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FORM OF AGREEMENT

THIS ARGEEMENT made and entered in to this 13 day of October 2017 Between **UNIVERSAL HEALTH SERVICES & RESEARCH LTD.,** 23- Green Road, Dhaka-1205, Bangladesh. (Hereinafter called "The Employer") of the one part and **CROSS WORLD POWER LTD.,** Plot-1/B, Road-90, Gulshan-2, Dhaka, Bangladesh. (Hereinafter called "the Contractor") of the other part.

WHEREAS the employer is desirous that certain works namely **Supply, Installation, Testing & Commissioning Of Diesel Engine Driven Electric Generators with Synchronizing & Load Sharing Module, Fuel Reserve Tank, Room Acoustic Treatment with Ventilation, Extended Exhaust Discharge for Universal Health Services & Research Ltd. at 23, Green Road, Dhaka-1205.** (here under referred to as works) should be executed and has accepted a Tender by the contractor for the Supply, Installation, Testing & Commissioning, completion and maintenance of the said works.

Contract price is **Tk. 5,32,00,000.00 (Five Crore Thirty Two Lac Only)** and the work to be completed with all respect within **5 (Five) months** from the date of signing of the Contract agreement. However both the parties agree that in the event of delay of completion of the project within the agreed time frame a liquated damage of 0.05% (point zero five percent) of the Contract price for delay for each day or part thereof with a maximum of 5% (five percent) of the Contract price will be payable by the contractor.

Payment schedule and all other terms and conditions will be as per **tender specification.** Total amount mentioned must not exceed **Tk. 5,32,00,000.00** , the maximum limit. In any situation, if the currency rate is increased or decreased, it will be at the supplier's cost.

AND WHEREAS the employer had issued a letter of Intent to the contactor under reference **UHSRL/CW/2017/02** dt. 08-10-2017 in acknowledgement of the acceptance of the Tender in terms of which the contractor was asked to submit Performance Bond and Time Schedule for execution of Contract.

AND WHEREAS the contractor acted upon the Letter of intent and submitted Performance Bond No. **NCCB/MOGH/PG-35/17** dt. 09-10-2017, Time Schedule for execution of Contract and shop drawing. AND WHEREAS it was provided in the Letter of intent that formal Agreement will be executed from the date of commencement of the works by the contractor. AND WHEREAS agreement mutually subscribed by both parties, employer and contractor as below:-

1. In this agreement word and expression shall have the same meanings as are respectively assigned to them in the condition of contract hereinafter referred to.

“দেশপ্রেমের শপথ নিন, দুর্নীতিকে বিদায় দিন”



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2. The Tender Document consisting following chapters shall ^{be} deemed to form and be read and construed as part of this agreement, Viz.

- Letter of Intent.
- Notice inviting Tenders.
- Instruction to Tenderers.
- Abstract of Tender.
- General Conditions Of Contract.
- Schedule of Items and Bill of Quantities.
- Any other decisions mutually agreed upon by the parties.

3. Short description of accepted items :

Sl.	Name of Items	Description
	<u>Diesel Generator</u> <u>(Prime Rated)</u>	Capacity: Min. 1500 KW, 1000 KW, 500 KW 400V-3PH -50Hz with Neutral out. Operation: Synchronized with Load Sharing Module. Country Origin: UK. Brand: Tempest. Alternator: Stamford, UK. Engine: Perkins UK. , USA(For 650KVA) Mounting: With Vibration Isolation Acoustic treatment with ventilation for Generator room.

4. Mode of Payment

- Generator L/C will be opened by Universal Health Services & Research Ltd. Money spent by Universal Health Services & Research Ltd. will be adjusted from the total contract value i.e Tk. 5,32,00,000.00 and rest will be paid to the contractor (Cross World Power Ltd.)
- 10 % of the Security Deposit will be deducted from each bill/ payment which will be paid 12 months after the completion of the Installation, Testing, Commissioning & handover of the total work.
- All payments will be made to the Contractor after deduction of S.D (security deposit) , VAT, AIT and any other government Levies applicable.

5. Pre shipment inspection (PSI) of the Owner's representatives to be performed at owners cost at the time of load testing. Schedule will be declared and visa must be processed by the supplier with reasonable time in hand.



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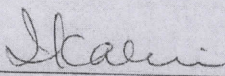
6. In consideration of the payment to be made by the Employer to the Contractor as hereinafter mentioned the Contractor hereby covenants with the Employer to construct and complete the works and maintain the permanent works in conformity in all respects with the provisions of the contract.

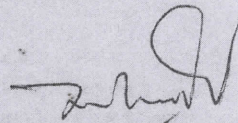
7. The Employer hereby covenants to pay to the contractor in consideration of the construction and completion of the works and maintenance of the permanent works at the contract price at the time and in the manner prescribed by the contract.

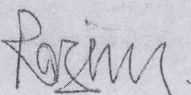
8. All disputes relating to any matter covered under and by this Agreement shall be peacefully settled between the parties to the Agreement by negotiation. If negotiation fails to produce the settlement, any party to the dispute may refer the dispute to a settlement by arbitration under the provision of Arbitration Act 2001 by a sole or more than one but odd number of arbitrator. However, if the parties fail to agree on the same, the dispute shall be referred for settlement by an arbitration tribunal of three arbitrators where each party will appoint one arbitrator and the arbitrators so appointed will appoint the chairman of the tribunal. The law governing the arbitration proceedings shall be the Arbitration Act. 2001. The venue of arbitration shall be Dhaka.

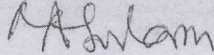
IN WITNESS WHERE OF the parties hereto have cause their respective common seals to be Hereinto affixed (or have hereinto set their respective hands and seals) the day and year first above written.

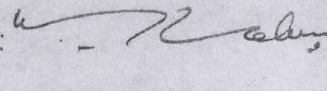
SIGNED SEALED AND DELIVERED BY

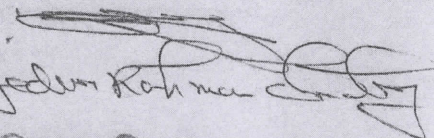

SIGNATURE OF CONTRACTOR
Iftekhar Karim
Chief Operating Officer


SIGNATURE OF EMPLOYER
Masih Malik Chowdhury
Director/ Managing Director

Witness:
1) 

2) 

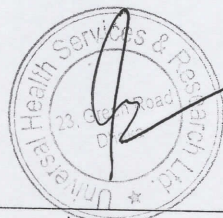
Witness:
1) 

2) 

“দেশপ্রেমের অপথ নিন, দুর্নীতিকে বিদায় দিন”

SCHEDULE OF ITEMS, QUANTITY, UNIT, RATE AND AMOUNT FOR SUPPLY, INSTALLATION, TESTING & COMMISSIONING OF DESEL ENGINE DRIVEN ELECTRIC GENERATORS WITH SYNCHRONIZING MODULE AND FUEL RESERVE TANK. FOR UNIVERSAL HEALTH SERVICES & RESEARCH LTD. AT 23- GREEN ROAD, DHAKA-1205

Description of Items	Qty.	Unit	Rate in Taka	Amount in Taka
GENATOR: Supply, installation, testing & commissioning of sound proof 1X1500KW, 1X1000KW & 1X500KW - 400V, 3-phase, 4 wire 50Hz. Air cooled, floor mounted, indoor type electric generating set suitable for tropicalized country complete with four stroke, 1500rpm, diesel engine with all standard accessories viz. 12/24 volt DC battery & Auto battery trickle charger with ammeter, radiator assembly, oil & fuel pump, auto speed governor. Air cleaner, fuel oil level & pressure gauge, RPM & hour run meter, exhaust silencer, vibration isolator, mounting steel base frame, 8 hours fuel tank of full load capacity, including safety & protection device viz, auto shut off switch with indicators for overload, over & under voltage, high temperature, low oil pressure, over speed, low fuel level etc. coupled with brush less, self excited alternator having control panel with auto voltage regulator voltmeter & ammeter with selector switch, frequency meter. 4P-ACB of required rating for overload & instantaneous short circuit release, auto start/stop within 10sec during normal power failure and auto stop after cooling run after restoration of normal power supply, indicator for 3 phase ON/OFF Trip, auto synchronizing module with load monitor etc. including maintenance tools, 3 sets of detailed technical catalogues & maintenance manual, manufactured and tested in USA/ UK/ Sweden /Germany/ Switzerland/ France/ Japan in accordance with NEMA/IEC/ VDE/ JIS standards. Gen-set will be Completely foreign assembled				
A) 1500KW – 400V -50Hz-3-PH	1 No	Each	24, 678, 304	24, 678, 304
B) 1000KW – 400V -50Hz-3-PH	1 No	Each	15, 270, 510	15, 270, 510
C) 500KW – 400V -50Hz-3-PH	1 No	Each	6, 023, 236	6, 023, 236



Description of Items	Qty.	Unit	Rate in Taka	Amount in Taka
D) Sound proof Room acoustic (Local made) for 1500KW, 1000KW & 500KW Gen-set. Acoustic Treatment (Local made) of Generator Room with Ventilation shall be 80 DB @ 1M.	1	SET	7,050,000/-	7,050,000/-
Supplying , Installation , Testing & Commissioning of reserve fuel Tank having capacity to contain fuel for 8-Hours continuous running for 1X1500KW, 1X1000KW & 1X500KW Generator from corrosion resistant anti- rust treated M.S sheet of standard thickness in corpora ting fuel contain gauge, filler cap, vent pipe drain cock, fuel transfer pump, inter connecting piping, valves, bends, elbows, tees with all necessary accessories as per local & international slandered including obtaining permission from concerned government department etc. all complete.	1 No	Each	200,000	200,000
<u>L.T CABLE:</u> Laying & terminating of PVC insulated & PVC sheathed or only PVC insulated current carrying copper conductor thoroughly pre-installed tray/duct/conduit including tape, lug, glands, ties, all other consumables as per direction of the consultants. (All cables are of Eastern Cable)				
i. 1C- 185 mm ² -NYY.	1	M	140	140
ii. 1C- 95 mm ² -BYA.	1	M	130	130
<u>EARTING:</u> Supplying & construction of earthing system by boring 328 mm long 25mm x 12mm copper strip up to its full length within 1.12" dia G.I pipe casing including construction of 2'-6" x 2'-6"x 2'-6" brick inspection pit with C.I cover and all other consumable & accessories etc. complete.	9	Nos	39,000	351,000



Description of Items	Qty.	Unit	Rate in Taka	Amount in Taka
<u>CABLE DUCT:</u> Supplying & fitting of cable duct with cover from pre-punched 16 SWG G.I sheet steel including coupler, bracket, support hanging rod on wall, ceiling or floor including all consumable hardware & accessories etc complete.				
1) 100mm x 400mm	1	M	2500	2500
2) 100mm x 200mm	1	M	1600	1600
3) 100mm x 150mm	1	M	1480	1480
<u>P.V.C-TRAY:</u> Supplying & fixing of PVC cable tray with cover including all fixing hardware & consumables etc complete.				
1) 4" x 4"	1	M	720	720
2) 2" x 2"	1	M	380	380
UNDERGROUND STEEL BULK DIESEL STORAGE TANK	1	No	775,000	775,000
10,000 Liter capacity diesel fuel transfer pump with requisite piping.	2	No	40,000	80,000
Day Steel Tank: 1000 Liter capacity with suitable piping and level control	1	No	65,000	65,000
			Total TK:	54, 500, 000
			After Discount Grand Total	53, 200, 000

In Words: (Five Crore Thirty Two Lac) Only.

