licences to be tendered to providers of nation-wide free-to-air digital terrestrial television broadcasting with general-content information program for high definition transmission» (Official Journal of the Hellenic Republic series B' 1009)

20. Joint Decree no. 7577/2016 of the Ministers of Labour, Social Security and Welfare, Infrastructure, Transport and Networks and the State on «Setting a minimum number of full-time employees, by specialty, for providers of nation-wide free-to-air digital terrestrial television broadcasting with general-content information program » (Official

Journal of the Hellenic Republic series B' 985), as amended by Joint Decree no. 9538/2016, issued by the Ministers of Labour, Social Security and Welfare, Infrastructure, Transport and Networks and the State (Official Journal of the Hellenic Republic series B' 1319).

22. The call for expression of interest no. 7752 / 08.04.2016 of the Secretary General for Media and Communication for carrying out an informal tender, using weighted criteria, for the provision of audit services in the context of conducting a licensing procedure for providers of nation-wide free-to-air digital terrestrial television broadcasting with general-content information program, by applying Articles 5, paragraph 6 and 6, paragraph 5 of Act 4339/2015.

II. The need to regulate the tendering procedure for granting incorporation, installation and operation licences to providers of nation-wide free-to-air digital terrestrial television broadcasting with general-content information program, based on the principles of equality and objectivity and by means of rules ensuring the legality, transparency and quality in the field of mass media.

III. That the present decree causes no expense on the state budget.

We hereby issue an invitation to tender for four (4) licences of providers of nation-wide free-to-air digital terrestrial television broadcasting with general-content information program for high-definition transmission, under Article 2^A of Act 4339/2015 (Official Journal of the Hellenic Republic series A' 133), for a ten-year period.

Licences shall be tendered to cover the whole of the Greek territory, under Article 1, paragraph 3 of Act 4339/2015 (Official Journal of the Hellenic Republic series A' 133).

Participation in the licencing tendering procedure shall be subject to the terms and conditions described in detail in the following sections of this Invitation to Tender:

Chapter 1: Introduction - General information

Chapter 2: Stages of the procedure - Schedule

Chapter 3: Tender conduct rules

Chapter 4: Filing an application dossier

Chapter 5: Dossier documentation - Tender files (A' through H')

Chapter 6: Shortlisting of tenderers

Chapter 7: Auction procedure – Announcement of successful tenderers

Chapter 8: Final award - Payment of the price

Chapter 9: Judicial protection of tenderers - Deadlines

Chapter 10: Conditions of licences granted - Revocation reasons

Attached please find the following annexes: application form to participate in the tender (Annex I), model bid bond (Annex II) and model Statutory Declaration (annex III).

CHAPTER 1: INTRODUCTION - GENERAL INFORMATION

The subject of this Invitation to Tender shall be to determine exactly the tender conduct process for the granting of four (4) licences to of nation-wide free-to-air digital terrestrial television broadcasting with general-content information program, for high definition transmission.

This Invitation to Tender, along with its Annexes, shall be available in electronic form, in Greek and English, on the website of the Transparency Project (<https://diavgeia.gov.gr>) of the Secretariat General for Media and Communication (www.media.gov.gr), as well as that of the Minister of State (www.ypepikrateias.gr) and a summary of it shall be promulgated in the Official Journal of the Hellenic Republic (Public Procurement Series), and three (3) daily, widely distributed, newspapers of the international press.

Interested parties may request, in writing, clarifications regarding this Invitation to Tender up until the expiry date for filing application forms, as defined in paragraph 4.3. hereof. Such requests should indicate full contact details (contact person, telephone, email and mailing addresses) and be addressed, via email, to (diagonismostv@inf.opengov.gr) of the Secretariat General for Media and Communication.

CHAPTER 2: PROCEDURAL STAGES - SCHEDULE

The Stages of the tender process are:

1. Filing of application dossiers, as described in Chapter 4 hereof.
2. Shortlisting of tenderers, as described in Chapter 6 hereof.

3. Auction procedure and announcement of successful tenderers, as described in Chapter 7 hereof.

4. Final award and payment of licence price, as described in Chapter 8 hereof.

The licence granting procedure shall be conducted according to the indicative schedule of the following table:

Publication of Invitation to Tender: 20/05/2016

Filing of application dossiers: 4/07/2016

Filing of additional information: 7/07/2016

Announcement of shortlisted tenderers: 14/07/2016

Deadline for preliminary actions: 25/07/2016

Issuance of decisions on preliminary actions: 1/08/2016

Announcement of the final list of participants and dispatch of tender participation forms: 2/08/2016

Estimated auction date and announcement of successful tenderers: 12-17/08/2016

CHAPTER 3: RULES FOR CONDUCTING THE TENDER

3.1. Confidentiality and Competition Rules

3.1.1. The confidentiality rules contained in this Chapter shall apply from the application forms filing date.

3.1.2. Confidential information is the information of any kind relating to a participant in the tendering procedure which, if made known to other participants, is likely to affect their bids. This, indicatively, includes the business plans of participants, the strategy to be followed by them and the highest bid they intend to submit in the tender.

3.1.3. All information exchanged before the application form filing date, among tenderers, in order for them to decide whether to participate jointly in the tender or not, shall be not considered confidential.

3.1.4. Any person or group of persons to which confidential information is disclosed in relation to a tenderer, shall be considered to be an insider. Persons participating in a Consortium or joint undertaking established for the purpose of participating in the tender shall be considered insiders, irrespective of their holding in it or the extent of

control they possibly have. The officers and the staff of the Secretariat General for Media and Communication shall also be considered insiders.

3.1.5. Tenderers and insiders shall not be allowed to communicate or attempt to communicate, in any manner, confidential information to another tenderer, to persons considered insiders in relation to another tenderer or to third parties.

3.1.6. In case of violation of this prohibition by tenderers, the Tender Committee excludes them from the remaining tendering procedure.

3.2. Agreements not to compete

3.2.1. Any kind of agreement or concerted practice among tenderers, aiming or intending to distort the terms of the tendering procedure or to exclude specific tenderers shall be prohibited.

3.2.2. In case of violation of this prohibition by tenderers, the Tender Committee shall exclude them from the remaining tendering procedure, without prejudice to the possibility of imposing additional sanctions, on the basis of the specific provisions of Act 3959/2011 protecting free competition (Official Journal of the Hellenic Republic series A' 93).

3.3. Violation of the tender conduct terms

3.3.1. The following behaviour shall be considered a violation of the tender conduct terms, attracting the penalty of disqualification:

- a) Non-filing valid bids within the deadline set by the Tender Committee, after the initiation of the tender.
- b) Malicious use of the electronic bidding system.

3.3.2. The following behaviour shall consist a breach of the tender conduct terms, attracting the penalty of disqualification and a forfeiture of the bid bond provided for in paragraph 6.7. hereof:

- a) Withdrawal from the tender in Stage 2.
- b) Departure from the premises of the tender before its conclusion and without the approval of the Tender Committee.
- c) Contact with other participants or attempt to contact the Tender Committee, beyond the occasions provided hereby.

d) Attempt to influence the members of the Tender Committee or the other participants in taking decisions regarding the tender.

e) Communication of the tender's Stage results.

3.3.3. Sanctions shall be imposed following a procedure either initiated ex officio by the Tender Committee or following a complaint lodged by another participant. The complaint may be lodged in writing, at any Stage of the tendering procedure.

3.3.4. The Tender Committee interrupts the tendering procedure and, if necessary, immediately calls the participants involved for a hearing, who present their views. Subsequently, the Committee decides, on the same day, to impose a sanction or not and either continues the tendering procedure from the Stage at which it was interrupted, or communicates to the participants a new date and time for the continuation of the tender.

CHAPTER 4: FILING AN APPLICATION DOSSIER

4.1. The following persons shall be entitled to file application forms:

a) Domestic or foreign bearer share ("societe anonyme") companies, operating exclusively in the media sector (for instance, in the production, distribution and sale of audio-visual works, digital reproduction over the Internet etc.) and including in their corporate objective the provision of free digital television broadcasting services.

b) Domestic or foreign bearer share ("societe anonyme") under incorporation, operating exclusively in the media sector (for instance, in the production, distribution and sale of audio-visual works, digital reproduction over the Internet etc.) and including in their corporate objective the provision of free-to-air digital television broadcasting services, on the condition that the corporate contract has already been drafted at the time of filing the application form, in the form provided for in the relevant legislation and that the incorporation procedure shall have been completed within two (2) months from the expiry of the application form filing deadline.

c) Consortiums operating exclusively in the media sector (for instance, in the production, distribution and sale of audio-visual works, digital reproduction over the Internet etc.) and including in their corporate objective the provision of free-to-air digital television broadcasting services, on the condition that the Consortium members

are in the form of bearer share (“societe anonyme”) companies.

d) Consortiums under incorporation, operating exclusively in the media sector (for instance, in the production, distribution and sale of audio-visual works, digital reproduction over the Internet, etc..) and including, in their corporate objective, the provision of free-to-air digital television broadcasting services, on the condition that the Consortium members are in the form of bearer share («societe anonyme») companies.

For legal entities falling under categories c’ and d’ above, the consortium’s incorporation deed shall be filed at the time of filing the application form and, if granted a content provider licence, its members must, after becoming licensees, set up a bearer share («societe anonyme») company, subject to the publication formalities provided for in the Consolidated Act 2190/1920, and file the relevant documents within three (3) months from the issuance of the licence.

4.2. Application form:

a. Each tendering company or consortium must complete a special application form to participate in the procedure, according to the model attached (Annex I). Any other type of application form shall not be accepted.

b. The application form, in printed form, shall be signed by the tenderer’s legal representative or another duly authorized person. In the latter case, a decision of the tenderer’s governing body shall be filed, granting authorization to sign the application form.

c. The application form must be filed in electronic form as well, with the same content (in a pdf file), via email at (diagonismostv@inf.opengov.gr) of the Secretariat General for Media and Communication. In case of doubt as to the accuracy of the content of the application form, the printed text provided in the preceding paragraph prevails.

d. Each application form shall be accompanied by the required documents, in two (2) original or duly certified copies, except the documents falling under the scope of Article 1 of Act 4250/2014 (Official Journal of the Hellenic Republic series A’ 74), for which the submission of a clear photocopy suffices.

e. The supporting documents filed shall be numbered per file and shall be recorded, with a short description of their content, in a special list, which shall be attached in the

beginning of each file. If some supporting documents are required for more Tender files, they shall be submitted for each file separately.

f. Tenderers must pay, for their application to be considered, a State fee of thirty thousand (30.000) euros. Application forms not accompanied by the corresponding triplicate copy evidencing payment to the Treasury shall not be accepted.

4.3. Filing an application form.

Application forms, along with the above required supporting documents, shall be filed with the Secretariat General for Media and Communication (Department: General Protocol), at 11 Fragoudi and Al. Pantou St., Kallithea, within forty-five (45) days from the date a summary of this Invitation to Tender is published in the Official Journal of the Hellenic Republic (Public Procurement Series).

4.4. Withdrawal from the tender.

Each tenderer may, at any Stage prior to the tender initiation announcement, withdraw from the tendering procedure, by filing a relevant written declaration with the Secretariat General for Media and Communication. In case of a tenderer's withdrawal, the Secretariat General for Media and Communication communicates its identity particulars to the remaining tenderers, within two (2) days, and returns any bid bond deposited.

CHAPTER 5. APPLICATION DOSSIER DOCUMENTS

5.1. The application dossier includes the following documents:

- a. application form, according to the model in Annex I
- b. supporting documents corresponding to the Tender Files below, under nos. A' through H'
- c. a bid bond, in accordance with the model attached in Annex II, in the event its submission is required under Article 4, paragraph 3 of Act 4339/2015.
- d. Statutory Declaration in accordance with the model in Annex III.

The Tender Committee communicates with the entities which have allegedly issued these bid bonds, in order to determine their validity. If a bid bond is found to be forged, the tenderer shall be excluded from the continuation of the tender and the case shall be

forwarded to the competent public prosecutor.

5.2. In case the original supporting documents are not drafted in the Greek language, they shall be produced along with an official translation into Greek (from the Translation Service of the Ministry of Foreign Affairs, the locally competent Consular Authorities or a lawyer registered in a bar association of the Greek territory).

5.3. Whenever this Invitation to Tender refers to a statutory declaration, it means the one provided for in Act 1599/1986, as applicable, regarding tenderers based in Greece. For tenderers based abroad, it means either a statutory declaration provided for by Act 1599/1986 or an affidavit, or, in cases this is not provided for by the laws of their registered office, a statement made before a notary public or a judicial or administrative authority.

5.4. All statutory declarations provided for by the Tender Files shall be filed with their signatures duly authenticated by a police department or a Citizens Service Centre or by a competent authority under the laws of the registered office of the tendering company or consortium.

5.5. If, under the laws of foreign tenderer's registered office, some of the aforementioned supporting documents are not issued or do not meet, as a whole, the conditions provided by the Invitation to Tender, they shall be replaced by an affidavit made by the tenderer's legal representative or, if this is not provided by the laws of the registered office of the tenderer, an affirmation of the tenderer's legal representative made before a notary public, judicial or administrative authority.

5.6. Tender Files

File A': Legal form of tenderers

A.1. The application shall indicate the following particulars of the tendering company or Consortium and those of the Consortium's members:

A.1.1. The registration number and date in the General Commercial Register (G.E.M.H.) or in the respective register of companies, under the laws of their registered office.

A.1.2. The incorporation date

A.1.3. The corporate and trading names.

A.1.4. The amount of share capital, the method of payment and the number of registered shares.

A.1.5. The company's duration.

A.1.6. The company's objectives in summary.

A.1.7. The closing date of the fiscal year.

A.1.8. The registered office.

A.1.9. Special privileges given to certain persons (e.g. founders or shareholders).

A.1.10. For companies coming from a merger, the name, form and the G.E.M.H. number (or the number of an equivalent foreign register) of the companies merged shall be indicated. For companies coming from conversions, their particulars (legal form, registration book and other details) before their conversion, shall be indicated. For companies coming from a sector secession or splitting, the name, form, G.E.M.H. number (or the number of an equivalent foreign register) of the company from which the sector has, respectively, seceded or split shall be noted, as well as the respective particulars of the company which absorbed the sector or the activity split.

A.1.11. The Tax Identification Number (TIN).

A.1.12. For foreign companies or consortiums, the law of their registered office.

A2. The following documents of the tendering company or Consortium and the Consortium's members shall be filed:

A.2.1. Consolidated Articles of Association, legally endorsed by the G.E.M.H or the competent, under the laws of the company's registered office, authority. In the case of companies or consortia under incorporation, the corporate contract (which must include the information referred to in Article 2 of Act 2190/20) or the Consortium incorporation deed must be filed.

A.2.2. Issues of the Official Journal of the Hellenic Republic concerning the incorporation and any changes in the Articles of Association, for the companies being obliged to promulgate them by 1.1.2015. If a relevant issue of the Official Journal of the Hellenic Republic has not been published, the corresponding corporate document shall be alternatively submitted, as electronically filed by the company with G.E.M.H.

A.2.3. Minutes of General Meetings (both ordinary and extraordinary) of the two (2)

years preceding the application form filing date.

A.2.4. Minutes of the Board of Directors of the last year preceding the application form filing date.

A.2.5. Court judgements that may recognize as invalid or render void General Meeting resolutions and court judgments that may invalidate previous judgements.

A.2.6. Court judgements or contracts for the transfer of the televised content provider company or the merger of the company or a company incorporation contract or a merger contract after a sector secession, provided that the company having seceded shall be a sector operating the provider's business. In the case of successive transfers of the same televised content provider business, the notarial documents for all successive transfers shall be recorded and produced.

A.2.7. Ruling of the Administrative Trademark Committee which patented the tenderer's trade mark, if any.

A.2.8. Resolution of the General Meeting granting bondholders the right to convert their bonds into shares.

A.2.9. Valuation reports for any contributions in kind (Article 9 of Consolidated Act 2190/1920).

A.2.10. Management approval, along with the relevant valuation report, for the acquisition of property from the company, where sellers are founders or members of the Board of Directors or their relatives (Article 10 of Consolidated Act 2190/1920).

A.2.11. Resolution of the General Meeting for the reduction or abolition of the preferential right of existing shareholders, in case of share capital increase.

A.2.12. Resolution of the General Meeting for capital depreciation.

A.2.13. G.E.M.H. General Certificate.

Foreign companies submit respectively, along with the above documents, under the laws of the company's registered office, a certificate issued from the competent authority on the equivalence of these records with the above or, if the issuing of such a certificate is not provided, an affidavit or a statutory declaration issued by their legal representative shall be produced.

File B': Share capital of tenderers

B.1. The application form cites:

B.1.1. The paid up share capital of the tendering company or Consortium, which should amount to at least eight million (8.000.000) euros.

B.1.2. The current level of equity of the tendering company or Consortium, which must not be less than the above minimum paid up share capital.

B.1.3. The amount for which the bid bond under Annex II is issued, in the event that either the paid-up share capital or the equity of the tenderer shall be less than the above minimum amount.

B.2. The following documents of the tendering company or Consortium shall be filed:

B.2.1. General Meeting resolutions for the share capital increase, in case the initial capital fell short of the above minimum amount.

B.2.2. Minutes of the Board of Directors of the company or an act issued by the legal representative of the Consortium confirming the full or partial payment, in cash, of the initial share capital and any increases of it.

B.2.3. Issues of the Official Journal of the Hellenic Republic promulgating General Meeting resolutions and Board of Director decisions on the above, under B.2.1. and B.2.2, matters, for the companies being obliged to promulgate them by 1.1.2015. If a relevant issue of the Official Journal of the Hellenic Republic has not been published, the corresponding corporate document shall be alternatively submitted, as electronically filed by the company with G.E.M.H.

B.2.4. Published financial statements for the last financial year, accompanied by an auditor's report.

B.2.5. The companies that have not published financial statements for the last financial year or have published them, but the closing date of the year their balance sheet relates to dates back to a time earlier than six (6) months from the application form filing date, submit interim financial statements, verified by an auditor, for the period from the beginning of the current financial year to the end of the calendar month preceding the application form filing date. For the preparation of these statements, the accounting standards under which the company prepares its annual financial statements apply. In addition, they shall submit a detailed General Ledger balance, at the lowest tier account

level, for the period covered by the interim financial statements, which shall also include the profit and loss account balances of this period.

Foreign companies shall submit, respectively, along with the above documents, under the laws of the company's registered office, a certificate issued by the competent authority on the equivalence of these records with the above or, if the issuing of such a certificate is not provided, an affirmation from their legal representative shall be produced.

File C': Shareholders of tendering companies and Consortium members - Members of governing bodies.

C.1. The application form cites:

C.1.1. The identity particulars of the shareholders of the tendering company or the members of the tendering Consortium (for natural persons: first name, last name, father's name and TIN, home address, and for legal entities: corporate name, G.E.M.H. or equivalent foreign register number, VAT number, registered office), their shareholding and the voting rights they hold. For the Consortium's members and the shareholders of the tendering company, if they are other companies, the above details shall also be mentioned for their shareholders or partners.

C.1.2. The identity particulars of pledgees under Article 21, paragraph 3 of Act 3166/2003 and any person to whom voting rights for the General Meeting have been transferred (without or against consideration) (for natural persons: first name, last name, father's name and TIN, home address, and for legal entities: corporate name, G.E.M.H. or equivalent foreign register number, VAT number, registered office).

C.1.3. The identity particulars of the members of the managing bodies and directors (first name, last name, father's name and TIN, home address, professional capacity). If other companies participate in the tendering company, the names and capacities of the persons participating in the managing bodies and those of the directors of these companies shall be mentioned.

C.2. The following documents shall be filed by the tenderers and shareholders of the above entities, if they are bearer share («societe anonyme») companies:

C.2.1. A G.E.M.H. (or equivalent foreign register) certificate evidencing that the shares

of the company under the current Articles of Association are registered in their entirety.

C.2.2. A list indicating the identity particulars of the shareholders and their holding in the company. If the shareholder's stake in the company is not identical to the voting rights held, the contracts under which the relevant rights have been transferred shall be filed. If shareholders of the tendering company are other bearer share («societe anonyme») companies, a list of the shareholders or partners, which must be natural persons, of these companies shall be filed. Pledges falling under Article 21, paragraph 3 of Act 3166/2003 rank with shareholders, as well as any natural or legal person to which the right to vote at the General Meeting has been transferred (either without or against consideration).

C.2.3. A statutory declaration of the shareholders on the existence of a voting rights transfer agreement and the corresponding contracts. If no such agreement exists, a negative statutory declaration shall be filed.

C.2.4. Court judgements under which a certain shareholder acquired voting rights.

C.2.5. Documents evidencing any exercise of voting rights by third parties, under pledge or usufruct contracts or as a result of provisional and protective measures imposed against the owner of the shares.

C.2.6. Foreign companies which must, under the laws of their registered office, have their shares registered, shall produce a relevant certificate, issued from the competent authority, a detailed list of the shareholder particulars and the number of each shareholder's shares, according to the shareholder register kept under the laws of their registered office, and any other document which may evidence the registration to the level of natural persons.

C.2.7. Foreign companies that are not required, under the laws of their registered office, to have their shares registered, shall produce a relevant certificate, issued by a competent authority of their country, otherwise an affidavit issued by their legal representative before a notary public, a judicial or administrative authority, or, if not provided for by the laws of their registered office, a statutory declaration issued by their legal representative, with his/her signature duly authenticated. Foreign companies under no obligation to register their shares additionally produce an updated list of their

shareholders holding at least 1% of the shares or voting rights of the company or of their beneficial owners, within the meaning of Article 13, paragraph 1 of Act 3691/2008. If the foreign company does not keep such an updated list, it produces a relative list of shareholders - beneficial owners holding at least 1% of the shares or voting rights, in accordance with the last General Meeting held after the last change of the shareholder structure of the company. Foreign offshore companies additionally submit a declaration of shareholders made before a notary public or another competent authority, indicating the beneficial owners of the shares and their identity particulars, if not the same as those of the shareholders of the offshore company. Furthermore, they shall be required to declare the existence or not of a trust agreement between them, as guardians, and third parties.

C.2.8. For foreign offshore companies, in order to check their compliance with the prohibition provided for in paragraph 4b), Article 4 of Act 3310/2005, a declaration made by the shareholders before a notary public or another competent authority shall be additionally submitted, indicating the beneficial owners of the shares and their particulars, if not coinciding with the shareholders of the offshore company. Furthermore, they are required to declare the existence or not of a trust agreement between them, as trustees, and third parties.

C.2.9. A copy of the company shareholders register. If other bearer share («societe anonyme») companies are shareholders of the tendering company, a copy of their shareholder register shall be filed for those shareholders who must be natural persons. Companies listed in a stock exchange of a Member State of the European Union, the European Economic Area (EEA) or the Organisation for Economic Cooperation and Development (OECD) shall submit a certificate issued by the relevant Exchange, confirming that the company is listed on said Exchange, as well as a recent shareholder register of the company, showing the shareholders in alphabetical order, along with their holding in the company.

C.3. If shareholders of the tendering company are companies in other legal forms, any evidence showing the corporate composition of said companies shall be submitted. Foreign companies shall respectively submit documents and particulars under the laws

of their registered office.

File D': Negative conditions - incompatible properties – wealth declarations of tenderers.

D.1. Shareholders (natural persons) owning or jointly owning a number of shares or voting rights in excess of 1% of the total equity or voting rights present in the general meeting of the tendering company and the members of the Consortium, the Board members and the legal representatives of the above companies, shall submit the following documents:

D.1.1. An extract from the criminal records, for universal use, which must have been issued after the date of publication of this invitation to tender. Foreign companies shall submit respective documents, under the laws of their registered office.

D.1.2. Statutory declaration with their signatures duly authenticated and the following content:

«I have not been convicted by final judgment of any offence referred to in paragraph 1, Article 6 of Act 4339/2015, namely: a. Participation in a criminal organization (as provided for in Article 2, paragraph 1 of the EU Joint Council Action no. 98/773 / JHA EU (EE L 351 / 29.12.1998), bribery (as provided for in Article 3, paragraph 1 of the EU Joint Council Action no. 98/742 / CFSP (EE L 358 / 31.12.1998), fraud (within the meaning of Article 1 of the Convention on the protection of the financial interests of the European Communities, EE C 316 / 27.11.1995), money laundering within the meaning of Article 45, paragraph 1 of Directive 18/2004 / EC (EU L 134 / 30.04.2004), b. any of the offences of embezzlement, extortion, forgery, perjury and fraudulent bankruptcy and c. any felony.»

D.1.3. A statutory declaration, with its signature duly authenticated and the following content: *«I do not participate, either myself or through an interposed person, as a shareholder, partner, member of a company managing body nor own a sole partnership conducting broadcasting market surveys or providing advertising services nor participate in a company participating in such a company.»*

D.2.1. The tendering company and the members of the tendering Consortium shall

submit a statutory declaration of their legal representative on any participation in other companies (except those of electronic media). The declaration shall indicate any businesses (other than media business) in which the tendering company or the members of the Consortium and the affiliated with these companies participate or control. If no such participations exist, the statutory declaration must indicate the full name of the company, its registered office and VAT number and its shareholding. If there is no participation, a negative statutory declaration shall be produced.

D.2.2. The shareholders (natural persons) owning or jointly owning a number of shares or voting rights in excess of 1% of the total share capital or voting rights present in the general meeting of the tendering company and the members of the tendering Consortium, shall file a statutory declaration on any participation in other companies (except those of electronic media). If there is no participation, a negative statutory declaration shall be produced.

D.2.3. Shareholders (natural persons) owning or jointly owning a number of shares or voting rights in excess of 1% of the total share capital or voting rights in the general meeting of the tendering company and the members of the consortium, the Board members and the legal representatives of the tendering company, shall submit a statutory declaration on any participation they have in other media companies. The statutory declaration will separately indicate the domestic media companies (TV, radio), their full names, their holding or method used to control the media company, as well as the nature of the program (information or otherwise). If there is no participation, a negative statutory declaration shall be submitted.

D.3. In order to prove the origin of the financial resources used or to be used for the incorporation and operation of the tendering company, the shareholders (natural persons) owning or jointly owning a number of shares or voting rights in excess of 1% of the total share capital or voting rights present in the general meeting of the tendering company, shall provide the following documents:

D.3.1. For natural persons:

D.3.1.1. A tax return and the corresponding tax clearing slips for the past ten financial years, detailing the following information: a) the tax exempt or specifically taxable

income, b) the funds derived from the disposal of assets, c) the funds derived from consuming capital already taxed or tax exempt, and d) salary certificates if income includes income from paid employment.

D.3.1.2. The attachments of the above filed income tax returns (e.g. forms E2, E3, E4, E5, E9), as well as the purchase and sale contracts for movable and immovable property declared in them, any profit statements from lotteries and the share purchase and sale slips evidencing any profits.

D.3.1.3. For the duly non-declared in the tax return income, notarial deeds and share purchase and sale slips shall be filed, as well as any other legal document proving the acquisition of the non-declared income. In the case of concluding a loan that has not been declared, the loan agreement and a copy of the current or savings account, evidencing the date and amount of deposit and withdrawal, shall be filed.

D.3.1.4. Share purchase contracts or share purchase slips for non-founding members or shareholders and any decisions taken by the National Radio and Television Council approving transfers of shares (Article 1, paragraph 13 of Act 2328/1995).

D.3.1.5. When the income of shareholders, by which they cover their investment amount in the share capital of the company, comes from real estate rents, the acquisition titles of this real estate shall be filed.

D.3.1.6. Statutory declaration confirming that the financial resources consumed for their participation in the capital of the tendering company do not constitute criminal proceeds, within the meaning of paragraph 1, Article 45 of Directive 18/2004 / EC.

D.3.1.7. Any other evidence proving the way of acquisition of the financial resources consumed by the shareholders, for their participation in the company.

D.3.2. For domestic legal persons:

D.3.2.1. The financial statements (balance sheets, profit and loss statements, appendices) of the last two (2), preceding the purchase of the shares, years and the financial statements of all the years of participation in the tendering company. The above statements must be verified by a chartered auditor - accountant.

D.3.2.2. Tax returns for the last ten (10) years.

D.3.2.3. Consolidated Articles of Association, duly endorsed by the respective Regional

Directorate or G.E.M.H. or the First Instance Court of the company's registered office.

D.3.2.4. Minutes of the last general shareholders meeting.

D.3.2.5. Company shareholder register and a statutory declaration of the legal representative, for shareholders with holdings exceeding 1%.

D.3.2.6. Copies of purchase and sale contracts and the seller's capital gains tax return (for the period of validity of the relevant obligation) or of the purchase slips of its shares from the Athens Stock Exchange, as well as the documents for the payment of the contracts or the purchase slips.

D.3.2.7. A breakdown of the following accounts of the last balance sheet of the company: i) intangible assets, ii) long-term - short-term loans, iii) bills and checks payable, iv) suppliers, v) various creditors, vi) advance payments from customers and vii) various debtors.

D.3.2.8. All loan contracts related to the activity to be licenced.

D.3.2.9. The listing prospectus, the prospectuses for each share capital increase and the latest annual prospectus, if the tendering company is listed on the Athens Stock Exchange.

D.3.2.10. A copy of the inventory book, with a breakdown of the account «Participations and other long term receivables» and its detailed ledgers.

D.3.2.11. Copies of the real estate purchase contracts that may be owned by the company – shareholder, as well as registration (land registry) or registrable transaction (Cadastral Office), encumbrances and claims certificates for said real estate.

D.3.2.12. The companies - shareholders who have not published financial statements for the last financial year or have published them, but the closing date for the use related to their balance sheet dates back to a time earlier than six (6) months from the application form filing date, shall submit interim financial statements, verified by a chartered auditor - accountant, for the period from the beginning of the current financial year to the end of the calendar month preceding the application form filing date. For the preparation of these statements, the applicable accounting standards apply, under which the company prepares its annual financial statements. In addition, they shall submit a detailed General Ledger balance, at the lowest tier account level, for the period covered

by the interim financial statements, including profit and loss account balances for this period.

D.3.2.13. Any other evidence proving the method for the acquisition of the financial resources consumed by the company - shareholder, for its participation in the tendering company, shall be also produced.

D.3.3. For foreign legal entities:

D.3.3.1. An audit report issued by a chartered auditor - accountant based in the company's registered office or by a competent state authority, confirming the amount and composition of the equity or share capital of the company.

D.3.3.2. Tax returns for the last ten (10) years.

D.3.3.3. Financial statements (balance sheets, income statements, appendices) for the last two (2), before the share purchase, years and the financial statements of all years of participation in the tendering company. The above statements must be audited by an approved auditor-accountant of the company's registered office.

D.3.3.4. In case of filing interim financial statements, for a financial year in which a share capital increase, in cash, has taken place, a breakdown of paid-in amounts, per shareholder, audited and certified by a chartered auditor - accountant based in the company's registered office.

D.3.3.5. A breakdown of the «Investments» and «Securities - Shares» accounts or the respective accounts under the laws of the company's registered office and copies of the company's current account or cash book, evidencing the withdrawal of the amount to purchase these shares and securities, audited and endorsed by a chartered auditor - accountant based in the company's registered office, evidencing the acquisition and possession of the shares by the foreign company.

D.3.3.6. A breakdown of the «Loans» account (long - short), from natural persons and banks or the respective accounts under the laws of the company's registered office, which should be audited and endorsed by a chartered auditor - accountant based in the company's registered office, as well as the loan contracts for the loans referred to in the balance sheet.

D.3.3.7. A breakdown of the «Creditors», «Suppliers», «Checks Payable», «Advances

from Customers» and «Amounts intended for capital increase» accounts or the respective accounts under the laws of the company's registered office, audited and endorsed by a chartered auditor - accountant of the home country of the foreign company.

D.3.3.8. Copies of share purchase and sale contracts and capital gains tax returns for the seller or the share purchase slips from the respective stock exchange, as well as the supporting documents for the payment of the contracts or purchase slips.

All the above must be accompanied by an official translation into Greek.

D.3.4. For legal entities under incorporation, a technical-economic feasibility study, for the validity period of the licence being tendered, shall be submitted stating the financial resourced to be consumed for their operation and, in particular:

D.3.4.1. The amount of the company's equity.

D.3.4.2. The amount of any kind of planned debt obligations and the percentage of those obligations on the company's share capital.

D.3.4.3. A plan to service any debt obligations.

D.3.4.4. The estimated costs for the employment of any kind of personnel (technical and administrative staff, journalists, newscasters and other actors of broadcast programs).

D.3.4.5. An estimate of the other operating expenses.

D.3.4.6. Estimated costs for the purchase of broadcast programs and for the payment of copyright and related rights to Collective Management Organizations.

D.3.4.7. Estimated costs for the planned own production of audio-visual programs or the outsourcing of such a production to audio-visual work production companies.

D.3.4.8. An estimate of the amounts to be paid, on an annual basis, for any kind of mandatory financial debts, to the Greek government and other public or charitable bodies.

D.3.4.9. Estimated costs for audio-visual program production facilities and the procurement of the relevant electronic equipment, required as a minimum for the operation of the station, in accordance with Article 7 of Act 4339/2015. The equipment mentioned in the feasibility study should reasonably match the equipment listed in the technical study.

D.3.4.10. Estimated costs for any other planned program production and broadcast facilities.

D.3.4.11. An estimate of the total, per year and category, income of the tenderer.

D.3.4.12. An estimate of twelve - month results.

D.3.4.13. Estimated costs for the employment of the minimum number of staff, in accordance with the specialties provided for by the Joint Decree of the Ministers of Labour, Social Security and Welfare, Infrastructure, Transport and Networks and State no. 7577/2016 (Official Journal of the Hellenic Republic series B' 985), as modified by their Decree no. 9538/2016 (Official Journal of the Hellenic Republic series B' 1319).

In the case of a company or consortium under incorporation, an additional statutory declaration from the founders shall be required, attesting that the equity of the legal entity to be incorporated shall not fall below the minimum share capital set by Article 4 of Act 4339/2015.

For tenderers under incorporation, the supporting documents referred to in D.3.2. shall be filed by the persons who are contracting parties in the incorporation deed.

D.4. To determine the non-existence of incompatibility under Article 6, paragraph 4 of Act 4339/2015, the following documents shall be filed:

D.4.1. The owners, main shareholders and partners (as provided for in Article 2, paragraph 6 and 7 of Act 3310/2005) of the tendering company or the members of the tendering consortium shall submit a statutory declaration, with their signatures duly authenticated, on the non-existence, on their part, of the incompatible capacity provided for by Article 3 of Act 3310/2005, as amended by Article 3 of Act 3414/2005, with the following content: «*I have not been irrevocably convicted for the offence of active bribery, as provided for in Article 45, paragraph 1, sub-paragraph b of Directive 2004/18 / EC of 31.3.2004*».

If other companies participate in the tendering company or the members of the tendering consortium, the statutory declaration of this paragraph shall be filed by the partners or the main shareholders of these companies.

D.4.2. The members of the managing body and the directors (as provided for in Article 2, paragraph 8 of Act 3310/2005) of the tendering company or consortium shall submit

a statutory declaration, with their signatures duly authenticated, on the non-existence, on their part, of the incompatible capacity provided for by Article 3 of Act 3310/2005, as amended by Article 3 of Act 3414/2005, with the following content: «*I have not been irrevocably convicted for the offence of active bribery, as provided for in Article 45, paragraph 1, sub-paragraph b of Directive 2004/18 / EC of 31.3.2004*».

File E': Technical equipment - Building Infrastructure

E.1. Tenderers shall submit, along with their application form, a technical study on their technological equipment and their premises, from the contents of which it shall be apparent that they meet the following minimum technical specifications, in accordance with Article 7 of Act 4339/2015:

E.1.1. Technological equipment.

E.1.1.1. Master Control Room.

a. Equipment shall be controlled from the master control room, for the safe reception - decoding - conversion - synchronisation - processing of signals from at least six input sources of the following types, without the existence of all types being required:

- i. Satellite receivers
- ii. Optical fibre
- iii. RF link receivers
- iv. Online streaming signals

b. The main television signals, which are generated or handled within the television station, must pass through the master control room, as well as the final program which shall be broadcasted. Monitoring, control and distribution possibilities must exist for each of these signals. The equipment needed is:

- i. At least 24 image monitors, with a diagonal of 17" or larger, which may be either separate units or arrays of larger screens, with multiple signal imagers, of similar dimensions to the proposed monitors (multiviewers).
- ii. Waveform monitor and audio level meter.
- iii. Router (at least 128 x 128) or suitable equipment and wiring, or a combination of both types of equipment, to route the signal at any point of the television

station is required for the production, processing or storage of the programs.

c. The necessary communication systems, telephones, PCs with internet connection, intercom and any other required communication device must be available in the master control room.

E.1.1.2. Program flow room.

a. The program flow room, in order to ensure the continuous and uninterrupted flow of the television program, on air, must, at least, have equipment for the:

- i. Connection with the central control and the studios.
- ii. Import, processing and playback of stored material.
- iii. Combination of television programs and its broadcasting, using the appropriate software and according to the program guide.
- iv. Monitoring and controlling image and sound levels, using the appropriate equipment.
- v. 12 image monitors with a diagonal of 17" or larger and four image monitors with a diagonal of 21" or larger, which can be either separate units or arrays of larger screens with similar dimensions, with multiple signal imagers, of similar dimensions to the proposed monitors (multiviewers).
- vi. Controls for adding extra information, such as the station's logo, content ratings, subtitles, program information, EPG etc.
- vii. Recording the program being broadcast.

b. The necessary communication systems, telephones, PCs with internet connection, intercom and any other required communication device must be available in the program flow room.

E.1.1.3. Program production and recording room (studio).

a. The minimum equipment required for the operation of each production room (studio) is:

For the platform:

- i. 5 TV cameras
- ii. Microphones of a suitable type

- iii. Adjustable lights
- iv. A text projection unit, at least for the news studios
- v. Image and sound monitors
- vi. Unit or system for changing and adjusting the characteristics of lighting

For the control and adjustment area:

- i. A unit or system to change and adjust image features in the cameras
- ii. Image mixer with at least 16 inputs, 2 M / E, 2 Chroma Key, 2 DSK, 2 channel DVE
- iii. A character generator or a graphics creation and playback unit
- iv. A processing and playback system for stored material
- v. Stereo audio adjustment, with at least 24 inputs, 4 Aux, 2 Out
- vi. Sound processing and improvement units, such as equalizer, compressor, limiter, etc.
- vii. Units for image and sound level control
- viii. 24 image monitors with a minimum diagonal of 17" and 4 with a minimum diagonal of 21", which can be either separate units or arrays of larger screens with similar dimensions, with multiple signal imagers, of similar dimensions to the proposed monitors (multiviewers).

E.1.1.4. Editing room.

The minimum equipment required for the operation of the editing room is:

- i. A PC with editing software
- ii. Graphics monitors for the PCs and image monitors for the TV program
- iii. Microphone
- iv. Sound, waveform and level monitors
- v. Storage, reproduction and hardware management system

E.1.1.5. Graphics and special image processing room.

The minimum equipment required for the operation of the graphics and special image processing room is:

- i. A PC with appropriate software
- ii. Graphics monitors for the PCs and image monitors for the TV program

- iii. Sound, waveform and level monitors
- iv. Storage, reproduction and hardware management system

E.1.1.6. Electronic news gathering (ENG).

For the operation of a televised content provider, at least 8 electronic news gathering crews shall be required. For each crew, the following equipment shall be required:

- i. Portable camera with recording capabilities
- ii. Microphones, wired or wireless
- iii. Lighting fixtures
- iv. Support tripods

E.1.1.7. External broadcast units.

For the operation of a televised content provider, at least two external broadcast units shall be required:

- i. A vehicle (van) with at least three (3) cameras
- ii. A vehicle (van) with at least five (5) cameras

E.1.1.8. Image and sound transmission systems for remote reception.

Each television station shall have at least 5 image and sound transmission systems for remote reception, without being mandatory to have all above types.

The image and sound transmission systems for remote reception include the following equipment:

- i. RADIO LINK
- ii. SNG
- iii. Systems using cellular communication networks

E.1.1.9. Equipment for the uninterrupted operation of the televised content provider.

To ensure the uninterrupted program operation and flow of the televised content provider, the existence and operation of appropriate systems shall be required, including:

- i. UPS
- ii. Emergency power generator
- iii. Back-up equipment and systems, at least for the master control room and the program flow room

iv. Other special equipment (automatic program switching system, etc.)

E.1.2. Technical characteristics of equipment.

E.1.2.1 Tenderers should use, for the production of broadcast programs, one of the following «High Definition Television - HDTV» standards, which are used in Europe:

EBU system	Active Lines Scanning / frame- rate	Samples per active line	Active lines per frame (picture)	Frame rate	aspect ratio
S1	720p / 50	1280	720	50 Hz	16: 9
S2	1080i / 25	1920	1080	25 Hz	16: 9
S4	1080p / 25	1920	1080	50 Hz	16: 9
S4	1080p / 50	1920	1080	50 Hz	16: 9

E.1.2.2. The operating procedure and equipment must comply with the standards and international practices, as identified in the following documents:

- ITU-R BT.709-6 Parameter values for the HDTV standards for production and international programme exchange
- EBU – TECH 3299 High Definition (HD) Image Formats for Television Production
- Ofcom Guidance Note on Flashing Images and Regular Patterns in Television
- ETSI ETS 300 707Q «Electronic Programme Guide (EPG)»
- EBU R 95 -1015 SAFE AREAS FOR 16:9 Television Production
- Tech3320-2014 EBU user requirements for video monitors in television production
- EBU R132 - Signal Quality in HDTV Production and Broadcast Services
- ETSI ETS 300 468: "Specification for Service Information (SI) in Digital Video Broadcasting (DVB)"
- SMPTE 272M: Formatting AES Audio and Auxiliary Data into Digital Video Ancillary Data Space
- SMPTE 334M: Vertical Ancillary Data Mapping

E.1.2.3. The technical equipment shall be required to be of high technical quality, ensuring compliance with the specifications, and the applicable electromagnetic

compatibility (EMC) regulations of the International Telecommunications Union (ITU) must be complied with.

E.1.2.4. Variations shall only be accepted if an equivalent international standard, recognized by the competent bodies (ITU, ETSI, EBU, SMPTE, etc.), is adopted.

E.1.3. To demonstrate compliance with these minimum standards for technological equipment, the tenderers shall submit the following documents:

- a. In case of proprietary equipment, corresponding purchase invoices and delivery notes or a fixed asset registry extract, duly certified by a chartered auditor - accountant.
- b. In the case of rental or leasing, respective lease contracts and lease payments receipts, until one (1) month before the application form filing date.
- c. A technical study, which shall include the following:
 - i. The selected «High Definition Television - HDTV» standard (S1 or S2 or S3 or S4), of those mentioned in point E.1.2.1.
 - ii. A list showing the minimum available equipment provided by paragraphs E.1.1.1. to E.1.1.9, in Chapter E.1.1., indicating whether it is proprietary or leased, the particular type, the production company and its model.
 - iii. Television program production and delivery guide which shall be binding for program producers and suppliers and shall define the technical specifications, production method, quality requirements for image and sound, and the form and delivery process of the televised material.

E.1.4. If the tenderer to be licensed does not have, at the application form filing time, a part or all of the technological equipment, in accordance with the minimum requirements of Chapter E.1.1., a statutory declaration shall be filed with the following content: *«I I declare that I do not possess the following types of equipment, as provided by Chapter E.1.1., which I intend, if granted the relevant licence, to acquire in ownership or on lease, within the prescribed 6-month period of paragraph 3, Article 7 of Act 4339/2015. Specifically, I do not possess and I commit to acquire the following equipment: a) (e.g. in Section E.1.1.1.)..... b) (e.g. in Section E.1.1.2) etc.»*

E.2. Premises.

E.2.1. The minimum total usable area of the tendering provider's premises (regardless

of whether they are own or leased premises) shall amount to 2.500 m², with a possibility to deviate by 3%. This area may be covered in aggregate by more than one individual properties.

E.2.2. Tenderers must have premises specially configured for the licenced activity, including, at least, the following areas:

E.2.2.1. A central control room, with a net area of at least 40 m².

E.2.2.2. A program flow room with a net area of at least 35 m². If the central control and program flow room is single, the minimum total net area must be 70 m².

E.2.2.3. Two (2) program production rooms, which may include, in a single or adjacent areas, the platform and the control and adjustment rooms, with the following dimensions:

- i. The platforms shall have an aggregate total net area exceeding than 300 m². The net height cannot be less than 4 m.
- ii. Each platform shall have a net area of at least 75 m².
- iii. The control and adjustment rooms shall have an aggregate total net area of at least 170 m².
- iv. Each control and adjustment room shall have a net area of at least 30 m².

E.2.2.4. Editing room, which may consist of a single or more separate areas, with a minimum aggregate net area of 100 m², and shall include 8 enclosed and separated from each other areas, of which at least two shall be for three workstations.

E.2.2.5. Graphics and special image processing room, with a minimum net area of 20 m².

E.2.2.6. Editorial room, which may consist of a single or more separate areas, with a minimum total net area of 150 m².

E.2.2.7. Makeup room, which may consist of a single or more separate areas, with a minimum total net area of 20 m².

E.2.2.8. Machinery and storage rooms.

a. The rooms for the installation of machinery should have, at least, a total net area of 100 m².

b. The storage rooms include:

- i. a storage room for portable cameras and their accessories, with a net area of at least 30 m².
- ii. a storage room for video equipment, with a net area of at least 30 m².
- iii. a program storage and safekeeping room, with a minimum net area of 30 m²

E.2.2.9. Office and rest areas

a. For the staff employed in offices (journalists, administrative personnel, accounting department, artistic skills, etc.) and the management, a space must be available with a total usable area of at least 1400 m². The areas may be single or separate.

b. Rest areas must have a minimum total net area of 140 m² and be appropriately designed, in accordance with the applicable legislation.

E.2.2.10. If the requirements of this file are not met, the tenderers shall be required to make the necessary internal arrangements in their premises.

E.2.3. Tenderers shall submit, along with their application form, to prove compliance with the minimum technical specifications regarding their premises, the following documents:

E.2.3.1. In the case of own premises, copies of the acquisition titles of the real estate (purchase contract, donation, etc. along with their conveyance deeds), as well as a copy of the land registry extract, if the National Cadastre system has been expanded to the zone of the specific premises.

E.2.3.2. In the case of not owned premises, copies of lease or use concession contracts (certified by a competent tax office or accompanied by an registration certificate in the Taxis electronic system) or, in their absence, the respective preliminary contracts.

E.2.3.3. Original and revised building permit, according to the required use, which shall include a copy of the block plan and copies of the architectural floor plans, views and sections. The above must be endorsed by the relevant town planning services of the competent municipality.

E.2.3.4. Where, at the time the application filing date, no revision of the original building permit has been issued, a proof of filing a revision request to the competent town planning agency shall be submitted, accompanied by a certificate of completeness

of the revision request dossier, issued by a qualified engineer.

E.2.3.5. A certificate issued by the competent town planning service, attesting that the building or buildings have not unauthorised constructions or proof for the electronic filing of an application to join an adjustment / settlement arrangement.

E.2.3.6. Establishment of vertical or horizontal property and building bylaws.

E.2.3.7. A technical report on the appropriateness and adequacy of the tenderer's building infrastructure and facilities, evidencing compliance of this infrastructure with the requirements of this file and the legislation in force.

E.2.3.7.1. The technical report shall be prepared by qualified engineers and be countersigned by the representative of the participant in the tender.

E.2.3.7.2. The technical report shall refer to building infrastructure of any kind, regardless of ownership, i.e. it shall include buildings owned, leased or conceded by use and the buildings for which a preliminary lease or concession of use contract has been signed.

E.2.3.7.3. The Technical Report shall include, at least, the topics listed below, with the specific content for each of them.

a. Overview.

It shall include a brief description of the buildings in which the tenderer operates or shall operate (location, dimensions, floor, areas, volumes, basic materials, etc.), a reference to the history of the construction of the buildings, explanatory references to the documents and drawings that have been filed.

b. Permitted use of the buildings

It shall include references and information on the current permitted uses for each building separately and references to any outstanding licences or changes of use. For the buildings where a televised content provider business already operates, if any licences to use are still pending, a detailed account of the reasons underlying the outstanding issues shall be made and all relevant documents shall be filed. For the buildings in which a televised content provider business shall operate, if any licence to use is still pending (change of use, etc.), a statement shall be filed by a qualified engineer on the feasibility of licensing, along with a statutory declaration of the tenderer that the

pending issue shall be settled within six (months) from granting the licence being tendered.

c. Building Permit Application Control.

It shall include a description of building controls for the premises of the tenderer, in accordance with the relevant building permits issued, as applicable at the time of filing the application form. A statutory declaration issued by a qualified engineer shall be also submitted, confirming that the building permits have been implemented and that there are no excess works or other offences that have not been arranged or settled, in accordance with the specific provisions applicable in such cases.

d. Compliance control with the minimum building standards (interior design and surfaces).

It includes a detailed description of the existing or planned functions and uses of all the premises of the tenderer, a correlation with the ground plan for each floor and a numbering of the areas, area calculations (total area, main and auxiliary areas) and reference to the specific requirements of this file met by each area. The above information shall be also submitted in tabular form.

If the tenderer does not already own premises or if the existing ones do not meet the minimum requirements of this file, for all buildings and areas to be purchased, leased or conceded to use, except the relevant preliminary contracts, provided they have already been concluded at the time of filing the application form, complete floor plans shall be filed as well, along with the interior designs of the individual areas, as well as all documentation, descriptions, calculations and references, based on which it will be evident that they shall meet the requirements of this file.

E.2.3.8. If the tenderer does not already possess a part or all of the required premises, or if the existing ones do not meet the minimum requirements of this file, a statutory declaration shall be filed by the tenderer's representative, with the following content: «..... *I hereby declare that I do not possess the premises referred to in Chapter E.2 of the Invitation to Tender, which I intend, if the relevant licence is granted to me, to acquire by ownership or on lease or by concession to use, within the prescribed 6-month period of paragraph 3, Article 7 of Act 4339 / 2015*».

E.2.3.9. If part of the tenderer's building facilities required is located in another Member State of the European Union, under Article 3 paragraph 2 of the Presidential Decree 109/2010, supporting documents equivalent to the above shall be presented, under the laws of its home country.

File F: Broadcast program content.

F.1. Tenderers operating as content providers on the application form filing date.

F.1.1. The application form shall include:

F.1.1.1. A presentation clearly showing the category and type of the content of the program to be licenced (no more than two hundred - 200 - words).

F.1.1.2. A list by name, with reference to the head of each individual department of the tenderer (heads of program, news, sports, entertainment etc.) and the other members of each department.

F.1.2. The following documents shall be filed:

F.1.2.1. Detailed CVs of the heads of individual departments, with particular reference to their experience, knowledge and abilities.

F.1.2.2. A printed detailed daily operation program, for the period of one (1) month before the application form filing date, listing in detail the news bulletins and broadcasts transmitted. The above program must, at least, include the following:

- a. three regular daily original news bulletins, of a total daily duration of at least ninety (90) minutes
- b. talk, art, culture and theatre broadcasts, indicatively historical broadcasts, broadcasts for the Greek language, broadcasts on books, theatre, cinema, music, visual arts, etc., totalling at least ten (10) hours per month
- c. at least four categories of broadcasts, with a total monthly duration, for each of them, of at least ten (10) hours, of the following ones:

Informational

Various content

Light entertainment (game shows, shows, events, etc.)

Greek serials

Foreign serials

Children's broadcasts

Documentaries

Sports broadcasts

d. European works and independent productions, under Articles 17 and 18 of Presidential Decree 109/2010.

e. News broadcasts in the sign language

f. Broadcasts (as provided for in Article 8, paragraph 2, case b' of Act 4339/2015), with simultaneous subtitling in the Greek language.

For each broadcast included in the daily program, the category in which it falls (as set forth above), its duration and frequency of transmission, shall be recorded.

F.1.2.3. A statutory declaration from the tenderer's legal representative attesting that the printed daily program accurately reflects the audio-visual material, as broadcast during the period laid down in paragraph F.1.2.2.

F.1.2.4. A statutory declaration from the tenderer's legal representative attesting that the duration of the program broadcast spans the whole of the day and that the main transmission or subtitling language is Greek.

F.1.2.5. If the tenderer's already broadcast program does not fully comply with the requirements of Article 8 of Act 4339/2015, a statutory declaration of the tenderer's legal representative shall be filed, confirming that, within three (3) months from being granted the licence, the tenderer shall broadcast the program laid down in paragraph F.2.2.2.

F.2. Tenderers not operating as content providers on the application form filing date.

F.2.1. The application form shall include:

F.2.1.1. A presentation clearly evidencing the category and type of the content of the program to be licenced (no more than two hundred - 200 - words).

F.2.1.2. A list by name, with reference to the head of each individual department of the tenderer (heads of program, news, sports, entertainment etc.) and the other members of each department, either already recruited or to be recruited.

F.2.2. The following documents shall be filed:

F.2.2.1. Detailed CVs of the heads of individual departments, with particular reference

to their experience, knowledge and abilities.

F.2.2.2. A detailed daily program of planned operation, evidencing compliance with the minimum broadcast program standards, as described above under paragraph F.1.2.2.

F.2.2.3. A statutory declaration issued by the tenderer's legal representative, confirming that, within three (3) months from being granted the licence, the tenderer shall broadcast the program laid down in paragraph F.2.2.2.

File G: Employed personnel.

G.1. Tendering providers operating on the application form filing date.

G.1.1. The following documents shall be submitted:

G.1.1.1. A list by name, separately for each month of a calendar year preceding the application form filing date, of the employees on contract mentioned in the following documents, which shall indicate: 1) the hire date for each employee, 2) the subject of his/her employment - specialty, 3) his/her full or not employment and his/her working hours, 4) any employment in more than two business sectors of the tenderer, 5) if he/she was employed for at least 20 days during the same month taken into account.

G.1.1.2. A feasibility study for the entire duration of validity of the licence requested, regarding planned jobs, in case they shall be needed to complete the minimum number of employees required, in accordance with Article 9, paragraph 2^a of Act 4339/2015.

G.1.1.3. Personnel lists, as input in the ERGANI information system, for the personnel employed on contract during the twelve (12) months preceding the application form filing date.

G.1.1.4. Certificates issued from the competent insurance institutions to insure the same employees for the entire period referred to in the above payroll.

G.1.1.5. Organisational chart of the tenderer, which must mention the number of employees by specialty, which, according to the Joint Decree no. 7577/2016 of the Ministers of Labour, Social Security and Welfare, Infrastructure, Transport and Networks and State (Official Journal of the Hellenic Republic series B' 985), as amended by their Decree no. 9538/2016 (Official Journal of the Hellenic Republic series B' 1319), shall amount to a minimum, for technical staff, of eighty (80) employees, for administrative staff, of sixty (60) employees and for journalists, of sixty

(60) employees.

G.1.2.1.6. A statutory declaration from the tenderer's legal representative attesting that, within three (3) months from being granted the licence, it shall employ the minimum number of staff laid down in Article 9, paragraph 2 of Act 4339/2015, under the distinction of the preceding paragraph.

G.2. Tendering providers not operating at the time of filing the application form.

G.2.1. The following documentation shall be filed:

G.2.1.1. A feasibility study on the planned jobs of the minimum number of employees, in accordance with Article 9, paragraph 2^a of Act 4339/2015.

G.2.1.2. A statutory declaration of the tenderer's legal representative attesting that, within three (3) months from being granted the licence, it shall employ the minimum number of personnel provided under point G.2.1.1., by specialty, in accordance with the distinction laid down in the Joint Decree no. 7577/2016 of the Ministers of Labour, Social Security and Welfare, Infrastructure, Transport and Networks and State (Official Journal of the Hellenic Republic series B' 985), as amended by their Decree no. 9538/2016 (Official Journal of the Hellenic Republic series B' 1319).

File H': Other supporting documents of the application dossier.

H.1. The companies to be licensed and their shareholders (both natural and legal persons), owning or jointly owning a number of shares or voting rights in excess of 1% of the total share capital or the voting rights present in the general meeting, as well as the members of the tendering consortia, shall submit the following documents:

H.1.1. Certificates issued by the relevant First Instance Court, on non-bankruptcy and non-placement under a composition and pre-bankruptcy reorganization proceedings, as provided for in Article 99 of the Bankruptcy Code, which should have been issued up to thirty (30) days before the application form filing date.

H.1.2. Certificates issued by the relevant First Instance Court attesting that they are not under liquidation and administration, which should have been issued up to thirty (30) days before the application form filing date.

Foreign legal entities shall produce relevant certificates, as provided by the laws of their registered office, officially translated into the Greek language.

H.2. The companies to be licensed and their shareholders (both natural and legal persons), owning or jointly owning a number of shares or voting rights in excess of 1% of the total share capital or the voting rights present in the general meeting, as well as the members of the tendering consortia and their legal representatives, shall submit the following documents:

H.2.1. A tax certificate, which should have been issued up to ten (10) days before the application form filing date.

H.2.2. Social security clearance certificate, which should have been issued up to ten (10) days before the application form filing date.

H.2.3. A certificate – bank statement, issued by a domestic or foreign financial institution, with regard to the loan agreements referred to in paragraph D.3.2.8. hereof:
a. on the amount of the loan granted, its balance, its guarantees and any securities offered, as well as on its smooth servicing or
b. on non taking a loan, which should have been issued up to thirty (30) days before the application form filing date.

H.3. The companies to be licensed and the members of tendering consortia shall submit, through their legal representative, a statutory declaration on any participation of the company in other domestic electronic mass media companies (television, radio). The statutory declaration must state the full name of the company, the holding or control method of the mass media company and the nature of the program (informational or not) of the media in which the tendering company participates or which it controls. If there is no participation in other domestic electronic mass media companies, a negative statutory declaration shall be filed.

CHAPTER 6: SHORTLISTING OF TENDERERS

6.1. The tenderer shortlisting procedure begins at the expiration of the application form filing deadline and is concluded with the announcement of the list of shortlisted tenderers from the Tender Committee.

6.2. At the shortlisting Stage, the Tender Committee shall examine the application forms and the supporting documents that accompany them, as described in detail in Tender Files A' through H' hereof, in order to establish the existence of the positive and

negative conditions of participation in the tender, as provided for in Articles 3 to 10 of Act 4339/2015. The Tender Committee may invite tenderers to submit, within three (3) days after the application form filing deadline, additional information or clarification on the supporting documents submitted.

6.3. To review the documents submitted by the tenderers per file, the Tender Committee shall assist the firm of Chartered Accountants - Auditors, which shall be selected for this project after the completion of the preliminary tender announced by means of the Decree no. 7752 / 08.04.2016 of the Secretary General for Media and Communication.

6.4. After completing the review of the application dossiers, in accordance with the preceding paragraph, the Tender Committee shall prepare relevant shortlisting minutes, recording the results of the completeness and the regularity review of the documents and participation requirements. These minutes shall be submitted for approval with the Secretary General for Media and Communication. Against the decision approving these minutes, which shall be posted on the website of the Secretariat General for Media and Communication, a preliminary action may be brought, as provided for in Chapter 9 hereof. Application dossiers shall be accessible to all tenderers, upon request of the person concerned to the Tender Committee.

6.5. After hearing any preliminary actions brought and finalizing the shortlisting minutes, the Tender Committee shall prepare a final list of the tenderers meeting the legal requirements for participation in the tender and a list of the tenderers being excluded from further participation in the procedure. These lists shall be posted on the website of the Secretariat General for Media and Communication. The shortlisted tenderers and excluded applicants shall be informed, at the same time, by registered mail. Any bid bonds submitted shall also be returned to excluded applicants.

6.6. After announcing shortlisted tenderers, the Tender Committee shall send each of them an individual participation to tender form, stating the starting date, which shall be at least seven (7) working days after the date the individual participation to tender forms were sent, the venue and the indicative schedule of the tender.

6.7. Upon receipt of its individual participation to tender form, each participant shall submit to the Secretariat General for Media and Communication, at the latest by the day

preceding the holding of the tender, a bid bond, equal to the starting price, in accordance with the form in Annex II hereof, which shall have a validity of three hundred and sixty five (365) days from its date of issuance.

6.8. If the number of shortlisted participants is less than five (5), then each shall be declared provisional successful tenderer, to be granted a license at the starting price, the tender shall be concluded, the Tender Committee shall prepare the relevant minutes and shall take the actions set out in Chapter 8 hereof.

CHAPTER 7: AUCTION PROCEDURE – ANNOUNCEMENT OF SUCCESSFUL TENDERERS

7.1. General Rules

7.1.1. Shortlisted participants, who have received from the Tender Committee a participation to tender form, according to paragraph 3, Article 12 of Act 4339/2015, shall be invited at a specific date, time and place, set out in the above invitation, for the commencement of the auction. The Tender Committee may, at its absolute discretion, postpone the auction starting date and/or the auction venue, informing on time by any appropriate means (e.g. email, fax, registered mail) and by posting on the website of the Secretariat General for Media and Communication those shortlisted, to whom the participation to tender form has been sent, but not on a date preceding the one set in the above form.

7.1.2. The auction intends to grant four (4) licences to providers of free, nationwide, general information, terrestrial digital television broadcasting content, for high-definition transmission. The auction shall take place in four (4) consecutive, multiple round, phases with increasing prices, one (1) phase per licence (A1, A2, A3, and A4). Each phase shall consist of two (2) Stages, i.e. a) the bid submission Stage, through an electronic system (Stage 1) and b) the closed / sealed bid submission Stage (Stage 2). After each phase, the immediately next one shall be conducted, as specifically indicated in paragraph 7.3. below.

7.1.3. Each participant may be declared successful tenderer for a single (1) licence. If, after the end of the tender procedure described herein, any of the auctioned licences has

not been granted, it may be re-auctioned after a period of at least one (1) year from the date of the minutes indicated in paragraph 7.4.12.

7.1.4. Shortlisted tenderers have to participate in phase A1 of the auction and its subsequent ones, unless they are declared provisional successful tenderers in any phase or having withdrawn or having been expelled from the auction.

7.1.5. The auction shall start on the date and time indicated in the participation to tender forms and shall be concluded after the completion of the four (4) phases and the preparation of the minutes for the results, where the results of each phase shall be separately recorded. The term "result of each phase" shall mean its conclusion in any way, either by declaring a provisional successful tenderer or by announcing that the specific phase was unsuccessful. A phase shall be unsuccessful if all active participants withdraw or are expelled. In this case, the licence of this phase shall not be granted and the next phase shall be conducted. If all participants in a phase withdraw or are expelled, then the following phase shall not be conducted and the tender shall be concluded.

7.1.6. The rounds of each phase are conducted in two distinct Stages, i.e. Stage 1 (Stage of acceptance or non-acceptance of the successive price increases by the participants) and Stage 2 (Stage of submission of closed / sealed bids by the participants). The round conduct process for each Stage is detailed in paragraph 7.3 hereof.

7.1.7. The acceptance of the starting price on behalf of the participants is a prerequisite for participation in each auction phase. The starting price is set at the amount of three million (€3.000.000,00) euros for each auction phase.

In each round of Stage 1, for all auction phases, the price shall increase by an amount announced to participants by the Tender Committee. Said increase is the "incremental step" of each round, per auction phase. The incremental step shall be five hundred thousand (€500.000,00) euros for the first round of each phase. The incremental step for the next rounds of each phase shall be set by the Tender Committee and may not exceed the amount of five hundred thousand (€500.000,00) euros.

7.1.8. Multiple bidding rounds shall be conducted for each phase (A1, A2, A3 and A4). At the beginning of multiple rounds, per phase (A1, A2, A3 and A4), and when

submitting bids, each participant, who has not withdrawn or been expelled from the tender and was not a successful bidder in the previous phase, shall be designated as "active". Each participant shall remain active if it accepts the increase in the price and has not been expelled or withdrawn from the auction. Failure to accept the increase in price shall lead to the participant being considered "inactive," under paragraph 7.3.1.5 hereof.

7.1.9. After the completion of each phase, participants who have not withdrawn or have not been expelled or have not been declared provisional successful tenderers in a previous auction phase shall qualify for the next phase. Any participants who have not been declared provisional successful tenderers shall admissibly participate in the next phase, if they have not exercised their right for inactive participation in any round of the previous phase, i.e. they did not accept the incremental step of the particular round, or submitted, in any round, an invalid bid and were considered "inactive".

7.1.10. After the conclusion of each phase, the representatives of the participant who was declared provisional successful tenderer in this phase shall remain in the area allocated to them, shall follow the auction rules, shall be subject to the limitations of paragraph 7.2.3. and shall wait until the conclusion of the remaining auction phases. The same applies to the representatives of the participant who stated that it withdrew or was expelled from the auction.

7.2. Auction prerequisites

7.2.1. The day following the receipt of the participation form, the participant in the auction must inform (by e-mail at diagonismostv@inf.opengov.gr) the Tender Committee of the following:

- a) The names of three (3) authorized persons, to each of whom the participant in the auction has given authorization to participate, in any way, in the auction on its behalf, either jointly or independently. Any form of communication during the auction shall be carried out by at least one authorized person and be confirmed by comparing his/her signature. The above authorisation shall be given either by minutes of the Board of Directors or by a notarized deed accompanying the notification.
- b) The names of the persons who will be present at the venue of the auction. Their

number, including the three authorized persons or some of them, must not exceed six (6). The Tender Committee shall provide accreditation to such persons, upon their arrival at the auction venue.

7.2.2. If, despite having notified the participants about the auction time, under paragraph 7.1.1. hereof, the Tender Committee considers that it is not possible for the auction to start on the time notified, it may, following the same procedure, inform participants of a different auction time, provided that such new time will not be earlier than the one initially set or the one subsequently notified in accordance with paragraph 7.1.1. hereof.

7.2.3. Participants are subject to the following restrictions:

- a) They may not communicate, in any way, with each other.
- b) The representatives of the participants shall not be allowed to leave the areas provided for during the auction, without permission from the Tender Committee.
- c) They may not contact the Tender Committee for any reason, other than during the auction phases as provided for herein.
- d) The use of any wired or wireless communication device from the representatives of participants is prohibited.

7.2.4. All participant bids in each round, Stage and auction phase are binding and may not be withdrawn, whether they have been declared provisional winners or not. Participants may not withdraw from Stage 2 of any phase of the auction.

7.2.5. The duration of each round shall be set by the Tender Committee and announced to the participants before the start of this round. The Commission may extend the originally set round completion time by at least ten (10) minutes, either on its own initiative or upon the request of the participants.

7.2.6. Without prejudice to the case of the second subparagraph of paragraph 7.3.1.6., each phase shall be completed upon conducting the last round of Stage 2.

7.3. Auction procedure

7.3.1. The participants' bids shall be submitted through an electronic system to be provided by the Tender Committee and shall also be printed and submitted in writing, having first been sealed with the company seal and signed by the authorized persons of each participant. In the case of a consortium, the consortium should use a seal

acceptable by all members of the consortium. The above apply as well to the shareholders of a bearer share («societe anonyme») company under incorporation, who may use a seal with the name of the bearer share («societe anonyme») company under incorporation. Said printout, for Stage 1, shall include at least the following: phase number, round number, participant details, round price, acceptance / non-acceptance of the round price, date and time. Said printout, for Stage 2, shall include at least the following: phase number, round number, participant details, offer amount, date and time.

The procedure of each auction phase is the following:

a. Stage 1 (acceptance or non-acceptance of the round price by participants)

7.3.1.1. The Tender Committee announces the beginning of the current auction phase by informing participants about the starting price, the incremental step, the round price and the number of participants, the start time for the first round and the duration of the round. The round price for the first round of each phase is set, in accordance with paragraph 7.1.7., at 3,5 million (€ 3.500.000,00) euros. For subsequent rounds, the round price is set as being the round price of the previous round, plus the incremental step. For phases A2, A3 and A4, if the number of participants in a phase is less than or equal to the number of licences for which no provisional successful tenderer has been declared, then each of the participants shall be declared provisional successful tenderer for a licence at the highest bid he/she has given in any previous auction phase, the auction shall be concluded and the Tender Committee shall proceed to the actions provided for in paragraph 7.4.12.

7.3.1.2. In each subsequent round, the Tender Committee shall announce the incremental step, the round price, the start time of the round and the duration of the round.

7.3.1.3. The options of each "active" (not "inactive") participating in each round are: a. to accept the round price b. to not accept the round price, something which implies withdrawal from Stage 1 of the current phase (the participant becomes "inactive" for the next rounds of Stage 1 of the current phase), c. to permanently withdraw from the auction.

7.3.1.4. Participants are required to state, through the electronic system, one of their options and submit, in writing, the bid to the Tender Committee, in accordance with paragraph 7.3.1., within the time limit to be set by the Tender Committee.

7.3.1.5. After the end of the round, the option of each participant shall be checked and the following actions shall be performed by the Tender Committee:

a. for any participant who accepted the round price, the information that he/she shall be active in the next round, the incremental step, the round price for the next round, the start time and the duration of the next round shall be separately announced,

b. for any participant who did not accept the round price or did not submit a valid bid, the information that he/she becomes "inactive" for the next rounds of Stage 1 of the current phase, as well as the highest bid he/she submitted in Stage 1 of the current phase, shall be announced.

c. for any participant, who stated that he/she is withdrawing or has been expelled from the auction, the withdrawal confirmation from the next auction phases or his/her expulsion from the auction, as well as any penalties that have been imposed, shall be announced.

7.3.1.6. The procedure described in paragraphs 7.3.1.2 to 7.3.1.5 shall be repeated in successive rounds, until two (2) active participants remain, who will take part in Stage 2. If, in any round of Stage 1, only one (1) active participant remains, the current phase shall be concluded and the active participant shall be declared provisional successful tenderer, without conducting Stage 2, in accordance with paragraph 7.3.1.4. If, in any round of the current phase, the number of participants in a phase is less than or equal to the number of licences for which no provisional successful tenderer has been declared, then each of the participants shall be declared provisional successful tenderer for a licence at the highest bid he/she has given in any auction phase, including the current one, the auction shall be concluded and the Tender Committee shall proceed to the actions provided for in paragraph 7.4.12.

7.3.1.7. If the round price is not accepted by any participant during the first round of Stage 1, all participants who have been shortlisted and neither have declared that they withdraw nor have been expelled from the auction, shall participate in Stage 2. If, in any

subsequent round of Stage 1, the round price is not accepted by any active participant, then Stage 2 is initiated. All participants who have accepted the price of the previous round and neither have declared that they withdraw nor have been expelled from the auction, shall participate in Stage 2.

b. Stage 2 (submission of closed / sealed bids)

7.3.1.8. Stage 2 participants shall submit a sealed bid, within the time limit to be set by the Tender Committee, which must exceed the highest round price that has been accepted in Stage 1 and must be in the form of integral multiples of one hundred thousand (100.000) euros, with no upper limit. If Stage 2 is conducted and no participant has accepted the round price for the first round of Stage 1, bids in Stage 2 must be higher than the starting price and must be in the form of integral multiples of one hundred thousand (100.000) euros, with no upper limit.

7.3.1.9. If a participant does not submit a valid sealed bid, he/she shall be considered "active" and it shall be presumed that his/her bid is equal to the highest round price of Stage 1 accepted by the participants in Stage 2. If Stage 2 is conducted and the round price for the first round of Stage 1 has not been accepted by any participant and a participant does not submit a valid sealed bid, he/she shall be considered active and it shall be presumed that his/her bid is equal to the starting price.

7.3.1.10. The Tender Committee shall open the bids and shall rank participants in descending order, according to the amount of their bid.

7.3.1.11. The Tender Committee shall communicate to each participant separately (no public information) the position held in the ranking (including a tie), the amount of his/her bid, the start time and the duration of the last round.

7.3.1.12. Participants shall again submit a sealed bid which shall qualify as final and which must be higher than their immediately previous offer and in the form of integral multiples of one hundred thousand (100.000) euros. If a participant does not submit a valid sealed bid, he/she shall be considered active and his/her bid shall be presumed to be equal to his/her immediately previous bid.

7.3.1.13. The Tender Committee shall open the final bids and shall conclusively rank the participants in descending order, according to the amount of their bid. Should there

be equal final higher bids, additional rounds shall be conducted, in which only the participants with the highest equivalent bid shall participate, in accordance with paragraph 7.3.1.12, until the tie is resolved and the final highest bidder emerges. If no bid is submitted to resolve the tie in any round, then:

a) the participant who, in a previous phase, has submitted the highest bid shall be declared final highest bidder, if the bid is higher than the last submitted in the current phase or

b) if (a) is not applicable, the declaration of the final highest bidder shall take place by draw.

c. Declaration of the highest bidder

7.3.1.14. The Tender Committee shall declare highest bidder the participant who submitted the highest bid at this phase or was selected after resolving a tie, in accordance with paragraph 7.3.1.13 and shall confirm the price by which he/she is declared highest bidder. Especially for phases A2 to A4, the Tender Committee shall check that the price by which the participant outbid is at least equal to the highest of all bids of all previous phases and sets as final price the maximum amount between them.

7.3.1.15. The Tender Committee shall announce the results only to the highest bidder of each phase, who shall be considered provisional successful tenderer and shall be obliged, on penalty of exclusion and forfeiture of the bid bond, not to disclose this information until the conclusion of all auction phases. Furthermore, the Tender Committee shall inform the other participants that they were lowest bidders for the current phase, on the amount of the highest bid they submitted in the current phase and on the amount of the highest bid they submitted in the auction phases already conducted.

7.3.1.16. The Tender Committee shall announce the conclusion of the current phase and the start of the next phase, repeating the procedure described in paragraphs 7.3.1.1. through 7.3.1.15. Participants in the next phase must be those who: a. have not withdrawn from the auction, b. have not been expelled from the auction and c. have not been declared provisional successful tenderers.

7.3.1.17. After the conclusion of each phase and before starting the next, the Tender

Committee must inform all participants on the start time of the first round of the next phase, the duration of the round, the incremental step, the round price and the number of active participants.

7.4 Other terms of the auction

7.4.1. The electronic bidding system, which shall be made available by the Tender Committee, shall be exclusively used for the filing of the bids, combined with the submission of printed bids as per paragraph 7.3.7. The electronic bidding system shall be selected by the Tender Committee after an informal tender, in accordance with the applicable public procurement legislation and shall meet the required technical and quality specifications, under an internationally recognized certification. Participating tenderers shall be invited by the Tender Committee, within a reasonable time before the auction date, to take part in a simulation of the procedure, using the aforementioned electronic bidding system.

7.4.2. In case of a problem interrupting the operation of the electronic system, at any stage of the tender, bids shall be filed only in writing, on forms which shall be made available by the Tender Committee.

7.4.3. Each printed bid shall at least indicate the identity particulars of the participant, the respective phase, Stage and round of the auction and the time of filing. Furthermore, at Stage 1 the acceptance or not of the round price shall be stated, while, at Stage 2, the amount of money that the participant offers.

7.4.4. In case a temporary problem in the operation of the electronic system during a round is established, the Tender Committee shall interrupt the procedure and, at its discretion, either continues the procedure after correcting the problem or restarts the round, determining whether the procedure shall continue through the electronic system or only by submitting printed bids.

7.4.5. In case of a technical problem, the Tender Committee reserves the right to suspend or cancel a round of the auction, before or during its execution. In this case, it shall immediately notify the participants and promptly set the starting time for the resumption of that round or the execution of the next one.

7.4.6. In no event, at Stage 2, the submission of closed bid, lower or equal to the one

submitted in the previous round by the same participant, shall be allowed.

7.4.7. Without limiting the foregoing, any bid which does not comply with the terms of this Invitation to Tender shall be considered invalid and shall be rejected.

7.4.8. The submission of a printed bid shall be considered valid if it bears the seal of the tenderer and is signed by the authorized persons of each participant in the auction.

7.4.9. The four (4) tender phases shall be held on the same day, unless there is a force majeure event or a complaint is lodged under paragraph 3.3.4., resulting in a total cancellation of the auction or its discontinuation before all its phases are completed. In this case, the Tender Committee shall announce promptly to participants the new date and time of the auction, which shall be no more than two (2) days after the initial one.

7.4.10. The tender phases shall take place between 09:00 and 21:00. The Tender Committee may, if necessary, extend the duration of the auction or decide to continue the procedure on the next day(s), taking all necessary measures to ensure the observation of the terms of paragraph 7.2.3.

7.4.11. If, for any reason, the auction venue ceases to be suitable, then the Tender Committee shall indicate an alternative place and time for the auction, within the limits of Attica prefecture.

7.4.12. After the end of the auction, minutes shall be prepared by the Tender Committee, containing the results of each phase (A1, A2, A3 and A4), in accordance with paragraph 7.1.5. above, as well as the highest bid order, along with the provisional successful tenderer, per licence. Furthermore, a single table of runners-up shall be prepared, in which participants who have not been declared highest bidders in any of the phases A1 through A4, shall be sorted in descending order, based on the highest bid placed in all phases, while the highest bid submitted by each of them in all auction phases shall be indicated.

CHAPTER 8: FINAL AWARD - PAYMENT OF THE PRICE

8.1. Before the announcement of the winning bidder for each auctioned licence, the Tender Committee shall conduct an audit on the origin and the way of acquisition of the financial resources to be made available by the provisional successful tenderers

announced under the previous Chapter hereof for the purchase of the licences. The audit shall be conducted in accordance with the supporting documents already submitted in the application dossiers. If, in the opinion of the Tender Committee, this documentation does not justify the way the financial resources of the provisional successful tenderer were acquired, additional documents shall be requested, including, by way of indication, a bank deposit to the account of the successful tenderer held with a recognized financial, domestic or foreign, institution, a bid bond in the form of Annex II, etc.

8.2. The capital adequacy audit shall be completed by the Tender Committee within five (5) days from the announcement of the provisional successful tenderers. In case the submitted bid of a provisional successful tenderer is not justified, said tenderer shall not be declared winning bidder and its position shall be taken by the immediately next highest bidder, according to the table of runners-up of paragraph 7.4.12, upon successful completion of the capital adequacy audit, in accordance with the preceding paragraph.

8.3. After the announcement of the winning bidders for the four (4) auctioned licences, the relevant minutes shall be prepared by the Tender Committee, which shall be approved by the Secretary General for Media and Communication and shall be posted on the website of the Secretariat General for Media and Communication.

8.4. The price of each licence shall be paid by the winning bidder in three (3) equal instalments, by an equal number of bank drafts issued to the order of the Greek State, within the following deadlines: a. the first instalment shall be paid within fifteen (15) days of his/her declaration (as winning bidder), in accordance with the preceding paragraph, b. the second instalment shall be paid within twelve (12) months from the licence granting date and c. the third instalment shall be paid within twenty-four (24) months from the licence granting date. In the event of a late payment of any of the subsequent price instalments, the licence shall be automatically revoked. If the winning bidder fails to pay the first price instalment within the above deadline, it shall be declared in default, its bid bond, provided for in paragraph 6.7. hereof, shall be forfeited and its position shall be taken by the next highest bidder, according to the table of runners-up of paragraph 7.4.12, who shall be declared winning bidder, upon successful completion of the capital adequacy audit, in accordance with paragraph 8.1. hereof.

8.5. The winning bidders for each licence shall be posted on the websites of the Secretariat General for Media and Communication and the Minister of State.

8.6. The tenderers shall not be entitled to compensation for expenses related to the preparation and filing of the documentation required hereof, for their participation in each Stage of the tendering procedure. Within ten (10) days after the end of the procedure, in accordance with paragraph 8.5. hereof, any bid bonds submitted by the other tenderers under paragraph 3, Article 4 of Act 4339/2015, shall be returned to them.

8.7. By Decree of the Minister of State, tendered licences shall be granted within ninety (90) days from the announcement of paragraph 8.5 hereof. The bid bonds shall be returned to the tenderers within a period of sixty (60) days from the licence granting date, if there is no bid bond forfeiture case, in accordance with paragraph 8.4.

CHAPTER 9: JUDICIAL PROTECTION OF TENDERERS - DEADLINES

9.1 According to Article 13, paragraph 7 of Act 4339/2015, any disputes arising during the course of the tendering procedure shall be governed by the provisions of Act 3886/2010 on the judicial protection in public procurement for works, supplies and services, within the scope of Directives 2004/17 / EC and 2004/18 / EC, taking into account that the licenced activity constitutes a concession of a public service in the broad sense. Given, however, that the licensing procedure regulated by this Invitation to Tender does not fall within the scope of the above Directives and the provisions which have been transposed into national law, it is clarified that the proportional application of Act 3886/2010 in this Invitation to Tender relates solely to the pre-trial and judicial protection of any tenderers affected by damaging their legitimate interests acts or omissions, at any Stage of the tendering procedure.

9.2. Consequently, the specific procedural rules, deadlines, types of remedies and other regulations, as provided for in Act 3886/2010, shall apply to all disputes arising from the issuance of the Invitation to Tender, until the licenses being tendered are granted.

9.3. In particular, during the tenderer application form shortlisting Stage the following shall apply:

9.3.1. Participants shall be entitled to lodge a complaint - preliminary action against the decision taken by the Secretary General for Media and Communication approving the shortlisting minutes prepared by the Tender Committee, within ten (10) days of the announcement (electronic posting) of it, in accordance with paragraph 6.3 hereof. The Secretary General for Media and Communication takes a reasoned decision on the above complaint - preliminary action, after it is examined by the competent Special Complaints Committee, within fifteen (15) days from its lodgement. This decision shall be posted on the website of the Secretariat General for Media and Communication (www.media.gov.gr) and shall be served on the applicant. The lapse of this deadline shall be equivalent to a rejection of the complaint - preliminary action.

For the admissibility of the complaint - preliminary action lodged, the presentation of a State revenue seal amounting to one thousand (1.000) euros shall be required.

Within ten (10) days of the express or implied rejection of the preliminary action, the applicant shall be entitled to seek injunctive relief. This injunction must be communicated to the Secretary General for Media and Communication within ten (10) days of its lodgement. The injunction shall be heard within thirty (30) days of lodgement and the judgement shall be issued within twenty (20) days of hearing the injunction.

To admissibly lodge the injunction, the payment of a 1% fee on the starting price is required, as provided for in Article 5 of the applicable Act 3886/2010.

9.3.2. The following procedure applies to the tender conduct Stage:

The tenderers shall be entitled to lodge a preliminary action before the Secretary General for Media and Communication, within ten (10) days of being fully aware of the act or omission of the Tender Committee damaging their interests. The Secretary General for Media and Communication issues a reasoned decision on the above preliminary action, after it is examined by the competent Special Complaints Committee, within fifteen (15) days of lodging the action. This decision shall be posted on the website of the Secretariat General for Media and Communication (www.media.gov.gr) and shall be served on the applicant. The lapse of this deadline shall be equivalent to a rejection of the preliminary action.

For the admissibility of the complaint - preliminary action being lodged, the presentation of a State revenue seal amounting to one thousand (1.000) euros shall be required.

Within ten (10) days of the express or implied rejection of the preliminary action, the applicant shall be entitled to seek injunctive relief. This application must be notified to the Secretary for Media and Communication within ten (10) days after filing. The hearing of the application shall be made within thirty (30) days after filing and the judgement shall be issued within twenty (20) days of the hearing of the application.

To admissibly lodge the injunction, the payment of a 1% fee on the starting price is required, as provided for in Article 5 of the applicable Act 3886/2010.

9.4. It is further clarified that seeking injunctive relief after the rejection of the preliminary action, at any Stage, shall not postpone the progress of the tendering procedure, unless otherwise provided for by a provisional order, issued ex officio or at the request of the applicant, before the hearing of the application for injunctive relief and after summoning the Secretary General for Media and Communication three (3) days in advance.

9.5. The deadline to file a preliminary action, its filing and the application for injunctive relief impede the final licence granting decision, unless, by an injunction, the judge rules otherwise.

9.6. The main legal remedy shall be exercised within thirty (30) days after service of the judgement pronounced on the application for injunctive relief.

9.7. The Council of State shall have jurisdiction for all disputes arising during the tendering procedure.

CHAPTER 10: CONDITIONS OF LICENCES GRANTED - REVOCATION REASONS

10.1. Licences granted after the completion of the tendering procedure, as described in this Invitation to Tender, shall be subject to the conditions of Article 14 of Act 4339/2015.

10.2. In the case of content providers who have undertaken to comply with one or more

negative or positive requirements, in accordance with Tender Files A' through H' of this Invitation to Tender, the broadcast of their program by the network provider shall be allowed only after full compliance with these requirements, as attested by an act of the National Council for Radio and Television. Until the issuance of this act, the transfer of the content provider's business shall be not allowed.

10.3. The terms of the licences granted may not be modified.

10.4. By decision of the Minister responsible for granting the licences tendered hereof, these must be revoked in the cases provided for in Article 15, paragraphs 1 and 2 of Act 4339/2015.

10.5. In case of revocation of one or more of the licences auctioned hereby, a renewed invitation to tender for these may be decided.

Athens, 17/5/2016

THE MINISTER OF STATE

Nikolaos Pappas

ANNEX I

MODEL APPLICATION FORM

To be completed by the tendering company or consortium and its members

A. TENDERER PARTICULARS

NAME:

TRADE NAME:

G.E.M.H. REGISTRATION NUMBER:

TIN:

REGISTERED OFFICE:

REGISTERED OFFICE LAWS:

INCORPORATION DATE:

DURATION:

OBJECTIVE:

SHARE CAPITAL (INITIAL - INCREASES)

METHOD OF PAYMENT OF THE SHARE CAPITAL:

NUMBER OF REGISTERED SHARES:

FISCAL YEAR END DATE:

SPECIAL PRIVILEGES (FOUNDERS - SHAREHOLDERS)

B. TENDERER SHARE CAPITAL INFORMATION

PAID SHARE CAPITAL:

EQUITY:

BID BOND AMOUNT (SHARE CAPITAL):

BID BOND AMOUNT (EQUITY):

C. TENDERER SHAREHOLDING INFORMATION

C.1. SHAREHOLDERS

C.1.1. NATURAL PERSONS

LAST NAME:

FIRST NAME:

FATHER'S FIRST NAME:

TIN:

HOME ADDRESS:

C.1.2. LEGAL PERSONS

NAME:

G.E.M.H. NUMBER:

TIN:

REGISTERED OFFICE:

C.2. PLEDGEES

C.3. PERSONS WITH VOTING RIGHTS IN THE GENERAL MEETING

D. MEMBERS OF TENDERER'S MANAGEMENT BODIES

D.1. BOARD MEMBER PARTICULARS:

D.2. MANAGER PARTICULARS

E. CONTENT PRESENTATION OF THE PROGRAM TO BE LICENSED (NO MORE THAN TWO HUNDRED - 200 - WORDS).

F. NAME LIST OF THE HEADS OF THE TENDERER'S INDIVIDUAL DEPARTMENTS (PROGRAM, NEWS, SPORTS, ENTERTAINMENT HEADS ETC.) AND THOSE OF THE OTHER MEMBERS OF EACH DEPARTMENT.

Place / Date:

Signature:

[Legal Representative or Special Attorney + Tenderer's Seal]

ANNEX II
MODEL BID BOND (MT760 TYPE)
(Bank Letterhead)

Ref.

Date:

We, the bank under the corporate name based in, legally represented by hereby warrant that we hold the amount of (.....) euros, in the form of a bank guarantee against cash under reference no. xxxxxxxxxxxxxx, account no., transaction number, on behalf of our client, company named based on, at street no. (or in the case of a consortium, in favour of the companies named: a) street no. b) street no. etc., individually for each of them and jointly and severally liable to each other, in their capacity as consortium members), for participation in the tender to grant four (4) licenses for providers nation-wide free-to-air digital terrestrial television broadcasting with general-content information program, for high-definition transmission, covering the whole of the Greek territory, for a ten-year term, which will be conducted on, in accordance with the Invitation to Tender of the Minister of State under no. 1/2016 (Official Journal of the Hellenic Republic, series

The above cash has been blocked in favour of the beneficiary, SECRETARIAT GENERAL FOR MEDIA AND COMMUNICATION domiciled at Frangoudi str. 11 & Al. Pantou str., Kallithea Attikis, Postal Code 10163, as represented by the General Secretary for Media and Communication Mr. Eleftherios Kretsos, for a period of three hundred and sixty five (365) days from the issuance hereof.

The bank under the corporate name further warrants that it has full control over the above cash and that this cash cannot be withdrawn, transferred or remitted during the irrevocable commitment period. This cash is deposited and shall be freely available for payment to the beneficiary, on demand. The beneficiary's intent shall be

expressed by letter presented to the guarantor bank. The letter shall indicate the beneficiary's account with a Greek bank, to which the cash shall be transferred. The sole and exclusive condition for the transfer of cash shall be the receipt of the relevant order by the beneficiary. The commitment to transfer the cash shall be valid for the entire duration of this guarantee and the transfer shall be completed within three (3) days of receipt of the relevant order.

This guarantee is single and non-transferable.

The availability of cash and the authenticity hereof shall be validated interbank via

In the name and on behalf of

..... (name and address)

The undersigned (authorized officer)

Bank seal

ANNEX III
STATUTORY DECLARATION
(Article 8 of Act 1599/1986)

On my own responsibility and being fully aware of the penalties stipulated under paragraph 6, Article 22 of Act 1599/1986, I hereby declare that:

- i) I accept the terms of this Invitation to Tender, of the Auction as described in Chapter 7 hereof, as well as those of the licence which may be granted to me.
- ii) I meet the participation conditions described in files A through H of this Invitation to Tender.
- iii) I accept the starting price of three million (€ 3.000.000,00) euros for each auctioned licence and I will pay at least this amount to obtain a licence.
- iv) If the number of shortlisted participants is less than five (5), I agree to be granted a licence at the starting price of three million euros (€3.000.000,00).
- v) The information contained in the application form and the attached documents is true, accurate and complete.

Place / Date:

Signature:

[Legal Representative or Special Attorney + Tenderer's Seal]

True translation of the Greek original document.

Athens, 16/5/2016

The translator, Stefanos Tefos