

Republic of the Philippines
PHILIPPINE PORTS AUTHORITY
PPA Building, Bonifacio Drive, South Harbor,
Port Area, Manila, Philippines

CONTRACT AGREEMENT
FOR THE PROCUREMENT OF TRUSTED OPERATOR PROGRAM-CONTAINER REGISTRY
MONITORING SYSTEM (TOP-CRMS) & EMPTY CONTAINER STORAGE SHARED SERVICE
FACILITY DESIGN SPECIFICATIONS AND IMPLEMENTATION

MAY 02 2022

This Agreement made and entered into this _____ day of _____ 2022 in Manila, Philippines, by and between:

PHILIPPINE PORTS AUTHORITY (PPA), herein referred to as ENTITY, is a government instrumentality created under Presidential Decree No. 857, as amended, with principal office address at PPA Bldg., Bonifacio Drive, South Harbor, Port Area, Manila, represented by **JAY DANIEL R. SANTIAGO**, duly authorized for this purpose under Board Resolution No. 2466, as contained in Secretary's Certificate dated 02 November 2015, copy of which is hereto attached as **Annex A**.

and

NEXTIX INC./SHIPTEK SOLUTIONS CORPORATION/JV, duly organized and existing under Philippine laws, with principal office address at 6th Floor, Trends Plaza, F. Ramos Street, Cogon-Central, Cebu City, represented herein by its Authorized Representative, **SHYRA VI NAYON**, duly authorized for this purpose, as shown in Joint Venture Agreement dated 26 April 2022, copy of which is hereto attached as **Annex B**.

WHEREAS, the Entity invited Bids for certain services, particularly the Procurement of Trusted Operator Program-Container Registry Monitoring System (TOP-CRMS) & Empty Container Storage Shared Service Facility Design Specifications and Implementation, with an approved Budget for the Contract (ABC) of Php **980,000,000.00** and has accepted a Bid by **NEXTIX INC./SHIPTEK SOLUTIONS CORPORATION/JV** for those services in the sum of **EIGHT HUNDRED SEVENTY SEVEN MILLION SIX HUNDRED THOUSAND PESOS (Php 877,600,000.00)**;

NOW THIS AGREEMENT WITNESSETH AS FOLLOWS:

1. In this Agreement, words and expressions shall have the same meaning as are respectively assigned to them in the Conditions of Contract 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 integral part of this Agreement, viz:
 - i. Philippine Bidding Documents (PBDs);
 - i. Schedule of Requirements;
 - ii. Technical Specifications;
 - iii. General and Special Conditions of Contract; and
 - iv. Supplemental or Bid Bulletins, if any

NEXTIX INC./SHIPTEK SOLUTIONS CORPORATION/JV

BY :

SHYRA VI NAYON
Authorized Representative

Witness :

JOSE EMMANUEL P. YNION
Chief Operations Officer

PHILIPPINE PORTS AUTHORITY

BY :

JAY DANIEL R. SANTIAGO
General Manager

Witness :

MARK JON S. PALOMAR
Chairperson, HO-BAC-PGCS

NEXTIX INC./SHIPTEK SOLUTIONS CORPORATION/JV

BY :

SHYRA W. NAYON
Authorized Representative

Witness :
JOSE EMMANUEL P. YNION
Chief Operations Officer

- ii. 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 the Procuring Entity's bid evaluation;

- iii. Performance Security;
- iv. Notice of Award of Contract and the Bidder's conforme thereto; and
- v. Other contract documents that may be required by existing laws and/or the Procuring Entity concerned 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 of the sum of **EIGHT HUNDRED SEVENTY SEVEN MILLION SIX HUNDRED THOUSAND PESOS (Php 877,600,000.00)** or such other sums as may be ascertained, **NEXTIX INC./SHIPTEK SOLUTIONS CORPORATION/JV** agrees to the Procurement of Trusted Operator Program-Container Registry Monitoring System (TOP-CRMS) & Empty Container Storage Shared Service Facility Design Specifications and Implementation, in accordance with its Bid.

4. The Philippine Ports Authority agrees to pay the above-mentioned sum in accordance with the terms of the Bidding.

5. In execution of its Works, **NEXTIX INC./SHIPTEK SOLUTIONS CORPORATION/JV** shall likewise hold PPA free and harmless from any liability due to actions, damages, or accident it may cause in the course thereof.

6. The failure of PPA to insist upon a strict performance of any of the terms, conditions and covenants hereof shall not be deemed a relinquishment or waiver of any of the rights or remedies that it may have, nor shall it be construed as a waiver of any subsequent breach or default of its terms, conditions and covenants which shall continue to be in full force and effect. Silence on the part of PPA shall not be considered as condonation or waiver of any breach or default by **NEXTIX INC./SHIPTEK SOLUTIONS CORPORATION/JV** of any covenant or condition herein provided. No waiver by PPA of its rights under this Contract shall be deemed to have been made unless expressly made in writing and signed by its duly authorized representative.

IN WITNESS whereof, the Parties have hereto caused this Agreement to be executed in accordance with the laws of the Republic of the Philippines, on the day and year first above written.

PHILIPPINE PORTS AUTHORITY

BY :

JAY DANIEL R. SANTIAGO
General Manager

Witness :
MARK JON S. PALOMAR
Chairperson, HO-BAC-PGCS

PHILIPPINE PORTS AUTHORITY
TIN No. 000-352-232-000
By:

JAY DANIEL R. SANTIAGO
General Manager

NEXTIX INC.(TIN No. 244-418-827-000)/**SHIPTEK SOLUTIONS CORPORATION**/ (TIN No. 009-479-107-000)/ **JV**
By:

SHYRA VI NAYON
Authorized Representative

WITNESSES

MARK JON S. PALOMAR
Chairperson, HO-BAC-PGCS

JOSE EMMANUEL P. YNION
Chief Operations Officer

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)
City of Manila) S.S.

BEFORE ME, a Notary Public for and in the City of Manila, this MAY 02 2022 day of _____, 2022, personally appeared the following :

NAME	COMPETENT EVIDENCE OF IDENTITY	DATE OF ISSUE OR EXPIRY DATE	PLACE OF ISSUE
Jay Daniel R. Santiago	PPA ID No. 00102016		
Shyra VI Nayon	Passport No. P5888662A		

known to me and to me known to be the same persons who executed the foregoing instrument and they acknowledged to me that the same is their own free act and deed as well as the free and voluntary act of the entities they represent.

POSITION	COMPANY	CTC No.	DATE	PLACE
General Manager	Phil. Ports Authority	00372460	1-21-22	Manila
Authorized Representative	Nextix Inc./Shiptek Solutions Corporation/JV			

The foregoing instrument is a Contract for the Procurement of Trusted Operator Program-Container Registry Monitoring System (TOP-CRMS) & Empty Container Storage Shared Service Facility Design Specifications and Implementation, consisting of three (3) pages, including this page on which this Acknowledgment is written, signed by the parties and their instrumental witnesses on each and every page hereof.

IN WITNESS WHEREOF, I have hereunto affixed my hand and notarial seal on these presents at the place and on the date first above written

Doc. No. 408 ;
Page No. 82 ;
Book No. CIX ;
Series of 2022

ATTY. CLIFF RICHARD E. GENESELA
Notary Public for City of Manila
Notarial Commission No. 2020-111 issued on 12-10-2020 Until 12-31-2021 Manila
(Under Supreme Court B.M. No. 3795 extended from Jan. 1 to June 30, 2022)
IBP No. 166316 issued Oct. 25, 2021 Until Dec. 31, 2022 Pasig City Roll No. 49006
PTR No. 0097471 issued on Jan. 3, 2022 Until Dec. 31, 2022 Manila
MCLE No. VI-0022302 Valid from April 4, 2019 Until April 14, 2022
Office Add: Mezzanin San Luis Bldg., 1006 Orosa St., Ermita, Manila