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DEED OF AGREEMENT

This deed of agreement is made on June 1, 2021 Christian era.

BETWEEN

GLOBAL ASSET LIMITED a company incorporated in Bangladesh under the Companies Act 1994, no. C-72478 9520/08 dated 04.08.08 having its registered office at Boroshala, Khadimnagar Union Parishad, Post Office Cadet College, Airport Police Station, District, hereinafter referred to as the buyer" or 'FIRST PARTY', which expression, where the context so admits shall include its successors in interest and assigns of the FIRST PARTY.

AND

CROSS WORLD POWER LTD. having its office at House # 1/B, Road # 90, Gulshan-2, Dhaka-1212, Bangladesh, the local agent and exclusive distributor of **TEMPEST Brand, Perkins Engine**, Diesel Generating Set, hereinafter referred to as the Contractor or Supplier which expression, where the context so admits shall include its successors in interest and assigns of the SECOND PARTY.

WHEREAS, the Second party has made the offer vide has letter no. **Ref: CWPL/GHS/F01-30052021 May 30, 2021** for supply, installation, testing and commission of TEMPEST Brand 2x650 KVA (Prime) Rating Diesel Generator with Perkins Engine and Mecc Alte/Leroy Somer Alternator, Local Canopy for 2x650 KVA Generator set, Common Feeder Panel and installation accessories as per offer.

Terms and conditions:

A.1. Product details: All the product will be brand new as per technical specification presented in Ref: CWPL/GHS/F01-30052021 (Annexure-A), dated May 30, 2021

A.2. Work Scope: The supplier agreed to carry out supply, installation, testing, commissioning of the Diesel Generator at site with all accessories as per supply scope matrix attached with this agreement.

A.3. The other technical specifications as mentioned in the offer no. CWPL/GHS/F01-30052021, dated May 30, 2021.

A.4. All materials supplies, installation, testing and commissioning work have to done in front of our consultant and electrical department engineer.

A.5. All the works to be done as per design and drawing, If found any fault in this work contractor will be corrected by own cost. Contractor will submit the all necessary drawing.

A.6. All the tools required for installation will be provided by the contractor.

A.7. Carrying, lifting, shifting of generators has to done by the contractor.

A.8. Quality assurance purpose, all genset are to be thoroughly commissioned and tested to prove that they are capable of achieving the specified performance, prove the correct and stable operation of all control systems and safe to operate and maintain.

A.9. Generator load test certificates and inspection report will be provided to the buyer, which will be countersigned by the Engineer who witnesses the test.

A.10. Supplier has to submit all shipment or LC related documents of supplied generator to buyer.

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(Signature)

- A.11. You have to engage experienced worker to carry out for this job and child labor are forbidden.
- A.12 Contractor's labor should be maintained required safety policy. If any accident occurs, our company will not take any responsibility of the any accident.
- A.13. Supplier takes necessary precautions during the execution of the work and should not damage any property of the Company. The Management reserves the right to recover compensation from you.
- A.14. If any problem arises due to use different alternator in terms of synchronization, Supplier will be fully liable and Supplier will solve that problem without any additional cost.
- A.15. 2nd Party will take care of the canopy specially as this is a hotel project.

Delivery schedule: The 2nd Party will make delivery of the Genset at the project site as per schedule date mentioned in the project schedule attached with this agreement. Where mentioned, Generator-1 to be commissioned within 33 days and Generator-2 to be commissioned within 38 days from the 1st payment made date.

PRICE: As per CWPL/GHS/F01-30052021, May 30, 2021 Contract Value is BDT 15,300,000 (in words: One Core Fifty Three Lac Only) excluding all type of VAT & Tax.

Schedule of payment:

The 1st Party has made the schedule of payment to the 2nd Party is as follows:

- Taka 3,060,000/ (Thirty Lac Sixty Thousand) with work order ii) Rest Taka 12,240,000/ (One Core Twenty Two Lac Forty Thousand) before Delivery Goods at Sight by the A/C payee cheque.
- The second party will submit a 10% (1,530,000/-) performance bank guarantee valid for one year from the date of delivery.
- For getting payment contractor must to submit bill and have to submit money receipt at the time of receiving bill payment

Warranty:

As per standard of manufacturer, 2nd party will provide 2 years warranty (Except Battery, Battery have 1 year warranty), effective from the date of delivery at the client's premises. Our warranty policy is for any manufacturing defects or any premature wear & tears due to usage. The faulty part(s) is/are replaced/repared within the warranty period without any additional cost. However, the Warranty doesn't cover consumable items, servicing by an unauthorized person, running the genset above its capacity or any unauthorized modification of the genset.

After Sales Service:

The 2nd party will provide 24 months' free services for the above mentioned Genset from the date of delivery, within this period, the first party or buyer will pay the consumable items required for servicing. Our service team will be present at hotel and will do servicing whenever emergency required by buyer.

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Training

Contractor will provide training to operator of the generator after completion of commissioning of work.

Order Cancellation:

As this is a customized genset, 2nd Party will not accept any cancellation of the order once the contract is made and affected.

Arbitration:


All disputes, which may arise from in connection with this agreement shall be settled through negotiation between the parties.

In witness whereof:


Both the Buyer & supplier have conceded in this agreement to be executed with their seal & signature as of the day & year first above written.

For and on behalf of "GLOBAL ASSET LTD." For And On behalf of "CROSS WORLD POWER LTD."

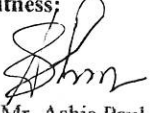
1. Mr. Ali Md Zakaria
Chairman
Global Asset Ltd.



1. Engr. Md. Harunor Rashid
Chief Operating Officer
Cross World Power Ltd

2. Md. Jakaria Ahmed
Officer (Purchase)
Global Asset Ltd.


2. Md. Reajul Alam
Manager, National & Strategic Sales
Cross World Power Ltd

Witness:


1. Mr. Ashis Paul
Manager, Accounts & Finance
Global Asset Ltd.


2. Mr. Sohel Mahmud
Site Engineer, Electrical Department
Global Asset Ltd.

Attachment: The price offer Ref. CWPL/GHS/F01-30052021 dated May 30, 2021 is part and parcel of the agreement.

“দেশপ্রেমের শপথ নিন, দুর্নীতিকে বিদায় দিন”

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Annexure-A

Ref No: CWPL/GHS/F01-30052021

Date: 30-05-2021

SCHEDULE OF ITEMS OF WORKS & BILL OF QUANTITIES FOR 2X650KVA (PRIME) GENERATOR & ACCESSORIES FOR GRAND SYLHET HOTEL, SYLHET SUPPLY, INSTALLATION & COMMISSIONING OF 2 X 650KVA (PRIME) GENERATORS EQUIPMENT & ACCESSORIES						
ITEM NO	SHORT DESCRIPTION	QTY	UNIT	RATE IN TK	AMOUNT IN TK.	REMARKS
1.00	DIESEL GENERATING SET:	Set				
	a) Supply of 2 x 650 KVA, (Prime), 710 KVA (Standby) 415V, 0.8 p.f, 50Hz continuous diesel generating set completed with <ul style="list-style-type: none"> Local Canopy – 75-80 dB at 3 meter distance Built-in plant mounted synchronization panel Details available in Annexure-01 & Annexure-02	Set	2	7,100,000	14,200,000	Brand Name: Tempest, UK Engine: Perkins, UK Alternator: Leroy Somer/Mecc Alte /Chez Republic/UK
2.00	2 nos Generator Installation Materials (Silencer pipe considered 8 m for each DG set as tentative) Details available in Annexure-03	Job	Set	252,000	252,000	
3.00	GENERATOR CONTROL PANEL (Common Feeder Panel)					
	Common Feeder Panel Details available in Annexure-04	Set	1	1,467,500	1,467,500	
4.00	CABLE TRAY:					
	Supply & Installation of Made with 37x37x5 mm MS angle & 37x5 mm flat bar with painting. Support with threaded stick MS/GI rod, lock nut bolt and washer. 450 mm width x 37 mm height (Bill shall be as per site measurement) Details available in Annexure-05	Rm	30	2,855	85,650	
5.00	Project Schedule Details available in Annexure-06					
6.00	Supply Scope Matrix Details available in Annexure-07					
7.00	Testing & Commissioning:					
	Testing and Commissioning free of charge without material supply	Job	1		Free	
8.00	Documentation:					
	After complete installation, testing, commissioning and balancing the contractor has to submit 4 copies of as built drawing, including O & M manual (soft copy) and all documents to the owner. Working drawing shall have to be prepared by the contractor.	Lot	1		Free	

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TOTAL in BDT 16,005,150.00
 Special Discount (705,150.00)
GRAND TOTAL (Excluding VAT & AIT) in BDT 15,300,000.00

TOTAL COST FOR SUPPLY& INSTALLATION OF ITEMS FOR GENERATOR EQUIPMENT (LOCAL CANOPY) AND ACCESSORIES IN TAKA (Excluding VAT, TAX & RELETED CIVIL WORKS):
 15,300,000.00/=

In Words: One Core Fifty Three Lac Only.

Annexure-1

CROSS WORLD POWER LTD

TECHNICAL OFFER 2

Generator Details:

Tempest (Manufactured by Allam Marine Limited, UK) Diesel Generating Set Model: PL650SYNC (650KVA Prime & 710 KVA Standby) at 1500 rpm, 50 Hz, 3 phase, 4 wire, 400/230 volts at 0.8 power factor. All other details are as follows:

BRAND : Tempest	MODEL : PL650SYNC
COUNTRY OF ORIGIN : UK	PORT OF SHIPMENT : Any port, UK
CAPACITY (Prime) : 650 KVA	CAPACITY (stand by) : 710 KVA
START SYSTEM : Automatic Microcontroller based as well manual Start / Stop System	
EMERGENCY STOP : Emergency Stop available as protection device	
VIBRATION SKID : Built-in vibration skid for smooth operation	
BATTERY CHARGER : Auto Battery Charger (ABC) included	
DIMENSION (Open Set) (cm) : 340X154X227 (LxWxH)	FUEL TANK CAPACITY : 1539 (Open) & 1080 (Canopied) Liter
FUEL CONSUMPTION : 97.00 Ltr./Hr. at 75% Load	

Engine Details:

BRAND/ORIGIN : Perkins, USA	MODEL : 2806A-E18TAG2
SPEED : 1500 RPM	INDUCTION SYSTEM : Turbocharged
ENGINE TYPE : 4 stroke multi cylinder industrial diesel Engine suitable for tropical environment	
COOLING SYSTEM : Water cooled (Radiator cooled with engine driven fan)	
PROTECTION : Over speed, under speed, oil pressure, Over heating etc	
FUEL TANK : Built in with base	

All other details are as per attached Engine catalogues.



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Alternator Details :

Industrial brushless AC Alternator model all other details are as follows:

BRAND/ORIGIN : Leroy Somer, Czech Republic / Mecc Alte, UK	Model / Frequency : TAL 0473 F, 50 Hz / ECO40-1.5L, 50 Hz
PHASE : 3 Phase	Output (Volts) : 400/415 volts (Line to line)
COOLING : Air cooling	Insulation Type : Class " H "
PROTECTION : Industrial brushless design screen protected, fan ventilated, drip-proof, self exciting in accordance with IP21/IP23	
VOLTAGE REGULATOR : Automatic Voltage Regulator (AVR)	
VOLTAGE REGULATION : $\pm 1\%$ / $\pm 1.5\%$ power factor between 0.8 lagging & unity (Depends on Connected Load)	

Alternator model may vary with the attached catalogues for manufacturing innovation.

Control Module:

The Deep Sea Electronics (DSE), UK control system (DSE8610) or Equivalent is an easy to use multi-generator loadshare system, designed to synchronise up to 32 generators including electronic and non-electronic engines. The DSE8610 monitors the generator and indicates operational status and fault conditions, Automatically starting or stopping the engine on load demand or fault condition.

CONTROL MODULE TYPE	: Auto start (AMF) digital control module
OPERATION	: Operation of the module is via push buttons mounted on the front panel with STOP, AUTO and MANUAL positions etc
DIGITAL INSTRUMENTS	: Ammeter, Voltmeter, Frequency meter, run hour meter, Oil Pressure, Water Temperature etc.
ALARM INDICATOR	: Under/Over Volts, Under/over speed, Under/Over Frequency, Low Oil Pressure, High Engine Temperature, Fail to Start and Loss of speed sensing etc.
LOAD TRANSFER TIME	: Adjustable, Delay on start 1 to 25 sec, Delay on transfer 1 to 70 sec
ENGINE COOLING TIME	: 5 minutes maximum
PHASE FAILURE RELAY	: Digital option & control for Main's upper lower cut off voltage setting and adjustable hysteresis voltage, sensing option etc

All other details are as per attached Allam's/DSE Catalogue

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Acoustic Canopy:

Local built Acoustic Enclosure will reduce the sound level to 75-80 dBA @ 3 meter in open space and is complete with:

- Air inlet and outlet options at the alternator and radiator ends respectively.
- Hinged access doors on either side with proper locking option.
- Silencer.
- Cable entry gland apertures.

Standard Items:

The following items will be supplied with the gen-set as standard:

- (i) Lead Acid Battery 12/ 24 Volts as required
- (ii) Silencer
- (iii) Rubber anti vibration mountings
- (iv) Flexible Bellows
- (v) Battery charger
- (vi) Main Line 3 pole Circuit Breaker
- (vii) Alternator mounted Deep Sea UK original main controlling panel
- (viii) Fuel tank for 10 hours operation

Please note that toolbox is beyond this scope of supply.

Annexure-2

DSE8610 MKII

SYNCHRONISING AUTO START LOAD SHARE CONTROL MODULE

KEY FEATURES

- Comprehensive synchronizing & load sharing capabilities.
- Built-in governor and AVR control
- Base load (kW export) control
- Positive & negative kVAr export control
- Mains (Utility) decoupling protection
- 4-Line back-lit LCD text display
- Multiple Display Languages
- Five key menu navigation
- LCD alarm indication
- Heated display option available
- Customizable power-up text and images
- DSE Net expansion compatibility
- Data logging & trending facility
- Internal PLC editor
- Protections disable feature
- Fully configurable via PC using USB, RS232, RS485 & Ethernet communication
- Front panel configuration with PIN protection
- Power save mode
- 3 phase generator sensing and protection



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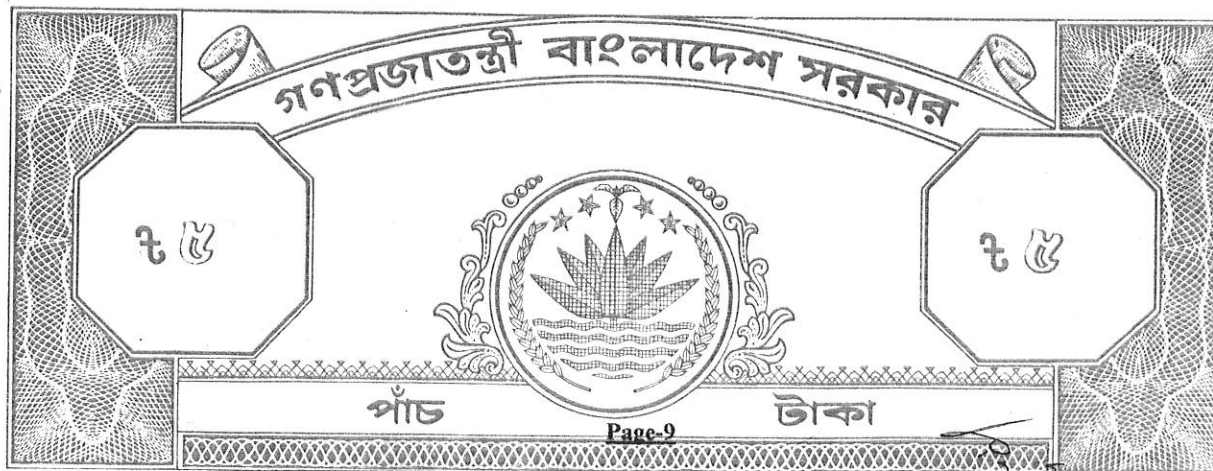
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- kW and kvar overload alarms
- Reverse power alarms
- Over current protection
- Unbalanced load protection
- Independent earth fault protection
- Breaker control via fascia buttons
- Fuel and start outputs configurable when using CAN
- 8 configurable DC outputs
- 2 configurable volt-free relay outputs
- 4 configurable analogue/digital inputs
- Built-in sensors to support 0 V to 10 V & 4 mA to 20 mA
- 12 configurable digital inputs
- Configurable 5 stage dummy load and load shedding outputs
- CAN, MPU and alternator frequency speed sensing in one variant
- Real time clock
- Manual and automatic fuel pump control
- Engine run-time scheduler
- Fuel usage monitor and low fuel level alarms
- Simultaneous use of all communication ports
- Remote SCADA monitoring via various DSE software applications
- MODBUS RTU & TCP support with configurable MODBUS pages for integration into building management systems (BMS)
- Advanced SMS messaging (Additional external modem required)
- Start & stop capability via SMS Messaging
- 3 configurable maintenance alarms
- Compatible with a wide range of CAN engines, including tier4 engine support
- Uses DSE Configuration Suite PC Software for simplified configuration
- Power modes for when in parallel with the mains
- Redundant MSC communication wired to CAN ports
- True manual breaker control when in CAN mode
- Water in fuel digital input
- Fuel tank bund alarm digital input
- Separate ramp up and ramp down rates configurable via PLC
- Configurable CAN message time-outs
- In-built SNMP
- Configurable CAN transmit & receive
- Battery chargers on DSE Net®

KEY BENEFITS

- Compatible in load share systems containing DSE5500, DSE7500, DSE8000 and DSE8600 MKII series. Contact DSE for further details
- 132 x 64 pixel ratio display for clarity
- Real-time clock provides accurate event logging
- Ethernet communication provides built in advanced remote monitoring.
- Can be integrated into building management systems(BMS) and programmable logic control(PLC)
- Increased input and output expansion capability via DSE Net®
- License-free PC software
- IP65 rating (with supplied gasket) offers increased resistance to water ingress
- Advanced Internal PLC editor allows user configurable functions to meet specific application requirements



Annexure-3

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BOQ for Installation Works

CROSS WORLD POWER LIMITED

BOQ OF 1X650kVA GENERATOR INSTALLATION

Client Name: Grand Sylhet		Address : Sylhet		Date: 30/05/2021	
SI No	Job Description	Technical Details/ Brand	Scope Of Supply	Unit	Qty
1	Electrical System 1X650				
1.1	Control cable for sensing	4 X 1.2 rm (40/0.19 mm)Flexible Cable		Meter (Approx.)	20
1.2	Communication shield cable	1.2 rm for DG sync(3x DG 1 to DG 2)		Meter (Approx.)	20
1.3	PVC Flexible Pipe	1" dia		Meter	40
1.4	Saddle for flexible pipe	1" dia local		Pcs	40
1.5	Cable Tie	L - 12"		Pack	8
1.6	Royal Bolts	10 no.		Pcs	20
1.7	PIB Tape			Pcs	2
1.8	PVC Tape	Adhesive Tape 04 color (Red/ Yellow/ Black/ Blue)		Pcs	8
2	Exhaust System 1X650				
2.1	Exhaust Silencer straight Pipe	MS Pipe bore 8" dia , thickness 3-4mm		Meter	7
2.2	Exhaust Bends/Elbow	Long radius 90 deg L bow dia 8"		Pcs	2
2.3	Exhaust Flange	Welding neck flange 8" dia			5
2.4	Exhaust Fitting with Silencer box	All bracket , support must be made with MS angle 50X50X 4, 5 & 6 MM		Job	1
2.5	Exhaust Heat Insulation with silencer box	Insulation Of Pipe with Rockwool/Glass wool (25.4mm min thickness) along with 1 mm Aluminum sheet cladding.		Job	1
3	DG On site delivery				
3.1	Loading /Unloading/Lifting	Generator dry weight- 4700Kg	CWPL	Job	1
4	Civil Works				
4.1	Generator Foundation	Base dimension (LXW) ft-18'X7'9" D-6" RCC with NCF.	CLIENT	Job	1

Note: Related Civil work will be done by Client as per instruction of CWPL Engineer.

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Annexure-4

BOQ for Common Feeder Panel

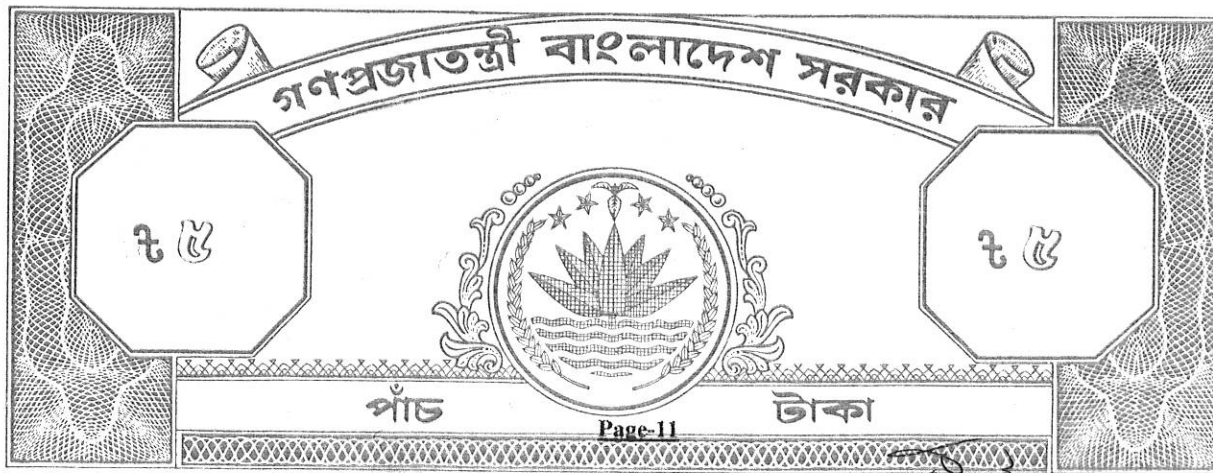
CROSS WORLD POWER LIMITED			
BOQ OF 4x650kVA DG + 2 x Future Extension-Common Feeder Panel			
SL No.	Description	UOM	Qty
1	SYNC PANEL		
1.1	Sheet steel clad powder coated (14/16 SWG, dust and vermin proof, free standing, floor mounting, 415V, 50 Hz, Indoor type Generator Synchronizing Panel with 6000A hard drawn copper bus bar	Set	2
1.2	Common Copper Bus bar (TPN + 1/2E)	meter	24
1.3	Terminal Copper Bus bar for 4000 A 4P ACB	meter	16
	FOR OUTGOING		
1.4	4000A 100kA TPN+N Fixed type ACB with closing solenoid and store -energy spring charged operating mechanism and solid state microprocessor controlled adjustable thermal overload and short-circuit releases with following accessories: 1 X Closing Coil 1 X Gear motor for spring charge 1 X Under Voltage Release Brand : SCHNEIDER, Origin: Singapore	No	1
1.5	Metering for 2000A Outgoing Breaker	Set	1
1.6	Metering for 4000A Outgoing Breaker	Set	1
1.7	Connection Accessories	job	1

Annexure-5

BOQ for Cable Tray and Control Cable

Sl No	Job Description	Technical Details/ Brand	Unit	Quantity
1	Electrical System 1X650			
1.1	Cable Ladder	Made with 37x37x5 mm MS angle & 37x5 mm flat bar with painting. Support with threaded stick MS/GI rod, lock nut bolt and washer. 450 mm width x 37 mm height (Bill shall be as per site measurement)	Rm	30
1.2	Control cable for sensing	4 X 1.2 rm (40/0.19 mm) Flexible Cable	m	20

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ANNEXURE-6

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Supply Scope Matrix

S/N	Description of Work	Scope of Work	
		Supplier	Customer
1	Supply of 2 x 650 KVA Prime Rated Genset with Local Canopy with Sync System		
2	Civil Preparation for Genset Delivery		
3	Civil Preparation of Hot Air Ducting		
4	Civil Preparation of Panel Placement		
5	Genset Base Preparation		
6	Delivery way Preparation		
7	Delivery and Placement at Base		
8	Supply of Common Feeder Panel		
9	Supply of Cable Tray		
10	Laying of Power Cable		
11	Power & Control Cable Termination		
12	Installation of Genset		
13	Commissioning of Genset		

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ANNEXURE-7

GROSS WORLD POWER LTD.			
Sl. No.	Task Name	Duration	Start Date - End Date
1	CONTRACT SIGNING	1 day	Day 1
2	DESIGN	20 days	Day 1
3	Initial design & approval	1 day	Day 2
4	Design & approval for material	1 day	Day 3
5	Contract & order for material	18 days	Day 4
6	Material delivery to site	1 day	Day 1
7	Installation of site	5 days	Day 2
8	Construction	14 days	Day 8
9	Delivery of material to site	2 days	Day 22
10	MECHANICAL & ELECTRICAL INSTALLATION	5 days	Day 23
11	Supply & installation of material	5 days	Day 24
12	ELECTRICAL INSTALLATION	1 day	Day 30
13	Power Cable laying & laying (Cable)	1 day	Day 30
14	COMMISSIONING OF GENERATOR	3 days	Day 31
15	300 Commissioning & start up	1 day	Day 31
16	Operation, maintenance & repair	1 day	Day 32
17	GENERATOR HAND OVER	1 day	Day 33
18	Generator	24 days	Day 1
19	Material delivery to site	1 day	Day 15
20	Material delivery to site	1 day	Day 15
21	Material delivery to site	1 day	Day 15
22	Construction	12 days	Day 15
23	Delivery of material	1 day	Day 21
24	Generator	1 day	Day 22
25	Commissioning of generator	3 days	Day 25
26	PROJECT HAND OVER	1 day	Day 28

Project Time Schedule for Grand Spine

AT 10 20 30 40 50 60 70 80 90 100

