

CONTRACT AGREEMENT
(for the Construction of the JHMC Wastewater Treatment Plant)

THIS AGREEMENT, made this ___ day of MAY 22 2024 between **JOHN HAY MANAGEMENT CORPORATION** (hereinafter called "**JHMC**"), with principal office at John Hay Special Economic Zone, Loakan Road, Baguio City, and **ULTRAPURE WATER AND WASTEWATER TECHNOLOGY INC.**, with office address at 8227 Westmont Commercial Complex, Brgy. San Isidro, Dr. A. Santos Ave., Sucat, Paranaque City (hereinafter called the "**CONTRACTOR**").

WHEREAS, **JHMC** is desirous that the **CONTRACTOR** execute the *Construction of the JHMC Wastewater Treatment Plant* (hereinafter called the "**Works**") and **JHMC** has accepted the Bid for **Twenty Five Million Nine Hundred Fifty One Thousand Three Hundred Eighty One Pesos and 56/100 (PhP25,951,381.56)** by the **CONTRACTOR** for the execution and completion of such Works and the remedying of any defects therein.

NOW THIS AGREEMENT WITNESSETH AS FOLLOWS:

1. In this Agreement, words and expressions shall have the same meanings as are respectively assigned to them in the Conditions of Contract hereinafter referred to.
2. The following documents as required by the 2016 revised Implementing Rules and Regulations of Republic Act No. 9184 shall be deemed to form and be read and construed as part of this Agreement, viz.:
 - a. Philippine Bidding Documents (PBDs);
 - i. Drawings/Plans;
 - ii. Specifications;
 - iii. Bill of Quantities;
 - iv. General and Special Conditions of Contract;
 - v. Supplemental or Bid Bulletins, if any;
 - b. Winning bidder's bid, including the Eligibility requirements, Technical and Financial Proposals, and all other documents or statements submitted:

 Bid form, including all the documents/statements contained in the Bidder's bidding envelopes, as annexes, and all other documents submitted (e.g., Bidder's response to request for clarifications on the bid), including corrections to the bid, if any, resulting from **JHMC**'s bid evaluation;
 - c. Performance Security;
 - d. Notice of Award of Contract and the Bidder's conforme thereto; and
 - e. Other contract documents that may be required by existing laws and/or **JHMC** in the PBDs. Winning bidder agrees that additional contract documents or information prescribed by the GPPB that are subsequently required for submission after the contract execution, such as the Notice to Proceed, Variation Orders, and Warranty Security, shall likewise form part of the Contract.
3. In consideration for the sum of **Twenty Five Million Nine Hundred Fifty One Thousand Three Hundred Eighty One Pesos and 56/100 (PhP25,951,381.56)** or such other sums as may be ascertained, the **CONTRACTOR** agrees to complete the Works in accordance with its Bid.
4. **JHMC** agrees to pay the above-mentioned sum in accordance with the terms of the Bidding.

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[Handwritten signature]

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5. To ensure continuing compliance with tax laws pursuant to Executive Order No. 398:
 - a. The **CONTRACTOR** shall pay taxes in full and on time, failure to do so will entitle **JHMC** to suspend payment.
 - b. The **CONTRACTOR** is likewise required to submit, prior to the execution the Agreement, a tax clearance from the Bureau of Internal Revenue (BIR) as well as a copy of her income and business tax returns duly stamped and received by the BIR and duly validated with the tax payments made thereon.
6. **Employment Relations.** There shall be no employer-employee relationship between **JHMC** and the **CONTRACTOR**.

The **CONTRACTOR** represents and acknowledges that the Works being engaged and offered to **JHMC** are strictly for and in relation to the specified Project of **JHMC**.

IN WITNESS whereof the parties hereto have caused this Agreement to be executed the day and year first before written.


ALLAN RAZON GARCIA *mf*
President and CEO
Board Resolution No. 2024-0422-079
dated 22 April 2024


GRACE B. FLORECE

for:
JOHN HAY MANAGEMENT CORPORATION


for:
ULTRAPURE WATER AND WASTEWATER TECHNOLOGY INC

Signed in the presence of:


AR. LUZVIMINDA NIGOS- PANGANIBAN


KHENETTE OBLES DE LEON

Certified Availability of Funds:
CAF No.: CAF 24-05-087
BUR No.: 06-2024-05-0448 *p*


JOSEPHINE Q. TECAN
Accountant, JHMC

ACKNOWLEDGMENT

Republic of the Philippines)
Baguio City) SS.

BEFORE ME, a Notary Public in and for BAGUIO CITY, personally appeared:

Name	Identification Document	Date/Place of Issue
Allan Razon Garcia	LTO Driver's License No. N05-82-036-118	Until 2028/Angeles City, Pampanga

He is known to me to be the same person who executed the foregoing instrument and he acknowledged to me that the signatures he affixed confirm his own free act and the entity he represents.

This contract, consisting of four (4) pages including where the acknowledgments are stated, relates to the Contract Agreement for the Construction of JHMC Wastewater Treatment Plant between JHMC and Ultrapure Water and Wastewater Technology Inc. The Party and his witness signed in the proper spaces and the left margin of every page.

SIGNED AND SEALED on MAY 22 2024 in Baguio City, Philippines.

Doc. No. 421
Page No. 86
Book No. 1
Series of 2024.

Handwritten notes in blue ink on the left margin, including a large checkmark and some illegible scribbles.

ATTY. MARY ELLEN S. CABUHAT

Notary Public for and in Baguio City

Notarial Commission valid until 31 December 2025

Roll of Attorneys No. 55866

IBP No. 407458; Baguio City; 01/08/2024

PTR No. 6181437; Baguio City; 01/12/2024

MCLE Compliance No. VII-0025603 valid until 04/14/2025

REPUBLIC OF THE PHILIPPINES
DEPARTMENT OF TRANSPORTATION
LAND TRANSPORTATION OFFICE
PROFESSIONAL DRIVER'S LICENSE



Last Name, First Name, Middle Name
GARCIA, ALLAN RAZON

Nationality	Sex	Date of Birth	Weight (kg)	Height (cm)
PHL	M	1957/09/27	82	170

Address
**724 VALENZUELA ST. LOURDES SUR EAST
ANGELES CITY PAMPANGA**

License No.	Expiration Date	Agency Code
N05-82-036118	2028/09/27	C26

Build Type: _____
Hair Color: **BLACK**

Restrictions: **1,2,3**
Conditions: **NONE**

EDGAR C. SALVANTE
Assistant Secretary

Signature of Licensee

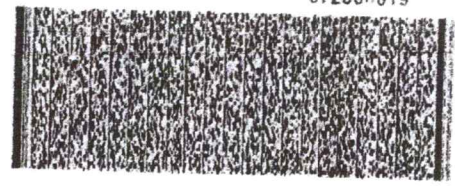


IN ORGAN DONATION:
I AM NOT ELIGIBLE FOR ORGAN
IN CASE OF EMERGENCY NOTIFY:
NAME: _____
ADDRESS: _____
TEL. NO.: _____

RESTRICTIONS

1. MOTORCYCLE (UNRESTRICTED)
 2. VEHICLE UP TO 4000 KG GVW
 3. VEHICLE ABOVE 4500 KG GVW
 4. AERIAL LIFT DEVICE (LTD TO 4000 KG GVW)
 5. AERIAL LIFT DEVICE (UNRESTRICTED)
 6. AIRCRAFT (UNRESTRICTED)
 7. AIRCRAFT (RESTRICTED TO 1000 KG GVW)
 8. AIRCRAFT (RESTRICTED TO 4000 KG GVW)
1. WEAR EYEGLASSES
 2. SPECIAL FORM OF SPECIAL LICENSE
 3. SPECIAL FORM OF SPECIAL LICENSE
 4. SPECIAL FORM OF SPECIAL LICENSE
 5. SPECIAL FORM OF SPECIAL LICENSE
 6. SPECIAL FORM OF SPECIAL LICENSE

Serial Number:
072568819



ACKNOWLEDGMENT

Republic of the Philippines)
PARANAQUE CITY

BEFORE ME, a Notary Public in and for MAY 28 2024, personally appeared the following:

Name	Identification Document	Date of Issue/Expiry/Place of Issue
Grace B. Florece	LTO Driver's License No. N26-17-020-700	Until 2032/Manila

She is known to me to be the same person who executed the foregoing instrument and she acknowledged to me that the signature she affixed confirm her own free act and the entity she represents.

This contract, consisting of four (4) pages including where the acknowledgments are stated, relates to the Contract Agreement for the Construction of JHMC Wastewater Treatment Plant between JHMC and Ultrapure Water and Wastewater Technology Inc. The Party and her witness signed in the proper spaces and the left margin of every page.

SIGNED AND SEALED on MAY 28 2024 in PARANAQUE CITY, Philippines.

Doc. No. 2577
Page No. 58
Book No. a2
Series of 2024.

ATTY. CARLOS M. CARLOS
NOTARY PUBLIC - PARANAQUE CITY
COMM. NO. 242 - UNTIL DEC. 31, 2024
ROLL NO. 43869
IBP NO. 03068 - LIFETIME MEMBER
PTR NO. 3480424 - 1/2/74 PQUE. CITY
MCLE VII-00071198 - 2/3/23
UNIT 155, VALLEY 1, BRGY. SAN ANTONIO
SUGAT, PARANAQUE CITY

Handwritten signature in blue ink.



REPUBLIC OF THE PHILIPPINES
DEPARTMENT OF TRANSPORTATION
LAND TRANSPORTATION OFFICE
DRIVER'S LICENSE



Last Name First Name Middle Name
FLORECE, GRACE BAYLA

Nationality Sex Date of Birth Weight (kg) Height (m)
PHIL F 1973/05/11 76 1.50

Address
814 L20 PH 1 1 P HOUSING VILL - TAGUIG

License No. Expiration Date Agency Code
N26-17-020700 2022/05/11 H29

Sex Code Eye Color
0+ BLACK

Sex Code Conditions
A.A1.B.B1.B2 NONE

[Signature]
EDGAR C. ALYABIT
Assistant Secretary

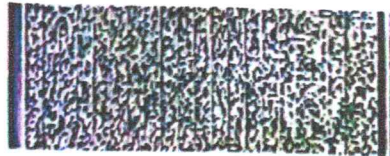
[Handwritten Signature]
[Handwritten Signature]
[Handwritten Signature]

NO PHOENIX INDICATIONS
1. PHIL 1. NOT EXHAUSTIVE ANY I. MIAAN
BY IN CASE OF BARRING ONLY INDICATE
THE REASON FOR BARRING ONLY INDICATE
REASON FOR BARRING ONLY INDICATE
REASON FOR BARRING ONLY INDICATE
REASON FOR BARRING ONLY INDICATE
REASON FOR BARRING ONLY INDICATE

- 1. SEX
- 2. NATIONALITY
- 3. DATE OF BIRTH
- 4. WEIGHT (KG)
- 5. HEIGHT (M)
- 6. SEX CODE
- 7. EYE COLOR
- 8. SEX CODE
- 9. CONDITIONS
- 10. APPLICATION DATE

- 1. SPECIAL PERMISSIONS
- 2. SPECIAL PERMISSIONS
- 3. SPECIAL PERMISSIONS
- 4. SPECIAL PERMISSIONS
- 5. SPECIAL PERMISSIONS
- 6. SPECIAL PERMISSIONS
- 7. SPECIAL PERMISSIONS
- 8. SPECIAL PERMISSIONS
- 9. SPECIAL PERMISSIONS
- 10. SPECIAL PERMISSIONS

201951276



ATTY. RANDY B. BARING
Notary Public
Valid Until December 31, 2024
PT#: No. 863243 MLA
IBP No. 809660 -MLA. 1-31-2024
ROLL NO. 46513
UNIT 916-UHCB LOC. ESPAÑA MLA.

SECRETARY'S CERTIFICATE

I, GRACE B. FLORECE, the duly appointed and acting Secretary of ULTRAPURE WATER & WASTEWATER TECHNOLOGY, INC. do hereby certify that at a meeting of the Board of Directors of said company, duly called and held on APRIL 30, 2024, at which a quorum was present and acting throughout, the following resolution was duly adopted and is now in full force and effect:

RESOLVED, that Grace B. Florece is hereby authorized to sign any and all documents, contracts, and other instruments in writing on behalf of Engr. Ruel R. De Real for the "CONSTRUCTION OF JHMC WASTEWATER TREATMENT PLANT" (the "Project) , with all the powers and authority that Engr. Ruel R. De Real would possess, as if personally present and acting on their own behalf.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of ULTRAPURE WATER & WASTEWATER TECHNOLOGY, INC. at PARANAQUE CITY this 30TH day of APRIL 2024.

Grace B. Florece
Corporate Secretary

IN WITNESS WHEREOF, we have hereunto affixed our signature this 30 MAY 2024 at #8227 Westmont Commercial Complex, Dr Arcadio Santos Ave. Parañaque, Philippines

REPUBLIC OF THE PHILIPPINES)
PARANAQUE S.S.

SUBSCRIBED AND SWORN TO before me, this 30 MAY 2024 day of PARANAQUE CITY at MANILA City, affiant exhibited to me his/her cert DL# N261702D700, issued on MAY 11, 2022

Doc. No. FD :
Page No. 152 :
Book No. D :
Series of 2024

ATTY. RANDY B. BARING
Notary Public
Valid Until December 31, 2024
PTR No. 263243 MLA.
IBP No. 809660-JLA 1-31-2024
ROLL NO. 46513
UNIT 916-UHCB LOC. ESPAÑA MLA.

NOTARY PUBLIC

BOARD OF DIRECTORS'S RESOLUTION

WE, the majority of the Board of Directors of ULTRAPURE WATER & WASTEWATER TECHNOLOGY, INC (the "Corporation" or the "Company"), a corporation duly organized and existing under the laws of the Republic of the Philippines and with office address at #8227 Westmont Commercial Complex, Dr Arcadio Santos Ave, Parañaque, Metro Manila

"On this day of April 30th, 2024, the Board of Directors of the corporation held at its principal place of business on #8227 Westmont Commercial Complex, Dr Arcadio Santos Ave, Parañaque, Metro Manila, wherein a quorum was present and acting throughout, the following resolutions were unanimously passed and approved:

WHEREAS, Engr. Ruel D. De Real is the duly appointed representative of the company for various contractual obligations and duties; and WHEREAS, due to unforeseen circumstances, Engr. Ruel R. De Real is unable to perform his duties in this capacity, BE IT RESOLVED, that Ms. Grace B. Florece is hereby authorized to sign on behalf of Engr. Ruel R. De Real for all documents, contracts, and other binding obligations where his signature is required on the "CONSTRUCTION OF THE JIMC WASTEWATER TREATMENT PLANT" (the "Project"), until such time that Engr. Ruel R. De Real is able to resume his responsibilities. This resolution shall take effect immediately upon its adoption and shall remain in effect until formally rescinded or otherwise amended by the Board of Directors. Adopted by the Board of Directors on April 30, 2024, at #8227 Westmont Commercial Complex, Dr Arcadio Santos Ave, Parañaque, Metro Manila, Philippines.


RUEL D. DE REAL
DIRECTOR
TIN: 123-126-890-000


RAIZA D. CALCEDAN
DIRECTRESS
TIN: 500-722-860-000


RUTHER D. DE REAL
DIRECTOR
TIN: 289-278-411-000


CLARISSA D. DE REAL
DIRECTRESS
TIN: 165-081-846-000



GRACE B. FLORECE
DIRECTRESS
TIN: 187-909-185-000

IN WITNESS WHEREOF, we have hereunto affixed our signature this 10 day of MAY, 2024 at #8227 Westmont Commercial Complex, Dr Arcadio Santos Ave, Parañaque, Philippines

REPUBLIC OF THE PHILIPPINES)
PARANAQUE CITY) S.S.

SUBSCRIBED AND SWORN TO before me, this 10 day of MAY, 2024 at PARANAQUE CITY
City, affiant exhibited to me his/her residence cert 12626194, issued on Jan 9, 2024
PARANAQUE City.

Doc. No. 799 :
Page No. 152 :
Book No. IV :
Series of 2024


ATTY. RANDY B. BARING
Notary Public
Valid Until December 31, 2024
PTR No. 863243 MLA
IBP No. 809660-MLA 1-31-2024
ROLL NO 46513
UNIT 916-UHCB LOC. ESPAÑA MLA.

NOTARY PUBLIC

SECRETARY'S CERTIFICATE

REPUBLIC OF THE PHILIPPINES) Sc.

~~BAGUIO CITY~~)

I, **TEDDY ESTEBAN F. RIGOROSO**, of legal age, married, with office address in Rigoroso Galindez Rabino Laron & Maristela Law Offices, 901 Fil Garcia Tower, 140 Kalayaan Avenue, Diliman, Quezon City, Metro Manila, Philippines, being the Corporate Secretary of the John Hay Management Corporation (JHMC), after having been duly sworn in accordance with law, hereby CERTIFY, that during the 291st Special Meeting of the JHMC Board of Directors held on 22 April 2024 in the Board Room, JHMC Office Building, Camp John Hay, Baguio City, where a quorum was present, upon motion made and duly seconded, the Board passed and approved the following resolution:

*John Hay Management Corporation
Board Resolution No. 2024-0422-079*

Resolve, as it is hereby **resolved**, that the **John Hay Management Corporation ("JHMC") Board of Directors** hereby:

- 1) **Approves** the Contract for the Construction of the JHMC Wastewater Treatment Plant, as reviewed by the Office of the Government Corporate Counsel ("OGCC");
- 2) **Authorizes** the JHMC President and Chief Executive Officer, Allan R. Garcia, to sign the Contract and any extensions thereof in accordance with Republic Act No. 9184 for and on behalf of JHMC; and

Resolved, finally, that this Resolution shall take effect immediately on 22 April 2024 and shall supersede all prior JHMC resolutions, instructions, memoranda, circulars, or instruments inconsistent herewith.

This certification is being issued subject to the final approval of the Minutes of the 22 April 2024 JHMC Board meeting.

IN WITNESS WHEREOF, I have set my hand this APR 23 2024 day of _____ 2024 in BAGUIO CITY

ATTY. TEDDY ESTEBAN F. RIGOROSO
Corporate Secretary

SUBSCRIBED AND SWORN TO before me this APR 23 2024 day of _____ 2024 in BAGUIO CITY affiant exhibiting to me his IBP Identification Card No. 42240.

Doc No.: 125
Page No.: 25
Book No.: IX
Series of 2024

GRAY S. TAMBAC
Notary Public for Baguio City
Notarial Commission N.A. 167-NC/22-R
My Commission Expires on December 31, 2024
Roll No. 63487; 05-08-14; Manila
MCLE COMPLIANCE No. VII-0010149; 2-15-22
PTR No. 6881954; 01-03-2024; Baguio City
IBP O.R. No. 389872; 01-02-24; Baguio-Benguet Chapter