

**Law 4643/2019 (National Official Gazette vol. A, issue 193/3.12.2019)**

**“Liberalisation of the energy market, modernisation of PPC, privatisation of DEPA and support to RES”**

**CHAPTER B**

**PPC S.A. ORGANISATION AND OPERATION MATTERS**

**Article 3**

**Recruitment of personnel with open-ended contracts**

1. The recruitment of personnel of any nature whatsoever at PPC S.A. under open-ended contracts shall be carried out within the framework of the recruitment policy, as approved by the Board of Directors, upon recommendation of the Remuneration and Recruitment Committee. Recruitment shall be carried out through public tender, which is approved by the Board of Directors and issued by the competent corporate bodies following review by the Supreme Council for Civil Personnel Selection (ASEP) as per par. 3 herein and in any case posted on the PPC website. Among others, such public tender shall determine indicatively the following:

- a) the number per category and specialty of the personnel to be recruited;
- b) the required formal and essential qualifications per category/specialty;
- c) its selection criteria and the allocation of credit points;
- d) the deadline for the submission of the application forms by the candidates, the submission mode and the competent department for receiving such applications;
- e) the supporting formalities, as well as the way and the deadline for their submission;
- f) the candidates evaluation and selection procedure, including any interview, the procedure for drawing up the ranking lists, the competent bodies, the procedure for reviewing the legality of the ranking lists and the completion of the process;
- g) the right to object, the way and the deadline for lodging an objection and the competent body for reviewing the objection.

2. The provisions of the Tender and in particular items (a) to (g) of par. 1 herein shall be determined by way of derogation from any general or special legal provisions and without any approval by the Committee provided under the Act of the Ministerial Council with no 33/2006, as in force, being necessary, with due regard to the principles of transparency, meritocracy and equality and in accordance with the needs and internal processes of the company.

3. The Tender shall be sent to the ASEP, which shall approve or amend it within ten (10) working days as of the date of receipt of the draft tender. If the (10) ten-day deadline expires

and no communication from ASEP has been received, it is presumed that ASEP has given its consent.

4. The evaluation of the applications shall be carried out by an at least three-member Committee, established by decision of the Board of Directors. The Committee shall draw up provisional ranking lists and post them on PPC website. Against these lists an objection may be lodged only for reasons of legality and exclusively within ten (10) days as of the next day following their posting on PPC website. Objections shall be reviewed by the Objections Committee, as established by decision of the Board of Directors. The Objections Committee shall also draw up the final list of the successful and unsuccessful applicants and send it for review to ASEP within ten (10) days as of its drawing up. ASEP, after reviewing the legality of the final list of the successful and unsuccessful applicants, shall ratify it within twenty (20) working days and send it back to PPC S.A. In the event that the (20) twenty-day period elapses and no communication from ASEP has been received, it is presumed that ASEP has approved the final list of the successful and unsuccessful candidates.

5. The open-ended contracts drawn up in accordance with the present article are subject to the provisions of the labor law, as applicable each time, which regulate the employer-employee relationship in the private sector and to the provisions of the tender, by way of derogation from the Collective Labor Agreement applicable in the company or from the PPC Staff Regulation or from any other business agreement, arrangement or practice, especially with regard to the remuneration of the recruits, the leaves, any salary increments whatsoever, allowances or other benefits, as well as to the redundancy terms and procedure. In particular, the open-ended contracts concluded following the entry into force of the present in accordance with the previous paragraphs may be terminated pursuant to the terms and conditions of the labor law, as applicable each time.

6. No general or special provision of the Collective Labor Agreement or of the PPC Staff Regulation or any other business agreement or arrangement, as and if applicable each time, shall apply to PPC, in so far as it regulates in a different way matters governed by the provisions of the present article.

7. The filling of vacant posts in PPC S.A. is exempted from the provisions of pars. 1, 4, 5 and 6 of article 11 of L. 3833/2010 (NOG vol. A issue 40), of paragraphs 20a, 21 and 22 of article 9 of L. 4057/2012 (NOG vol. A issue 54), pars. 8, 9 and 10 of article 49 of L. 3943/2011 (NOG vol. A issue 66), par. 10 of article 1 of L. 4038/2012 (NOG vol. A issue 14) and par. 20 of article 14 of L. 2266/1994 (NOG vol. A issue 218), as in force following its replacement by par. 1 of article 5 of L. 2839/2000 (NOG vol. A issue 196).

## **Article 4**

### **Recruitment of personnel under fixed-term contracts**

1. The filling of the posts of Deputy Chief Executive Officers [CEOs], Chief Officers, Directors, Assistant Directors/Heads of Unit provided for in the organization chart of the company is carried out through public tender by decision of the PPC CEO under fixed term contracts with

a three-year term, which can be renewed only once. The recruitment procedure and the remuneration policy are approved by the General Meeting upon recommendation of the Remuneration and Recruitment Committee. By decision of the CEO the recruitment criteria, the duration, the remuneration and the remaining terms of the relevant contracts are determined. Personnel of the company and candidates from outside the company may participate in the recruitment procedure. In the event that the post is filled by an employee of the company, the remuneration under this paragraph shall not continue to be received after the departure of the said executive from the post in any way whatsoever. Especially, the posts of Assistant Directors/Heads of Unit, which may be filled in accordance with the provisions of this paragraph may not exceed 20% of the total posts of Assistant Directors/Heads of Unit respectively, that are currently provided for by the organization chart of the company.

2. The provision of par. 1 article 28 of L. 4354/2015 (NOG vol. A issue 176) shall not apply to the remuneration of the Deputy Chief Executives Officers, the Chief Officers and the Directors of the company recruited pursuant to the provisions of par. 1 herein.

3. Without prejudice to the provisions of par. 1, the recruitment of personnel under fixed-term contracts by PPC S.A. is carried out in order to fill temporary, short-term or seasonal needs by decision of the CEO of PPC S.A. The contract term of the said personnel may not exceed eight (8) months within a total period of twelve (12) months. After the expiry of the aforementioned contract term, contracts are terminated ipso iure without any notification or formality being necessary and without any compensation. Any extension or conclusion of a new employment contract during the same calendar year or conversion to open-ended contract is null and void.

4. At PPC S.A. any other general or special provision on personnel recruitment ceases to be applicable, in so far as it regulates otherwise matters, that are subject to the provisions of the present law, with the exemption of par. 7 of article 6 of L. 2244/1994 (NOG vol. A issue 168).

5. Starting from the date of entry into force of the provisions of the present law, the provisions of par. 6 article 6 of L. 2244/1994, as in force, and pars. 2 and 3 article 9 of L. 2941/2001 (NOG vol. A issue 201) are abolished.

## **Article 5**

### **Remuneration and Recruitment Committee**

1. A Remuneration and Recruitment Committee shall be established at PPC S.A. by way of transforming the existing Remuneration Committee. The Committee shall consist of three (3) non-executive members of the Board of Directors of the company, independent of the company, within the meaning of the provisions of article 4 of L. 3016/2002 (NOG vol. A issue 110). The term of office of the members shall be three (3) years, it may be renewed only once and shall be terminated, when losing in any way whatsoever the capacity of Board member.

2. Duties of the Committee:

a) Recommendation to the Board of Directors for the determination of the policy for recruiting personnel under open-ended contracts within the framework of the Business Plan of the company;

- b) Recommendation to the Board of Directors for the determination of the policy for recruiting Deputy Chief Executives Officers, Chief Officers, Directors and Assistant Directors/Heads of Unit of the company pursuant to article 4 par. 1 herein;
- c) Recommendation to the Board of Directors for the remuneration policy to be approved by the General Meeting, pursuant to articles 110-112 of L. 4548/2018 (NOG vol. A issue 104) with regard to:
  - i) the Board of Directors members, and
  - ii) the Deputy Chief Executives Officers, Chief Officers, Directors and Assistant Directors/Heads of Units, pursuant to article 4 pars. 1 and 2 hereof.

3. By decision of the BoD of the company, the Committee's Operation Regulation shall be drawn up to regulate matters pertaining to its establishment, the status of its members, incompatibilities and impediments, the convocation and the holding of meetings, the decision taking, as well as to any other matter concerning its operation.

## **Article 6**

### **Voluntary retirement schemes**

At PPC S.A. and HEDNO S.A., PPC Renewables S.A., LIGNITIKI MELITIS S.A. and LIGNITIKI MEGALOPOLIS S.A., by decisions of the Board of Directors of the respective company, targeted voluntary retirement schemes may be implemented, based on defined criteria, especially for specific categories/specialties or for specific departments at the expense of the company. The terms and conditions, as well as the amount of the financial incentives to be paid for the voluntary retirement of the personnel shall be determined by the aforesaid decisions, taking into consideration among others the financial situation of the company, the number of the beneficiaries and the characteristics of the category to be retired.

## **Article 7**

### **Transfers of personnel within PPC Group**

1. The personnel of PPC S.A., and of HEDNO S.A., PPC RENEWABLES S.A., LIGNITIKI MELITIS S.A. and LIGNITIKI MEGALOPOLIS S.A. may be transferred from and to PPC S.A. and the aforementioned companies, to vacant posts, as provided for in the organizational chart, of corresponding or similar category/specialty with the one that the employee to be transferred used to have, based on his/her formal qualifications, in accordance with the terms of the present article.
2. The Board of Directors of the companies referred to in the present article shall send their requests detailing their needs for filling vacant posts through personnel transferring, accompanied by a report concerning the personnel being employed, the estimated departures due to retirements and any current recruitment processes. The said requests must mention the total posts provided for in the organizational chart with regard to the category/specialty to which the request refers, as well as the total vacant posts with regard to such category/specialty.
3. The transfer process is initiated upon issuance of the call for expression of interest by the original company to its personnel and completed upon issuance of decision by the competent body of the host company, which is communicated to the person concerned and to the original company. In any case and in particular if the procedure for the call for expression of

interest is declared unsuccessful, the original company reserves the right to transfer personnel in accordance with the provisions of the present article upon decision of its Board of Directors. Previous service recognized by the original company shall be fully recognized along with all rights deriving therefrom.

4. All matters of organization, processes and implementation of the provisions of the present article, the supporting documents accompanying the request for transfer, as well as any other necessary detail, shall be regulated by decision of PPC Board of Directors.

## **Article 8**

### **Transfer of personnel to the Public Sector**

1. The personnel of PPC S.A. and of HEDNO SA, PPC RENEWABLES S.A., LIGNITIKI MELITIS S.A. and LIGNITIKI MEGALOPOLIS S.A. may be transferred under the same employment relationship to services, bodies or legal entities of the State and of the wider public sector, as well as to companies governed by law 3429/2005 (A' 314), in which the State holds the majority of the share capital during the period that the transfer takes place, following relevant decision of the company's Board of Directors and relevant call for expression of interest, in accordance with the procedure specified in the joint ministerial decision of the present article. To this end, the Ministry of Interior collects requests from bodies, which wish to fill up vacant posts with employees who have expressed interest in being transferred. Then, following evaluation of the said requests based on the priorities of staffing the Public sector, a decision by the Minister of Interior shall be issued by which the vacancies shall be determined.

2. The transfer of the personnel under the previous paragraph shall take place upon joint decision taken by the Minister of Interior, the Minister of Finance, the Minister of Labour and Social Affairs, the Minister of Environment and Energy, as well as by the competent Minister as per case.

3. The transfer shall take place to a vacant post or a post to be established by the decision of transfer, which shall be of the same or similar function group or category or specialty, provided that the employee has the formal qualifications required for the said function group, category or specialty, where he/she is to be transferred. The employee can be transferred to a group of inferior category, if he/she gives his/her consent. In the event there are no corresponding vacant posts, the transfer shall take place to a post to be established on a personalized basis (ad personam) corresponding to the formal qualifications of the person to be transferred. The said personalized post shall be abolished in case the employee leaves this post in any way whatsoever.

4. The persons who are transferred according to those laid down in the previous paragraph shall be classified into a level and a salary grade depending on their years of service in the original company during which they had the formal qualifications required for the category into which they shall be classified. Anyone being transferred to an inferior category shall be classified into a level and a salary grade of the new category based on his/her total service time. In any case, the transfer shall take place without maintaining any difference between remunerations.

5. All matters concerning organization, processes and implementation of the provisions of the present article, the supporting documents accompanying the transfer request, the transfer criteria, as well as any other necessary detail shall be regulated by joint decision of the Minister of Interior, the Minister of Finance, the Minister of Labour and Social Affairs and the Minister of Environment and Energy.

## **Article 9**

### **Procurement policy**

1. By resolution of the General Meeting to be convened within a month as of the entry into force of the present, two (2) members shall be added to the existing Audit Committee operating at PPC pursuant to L.4449/2017 (NOG vol. A' issue 7). These two (2) members shall be selected from a list of persons with proven experience in the sector of works, supplies and services contracts and shall be independent from the company within the meaning of the provisions of L.3016/2002 (NOG vol. A' issue 110). Their term of office shall be three (3) years and can be renewed only once. Regarding the members of the Board of Directors, their term of office shall terminate when losing the capacity of PPC Board members in any way whatsoever.

2. The duties of the Committee, apart from those set forth in article 44 of L. 4449/2017 shall be as follows:

(a) To audit and follow-up the correct implementation of the Regulation for works, supplies and services on a sampling basis.

(b) To submit an annual report to the Board of Directors concerning the performance of the function of assigning the company's contracts for works, supplies and services, based on specific indexes, aiming at reinforcing the effectiveness, at minimizing relevant risks and at connecting the Procurement function with the strategy and policies of the company.

(c) To recommend to the Board of Directors amendments to the Regulation on Works, Supplies and Services and in general measures for improving the effectiveness of the procurement function of the company.

In order to fulfill its duties, the members of the Committee are entitled to take note of the company's relevant files, documents or data.

3. The Operation Regulation of the Committee shall be approved by decision of the company's Board of Directors, in order to regulate indicatively, matters pertaining to the Committee's formation into body, the status of its members, any incompatibilities and impediments, the convocation and holding of meetings and the decision making, as well as any other issue concerning its operation.

4. The assigning of the works, supplies and services contracts of PPC S.A. above or below the thresholds specified in Directives 2014/24 and 2014/25 concerning public contracts shall be carried out in accordance with the company's Regulation on Works, Supplies and Services, by way of derogation from the applicable legislation concerning the assigning, the legal protection during assignment and execution of public contracts without prejudice to the provisions of the EU law. The present paragraph shall take effect from the formation into a body of the new Audit Committee referred to in paragraph 1 herein.

5. The joint ministerial decision No 129/2534 (NOG Issue B' No.108/04.02.2010) on the "Definition of beneficiaries and maximum limit of engine capacity of state vehicles and other regulations on state vehicles" does not apply to PPC SA.

#### **Article 10**

##### **Application to PPC subsidiaries**

The provisions of articles 3 to 5 and 9 hereof shall also apply to the subsidiaries of PPC S.A., HEDNO S.A. and PPC RENEWABLES S.A.

#### **Article 11**

##### **Adjustment of special tariff for personnel**

1. A special tariff for electricity consumption may apply to personnel and pensioners of PPC S.A., its subsidiaries and IPTO S.A. exclusively with regard to the pricing of the electricity consumption, namely the supply charges. In any case, the discount on the electricity consumption charge, which results from the implementation of the above special tariff cannot exceed thirty per cent (30%). The aforementioned discount shall not apply to the regulated charges.

2. Paragraph 2 of the article of the Ministerial Council Act 127/1990 (NOG Issue A' No. 147) shall be abolished. Any other general or special provision of a PPC decision, of the Corporate Collective Labour Agreement, of the PPC Staff Regulation or of any other collective agreement or arrangement, in so far as it regulates in a different way the matters governed by the provisions of the present article, shall cease to be in force and applied from the entry into force of the present article.

3. The present article shall take effect on 01.01.2020.