



FEB 14 2022

NOTICE TO PROCEED

MR. ATUL DINKAR RANE

Director General, DRDO, CEO & MD
16 Cariappa Mark, Kirby Place
Delhi Cantt, New Delhi 110 010
Republic of India

Dear Mr. Rane:

In view of the approved Contract Agreement hereto attached, hereby issued is the Notice to Proceed for the Acquisition of Shore-Based Anti-Ship Missile System (SBASMS) Acquisition Project for the Philippine Navy (PN) with a Total Contract Price of **THREE HUNDRED SEVENTY-FOUR MILLION NINE HUNDRED SIXTY-TWO THOUSAND EIGHT HUNDRED UNITED STATE DOLLORS (USD374,962,800.00)** effective upon receipt.

You are hereby notified to implement the Contract within the terms and conditions set forth in the Contract Agreement and strictly conform to the Implementation Schedule.

Kindly acknowledge receipt and acceptance of this Notice by signing both copies in the space provided. Further, one (1) of the copies of the received Notice be returned to this Department.

Truly yours,

DELFIN N. LORENZANA
Secretary



FEB 18 2022

I acknowledge receipt of this Notice on _____
Name of the Representative of the Bidder ATUL DINKAR RANE
Authorized Signature _____



Contract Agreement

KNOW ALL MEN BY THESE PRESENTS:

THIS "CONTRACT" is made and entered into on FEB 14 2022 in Quezon City, Philippines by and between:

The **DEPARTMENT OF NATIONAL DEFENSE/ARMED FORCES OF THE PHILIPPINES** represented by the Secretary of National Defense, **DELFIN N. LORENZANA** with office address at Camp General Emilio Aguinaldo, Quezon City, (hereinafter referred to as the "Procuring Entity").

-and-

BRAHMOS AEROSPACE PRIVATE LTD. An entity of Defence Research & Development Organisation (DRDO), Ministry of Defence, Govt. of India represented by its Authorized Representative, **MR. ATUL DINKAR RANE**, Director General (BrahMos), DRDO and CEO & MD BrahMos Aerospace with office address at 16 Cariappa Marg, Kirby Place, Delhi Cantt., New Delhi 110 010, India (hereinafter referred to as "the Supplier");

WITNESSETH:

WHEREAS, the Secretary of National Defense (SND) issued the Acquisition Decision Memorandum No. 2021-024 dated September 04, 2021 directing the immediate implementation of the acquisition of three (3) batteries of Shore-Based Anti-Ship Missile System for the Philippine Navy (PN) with a total Approved Budget for the Contract (ABC) of Php18,900,000,000.00 which will be procured through Negotiated Procurement pursuant to pursuant to Section 4.2 of the Revised IRR of RA 9184;

WHEREAS, the DND Bids and Awards Committee 2 ("Committee", for brevity) acting as the Negotiating Committee for the Procurement of the Shore-Based Anti-Ship Missile System Project for the PN;

WHEREAS, upon the approval of the Terms of Reference (TOR) by the SND, the Pre-Negotiation Conference and Negotiation Proper for the project were conducted on December 06, 2021, respectively, among the Negotiating Committee, Technical Working Group (TWG) and representatives from the Government of India-Ministry of Defense (GOI-

MR. ATUL D. RANE
CEO & MD, BrahMos Aerospace
Private Ltd

COL RAJENDRA NEGI (RTD)
Authorized Representative, Chief Gen Manager
Brahmos Aerospace Private Ltd.

MR. BRYAN FUERTAS SAMANTE
Authorized Representative

COL ROMULO D QUEMADO II PN (M) (GSC)
Head, Technical Working Group

DELFIN N. LORENZANA
Secretary of National Defense

LTC MARLON B DAYAO JAGS PN
Legal Officer, Technical Working Group

MOD) and its designated supplier Brahmos Aerospace Private, Ltd. via Video-Teleconferencing;

WHEREAS, during Negotiation Proper, Brahmos Aerospace Private, Ltd., the submitted legal, technical and financial documents for the project were found to be compliant, and were subsequently recommended by the TWG as the Single Calculated Offeror (SCO) for the PN Shore-Based Anti-Ship Missile System Project with a price proposal in the amount of \$374,962,800.00 equivalent to PhP18,899,999,934.00 based on the prevailing Bangko Central ng Pilipinas (BSP) rate on the date of the Negotiation Proper on December 06, 2021;

WHEREAS, the Committee directed the Post Qualification (PQ) Team to conduct Post Qualification on the SCO to determine the responsiveness of the latter's offer pursuant to Republic Act No. 9184 and its Revised Implementing Rules and Regulations;

WHEREAS, the Post Qualification (PQ) Team conducted post-qualification on Brahmos Aerospace Private, Ltd. from December 08-18, 2021 in New Delhi and Hyderabad, India to verify, validate and ascertain all the submitted eligibility documents of the Supplier during the Negotiation Proper;

WHEREAS, on December 13, 2021, the PQ Team presented its PQ report with findings that Brahmos Aerospace Private, Ltd. is compliant and responsive to all the requirements set forth in the TOR and recommended to the Committee that it be declared as Post-Qualified and the **Single Calculated Responsive Offeror (SCRO)** for the PN Shore-Based Anti-Ship Missile System Acquisition Project with a price proposal in the amount of \$374,962,800.00 equivalent to PhP18,899,999,934.00 through Resolution No. DND BAC2 Resolution No. AFP-PN-SBASMS-21-12-003;

WHEREAS, upon the recommendation of the DND BAC2, the SND approved and issued the Notice of Award (NOA) and was duly conformed by the Offeror on December 31, 2021;

WHEREAS, the Supplier confirms their commitment to deliver the following additional items with no cost to the Government (free) as attached on **Tab J**;

OMILO D QUEMADO II PN (M) (GSC)
Head, Technical Working Group

DELFIN N. LORENZANA
Secretary of National Defense

LTC MARLON B DAYAO JAGS PN
Legal Officer, Technical Working Group

MR. AFUL D. RANE
CEO & MD, Brahmos Aerospace Private Ltd

COL RAJENDRA NEGI (RTD)
Authorized Representative, Chief Gen Manager Brahmos Aerospace Private Ltd.

MR. BRYAN HERRERAS SAMANTE
Authorized Representative

COL ROMULO D QUEMADO II PN (M) (GSC)
 Head, Technical Working Group

NOW THEREFORE, in view of the foregoing premises and for and in consideration of the sum of **THREE HUNDRED SEVENTY-FOUR MILLION NINE HUNDRED SIXTY-TWO THOUSAND EIGHT HUNDRED US DOLLARS (USD374,962,800.00)** equivalent to **PhP18,899,999,934.00** and of the mutual covenant and stipulation hereinafter provided, the Procuring Entity, and the Supplier have agreed, as follows:

MR. AFUL D. RANE
 CEO & MD, Brahmos Aerospace Private Ltd

1. In this Contract, words and expressions shall have the same meanings as are respectively assigned to them in the Conditions of Contract referred to.

2. The following "Contract Documents" shall be deemed to form and be read and construed as part of this Contract:

Tab	Document
A	Implementing Arrangement
B	Terms of Reference
C	Abstract of Quotation
D	Resolutions of DND BAC2
E	Schedule of Requirements
F	Performance Security
G	Eligibility & Technical Requirements
H	Financial Requirements
I	Notice of Award
J	Additional Deliverables to the Government of the Philippines for the PN SBASMS Project

COL RAJENDRA NEGI (RTD)
 Authorized Representative, Chief Gen Manager
 Brahmos Aerospace Private Ltd.

3. In consideration of the payments to be made by the Procuring Entity to the Supplier as hereinafter mentioned, the Supplier hereby covenants with the Procuring Entity to provide the goods and services and to remedy defects therein in conformity in all respects with the provisions of this Contract Agreement.

4. The Procuring Entity hereby covenants to pay the Supplier in consideration of the provision of the goods and services and the remedying of defects therein, the Contract Price of \$374,962,800.00 USD equivalent to PhP18,899,999,934.00 or such other sum as may become payable under the provisions of the contract at the time and in the manner prescribed by the Contract Agreement.

MR. BRYAN HUBERTAS SAMANTE
 Authorized Representative

DELFIN N. LORENZANA
 Secretary of National Defense

LTC MARLON B DAYAO JAGS PN
 Legal Officer, Technical Working Group

5. All disputes arising out of or in connection with this Agreement shall be finally settled under Rules of Arbitration of the International Chamber of Commerce by one or more arbitrators appointed in accordance with said Rules. The place of arbitration shall be in Singapore and the language of arbitration shall be in English.

6. All charges for the opening of Letter of Credit and / or incidental expenses thereto (i.e., bank commission, documentary stamp tax, cable, etc.) shall be for the account of the Supplier only.

7. The Parties hereby covenant and affirm that the signatories in this Contract Agreement are duly authorized to enter thereto.

IN WITNESS WHEREOF the parties hereto have caused this Contract to be executed in accordance with the laws of the Republic of the Philippines and the Government of India on the date and at the place stated above.

**BRAHMOS AEROSPACE-
PRIVATE LTD.**

By:



MR. ATUL D. RANE
CEO & MD

**DEPARTMENT OF NATIONAL
DEFENSE**

By:



DELFIN N. LORENZANA
Secretary of National Defense



SIGNED IN THE PRESENCE OF:


COL RAJENDRA NEGI (RTD)
CGM (Commercial),
BrahMos Aerospace


COL ROMULO D QUEMADO II PN (M) (GSC)
Head,
Technical Working Group


MR. BRYAN HUERTAS SAMANTE
Authorized Representative


LTC MARLON B DAYAO JAGS PN
Legal Officer, Technical Working Group

ACKNOWLEDGMENT

Republic of the Philippines)
Quezon City) S. S.
TAGUIG CITY
X ----- X

Before me, a Notary Public for and in **TAGUIG CITY**, this FEB 15 2022 day of _____, appeared the following persons presenting to me their respective proofs of identity, to wit:

	Competent Evidence of Identity No.	Issued at	Expiry Date
MR. ATUL D. RANE	Passport # D1148830	New Delhi, India	31/05/2025
DELFIN N. LORENZANA	_____	_____	_____

known to me and to me known to be the same persons who executed and voluntarily signed the foregoing Contract which they acknowledged before me as their own free and voluntary act and deed with full authority to sign in their capacity.

This instrument consisting of five (5) pages including this page where the Acknowledgement is written refers to a Contract Agreement and has been signed by the parties and their instrumental witnesses on each and every page thereof.

WITNESS MY HAND AND SEAL, on the date and place above written.

Doc. No. 360 ;
Page No. 72 ;
Book No. XI ;
Series of 2022.

CHERRIE B. BELMONTE-LIM
Notary Public

Until 30 June 2022 (B.M. No. 3795
Appointment No. 76 (2020-2021)
PTR No. 2430548 1/4/2022 Q.C
IBP Lifetime Roll No. 00977 Q.C
Roll of Attorneys No 41345
MGLE VII Comp. No. 0005270 12/7/21
9th Flr. BoniPrime Bldg., BGC, Taguig, City

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