

BGI's Consolidated Additional Comments

No.	Document	Page No.	Section No. / Source Data	Description	Questions / Clarifications /Comments (First Pre-bid)	AEC's Response thru <u>Supp. Bid Bulletin</u>	Additional Questions / Clarifications /Comments	Answers
1	TOR	4	5. Terms of Reference: Contract Energy, kWh per year and/or daily average	1. 35,697,000 kWh/year (97,800 kWh/day average) 2. Take-and-pay scheme. AEC will pay only for the contracted RE produced. 3. The BCQ Nomination (kWh) shall be as per Annex 3, AEC Load Profile to be Procured. The peak demand to be procured under the CSP is 13,000 kW.	Please confirm that AEC shall have a daily nomination with a minimum total energy of 97,800 kWh? The same shall be reflected in the PSA.	Confirmed that daily nomination of 97,800kWh is the daily minimum, subject to adjustment of up to a maximum of 107%, applicable to all intervals, including the 13,000kW intervals	TOR page 4 says Peak demand to be procured is 13,000 kW. We understand that the peak demand should serve as the cap in demand. Therefore, the 107% adjustment shall not be applicable to intervals with 13,000kW. Otherwise, peak demand should be adjusted to 13,910 kW.	This is just a bandwidth to give AEC room for adjustment during hot summer months. No need to increase the peak demand
2	TOR	5	5. Terms of Reference: Reserve Price	AEC has established a Reserve Price, or a price cap, upon which the bid price of the qualified bidders cannot exceed. The Reserve Price will not be disclosed to the bidders until the Bid Opening Date.	- Is the reserve price applicable to year 1 only or year 1 to 10? - What is the basis for the reserve price cap?	Reserve price applies to all contract years. Basis will be disclosed during the opening of bids. Rationale is for AEC to avoid high-priced generation costs.	1. To clarify, reserve price is applicable to the annual generation rate and not on the LCCB? Will there be a different reserve price per year? 2. Or will it remain flat for the whole 10-year contract period? 3. What is the component of the reserve price? If there is discount, will discount be applied to gen charge? Will the reserve price include the LR, system loss and transmission charge?	This will be disclosed during the Bid Opening. TPBAC can only disclose that the reserve price will only apply to the generation charge
3	TOR	5	5. Terms of Reference: Power Supply Agreement (PSA)	Pro-forma PSA template supplied with the Bid Package shall be used as primary reference	- Will AEC be open to negotiation of the pro-forma template? - If yes, to what extent may the PSA template be modified?	Negotiation is open only on terms favorable to AEC than that provided in the template. Terms more onerous to AEC than that provided in the template will not be considered.	1. Will Bidders be allowed to propose its own contract terms in the draft PSA? Will the PSA negotiations/discussions be with the winning Bidder only? 2. Can we incorporate proposed edits on the draft PSA to be submitted as part of the bid documents?	All bidders can propose edits and will be discussed during contract negotiation. If winning bid is successful, there is no need to negotiate with other bidders
4	TOR	7	9. Documents Comprising the Bids	9.1.1. Contract Energy per year, kWh, Equivalent Contract Capacity, kW	Would like to confirm that this information is for the offer of the Bidder. And not the total historical kWh and capacity of the plant	Contract Energy per year, kWh, Equivalent Contract Capacity, kW refers to plant details of nominated plant to ascertain its Available Capacity.	Please confirm that past 1-year historical information would be acceptable for this	Yes, this will be acceptable
5	TOR	7	10.1 Legal Qualification Reqs	a. A Bidder must be a duly incorporated and validly existing domestic partnership or corporation at least 60% of the capital of which is owned by Filipinos and registered with the Securities and Exchange Commission ("SEC").	Please confirm that the SEC Certificate of Registration and the GIS will suffice for this requirement?	SEC COR and GIS will be sufficient.	Since these are already requirements under 10.1.b and 10.1.d, please confirm that the Bidder must submit these documents twice	No need to submit documents twice since electronic copies can be copied and pasted as needed. Just label the documents accordingly so there's no need for repeating submission
6	TOR	8	10.1 Legal Qualification Requirements	f. Bidder and any of its Affiliates must have no record of Unsatisfactory Performance, unless this qualification is otherwise waived by AEC.	Please confirm that this refers to the Unsatisfactory Performance to AEC in terms of power supply,	Refers to unsatisfactory performance to AEC under prior contracts	1. According to the SBB 1-response to BGI, this refers to unsatisfactory performance to AEC under prior contracts. 2. May we confirm that this requirement is not applicable to Bidders with no prior contract to AEC?	Yes, no need to submit this. This only applies to those with previous contracts with AEC

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7	TOR	8	10.2 Technical Qualification Requirements	d. Nominated Power Plant must be covered by a valid Certificate of Compliance ("COC") from the Energy Regulatory Commission ("ERC").	Is PAO allowed in lieu of COC which is still in process for renewal?	PAO is acceptable.	If the PAO is still undergoing renewal in time of bid submission, can we submit the request of extension of the PAO, with email confirmation from ERC?	Yes
8	TOR, ITB, draft PSA		TOR, ITB, draft PSA	No indexation/escalation and base year provided	To clarify, Bidders should specify the generation rates in P/kWH per year (as indicated in Annex H of the PSA and Bid Proposal Form? Bidders may indicate an escalating rate per year but adjustment formula and indexation will not be indicated? We suggest AEC to indicate the Base Month/Year for all indices. This is to ensure that all rates are evaluated at the same base month/year.	There is no more base month/year as the bidder should have calculated these before inputting the offered price per contract year. AEC TPBAC will use straight average during evaluation to calculate average offered price for the 10-year contract term. It will be up to the RE Supplier to justify the adjustments before ERC during the PSA application.	1. To clarify, the annual bid rates submitted by the Bidders in the bid form will be the same as the generation rates indicated in Annex H of the PSA and such generation rates shall be applied on the PSA execution? 2. We suggest to include in the PSA the following: "Any indexation and price adjustment computations are internal to the Seller"	1. Yes 2. Yes, AEC will consider this
9	TOR / Annex 5		5. Terms of Reference / 22. Bid Evaluation / Annex 5: Form Bid Proposal	5. TOR: "The Lowest Complying Calculated Bid includes: (a) the Average Offered Price per kWh for the term of the PSA, (b) Line Rental, (c) Systems Loss, and (d) Transmission Charge." 22. Evaluation of Bid: "Bids who have qualified will be ranked based on their Lowest Calculated Bid. The Lowest Calculated Bid includes: a. The Average Offered Price per kWh for the term of the PSA; b. Discounts, if any; c. Line Rental, if any; d. Systems Loss, if any, and; e. Transmission Charge, if any." Annex 5: No input for LR, System Loss, Transmission Charge, and Discount	- May we clarify that the LR, System Loss, Transmission Charge, and Discount should already be tucked in the annual bid rate which will be provided in Annex 5? - Is the average offered price to be considered for the Lowest Calculated Bid just the straight average of the rates for 10 years? - Please clarify that although the Line Rental, Systems Loss, and Transmission Charge, are included in the Offer price, these will still be for the account of the Buyer.	LR, System Loss, Transmission Charge and proposed Discounts should be unbundled from the Offered Price of RE to facilitate evaluation of bids. AEC TPBAC will use straight average during evaluation to calculate average offered price for the 10-year contract term.	1. What is the averaging method in computing the LR? Is it weighted average? 2. To clarify, is the LR for the Customer's account? 3. To clarify, the System Loss and Transmission charge are for the account of customer since these are charges directly billed by NGCP to the Customer. 4. To clarify, if the discount be included in the evaluation to compute LCCB?	1. AEC will only use a 1 year snapshot of the existing line rental. 2. Yes, it is for the Customer's account and will be part of the evaluation. It will be part of the generation charge offered. 3. System Loss and Transmission charge are for customer account 4. Yes, it will be included in the evaluation.
10	TOR, ITB, Draft PSA		TOR, ITB, Draft PSA	No RP provision / No Outage allowance	- How many days of Planned and Unplanned Outages are allowed per year? - If not allowed, are we allowed to provide RP?	For RE technologies such as geothermal, hydro and biomass, bidders of such RE technologies should propose Replacement Power, Planned and Unplanned Outage Allowance to facilitate evaluation of such RE technologies.	Can we clarify how the inclusion of an Outage allowance and RP in the draft PSA will affect the evaluation of the lowest calculated bid? Can AEC show sample calculation?	The CSP is for RPS Compliance, so DOE attains its target for RE mix. AEC prefers continuous RPS

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11	Draft PSA	4	V. Force Majeure Event	Effect on obligations - If a party is unable, by reason of the occurrence of a Force Majeure Event, to perform any obligation under this Agreement on time and as required wholly or in part (not being an obligation to pay money), then that obligation is suspended, so far as the affected party's ability to perform it is affected by that Force Majeure Event.			In the event of FM affecting customer, what will be the BCQ nomination protocol given that AEC has multiple suppliers?	Historically, AEC's BCQ Nomination is 0 in Force majeure events
ADDITIONAL COMMENT/S on the Other Bidder's Queries								
12	TOR	Page 9	Qual Documents, Section 10.4	There are requirements for submission indicated in Section 10.4 that are not listed in Sections 9.1 to 10.3? A good example is the submission of the copies of OR, EOI, NDA and CWT, section 10.4.I, among others. May we know which should we follow?	There are requirements for submission indicated in Section 10.4 that are not listed in Sections 9.1 to 10.3? A good example is the submission of the copies of OR, EOI, NDA and CWT, section 10.4.I, among others. May we know which should we follow?	OR, EOI, NDU and CWT are presumed to have been submitted already to the AEC TPBAC, which is why they are no longer listed in Sections 9.1 to 10.4 of the TOR.	In reference to SBB 01 p. 4 of response to AC Energy, do we need to submit the items in 10.4.b as part of the bid submission, or no need since they are already part of the pre-bid docs? 10.4.b. : i. Participation Fee Official Receipt ii. Expression of Interest, and iii. Notarized copy of Non-Disclosure Undertaking iv. <u>Copy of Expanded Withholding Tax Certificate</u>	Yes, No need to resubmit.
13	TOR	Page 1	Section 3, Timetable	As observed in the schedule of CSP activities, there is no schedule for Due Diligence. May we request the TPBAC to provide necessary documents for Due Diligence to be requested by the Bidder?	As observed in the schedule of CSP activities, there is no schedule for Due Diligence. May we request the TPBAC to provide necessary documents for Due Diligence to be requested by the Bidder?	Due Diligence will be done by AEC TPBAC during pre-qualification, evaluation and contract negotiations.	In reference to SBB 01 p. 4 of response to SNAP-BI, may we request for a period of due diligence by the Bidders to AEC?	AEC cannot entertain this request but can submit a certificate of good standing with its current suppliers. If available, AEC may even submit a certification from its current suppliers that it is a consistent prompt payor.