



**IGOUMENITSA PORT AUTHORITY S.A.**

**AWARD REGULATIONS  
SUBCONTRACTING AND  
SUBCONCESSIONS**

IGOUMENITSA, FEBRUARY 2024

## **A. SUBCONTRACTING REGULATIONS**

This Regulation sets out the basic principles governing the procedure followed by the Igoumenitsa Port Authority Societe Anonyme (Organization) for drawing up contracts with contractors, service providers (including but not limited to management service providers) or other third parties, whether affiliated with the Organization or not, (Subcontractors), in order to fulfill its obligations under the Concession Agreement concluded with the Greek State, which was ratified by Law 5048/2023 (Government Gazette 149<sup>A</sup> / 2023), as well as for the realization of any works on the Data granted to it by the same Contract.

The purpose of the Regulation is to ensure the transparency and objectivity of the procedures for the award of contracts falling within its scope (Subcontracts) and their smooth execution, to promote healthy competition and to optimize the allocation of available resources, in combination with the implementation of the terms of the above Concession Agreement.

### **Article 1**

#### **Basic principles of the award procedure**

During the process of awarding a Subcontract, the principles of transparency, proportionality, publicity, non-discrimination and equal treatment will be followed, so that all Candidates, if they meet the conditions set, have equal opportunities and rights and any discrimination against them is avoided, with the ultimate goal that the respective contracts will be concluded only on the basis of open contracts, transparent, competitive and non-discriminatory procedures.

Each bid by a Candidate should include information on his/her specialized knowledge, experience and know-how in relation to the subject of Subcontracting. It should also include all the information necessary to identify its direct and indirect shareholders, as well as the natural persons who are the beneficial owners of its shares, as well as a declaration of consent to the transmission of such information by the Agency to the Greek State, upon request.

The Organization shall reserve the right to cancel the procedure for the award of a Subcontract, in whole or in part, at whatever stage it may be, as well as to declare a tender fruitless, when in its judgment the conditions for the development of adequate and healthy

competition are not created, or its operational needs or more generally the conditions of the decision to conduct it have changed, or other serious reasons arise, without the above cancellation or declaration giving rise to any claim of a third party.

The tenders will be evaluated on the basis of the economic benefit of the Organization from the subcontracted subcontract, after weighing the potential risks posed by each proposal. In any case, the Organization reserves the right to specify the above criterion at the stage of final selection, but also to take into account additional ones, if required by the specific Subcontract, in compliance with the principles of equal treatment and non-discrimination of candidate Subcontractors.

## **Article 2**

### **Ways to select a Subcontractor**

The Subcontractors will be selected either through an open call for participation in a tender, or by pre-selection or by direct award. Especially:

**2.1. Open Invitation to Participate in a Competition.** Interested parties are invited to participate in a competition, with an Invitation/Announcement which is posted on the website of the Organization ([www.olig.gr](http://www.olig.gr)), and will be sent for notification to the email address [cci@e-thesprotias.gr](mailto:cci@e-thesprotias.gr) of the Chamber of Thesprotia.

The posting is made at least ten (10) calendar days before the closing date for the submission of bids.

The Invitation/Notice includes a description of the scope of the Subcontract and the tender procedure, the criteria for participation in the tender, the basic terms of the contract to be drawn up, as well as any other necessary arrangement.

After the first evaluation of the tenders, the Agency may invite the Candidates to negotiate their tenders.

If fewer than three tenders meeting the criteria of the invitation to tender are submitted, the Agency reserves the right to declare the tendering procedure fruitless.

Any deviations from the procedure referred to in the Notice/Call, for reasons of efficiency and acceleration of procedures, when required by circumstances or due to urgency, which are decided afterwards, should be made known in good time to all participants.

**2.2. Direct award.** It concerns only urgent cases or imminent danger, so it is not possible, according to objective judgment, Call procedure, as well as cases where the awarded Subcontract is an integral part of a previously awarded and valid Subcontract (initial), the assignment of which to a third party would pose risks for the effective and efficient performance of the initial one.

For its implementation, prior notification to the members of the Board of Directors is required, with documented justification for the urgency of its implementation.

### **Article 3**

#### **Grounds for exclusion of Candidates**

**3.1.** He/she is not entitled to participate in the Subcontracting procedure and, if he/she takes part in it, he/she is automatically disqualified, if it is proven that a Candidate has been convicted by a final court decision, for one of the following reasons:

(a) participation in a criminal organization as defined in Article 2 of Council Framework Decision 2008/841/JHA of 24 October 2008 on the fight against organized crime (OJ L 300, 11.11.2008, pp. 42–45);

(b) corruption, as defined in Article 3 of the Convention on the fight against corruption involving officials of the European Communities or officials of Member States of the European Union (OJ C 195, 25.06.1997, pp. 1–11) and Article 2, para. 1 of Council Framework Decision 2003/568/JHA of 22 July 2003 on combating corruption in the private sector (OJ L 192, 31.07.2003, pp. 54–56), as well as corruption, as defined in the Greek laws and/or the legislation of the country of registration/registered office (as applicable) of the Candidate;

(c) fraud within the meaning of Articles 2 and 3 of Directive (EU) 2017/1371 of the European Parliament and of the Council of 5 July 2017 on combating fraud by means of criminal law on the financial interests of the Union (OJ L 198, 28.07.2017, pp. 29–41);

(d) terrorist offences or offences related to terrorist activities, as defined in Articles 2 – 12 of Directive (EU) 2017/541 of the European Parliament and of the Council of 15 March 2017 on combating terrorism, and replacing Council Framework Decision 2002/475/JHA and amending Council Decision 2005/671/JHA (OJ L 88, 31.03.2017, Sna. 6–21) or inciting, aiding or abetting, or attempting to commit a crime, as referred to in Article 14 thereof;

(e) money laundering or terrorist financing, as defined in Article 1(3) of Directive (EU)

2015/849 of the European Parliament and of the Council of 20 May 2015 on the prevention of the use of the financial system for the purpose of money laundering or terrorist financing, amending Regulation (EU) No. 648/2012 of the European Parliament and of the Council; and repealing Directive 2005/60/HS of the European Parliament and of the Council and Commission Directive 2006/70/EC (OJ L 141, 05.06.2015, pp. 73–117) of the Commission, as amended and in force, which was incorporated into Greek legislation by Law 4557/2018 (Government Gazette 139<sup>A'</sup> / 2018),

(f) child labour and other forms of trafficking in human beings, as defined in Article 2 of Directive 2011/36/EU of the European Parliament and of the Council of 5 April 2011 on preventing and combating trafficking in human beings and protecting its victims, and replacing Council Framework Decision 2002/629/JHA (OJ L 101; 15.04.2011, p. 1–11), as incorporated into Greek legislation by law 4198/2013 (Government Gazette 215A/2013) and/or

(g) any breach of applicable obligations in the fields of environmental, social and labour law established by EU law, national law, collective agreements or the following international environmental, social and labour law conventions, as may be amended, supplemented, re-stated and/or replaced from time to time:

- ILO Convention 87 on Freedom of Association and Protection of the Right to Organise,
- ILO Convention 98 on the Application of the Principles of the Right to Organise and Barter Collectively,
- ILO Convention 29 on Forced Labour,
- ILO Convention 105 concerning the Abolition of Forced Labour,
- ILO Convention 138 on the Minimum Age,
- ILO Convention 111 on Discrimination (Employment and Occupation),
- ILO Convention 100 on Equal Pay,
- ILO Convention 182 on the Worst Forms of Child Labour;
- Vienna Convention for the Protection of the Ozone Layer and the Montreal Protocol Depleting the Ozone Layer,
- Basel Convention on the Control of Transboundary Movements of Hazardous Wastes and their Disposal (Basel Convention),
- Stockholm Convention on Persistent Organic Pollutants (Stockholm Convention

POPs),

- Convention on the Prior Informed Consent Procedure for Certain Hazardous Chemicals and Pesticides in International Trade (UNEP/FAO) (PIC Convention) and its 3 regional Protocols.

**3.2. A Candidate or the member of his/her administrative/management/supervisory organ or any other person with powers of representation, decision-making or control, who has breached his/her obligations regarding the payment of taxes or social security contributions, is automatically excluded from participation in the Subcontracting procedure and, if he/she participates in it, he/she is automatically excluded, provided that this has been certified by a court decision having the force of res judicata or an administrative decision with binding validity, in accordance with the legal provisions of the country in which the Candidate is established and/or those of the Hellenic Republic.**

**3.3.** The Organization reserves the right to audit, evaluate and monitor the compliance of any Candidate with its applicable obligations under international environmental, social and labor conventions, as well as the right to exclude from the subcontracting process a Candidate who, in its sole discretion, does not have the ability to comply with the above obligations.

## **Article 4**

### **Candidates' commitments under the Subcontract**

When submitting their bid, each Candidate will declare that,

(a) It has been fully informed and agrees to comply with all regardless of the terms of the aforementioned Organization Concession Agreement with the Greek State ratified by Law 5048/2023 (Government Gazette 149A/2023), which concern its position as a Candidate and Subcontractor and that it understands that this Regulation has been set for the purpose of implementing the relevant provisions of the above Agreement, with the consequence that the provisions therein apply, if no corresponding provisions have been included in this Regulation, and its provisions prevail in case of conflict with the terms of this Regulation.

(b) Has understood and accepts that transparency in its financial transactions with the Organization in the context of the implementation of the Subcontracting Agreement has a direct impact on the rights deriving the Greek State from the aforementioned Concession Agreement with the Organization.

(c) Accepts in case of termination and termination of the above Concession Agreement that, within sixty (60) days from such termination, the Greek State will be entitled to enter into the Subcontracting Agreement, under the same terms and conditions that apply to the Organization.

(d) If the Subcontracting is assigned, he/she accepts and agrees to inform the Organization in writing of any change in its ownership status and control structure, up to the level of the ultimate beneficial owners of its shares, within fifteen (15) days from the occurrence of the change, otherwise, in addition to the right of the Organization to terminate the Subcontract and claim compensation for the material and moral damage caused by the above omission, also pay the penalty provided for in the Subcontracting contract.

(d) If the Subcontracting is assigned and requested by the competent governmental body of the Greek State, the Organization shall be entitled to terminate the Subcontracting Agreement due to its ownership status or other reasons arising from audits of the Greek State that give rise to national security concerns, or raise objections to the continuation of the Subcontracting; without maintaining any claim against the Organization or the Greek State, due to the above complaint.

(e) Promises that, at the request of the Greek State, it will deliver to it any written confirmation regarding the above issues, in a form and content reasonably satisfactory to the Greek State, otherwise the Greek State may request from the Organization the termination of the Subcontract, without the Subcontractor maintaining any claim against the Organization or the Greek State; because of the above complaint.

## **Article 5**

### **Fundamental obligations of Subcontractors**

With the Subcontract, the Subcontractor will acknowledge and accept that, due to the fundamental legal nature of the Port Area as a public property, it shall be necessary throughout the duration of the Subcontract:

- (a) operate the elements of the Port that may be managed, in accordance with the purpose of their use as public goods,
- (b) to provide users of its services with equal access, based on the principles of objectivity and non-discrimination;
- (c) not to adopt or apply rules or practices in the provision of services on his behalf that have the effect of excluding or limiting the rights of any person in any material respect, directly or indirectly;
- (d) to observe and apply the principles of rationality and proportionality in its dealings with users;

The Subcontractor, when providing access to the data it manages, is entitled to discriminate between different groups of users, as well as between the various data provided to it, only to the extent that such distinctions are justified by objective criteria and are in line with the principles of rationality, objectivity and non-discrimination.

## **Article 6**

### **Basic terms of Subcontracting contracts**

A draft or copy of the Subcontracting Agreement to be drawn up will be submitted to the competent government body, as defined in the above-mentioned Concession Agreement of the Greek State with the Organization, which was ratified by Law 5048/2023.

Subcontracts will be drawn up only in writing, will be exclusively fixed-term, and the contractual duration of each contract may not exceed the expiry date of the aforementioned Concession Agreement between the Greek State and the Organization, i.e. February 3, 2062.



Any Subcontract will be concluded, renewed, extended or modified only on reasonable purchase terms.

## **Article 7**

### **Final provisions**

The right to interpret the provisions of these Rules rests solely with the Agency.

These Rules repeal any previous similar regulations and any other decisions of the Agency regulating similar matters.

## **B. SUBCONCESSION REGULATIONS**

This Regulation records the basic principles governing the procedure followed by the Igoumenitsa Port Authority Societe Anonyme (Organization) for the drawing up of contracts, by which it grants to third parties rights deriving from the exclusive right of possession, use, management, maintenance, improvement and exploitation of the Data, which was transferred to it by the Greek State under the Concession Agreement ratified by Law 5048/2023 (Government Gazette 149A/2023), with the exception of concessions for the use of premises or rights to provide port services (basic and ancillary), as defined in the above Agreement, where the cost incurred by the Organization for the construction of the relevant new infrastructure has not exceeded € 150,000 on an annual basis or the amount of revenue from the provision of such services has not exceeded € 25,000 on an annual basis.

The purpose of the Regulation is to ensure the transparency and objectivity of the procedures for the award of contracts falling within its scope (Subconcession Contracts) and their smooth execution, to promote healthy competition and to optimise the allocation of available resources, in conjunction with the implementation of the terms of the above Concession Agreement.

### **Article 1**

#### **Basic principles of the award procedure**

During the award procedure of a Subconcession subject to this Regulation, the principles of transparency, proportionality, publicity, non-discrimination and equal treatment shall be followed, so that all Candidates, provided that they meet the conditions set from time to time, have equal opportunities and rights and any discrimination against them is avoided, with the ultimate aim that the respective contracts will be concluded only on the basis of open contracts, transparent, competitive and non-discriminatory procedures.

Each bid by a Candidate must include information on his/her specialized knowledge, experience and know-how in relation to the subject matter of the Subconcession. It should also include all the information necessary to identify its direct and indirect shareholders, as well as the natural persons who are the beneficial owners of its shares, as well as a declaration of consent to the transmission of such information by the Agency to the Greek State, upon request.

The Organization shall reserve the right to cancel the procedure for the award of a Sub-

concession, in whole or in part, at whatever stage it may be, as well as to declare a tender ineffective, when in its judgment the conditions for the development of adequate and healthy competition are not created, or its operational needs or more generally the conditions of the decision to conduct it have changed; or other serious reasons arise, without the above cancellation or declaration giving rise to any claim of a third party.

The tenders will be evaluated on the basis of the economic benefit of the Organization from the awarded Sub-concession, after weighing the potential risks posed by each proposal. In any case, the Agency reserves the right to specify the above criterion at the stage of final selection, but also to take into account additional ones, if required by the specific Subconcession, always respecting the principles of equal treatment and non-discrimination of candidate Sub concessionaires.

## **Article 2**

### **Ways to select a Sub-Concessionaire**

The selection of the Sub-Concessionaires will be made either by an open call for participation in a tender, or by pre-selection or by direct award. Especially:

**2.1. Open Invitation to Participate in a Competition.** Interested parties are invited to participate in a competition, with an Invitation/Announcement which is posted on the website of the Organization ([www.olig.gr](http://www.olig.gr)), and will be sent for notification to the email address [cci@e-thesprotias.gr](mailto:cci@e-thesprotias.gr) of the Chamber of Thesprotia.

The posting is made at least ten (10) calendar days before the closing date for the submission of bids.

The Invitation/Notice includes a description of the scope of the Subconcession and the tender procedure, the criteria for participation in the tender, the basic terms of the contract to be drawn up, as well as any other necessary arrangement.

After the first evaluation of the tenders, the Agency may invite the Candidates to negotiate their tenders.

If fewer than three tenders meeting the criteria of the invitation to tender are submitted, the Agency reserves the right to declare the tendering procedure fruitless.

Any deviations from the procedure referred to in the Notice/Call, for reasons of efficiency and acceleration of procedures, when required by circumstances or due to urgency, which

are decided afterwards, should be made known in good time to all participants.

**2.2. Direct award.** It concerns only urgent cases or imminent danger, so it is not possible, according to objective judgment, to follow ~~another~~ Open Call procedure, as well as cases where the awarded Sub-concession is an integral part of a previously awarded and valid Sub-concession (initial), the award of which to a third party would pose risks for the effective and efficient performance of the initial one.

For its implementation, prior notification to the members of the Board of Directors is required, with documented justification for the urgency of its implementation.

### **Article 3**

#### **Grounds for exclusion of Candidates**

**3.1.** Is not entitled to participate in the Sub-concession award procedure and, if he/she takes part in it, he/she is automatically disqualified if it is proven that a Candidate has been convicted by a final court decision, for one of the following reasons:

(a) participation in a criminal organisation as defined in Article 2 of Council Framework Decision 2008/841/JHA of 24 October 2008 on the fight against organised crime (OJ L 300, 11.11.2008, pp. 42–45);

(b) corruption, as defined in Article 3 of the Convention on the fight against corruption involving officials of the European Communities or officials of Member States of the European Union (OJ C 195, 25.06.1997, pp. 1–11) and Article 2, para. 1 of Council Framework Decision 2003/568/JHA of 22 July 2003 on combating corruption in the private sector (OJ L 192, 31.07.2003, pp. 54–56), as well as corruption, as defined in the Greek laws and/or the legislation of the country of registration/registered office (as applicable) of the Candidate;

(c) fraud within the meaning of Articles 2 and 3 of Directive (EU) 2017/1371 of the European Parliament and of the Council of 5 July 2017 on combating fraud by means of criminal law on the financial interests of the Union (OJ L 198, 28.07.2017, pp. 29–41);

(d) terrorist offences or offences related to terrorist activities, as defined in Articles 2 – 12 of Directive (EU) 2017/541 of the European Parliament and of the Council of 15 March

2017 on combating terrorism, and replacing Council Framework Decision 2002/475/JHA and amending Council Decision 2005/671/JHA (OJ L 88, 31.03.2017, Sna. 6–21) or inciting, aiding or abetting, or attempting to commit a crime, as referred to in Article 14 thereof;

(e) money laundering or terrorist financing, as defined in Article 1(3) of Directive (EU) 2015/849 of the European Parliament and of the Council of 20 May 2015 on the prevention of the use of the financial system for the purpose of money laundering or terrorist financing, amending Regulation (EU) No. 648/2012 of the European Parliament and of the Council; and repealing Directive 2005/60/HS of the European Parliament and of the Council and Commission Directive 2006/70/EC (OJ L 141, 05.06.2015, pp. 73–117) of the Commission, as amended and in force, which was incorporated into Greek legislation by Law 4557/2018 (Government Gazette 139<sup>A'</sup> / 2018),

(f) child labour and other forms of trafficking in human beings, as defined in Article 2 of Directive 2011/36/EU of the European Parliament and of the Council of 5 April 2011 on preventing and combating trafficking in human beings and protecting its victims, and replacing Council Framework Decision 2002/629/JHA (OJ L 101; 15.04.2011, p. 1–11), as incorporated into Greek legislation by law 4198/2013 (Government Gazette 215A/2013) and/or

(g) any breach of applicable obligations in the fields of environmental, social and labour law established by EU law, national law, collective agreements or the following international environmental, social and labour law conventions, as may be amended, supplemented, restated and/or replaced from time to time:

- ILO Convention 87 on Freedom of Association and Protection of the Right to Organise,
- ILO Convention 98 on the Application of the Principles of the Right to Organise and Barter Collectively,
- ILO Convention 29 on Forced Labour,
- ILO Convention 105 concerning the Abolition of Forced Labour,
- ILO Convention 138 on the Minimum Age,
- ILO Convention 111 on Discrimination (Employment and Occupation),
- ILO Convention 100 on Equal Pay,
- ILO Convention 182 on the Worst Forms of Child Labour;
- Vienna Convention for the Protection of the Ozone Layer and the Montreal Protocol

Depleting the Ozone Layer,

- Basel Convention on the Control of Transboundary Movements of Hazardous Wastes and their Disposal (Basel Convention),
- Stockholm Convention on Persistent Organic Pollutants (Stockholm Convention POPs),
- Convention on the Prior Informed Consent Procedure for Certain Hazardous Chemicals and Pesticides in International Trade (UNEP/FAO) (PIC Convention) and its 3 regional Protocols.

**3.2.** A Candidate or the member of its administrative/management/supervisory organ or any other person with powers of representation, decision or control, who has breached his obligations regarding the payment of taxes or social security contributions, is automatically excluded if this has been certified by a court decision having the force of res judicata or an administrative decision with binding force, in accordance with the legal provisions of the country in which the Candidate is established and/or those of the Hellenic Republic.

**3.3.** The Organization reserves the right to audit, evaluate and monitor the compliance of any Candidate with its applicable obligations under international environmental, social and labor conventions, as well as the right to exclude from the procedure for the award of a Subconcession a Candidate who, in its sole discretion, does not have the ability to comply with the above obligations.

## **Article 4**

### **Commitments of the Bidders under the Concession Agreement**

When submitting his tender, each candidate shall declare that,

(a) It has been fully informed and agrees to comply with all regardless of the terms of the aforementioned Organization Concession Agreement with the Greek State ratified by Law 5048/2023 (Government Gazette 149A/2023), which concern its position as a Candidate and Sub-Concessionaire and that it understands that this Regulation has also been set for the purpose of implementing the relevant provisions of the above Agreement, with the

consequence that the provisions therein apply, if no corresponding provisions have been included in this Regulation, and its provisions prevail in case of conflict with the terms of this Regulation.

(b) Has understood and accepts that transparency in its financial transactions with the Organization in the context of the implementation of the Subconcession Agreement has a direct impact on the rights deriving the Greek State from the aforementioned Concession Agreement with the Organization.

(c) Accepts in case of termination and termination of the above Concession Agreement that, within sixty (60) days from such termination, the Greek State will be entitled to enter into the Subconcession Agreement, under the same terms and conditions as apply to the Organization.

(d) If the Subconcession is assigned, it accepts and agrees to inform the Organization in writing of any change in its ownership status and control structure, up to the level of the ultimate beneficial owners of its shares, within fifteen (15) days from the occurrence of the change, otherwise, in addition to the right of the Organization to terminate the Subconcession Agreement and claim compensation for the material and moral damage caused by the above omission, also pay the penalty provided for in the Subconcession contract.

(d) If the Sub-Concession is awarded to it and requested by the competent governmental body of the Greek State, the Organization shall be entitled to terminate the Sub-Concession Agreement due to its ownership status or other reasons arising from audits by the Greek State giving rise to national security concerns, or raising objections to the continuation of the Sub-Concession; without maintaining any claim against the Organization or the Greek State, due to the above complaint.

(e) Promises that, at the request of the Greek State, it will deliver to it any written confirmation regarding the above issues, in a form and content reasonably satisfactory to the Greek State, otherwise the Greek State may request from the Organization the termination of the Subconcession Agreement, without the Subconcessionaire maintaining any claim against the Organization or the Greek State; because of the above complaint.

## **Article 5**

### **Fundamental obligations of the Sub-Concessionaires**

With the Subconcession Agreement, the Sub-Concessionaire will acknowledge and accept that, due to the fundamental legal nature of the Port Area as a public public property, it shall throughout the duration of the Sub-Concession Agreement:

- (a) to operate the data provided to him in accordance with the purpose of their use as public goods;
- (b) to provide users of its services with equal access, based on the principles of objectivity and non-discrimination;
- (c) not to adopt or apply any commercial rules, commercial or pricing policies or practices in relation to the information provided to him and in the provision of services on his behalf, which have the effect of excluding or limiting the rights of any person in any material respect, directly or indirectly;
- (d) to observe and apply the principles of rationality and proportionality in its dealings with users;

The Sublicensee, when providing access to the data provided to it or charging fees and charges for the use of the same data, shall be entitled to discriminate between different groups of users, as well as between the various data allocated to it, only to the extent that such discrimination is justified by objective criteria and is in line with the principles of rationality; objectivity and non-discrimination.

## **Article 6**

### **Key terms of the Subconcession agreements**

No Subconcession Agreement of this Regulation may be concluded before the prior written consent of the competent Government Body of the Greek State referred to in the above Concession Agreement.

The Subconcession contracts will be exclusively fixed-term, and the contractual duration of



each one may not exceed the expiry date of the aforementioned Concession Agreement between the Organization and the Greek State, i.e. 3 February 2062.

## **Article 7**

### **Final provisions**

The right to interpret the provisions of these Rules rests solely with the Agency.

These Rules repeal any previous similar regulations and any other decisions of the Agency regulating similar matters.