

## Answers to the request for clarification submitted in the period 20/6/2008 – 4/7/2008

**Q:** “By this communication, we ask your availability to postpone the deadline for submitting request for clarification, as provided for under Article 5 of the OS Procedure [omissis]”

**A:** We have postponed the deadline for requests of clarification to 22 August 2008; please note that Edison and DEPA will endeavor to answer any requests for clarification timely submitted pursuant to the above within 5 September 2008.

**Q:** “We kindly ask you to confirm [omissis] the criteria and modalities pursuant to which is attributed to each Lot the duration of the transportation service, considering that Article 2 of the OS Procedure simply refers to a possible different duration of same transportation service (i.e. 10 years, 15 years, 20 years and 25 years)”

**A:** The Participants to the OS Procedure are allowed to bid for any of the durations indicated at Art. 3 of the OS Procedure Regulation and at Art. 2 of the General Rules at their choice. No restrictions or quotas are foreseen nor any criteria or modalities to attribute to a Lot a particular duration are envisaged. The ranking of the bids received pursuant to the allocation mechanism established for the OS Procedure, will depend only and exclusively on the Net Present Value of the Premium offered (and, among equals, by a lottery mechanism) as foreseen at Art. 10 of the OS Procedure Regulation.

**Q:** “We kindly ask you to confirm [omissis] if there is any restriction or requirement applicable to the legal nature and structure of the Applicants and/or Participants. In particular, if it would be possible to participate to the OS Procedure by means of consortium, temporary association of enterprises or companies linked by simple contractual relationship which intend jointly participate to the OS Procedure”

**A:** No such restrictions or requirements have been provided for the participation to the OS Procedure. All kind of Participants can therefore be admitted, including entities participating in the form of consortia, temporary associations of enterprises or companies linked by simple contractual relationship (hereinafter, for the purposes hereof, the **Associated Entities**), provided that in case of Associated Entities the following shall apply:

- a. The Associated Entities shall be considered as one Participant for all purposes of the OS Procedure, including, for the avoidance of doubt, for the purposes of the Participation Fee, which shall be due only once.
- b. No Associated Entity, nor any other company or entity belonging to the same group of companies of an Associated Entity, shall be allowed to participate to the OS procedure in any other form, either as an individual or in association, partnership or consortium with any other entity.
- c. The access requirements set forth in Art. 8 of the OS Procedure Regulation shall apply to, and must be complied with by, each Associated Entity.
- d. The Associated Entities shall at all times be jointly and severally liable for the purposes of the OS Procedure and in respect of the agreements which may be entered into as part of the OS Procedure and they must nominate a leader (hereinafter, for the purposes hereof, the **Leading Entity**), with power of attorney to act in their name and on their behalf, which shall also be entitled to receive on behalf of all Associated Entities the notices and communications provided for or envisaged by the OS Procedure.
- e. In the E.o.I., the Leading Entity shall be required to: (i) identify the Associated Entities which it represents, (ii) warrant that it has the right to bind them, and (iii) warrant that the association or consortium in question provides the joint and several liability of its members in accordance with the applicable laws, or otherwise that the Associated Entities accept to be jointly and severally liable for the purposes of the procedure. In the event the Associated Entities present a Binding Offer, the Leading Entity shall be required to provide evidence of compliance with the requirements set forth herein to the reasonable satisfaction of Edison and Depa. Such evidence must include a deed or contract executed in front of a notary public or of any other authority granted with powers to certify the act in accordance with the laws applicable to such act. Please note that Edison and Depa reserve the right to require the Associated Entities to procure at their costs and expenses a legal opinion from

a primary international law firm, acceptable to Edison and Depa, confirming compliance with the above.

- f. For the avoidance of doubt, the participation to the OS Procedure in the form of Associated Entities shall be without prejudice to the obligation to deliver the required financial guarantees in accordance with the terms of the OS Procedure.

**Q:** *“We kindly ask you to confirm [omissis] the subjects and related requirements, if any, composing both the Evaluation Committee and the Objection Committee and related procedure for their appointment”*

**A:** Following the publication of the OS Procedure Regulation, Edison and DEPA have notified to Italian AEEG (*Autorità per l'energia elettrica ed il gas*) and Regulatory Authority for Energy of Greece (RAE) the members of the OS Evaluation Committee and of the OS Objection Committee, selected among individuals of proven experience in the natural gas business from Edison and Depa organizations.