President and CEO

JOHN HAY MANAGEMENT CORPORATION

THIS AGREEMENT made this ______ between **JOHN HAY MANAGEMENT CORPORATION**, with office address at John Hay Special Economic Zone, Baguio City, Benguet, Philippines (hereinafter called "**JHMC**") of the one part and **TSS CORPORATION**, with office address at No. 1 Harrison Road, Baguio City (hereinafter called "**SUPPLIER**") of the other part;

WHEREAS, **JHMC** invited Bids for certain goods and/or ancillary services, particularly procurement of Various ICT Equipment and has accepted a Bid by the **SUPPLIER** for the supply of those goods and/or ancillary services in the sum of **One Million Six Hundred Forty Thousand Eight Hundred Sixty Five Pesos (PhP1,640,865.00), (hereinafter called "the Contract Price").**

NOW THIS AGREEMENT WITNESSETH AS FOLLOWS:

- In this Agreement words and expressions shall have the same meanings as are respectively assigned to them in the Conditions of Contract referred to.
- 2. The following documents as required by the Implementing Rules and Regulations of Republic Act No. 12009 shall be deemed to form and be read and construed as integral part of this Agreement, *viz.*:
 - i. Philippine Bidding Documents (PBDs);
 - a. Scope of Services;
 - b. Technical Specifications;
 - c. General and Special Conditions of Contract; and
 - d. Supplemental or Bid Bulletins, if any.
 - ii. **SUPPLIER**'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 JHMC's bid evaluation;



iii. Performance Security;

MARJORIE P. DIAZ





TSS CORPORATION

JOHN HAY MANAGEMENT CORPORATION

T. SINGH REAND! President and CEO iv. Notice of Award of Contract; and the SUPPLIER's conforme thereto; and,

- v. Other contract documents that may be required by existing laws and/or **JHMC** in the PBDs. **SUPPLIER** 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.
- In consideration for the sum One Million Six Hundred Forty 3. Thousand Eight Hundred Sixty Five Pesos (PhP1,640,865.00) or such other sums as may be ascertained, SUPPLIER agrees to deliver the goods in accordance with her Bid.
- 4. JHMC agrees to pay the above-mentioned sum in accordance with the terms of the Bidding.
- 5. To ensure continuing compliance with tax laws pursuant to Executive Order No. 398:
 - a. The SUPPLIER shall pay taxes in full and on time, failure to do so will entitle **JHMC** to suspend payment.
 - b. The SUPPLIER is likewise required to submit, prior to the execution the Agreement, a tax clearance from the Bureau of Internal Revenue (BIR) as well as a copy of her income and business tax returns duly stamped and received by the BIR and duly validated with the tax payments made thereon.
- Employment Relations. There shall be no employer-employee relationship between JHMC and the SUPPLIER.

The **SUPPLIER** represents and acknowledges that the Services being engaged and offered to JHMC are strictly for and in relation to the specified Project of JHMC.

IN WITNESS whereof, the Parties hereto have 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.

President and CEO 1

Corporate Sales Manager

for:

for:

JOHN HAY MANAGEMENT CORPORATION

TSS CORPORATION

Signed in the presence of:

ICT Manager, JHMC

Manager, TSS Corporation

Certified Availability of Funds:

CAF No.: CA 25- 09-128

JOSEPHINE Q. TECAN Accountant, JHMC

Republic of the Philippines)) SS. **Baguio City**

BEFORE ME, a Notary Public in and for _____, personally appeared the following persons:

	FREZ	<u>_</u>
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sales Manager

Corporate

Name	Identification Document	Issued/Expiration Date
Manjit T. Singh Reandi	Driver's License No. A07-07-000863	Baguio City
Manuel F. Supat Jr.	Philippine Passport No. P7372534A	DFA La Union Valid until 29 May 2028

They are known to me to be the same persons who executed the foregoing instrument and they acknowledged to me that the signatures they affixed confirm their own free act and the entity they represent.

This contract, consisting of four (4) pages including this where the acknowledgment is stated, relates to the Contract Agreement for Various ICT Equipment between John Hay Management Corporation and TSS Corporation. The Parties and their witnesses signed in the proper spaces and the left margin of every page.

_ in Baguio City, Philippines. SIGNED AND SEALED on

Doc. No. 304 Page No. ul_

Book No. J__

Series of 2025.

Notary Public for and in Baguio City Notarial Commission valid until 31 December 2025

IBP No. 407458: 01/08/2024 PTR No. 6181437: 01/12/2024 Roll of Attorneys No. 55866

MCLE Compliance No. VII-0004316 valid until 04/14/2025

President and CEO

T. SINGH REAND!



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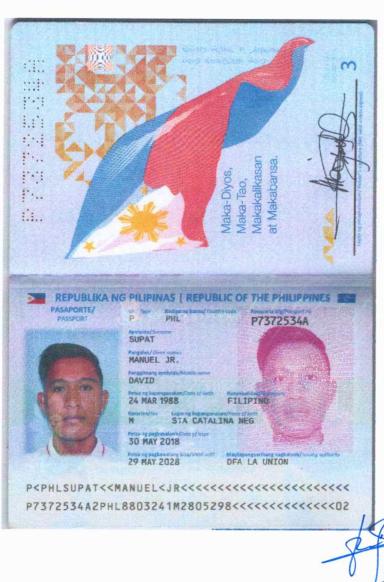
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TSS CORPORATION

NO.1 CORNER PERFECTO STREET HARRISON ROAD - CLAUDIO CARANTES **BAGUIO CITY 2600**

SECRETARY'S CERTIFICATE



I, JEREMY WILSON GOLANGCO, Corporate Secretary of TSS CORPORATION, a domestic corporation duly organized and operating under the laws of the Republic of the Philippines, under oath, hereby certify that:

At a special meeting of the Board of Directors of the corporation held on July 22, 2025, at its principal business address at No. 1 Corner Perfecto Street Harrison Road-Claudio Carantes, Baguio City, during which all the members of the Board were present, the following Resolution was deliberated upon and duly and was unanimously approved, to wit:

"That Mr. Manuel D. Supat Jr, our Corporate Sales Manager is authorized to enter contract, submit and receive, and to sign and execute all necessary requirement/s in the name of and on behalf of TSS Corporation for the purpose of "Procurement of Various ICT Equipment/ IGDS-010,011,012,015,018,168] for John Hay Management Corporation, Baguio City."

IN WITNESS WHEREOF, I have hereunto set my hand this 0 6 Alls 2025 , 2025 at Baguio City, Philippines. day of

> JEREMY WILSON L. GOLANGCO Corporate Secretary

Republic of the Philippines In the City of Baguio

SUBSCRIBED AND SWORN TO before me this 0 6 days of 025 2025 at Baguio City, Philippines, affiant exhibiting to me his Passport No. P9401142B, as competent proof of his identity.

Doc. No. 447 Page No. 94 Book No. 78; Series of 2025.

Notary Public
Until December 31, 2026
Commission No. NA.-11-NC-25-R
PTR No. 7663843; 12/26/2024
TIN 945-360-967-000
MP OR No. 471158; 10/10/2024
Roll No. 5/198; 05/05/09
MCLE Compliance No. VIII-0037691; 06/05/2025
No. 19 Abanao Street, Baguio City
Tel No. (074) 446-3500