

**MEMORANDUM OF AGREEMENT  
Financial Advisory Services**

**BASES CONVERSION AND DEVELOPMENT AUTHORITY**

**and**

**DEVELOPMENT BANK OF THE PHILIPPINES**

Dated SEP 13 2021

## MEMORANDUM OF AGREEMENT

### THE PUBLIC IS INFORMED:

This Memorandum of Agreement ("Agreement") is executed by and between:

**BASES CONVERSION AND DEVELOPMENT AUTHORITY ("BCDA")**, a government instrumentality vested with corporate powers created and operating pursuant to the provisions of Republic Act No. 7227, as amended, with principal office at the BCDA Corporate Center, 2/F Bonifacio Technology Center, 31<sup>st</sup> St., Crescent Park West, Bonifacio Global City, Taguig City, Metro Manila, represented by its President and Chief Executive Officer, **VIVENCIO B. DIZON**, who is duly authorized for this purpose as evidenced by the Secretary's Certificate dated 14 June 2021 marked as Annex A;

-and-

**DEVELOPMENT BANK OF THE PHILIPPINES ("DBP")**, a Philippine government financial institution created and operating pursuant to the provisions of Executive Order No. 81 dated December 3, 1986, as amended, otherwise known as the "1986 Revised Charter of the Development Bank of the Philippines", with principal office at the DBP Building, Sen. Gil J. Puyat Avenue, Makati City, Philippines represented by its President and Chief Executive Officer, **EMMANUEL G. HERBOSA**, duly authorized for this purpose as evidenced by the attached Secretary's Certificate dated 1 September 2021 marked as Annex B.

("BCDA and DBP" are hereinafter also referred to separately as the "Party" or collectively as the "Parties").

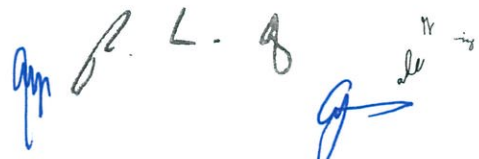
### ANTECEDENTS

BCDA is a government instrumentality organized and created by Republic Act No. 7227, otherwise known as the Bases Conversion and Development Act of 1992, purposely for the conversion and development of former US military bases in the Philippines into alternative productive uses, and to raise funds for the Armed Forces of the Philippines ("AFP") to finance the following: (1) transfer of the AFP military camps and construction of the new camps; (2) the self-reliance and modernization program of the AFP; (3) the concessional and long-term housing loan assistance and livelihood assistance to the AFP officers and enlisted men and their families; and (4) the rehabilitation and expansion of the AFP's medical facilities.

Pursuant to its mandate, BCDA, in partnership with the private sector, is actively pursuing the development of Fort Bonifacio in Taguig City, New Clark City, the former Clark Air Base in Pampanga, Newport City (former Villamor Air Base), Poro Point Free Port Zone in San Fernando, La Union, Bataan Technology Park in Morong, Bataan, as well as, other Metro Manila camps. The BCDA engages in public-private partnership to push forward with vital public infrastructure including tollways, airports, seaports, and major real estate developments, all for the upliftment of the quality of life of the Filipinos.

BCDA is in need of the services of a financial advisor to assist them in evaluating, negotiating, and executing transactions that will further its mandate.

DBP is a Philippine government financial institution, which has a universal banking license and is able, ready and willing to render the services of a financial advisor (the "Financial Advisor") required by BCDA.



**ACKNOWLEDGMENT**

Republic of the Philippines)  
City of **LAGUIG CITY** ) S.S.

**LAGUIG CITY** SEP 29 2021

BEFORE ME, A Notary Public, for and in the City of \_\_\_\_\_, this \_\_\_\_\_ day of \_\_\_\_\_ 2021, personally appeared the following:

NAME	Identification Documents	Date/Place of Issue
VIVENCIO B. DIZON	██████████	██████████

They are known to me to be the same persons who executed the foregoing agreement.

POSITION

COMPANY

PRESIDENT AND CEO

BCDA

and they acknowledge to me that the signatures they affixed confirm their own free acts and entities they represent.

SIGNED AND SEALED at the place and on the date stated above.

NOTARY PUBLIC

Doc. No. 212 ;  
Page No. 44 ;  
Book No. 78 ;  
Series of AAA



**ATTY. EDUARDO P. BAROT**  
Notary Public for Taguig, Roll No. 36248  
Commission No. 3 Until December 31, 2022  
PTR No. 4578428/01.04.21/Mandaluyong City  
IBP Lifetime Member No. 013895/06.02.15/ RSM  
MCLE Compliance No. VI-0007875 /04.14.22/  
3/F Bonifacio Technology Center 31st Street  
Corner 2nd Avenue Crescent Park West  
Global City Taguig City, Philippines



**ACKNOWLEDGMENT**

Republic of the Philippines)  
 City of \_\_\_\_\_) S.S.

BEFORE ME, A Notary Public, for and in the City of \_\_\_\_\_, this **SEP 10 2021** day of \_\_\_\_\_ 2021, personally appeared the following:

NAME	Identification Documents	Date/Place of Issue
EMMANUEL G. HERBOSA	██	██

They are known to me to be the same persons who executed the foregoing agreement.

POSITION

COMPANY

PRESIDENT AND CEO

DBP

and they acknowledge to me that the signatures they affixed confirm their own free acts and entities they represent.

SIGNED AND SEALED at the place and on the date stated above:

*Patricia C. Velarde*  
 ATTY. PATRICIA C. VELARDE

Notary Public  
 Appointment No. M - 400  
 Makati City, Until 31 Dec: 2021  
 10F, DBP Bldg., San Carlos St., Makati City  
 Roll No. 63138 to No. 63141 (Lifetime)  
 PTR Exempt Under RA 750

Doc. No. 191 ;  
 Page No. 46 ;  
 Book No. VIII ;  
 Series of 2021 .

