

NOTICE TO BIDDERS BULLETIN No. 4

PROJECT : **PRIVATIZATION OF THE FORMER MIMOSA ESTATE COVERING 201.64 HECTARES, THRU A 50-YEAR LEASE ARRANGEMENT**

DATE : 09 October 2015

The following are the requested documents, information and clarifications to the Terms of Reference (TOR) for the Privatization of the Former Mimosa Estate covering 201.64 hectares, thru a 50-year Lease Arrangement.

QUERY	CLARIFICATION
Bid Price	The Php 800 Million minimum acceptable bid was determined based on the sound business judgment of the CDC Board of Directors.
Recognition of Golf Playing Rights	The NC shall recognize the playing privileges of the members of the former Mimosa Golf and Country Club (MGCC) as endorsed in good standing by CDC, being part of the TOR of this bid and a commitment of CDC to the members.
Shares the NC will be allowed to issue	The issuance of additional golf shares is subject to applicable rules and regulations by the Securities and Exchange Commission.
Equity and Board Seat	The 5% equity ownership and entitlement to one board seat in the new NC was determined based on the sound business judgment of the CDC Board of Directors to safeguard the interest of CDC.
Concerns on Indemnity	<p>The indemnification clause granted by CDC to the Winning Bidder for liabilities arising from the cases enumerated in Section 2.5 of Article VI of the TOR is a contractual promise based on sound business judgment of the CDC Board of Directors to guarantee peaceful and continuous possession of the property given the magnitude of the project.</p> <p>The requirements of Commission on Audit (COA) clearance pertain to judgment claims and does not apply to indemnification which is a</p>

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	<p>contractual obligations.</p> <p>CDC submitted the TOR including the draft contract containing the indemnity clause to CDC's statutory counsel, the Office of the Government Corporate Counsel for review.</p>
GOLF COURSE	
Relationship of Mimosa Golf & Country Club Association Inc. with the members of the former MGCC	<p>CDC is not privy with the inquired association. It is advised that the same forms part of due diligence by the prospective bidder. There may be a relationship between the members of MGCC and Mimosa Golf & Country Club Assn., Inc. which beyond CDC's capacity to conclude.</p> <p>The Mimosa Golf & Country Club Assn., Inc. is an association formed by some members of the MGCC. However, the Winning Bidder's obligation to recognize as holder of playing rights is limited to the list of members in good standing (not the club) to be endorsed by CDC as stated under Article VI Section 1.8.</p>
Relevant Prospectus for MGCC	CDC has no available records or copy of the prospectus for MGCC.
HOTELS, VILLAS, AND CLUBHOUSE	
Land area of the 90 unfinished villas	Approximately 13.4 has, subject to final survey
Floor area of the unfinished villas	Approximately 154 sq.m., subject to final survey
Finished floor area and construction plan of the Clubhouse	CDC has no record on the finished floor area and construction plan of the Clubhouse.
Confirmation that the Winning Bidder shall be allowed to demolish and redevelop the area occupying the unfinished villas	<p>The Winning Bidder, as part of its development plan, may demolish unfinished villas and redevelop the area subject to the approval of CDC. The demolition and other related activities shall conform with the requirements of the National Building Code of the Philippines.</p> <p>The approved development plan of the Winning Bidder shall govern the use of the Estate.</p>
UTILITIES	
Existing utilities in the Estate (water, drainage, and sewer systems)	Please refer to the Utility Map under " Annex A " for the existing utilities in the area.
Source of water supply in the Estate	<p>The current source of water supply/requirements in the Estate are from the following domestic deep wells (DW) and waterworks stations:</p> <p>➤ DW Nos. 2, 6 and 7 - Potable water serving</p>

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	<p>the Montevista Villas and other housing units.</p> <ul style="list-style-type: none"> ➤ DW No. 1 - Holiday Inn ➤ Irrigation DW Nos. 3, 4, 5, 11 and 14 - Golf Course areas ➤ DW No. 8 - Nursery ➤ DW No. 9 – Laundry ➤ DW Nos. 12, 13 and 15 – Non Operational since MLRC time ➤ DW No. 10 – Out of commission <p>These are sufficient to meet the present water demand of the Estate.</p> <p>Further, there are no natural springs and centralized underground water reservoir in the Estate.</p> <p>The location of the DW and waterworks station are shown in the Utility and DW Map under "Annex A and Annex B"</p>
Sewage Treatment Plant (STP)	<p>The sewage treatment plant within the Estate is not operational. The sewage system of the Estate is connected under the centralized sewage system for the entire Clark Freeport Zone which is managed directly by Clark Water Corporation.</p>
Utility company supplying power to the Estate	<p>The utility company that supplies power for the Estate is Clark Electric Distribution Corporation.</p> <p>The electrical system layout area shown in the Utility Map under "Annex A"</p>
Sub-meters	<p>There are direct power and water meters installed for buildings, villas and hotel.</p>
Back-up power/standby generator	<p>Most of the villas, function rooms, convention centers and clubhouse have back-up power/standby generator.</p>
REQUESTED DOCUMENTS	
Statistics on the members of the Golf Club	<p>See "Annex C"</p>
List of Long Staying Guests	<p>See "Annex D"</p>
Title/s to the Estate or the entire Property;	<p>Attached is the map showing the titled Clark Freeport Zone properties vis-à-vis Former Mimosa Estate and the photocopy of the Title/s owned by Bases Conversion Development Authority. See "Annex E".</p> <p>Upon the request of the Winning Bidder CDC will favorably endorse to BCDA the request for</p>

	annotation for approval, cost of which shall be shouldered by the Winning Bidder.
Technical description and topographic survey of the Property	See "Annex F"
Specific gross floor area tabulation for each component of the Property (e.g., structures like hotels, villas, club house, etc.; golf course; open spaces; roads; etc.)	See "Annex G"
A list of all the equipment and facilities in the Estate with specific descriptions, including condition and age	See "Annex H"
Computer-aided design (CAD) maps of the Estate, separately indicating: (i) the exact developable area; (ii) all structures and their corresponding specifications; and (c) the trees that may be cut or removed	CDC has no available Computer-aided design (CAD) maps of the Estate.
Site Development Plan of the Estate reflecting all the buildings and structures (scaled drawings)	See "Annex I"
Breakdown of the land area being managed by Holiday Inn, Montevista and the golf course	See "Annex J"
Report on geotechnical/soil investigation previously performed in the whole or a portion of the Estate	CDC has no available record on geotechnical/soil investigation previously performed in the whole or a portion of the Estate
CORRECTION OF BID BULLETIN NO. 3	
Minimum Acceptable Bid under Minimum Investment Commitment specified in Bid Bulletin 3, page 8, is hereby amended to read as follows:	<p>In relation to Article III Section 2, Article IV Section 1.A.1, Annex E Item 14.5 (Special Conditions of the Lease Agreement) and Annex J (Statement of Conformity with the Minimum Investment Commitment and Standards (Technical)), the Minimum Acceptable Bid up to the amount of Php 800 Million shall form part of the computation of the minimum investment commitment of Php 5 Billion. Thus, any bid in excess of Php 800 Million shall not be considered part of the Php 5 Billion Investment Commitment.</p> <p>The completion of the Php 5 Billion investment commitment is retained at 5 years.</p>

The foregoing revision shall modify, amend or supplement the affected provisions of the Terms of Reference previously issued. All other provisions not inconsistent herewith shall remain valid.

CDC reserves the right to accept or reject any or all bids; to extend the date of submission and/or opening of bids upon prior notice, if in CDC's opinion, there are valid grounds to warrant the same; to waive any defect, formality, informality, or technicality in them without affecting the substance of the bids, or to accept such bids considered, if in CDC's opinion, to be most advantageous to the government; and annul the bidding process without offering any reason. The decision of CDC on all matters shall be final. CDC also neither assumes any obligation to compensate nor indemnify the bidders for any expense or loss that may be incurred in connection with this public bidding, nor does CDC guarantee that an award will be made.

All bulletins, notices and issuances by Special Asset Privatization Committee (SAP-Com) are likewise posted at the Corporation's website (www.clark.com.ph)

All issuances and/or communications from other sources are not sanctioned by the SAP-Com or by the Corporation. Only communications, bulletins and/or issuances sent out through the Office of the SAP-Com Secretariat are considered official and binding.

This issued bid bulletin would form part of the required submission of the Eligibility Envelope Component.

Please be guided accordingly.


EVANGELINE G. TEJADA
Chairman
Special Asset Privatization Committee

Received:

Name and Signature of Authorized Representative	:	
Position	:	
Company	:	