



Securities and Exchange Commission
September 28, 2023

CONTRACT AGREEMENT
Securities and Exchange Commission
October 3-5, 2023

To: **Ms. Rose Ann S. Espiritu**
Director III
Securities and Exchange Commission
SEC Headquarters, 7907 Makati Avenue,
Salcedo Village, Bel-Air, Makati City
T: (02) 8818 7238
E: bacsecretariat@sec.gov.ph

From: **Cherrie Teo**
Senior Sales Manager
Mimosa Cityscapes, Inc.
Mimosa Drive, Filinvest Mimosa
Clark Freeport zone, Pampanga 2023
M: (0998) 587 8064
E: clarkSM4@questhotelsandresorts.com

Dear Dir. Espiritu,

Thank you for choosing Quest Plus Conference Center – Clark Pampanga as the venue for your hotel accommodation requirements during the **Securities and Exchange Commission (SEC) Strategic Planning Conference on October 3-5, 2023.**

This document sets out the terms and conditions of the agreement between the **MIMOSA CITYSCAPES, INC.** and **SECURITIES AND EXCHANGE COMMISSION.**

TOTAL PACKAGE RATE: **Php 580,150.00 net**

Inclusions

- 3D/2N Accommodation in:
 - 5 Deluxe Single
 - 17 Deluxe Double
 - 2 Deluxe Triple
 - 1 Deluxe Quadruple
- Buffet Breakfast daily (based on occupancy)
- With day bed set-up in the Deluxe Triple room
- Bed-sharing only for the Deluxe Quadruple room
- High Speed WI-FI Internet access

QUESTHOTELSANDRESORTS.COM/CLARK

Mimosa Drive, Filinvest Mimosa+ Leisure City, Clark Freeport Zone, 2023
Tel No : (+63 45) 599 8000 | (+63 2) 8236 5040
clarkinfo@questhotelsandresorts.com

- Use of hotel amenities (swimming pool and gym)
- Complimentary drinking water
- Daily newspaper
- Standard Check – In Time : 3:00 PM
- Standard Check – Out Time : 11:00 AM
- Meals:
 - Oct. 3: AM Snacks, Buffet Lunch, PM Snacks and Buffet Dinner with Socials
 - Oct. 4: AM Snacks, Buffet Lunch, PM Snacks and Buffet Dinner with Socials
 - Oct. 5: AM Snacks and Buffet Lunch

Function Inclusions:

- a. Use of the Function Room based on the contracted time
- b. AM & PM Snacks
- c. Buffet Lunch and Buffet Dinner with one round of iced tea
- d. Socials include 1 round of local beer and pica-pica
- e. Free flowing coffee and tea
- f. Mints or candies
- g. Pads and pencil
- h. One (1) podium with mic and stage at the Plenary
- i. White board w/ marker & Eraser
- j. Standard PA System
- k. Complimentary use of LCD projector at the plenary venue

In addition, we will provide one set of the following:

- a) One (1) LCD screen
- b) One (1) Whiteboard with Marker and Eraser
- c) Two (2) Microphones and Lapel Mic *(if available)*

- **Rates inclusive of 8.5% Service Charge; No Government Tax added.**
- **Rates are subject to change without prior notice**
- **Hourly Extension of contracted time shall be subject to an appropriate room rental fee**

"A 15% incremental charge shall be added to the quoted meal rate (per person) should the guaranteed number of guests had exceeded the 10% buffer on the date of the event."

Terms and Conditions:

1. Above rates are in **NET** inclusive of 8.5% service charge.
2. Rates are based on the minimum guarantee of **29 rooms** from **October 2-5, 2023** or equivalent to **54 roomnights**. Should the number of rooms reduce from the minimum guarantee, the rate may be subject to increase.
3. Arrivals beyond the agreed number of rooms and dates must be guaranteed by the organizers and subject to any cancellation fee indicated in the 'group control procedure'.

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ROOMS ARRANGEMENT

- 1) All rooms will be run-of-the house. The hotel reserves the right to assign alternate room(s) should all or a portion of the contracted rooms become unavailable for any reason whatsoever. Additional room requirements shall be subject to room availability.
- 2) **Submission of Final room list to email address clarksm4@questhotelsandresorts.com on or before Sept. 29, 2023.**
- 3) Individual check –in at the Front Desk, 1 key card per person.

OTHER GROUP CONTROL PROCEDURE & ARRANGEMENTS

- 1) **Check-in time is 3:00 PM and check-out time is 11:00 AM.** Arrivals before 3:00 p.m. and departure after 11AM will be subject to room availability. Please note that there will be a late check-out charge from 1:00pm to 6:00pm at 50% of the above quoted rates. Check-out after 6:00pm will be charged at 100% of the above rates.
- 2) **Rate for Extension of Stay:**
The same room rate may apply for bookings 3 days prior and 3 days after the meeting date of **October 3-5, 2023**. Prior reservation has to be arranged; subject to room availability.
- 3) **Reductions, Cancellations and No Shows terms and conditions:**
The number of room and banquet reservation blocking indicated in this contract shall be deemed guaranteed and confirmed. Any reduction or cancellation from the stated room and banquet arrangements will be chargeable based on the following terms:

Guestroom bookings **Upon contract signing, 100% penalty equivalent to the total number of cancelled room nights will be charged**

Banquet Bookings **Upon contract signing, 100% penalty equivalent to the total number of cancelled no. of persons per day will be charged**

FOOD & BEVERAGE AND BANQUET ARRANGEMENT

- 1) Final Group meal requirement must be received by the hotel at least five (5) days prior to arrival.
- 2) The minimum guaranteed no. of guests per meal indicated above shall apply. For any increase in guarantee, the hotel requires the final guaranteed number of attendees at each function five (5) days prior to the function.

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3) **Reduction and Cancellation Conditions:**

Any decrease in the guaranteed number of persons or cancellation made upon confirmation of the event / signing of contract will be charged in full.

4) Any last minute, changes such as set up, venue, menu advice less than 72 hours prior to the actual event of the function is subject to the approval of the hotel management. The Hotel reserves the right to impose minimal fees for last minute changes.

5) **SECURITIES AND EXCHANGE COMMISSION** is responsible for payment of the guaranteed covers or actual number of people served at the function, whichever is higher. Should the actual attendance exceed the minimum guarantee, actual attendance shall apply. However, should the actual attendance be below the minimum guarantee, the minimum guarantee shall apply.

"A 15% incremental charge shall be added to the quoted meal rate (per person) should the guaranteed number of guests had exceeded the 10% buffer on the date of the event."

Additional consumption of beverages during the event shall be charged on personal account unless advised by the **SECURITIES AND EXCHANGE COMMISSION's** organizer.

6) If the number of guests increase or decrease in relation to the original reservation, The Hotel reserves the right to transfer the event to an alternative room, the size of which shall appropriately accommodate the revised number of guests.

All Food and Beverage and Banquet arrangement rates are quoted at present market value. Please note, should there be any increase in the market due to outside suppliers the rate may be adjusted accordingly, with appropriate notification.

PAYMENT AND BILLING POLICY

1. Total Contracted Room & Banquet Charges including Group Incidental Charges duly acknowledged by the Authorized Signatory shall be settled **on Send Bill Arrangement and will be paid within 30 days upon receipt of the billing statement. Payment will be through bank transfer or check pick-up.**

The hotel shall extend thirty (30) day credit term to your organization. A corresponding penalty of 3% shall apply for overdue account/s.

For Send Bill Arrangement, please send a Letter of Authorization (LOA) or Purchase Order (PO) or Certificate of Availability of Funds (CAF) addressed to Ms. Monette Fajardo, Financial Controller, for approval.

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Name to Appear on check: MIMOSA CITYSCAPES, INC.

Branch: EastWest Balibago – Savings Acct

Account Name: Mimosa Cityscapes, Inc.

Peso Acct No.: 2000 1752 7467

TIN No.: 009-291-598-000 **NON-VAT**

Swift code: ewbcphmm\

2. **All room and banquet charges stated in this contract shall be part of the Master Bill / Master Guest Folio of the company**
3. Other incidentals charges such as room service, telephone charges and other incurred expenses during the function (such as drinks and other meals outside of the prearranged banquet meals) not signed by the authorized signatory will be on personal account of the guest, which will be settled upon delivery of service or consumption of food. Payment may be in the form of cash or credit card.

The security deposit may be waived at if **SECURITIES AND EXCHANGE COMMISSION** will guarantee for the payment of all incidental charges incurred. Thus any unpaid charges incurred by the guest will be settled by **SECURITIES AND EXCHANGE COMMISSION**. This also applies to any dispute or refusal by the guest to settle the account.

4. **No creditable withholding tax should be deducted to all payments to MIMOSA CITYSCAPES, INC. due to Tax Exemption. (Non-VAT)**
5. Currency: All prices quoted in this contract/proposal are stated in Philippines Peso, the official currency of the Republic of the Philippines.

AUTHORIZED SIGNATORIES

During the event, the following are signatories of this event. All bills signed by any of these signatories are considered final and will automatically be part of the billing statement of the company.

Name: Ms. Rose Ann S. Espiritu

Designation: Director III

Signature:

LIABILITY/DAMAGE

SECURITIES AND EXCHANGE COMMISSION will pay the Hotel for every incidental loss or damage, which occurs in any part of the Hotel complex or of any property or equipment belonging to the Hotel during the function, except if due to the negligence of hotel's staff.

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The Hotel does not take any responsibility for any loss or damage to the property of **SECURITIES AND EXCHANGE COMMISSION** which occurs on the premises of the Hotel including the function (meeting) rooms, except if due to the negligence of hotel's staff. In case of loss or damage of property, the Hotel Management must be advised as soon as the fact is discovered. Safe deposit boxes are available at Front Desk upon request.

The Hotel will supply additional security at the **SECURITIES AND EXCHANGE COMMISSION** for any function room that is being held by the Company. The Company will pay for the cost of additional security.

EXTERNAL SUPPLIER POLICY

Should company utilize outside contractors or subcontractors in the hotel premises during your event, including, but not limited to, a destination management company, audio/visual services, decorators, or others, you must notify the hotel of your intention to use such providers at least thirty days in advance of your event. All outside contractors must sign a hold harmless, indemnification and insurance agreement in the form currently in use at

Hotel for similar outside contractors and provide proof of insurance in amounts acceptable to Hotel (amounts and types of insurance may be changed or increased in Hotel's sole discretion based on the type of services the outside contractor will be providing) before they will be allowed to provide services on Hotel premises.

When equipment such as audio-visual equipment, p/a systems, computers, laptops and projectors, etc are bought in, **SECURITIES AND EXCHANGE COMMISSION** is requested to register those items with the Hotel Security Department to verify their existence. It is recommended to arrange additional security services to ensure the protection.

It is the hotel's sole discretion to allow or disallow outside providers inside the hotel premises.

BANNERS & SIGNBOARDS

For any banners or signboards, kindly submit a sample/artwork to the Hotel for reference. The Hotel can refuse any banner, backdrop or signage that are brought in without prior approval from the Hotel or that those items do not conform with regular standards of the Hotel.

Decoration supplied by the Hotel remains the exclusive property of the Hotel and must not be removed. The use of trademarks / logos is prohibited if authorisation has not been obtained by the Hotel Management in advance. The **SECURITIES AND EXCHANGE COMMISSION** shall be allowed to put up any display's notices or advertisements upon any part of the Hotel premises with the written permission of the Hotel.

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SAFETY, SECURITY AND FORCE MAJEURE

It shall at all times be the responsibility of **SECURITIES AND EXCHANGE COMMISSION** to check and verify invitations and/or admission tickets (if applicable) in order to appropriately identify attendees/ guests to your company event.

While the hotel shall take all necessary precautions, the hotel shall not be held responsible for any loss or damage to belongings of the company or any guest in attendance prior, during or after an event held at the hotel.

Any fire exit signs, fire exits and firefighting facilities must be kept clear of obstacles at all times.

No fireworks may be set off within the hotel premises without prior written approval.

No unlawful activities may be conducted within the hotel premises.

The Hotel and **SECURITIES AND EXCHANGE COMMISSION** will not be held responsible for failure to execute obligations specified herein directly or indirectly occasioned by or through or in consequence of war, strikes, riots and acts of God or conditions beyond the control of both parties. In such case, the activity may be postponed to a date agreeable to both parties.

DATA PRIVACY

Mimosa Cityscapes Inc. – Quest Plus Conference Center Clark values your trust and confidence, we wish to inform you of how we process the personal information that you share with us in accordance to Republic Act No. 10173 otherwise known as the Data Privacy Act of 2012, its implementing Rules and Regulations and other issuances of the National Privacy Commission (NPC).

In view of your transaction with Mimosa Cityscapes Inc. – Quest Plus Conference Center Clark, we have collected basic information including your name, residence, contact details, as well as those of your spouses and/or dependents, and other sensitive personal information, such as your age, civil status, government registration details, financial information, credit history and tax returns, among others (“Personal information”).

For complete details of our data privacy policy, please visit
<https://questhotelandresorts.com/clark/privacy-policy>

ACCEPTANCE of Contract Agreement

Contained in this agreement are the detailed commitments and arrangements of both parties for this event. Any changes and additional arrangements / agreements after this contract has been signed and sealed shall have to be agreed by both parties in an Addendum contract.

Please send us back a signed copy of this contract **on or before September 29, 2023 (Thursday)** in order for the above agreements to apply.

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The signatories below agree to the content of this contract/ agreement and consider all arrangements definite and confirmed as stated herein. Compliance with this contract is subject to acts of God, wars, disasters or other emergencies beyond the control of either party.

Signed on behalf of the hotel

Signed on behalf of the Organizer

Signature: 
CHERRIE S. TEO
Senior Sales Manager
MIMOSA CITYSCAPES, INC.

Noted by:

Signature: 
JUDY B. SARMIENTO
Director of Sales & Marketing
MIMOSA CITYSCAPES, INC.

Signature: 
MS. ROSE ANN S. ESPIRITU
Director III
SECURITIES AND EXCHANGE COMMISSION

CERTIFIED FUNDS AVAILABLE


Dondie Q. Esguerra
Director
Financial Management Department

Funds Available:

Burs No. 02-006441-023-09-003/41

Date: September 29, 2023

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ACKNOWLEDGMENT

Republic of the Philippines)
Makati City) SS

BEFORE ME, a Notary Public for and in above jurisdiction, on this 2 OCT 2023 personally appeared the following:

Name	Competent Evidence of Identity
Rose Ann S. Espiritu	<u>SEC ID. No. 1282</u>
Cherrie S. Teo	<u>PASSPORT P1361363B</u>

known to me and to be known to be the same persons who executed the foregoing instrument consisting of 2 pages including the page on which this Acknowledgment is written and duly signed by them and their witnesses on each and every page hereof, and that the same is their free and voluntary act, as well as that of the corporations/agencies which they represent.

WITNESS MY HAND AND SEAL on the date and at the place first above written.

Doc. No. _____;
Page No. _____;
Book No. _____;
Series of 2023.


Atty. JASMINE CHARO L. CALAYCAY-ATIENZA
 Administering Officer
 Securities Counsel II
 Securities and Exchange Commission
 Republic of the Philippines