



Republic of the Philippines
DEPARTMENT OF TRANSPORTATION

16 February 2024

MS. CECILE ANG
Authorized Representative
SMC-SAP AND COMPANY CONSORTIUM

SUBJECT : NOTICE OF AWARD

Dear **Ms. Ang**:

We are pleased to notify you that on 16 February 2024, the Honorable Secretary of the Department of Transportation (DOTr) and the Board of the Manila International Airport Authority (MIAA) approved the Pre-qualifications, Bids, and Awards Committee (PBAC) recommendation to declare the SMC-SAP AND COMPANY CONSORTIUM as the Winning Bidder with the highest post-qualified Bid for the "**Ninoy Aquino International Airport – Public Private Partnership Project.**"

You are therefore requested to accept and conform to this award by affixing your name and signature on the space provided below and return the same to the PBAC within twenty (20) days upon receipt hereof with the following documents pursuant to Section 12.2 of the Instructions to Bidders:

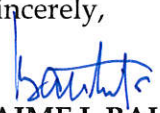
1. Notice of Award signed by the authorized representative of the Winning Bidder;
2. In case a special purpose company (SPC) has already been formed for purposes of undertaking the Project, evidence of the formation of a domestic corporation which will be the Concessionaire, consisting of certified true copies issued by the Philippine Securities and Exchange Commission (SEC) of the certificate of incorporation, articles of incorporation and by-laws of the Concessionaire (collectively, the "Concessionaire Constitutional Documents").
3. Certified true copies issued by the authorized officer of the Concessionaire, duly notarized, of resolutions adopted by the board of directors of the Concessionaire attesting that the Concessionaire conducted an organizational meeting of its stockholders and elected its regular board of directors and corporate officers and authorizing the execution, delivery and performance of the Concession Agreement.
4. If the Winning Bidder is a Consortium: (i) an agreement, using the form in **Annex CP-1**, indicating that the Consortium Members are jointly and severally liable for the obligations of the Concessionaire under the Concession Agreement, and (ii) an undertaking of the members thereof to infuse the

required equity contribution to the consortium;

5. Letters from reputable financial institutions expressing their willingness to provide sufficient credit facilities as required in the Winning Bidder's Financial Proposal using the form in **Annex CP-2**;
6. Submission of the Construction Performance Security in the amount of the amount of **Three Billion Four Hundred Twelve Million Pesos (Php 3,412,000,000.00)**, in the form of an irrevocable letter of credit, using the form in **Annex CP-3** of the Concession Agreement, without modification;
7. Proof of payment of the fees for Transaction Advisory Services for the Project;
8. Certified true copy of a valid Tax Clearance Certificate (TCC), issued by the appropriate office in the Bureau of Internal Revenue (BIR), pursuant to Executive Order No. 398 (series of 2005), as implemented by Revenue Regulations No. 3-2005, of the Consortium Members of the Winning Bidder; provided that if the Consortium Member is a foreign entity without previous or on-going commercial activities in the Philippines, or which otherwise does not derive income from Philippine sources, a certified statement duly signed by the Consortium Member's authorized representative stating that such Consortium Member is not subject to income or business tax in the Philippines.
9. In case the Winning Bidder submitted unauthenticated documents on or before the Bid Submission Date, foreign documents duly authenticated before a Philippine consular official at the relevant Philippine consulate, pursuant to Section 1.11.

We thank SMC SAP for participating in this project.

Sincerely,


JAIME J. BAUTISTA
Secretary

CONFORME:

Authorized Representative
SMC-SAP and Company Consortium
Date: _____