

Invitation for Expression of Interest (IEOI) for the supply of a Floating Storage and Regasification Unit (FSRU) for the Alexandroupolis Independent Natural Gas System (Alexandroupolis INGS) Project

General

Gastrade S.A. ("**Gastrade**") is a utility company which develops, operates and manages natural gas infrastructure in a safe, reliable and financially sound manner. The Alexandroupolis Independent Natural Gas System ("**INGS**") – LNG Terminal in northern Greece (**the 'Project'**) comprises an offshore floating, storage and regasification unit ("**FSRU**") for the reception, storage and re-gasification of LNG and a system of a subsea and onshore gas transmission pipelines through which natural gas will be delivered to the Greek National Natural Gas Transmission System (NNGTS) and onwards to the final consumers.

The **Project** is included in the European Union list of Projects of Common Interest (PCI) and its FEED (Front End Engineering Design) Phase was partly-financed by the European Union through CEF. Gastrade plans to launch its execution phase tender within Q3 2018 and plans to take its Final Investment Decision (FID) in Q4 2018. The realization of the FSRU Contract is expected to commence within Q1 2019 and to be completed within Q3 2020. The planned start-up date for the **Project** is Q4 2020. To this end, Gastrade wishes to invite parties ("**CONTRACTOR(S)**") to express their interest in participating in the next phase of the **Project** and to submit relevant information to support a pre-qualification process.

The **Project** is expected to be financed through own resources with possible co-financing from public funds. Public funds will be provided through the Greek Public Investment Program, partly through national participation and partly through the European Regional Development Fund (ERDF), within the 2014-2020 programming period and under the Operational Program "Competitiveness, Entrepreneurship and Innovation".

The **Project** has all required permits in place to progress to the execution phase.

Further details on the **Project** can be found on the Gastrade web site (<http://www.gastrade.gr/en>).

To this end, Gastrade wishes to launch a selection process ("**Selection Process**") and hereby invites any interested parties ("**Interested Parties**") to express their interest ("**Eoi**") for the supply of a Floating Storage and Regasification Unit, as described under sections I and II hereof ("**FSRU Contract**") and to submit relevant information to support a pre-qualification process ("**Phase I**"). Following the assessment of the Eois submitted, Gastrade shall invite the Shortlisted Contractors (as defined in section IV 3. hereof) to submit their proposed technical solutions, as well as to express their comments on the terms of the supply, in order for Gastrade to determine the best technical solution for the implementation of the FSRU Contract and the terms of the supplier's engagement, in accordance with the principles of economy, effectiveness and efficiency ("**Phase II**"). Upon conclusion of Phase II, the Shortlisted Contractors shall be invited to submit their binding offers on the basis of the previously identified by Gastrade as the best technical solution. It is expected that the FSRU Contract will be awarded to the Shortlisted Contractor that will submit the most economically advantageous offer taking into account the relation between price and quality

The estimated value of the **Project** shall be Euro three hundred and eighty million (380) and of the FSRU Contract shall be Euro two hundred and forty million (240).

I. Project Description

The **Project** will consist of a Floating Storage Regasification Unit (FSRU), a Mooring and a Pipeline system connecting the FSRU to the NNGTS. The FSRU will be stationed in the sea of Thrace, approximately 17.6km SW of the town of Alexandroupolis in NE Greece, at an offshore distance of approximately 5.4 n.m. (10 km) from the nearest shore. The approximate depth of the water at the location of the FSRU is 40m. The FSRU will have a capacity of 150,000m³ to 170,000m³ of LNG storage

and a peak (without redundancy) gas send out rate of up to 950,000 m³/h corresponding to 8.3bln m³/yr (800mmscf/d).

The FSRU will be permanently moored and have a high pressure natural gas transfer system, transmitting the gas through two (2) 12" flexible risers to the pipe line end manifold (PLEM), where the gas transmission pipeline is connected. The FSRU will also have a control umbilical connected to the PLEM.

The preliminary requirements for the FSRU have as follows:

- Storage capacity: 150,000 to 170,000 m³.
- Nominal gas send-out rate: 530 mmscf/d.
- Peak gas send-out rate: 800 mmscf/d.
- Regasification modules: 50% open loop and 50% closed loop.
- In case of conversion, the regasification equipment that will be installed must be new and the carrier to be converted must have not been built before 2010.
- Delivery of the FSRU at site in Q3 2020.

Gastrade has completed a desktop metocean study and onshore / offshore G&G investigations (comprising of bathymetric / topographic surveys and shallow seabed grab samples). These studies will be made available to shortlisted CONTRACTORS during the next tender phase. Furthermore, Gastrade has embarked since Q4 2017 on a site specific metocean survey campaign and the intention is to share calibrated metocean data as and when it becomes available during the next tender process.

For further technical requirements of the Project, please refer to the Project's relevant Approved Environmental Terms (Ministerial Decision No. 181707/27-3-2013 Transparency platform number: ΑΔΑ ΒΕ2Ψ0-ΦΥΚ), which can be found on Gastrade's website (<http://www.gastrade.gr/en>).

See also Annex 1 for figure showing the Project location and overall layout.

II. Execution Phase Scope Split

Gastrade envisages the following scope split:

	Engineering	Procurement	Construction / Fabrication	Transportation & Installation	Pre-Commissioning	Commissioning
FSRU	FSRU Provider	FSRU Provider	FSRU Provider	FSRU Provider	FSRU Provider	FSRU Provider & Gastrade
Mooring (onboard)	FSRU Provider	FSRU Provider	FSRU Provider	N/A	N/A	N/A
Mooring (in-water/sub-sea)	FSRU Provider	Pipeline EPCI	Pipeline EPCI	Pipeline EPCI	N/A	N/A
Risers & Umbilicals	Pipeline EPCI	Pipeline EPCI	Pipeline EPCI	Pipeline EPCI	Pipeline EPCI	Pipeline EPCI
Pipeline, PLEM and valve station	Pipeline EPCI	Pipeline EPCI	Pipeline EPCI	Pipeline EPCI	Pipeline EPCI	Pipeline EPCI

The scope of the FSRU provider shall be the turn-key delivery of the FSRU at the site of its permanent installation. The acceptance of the FSRU by Gastrade shall take place after the successful completion of the performance tests on site.

III. Pre-Qualification Process/Shortlisting

1. Eligibility

Any legal entity or consortia/joint ventures established in a EU Member State, in the European Economic Area (EEA) or any third country that is a signatory to the World Trade Organisation Agreement on Government Procurement (the 'GPA') or to any other relevant bilateral or multilateral agreement by which Greece is bound, shall be eligible to submit an Eol. In case of participation of a consortium/joint venture, the members thereof shall be jointly and severally liable for the execution of the FSRU Contract.

2. Pre-qualification Process

Gastrade shall evaluate (i) the Grounds for Exclusion and (ii) the Selection Criteria set forth below under sections 2.1 and 2.2. respectively ("**Qualitative Criteria**") of the submitted Eols on a pass/fail basis. An

Interested Party meeting all Qualitative Criteria shall be considered a **Qualified Contractor**, whereas Eols failing to meet the Qualitative Criteria shall be rejected by Gastrade.

2.1. Grounds for Exclusion

An Interested Party shall be excluded:

2.1.1. If a member of the administrative, management or supervisory body of that Interested Party or a person with powers of representation, decision or control therein has been the subject of a conviction by final judgment for one of the following reasons:

(a) participation in a criminal organisation, as defined in Article 2 of Council Framework Decision 2008/841/JHA;

(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 and Article 2(1) of Council Framework Decision 2003/568/JHA as well as corruption as defined in the national law of the contracting authority or the economic operator;

(c) fraud within the meaning of Article 1 of the Convention on the protection of the European Communities' financial interests;

(d) terrorist offences or offences linked to terrorist activities, as defined in Articles 1 and 3 of Council Framework Decision 2002/475/JHA respectively, or inciting or aiding or abetting or attempting to commit an offence, as referred to in Article 4 of that Framework Decision;

(e) money laundering or terrorist financing, as defined in Article 1 of Directive 2005/60/EC of the European Parliament and of the Council;

(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.

2.1.2. Where Gastrade is aware that the Interested Party is in breach of its obligations relating to the payment of taxes or social security contributions and where this has been established by a judicial or administrative decision having final and binding effect in accordance with the legal provisions of the country in which it is established or with those of Greece.

2.1.3. If the Interested Party is bankrupt or is the subject of insolvency or winding-up proceedings, where its assets are being administered by a liquidator or by the court, where it is in an arrangement with creditors, where its business activities are suspended, or it is in any analogous situation arising from a similar procedure under national laws and regulations;

2.1.4. Where Gastrade can demonstrate by appropriate means that the Interested Party is guilty of grave professional misconduct, which renders its integrity questionable; and

2.1.5. Where Gastrade has sufficiently plausible indications to conclude that the Interested Party has entered into agreements with other Interested Parties aimed at distorting competition or where a conflict of interest cannot be effectively remedied by other less intrusive measures.

2.2. Selection Criteria

2.2.1. Technical ability

The Interested Parties must be FSRU owners and operators for at least 2 years or LNG carrier owners and operators for at least 10 years.

The Interested Parties are required to have completed the engineering study for an offshore moored FSRU, at least at FEED level, in the last five (5) years prior to the date hereof.

In addition, Interested Parties with experience in the operation of an offshore moored FSRU or Interested Parties which have under execution an EPC contract for an offshore moored FSRU will be accordingly evaluated.

Furthermore, Interested Parties must have experience in the management and supervision of shipbuilding contracts.

2.2.2. Economic and financial standing

Interested Parties should meet the following economic and financial criteria:

- a. An average annual turnover of at least USD four hundred million (400) during the last three (3) fiscal years;
- b. A positive net profit for each one of the last three (3) fiscal years;
- c. Net operating assets or capital employed of not less than one and half billion (1.5) USD as of 31.12.2017
- d. A debt of not more than seventy (70) % of the total capital employed as of 31.12.2017

3. Shortlisting

Provided that there are more than five (5) Qualified Contractors, Gastrade retains the right to restrict the number of the Qualified Contractors to the five (5) ones that will achieve the highest scoring as per the table below. In order to draw the list of the highest scoring Qualified Contractors, Gastrade will apply the below weightings for each criterion to a maximum 100-point rating scale and each sub-criterion to a maximum rating as per the table below ("**Shortlisted Contractors**"):

Item	Criteria	Weight	Points
I. HSE Performance	<ul style="list-style-type: none"> • Safety record (0-5) • Evidence of proactive continual improvement program (0-5) • Industry recognition (0-5) 	15%	0-15
II. Quality	<ul style="list-style-type: none"> • Relevant certification with a focus on quality assurance process, risk management and environmental consciousness (0-10) • Industry recognition (0-5) 	15%	0-15
III. Relevant Project Experience (additional to the minimum technical ability required under section IV. 1.2.1. of this IEoI)	<ul style="list-style-type: none"> • FSRU offshore moored project experience (0-15) • Shipbuilding contract management and supervision experience (0-10) • Complexity of projects undertaken (0-10) 	35%	0-35
IV. Technical Understanding	<ul style="list-style-type: none"> • Description of proposed FSRU solution (0-15) • Compliance with Gastrade's preliminary requirements (0-15) • Execution plan for conversion and/or adaptation works (0-5) 	35%	0-35
		Total: 100%	Maximum: 100

IV. Information Requested

CONTRACTORS should provide the following information:

1. Eligibility and Qualitative Criteria (III. 1-III. 2)

- a. As evidence for the requirement under section III.1. of this IEoI, details of the entity of the Interested Party and identification of a contact person;
- b. A Solemn Declaration of Law 1599/1986 or a Sworn Statement stating that the Interested Party does not fall under any of the Grounds for Exclusion set out under section III. 2.1. hereof;
- c. As evidence for the requirement under section III. 2.2.1. of this IEoI, evidence that the Interested Parties are FSRU owners and operators for at least 2 years or LNG carrier owners and operators for at least 10 years, description of the Interested Party's relevant project experience (such as client's written confirmation, indicatively description of the project, scope of work, client, schedule,

resources/equipment used, dates, type of contract, date of assignment, initial and final cost of the contract, scheduled and achieved completion date, participation percentage in case of joint ventures, etc.);

- d. As evidence of the requirement under section III. 2.2.2. of this IEoI, audited financial accounts for the last three (3) fiscal years.

2. Shortlisting Criteria

1. HSE Performance
 - a. Track record for the last five (5) years including but not limited to near-misses, injuries and fatalities
 - b. Description of HSE Policy and Management System
 - c. HSE awards
 - d. Relevant accreditations
2. Quality
 - a. Description of Quality Policy and Quality Management System
 - b. Relevant ISO accreditations or equivalent
 - c. Evidence demonstrating Industry recognition
3. Relevant Project Experience (in addition to IV.I.c above)
 - a. Evidence of experience in FSRU offshore moored projects (operation of an offshore moored FSRU and/or under execution of an EPC contract for an offshore moored FSRU and/or completion of the engineering study for an offshore moored FSRU, at least at FEED level).
 - b. Evidence of experience in the management and supervision of shipbuilding contracts.
4. CONTRACTOR(S) Technical Understanding of the FSRU Contract
 - a. Description of proposed FSRU solution(s) and of its(their) status of readiness.
 - b. Description of proposed execution plan, including scope of work to be subcontracted for conversion and/or adaptation purposes, in order to deliver the FSRU according to Gastrade's requirements.

The CONTRACTOR(S) may also provide to Gastrade, as part of the information required by this EOI, any other information it may deem relevant.

V. Terms and Conditions

- a. This IEoI shall not be construed as limiting the discretion and rights of Gastrade in any way.
- b. Participating in this EOI does not provide an advantage to any Interested Parties or Shortlisted Contractors, nor shall it be deemed to grant to any participant any rights towards Gastrade. Gastrade reserves the right to amend the terms of, postpone or terminate the Selection Process, without prior notice, to reject any or all of the EoIs and to terminate discussions with any or all Interested Parties or Shortlisted Contractors at any time and for any reason whatsoever, whereas the latter shall have no claims or rights against Gastrade or anyone acting on Gastrade's behalf.
- c. Gastrade retains the right to subsequently request verification of evidence of the Interested Parties' capability and fulfilment of the requirements of the IEoI. In this respect, among others, Gastrade may: (aa) request the Interested Parties to provide, within a reasonable time limit not shorter than five (5) calendar days from receipt of such request, additional information and/or clarifications in writing as it deems necessary to evaluate the EoIs; (bb) in order to evaluate the Interested Parties' Relevant Project Experience, upon prior notification, carry out site visits to facilities constructed or operated by the Interested Parties and contact third parties having co-operated with the Interested Parties within the context of the Relevant Project Experience and (cc) invite any of the Interested Parties to meet with Gastrade representatives.
- d. Interested Parties may also be required by Gastrade and/or its shareholders to complete anti-bribery and corruption due diligence before the award of the FSRU Contract.
- e. In their EoI the Interested Parties shall specify in a clear, complete and legible manner, any information which they consider to be of a commercially sensitive or confidential nature, and Gastrade will, to the extent allowed by law, refrain from disclosing such information and shall ensure that any of its consultants shall act accordingly.

- f. Subject to the above, Gastrade may use any information it receives from the Interested Parties or any third party, for purposes strictly related to the Selection Process at its sole discretion, including forming specifications or any other documents and may transfer any such information to any of its consultants.
- g. Interested Parties shall not be entitled to any payment for the information provided by them in the Selection Process. Interested Parties shall not be entitled to any reimbursement or compensation for expenses with respect to their participation in the Selection Process.
- h. Gastrade shall not be responsible or liable towards an Interested Party or any party acting on its behalf in connection with the Selection Process, including in connection with the completeness or accuracy of any information provided by Gastrade or any party acting on its behalf at any time.
- i. The submission by the Interested Parties of their EoI shall mean the unconditional acceptance of the terms and conditions of this IEoI on their part. Any express or implied provision to the contrary included in an EoI shall lead to the disqualification of the relevant Interested Party and the rejection of its EoI.
- j. This IEoI shall be governed by and construed in accordance with the laws of Greece. Any disputes arising out of or in connection with this IEoI shall be submitted to the competent courts of Athens.

VI. Clarifications and Questions

Questions and clarifications can be submitted until 17:00 (Athens time) on 12 October 2018 and shall be directed to:

- Mr. Andreas Diamandopoulos via e-mail: a.diamandopoulos@gastrade.gr.
- Mr. Theodoros Varsamis via email: t.varsamis@gastrade.gr

VII. Submission

All EoIs shall be submitted to info@gastrade.gr to the attention of Mr. Andreas Diamandopoulos, taking into account email inbox limitations of 10MB per email.

CONTRACTORS are requested to send the EOI including all relevant required information by 25 October 2018, 17:00 Athens time, at the latest.

Expressions of Interest and relevant required information received after the above specified deadline shall not be considered for prequalification.

Please note that a short version announcement of this Call for Expression of Interest has been published in the Financial Times and Naftemporiki, September 21, 2018 issues.

Annex 1 Figures



Figure 1. Project location in NE Greece



Figure 2. Project location in the Sea of Thrace