# Part III - ARTICLES OF AGREEMENT

**THESE ARTICLES OF AGREEMENT** are made on
**BETWEEN**:

("Contractor") whose registered address is at

_____

_____

AND

**THE GOVERNMENT OF THE HONG KONG SPECIAL ADMINISTRATIVE REGION OF THE PEOPLE'S REPUBLIC OF CHINA** (hereinafter referred to as "the Government") as represented by THE DIRECTOR OF MARINE, Government Dockyard, Ngong Shung Road, Stonecutters Island, Hong Kong.

**WHEREAS**:

(A)     By an Invitation to Tender (Tender Reference: Marine Department Shipbuilding Tender No. 4/2018), the Government has invited tenders for the construction of the Vessels ("Invitation to Tender").

(B)     The Contractor's tender for the Contract was accepted in principle by the Government by issuing a notification of conditional acceptance to the Contractor pursuant to Clause 25.2 of the Conditions of Tender. The Contractor has apparently fulfilled all conditions specified in the notification of conditional acceptance.

(C)     Pursuant to Clause 25.3 of the Conditions of Tender, the parties hereto enter into these Articles of Agreement.

**NOW IT IS AGREED AS FOLLOWS**:

1.     All terms and expressions defined in the Tender Documents published by the Government in connection with the Invitation to Tender have the same meanings when used herein (including the recitals).

2.     The Contract between the Government and the Contractor is hereby constituted and shall comprise the following documents which are:

(a)     these Articles of Agreement (namely Part III of the Tender Documents);

(b)     the Conditions of Contract (namely Part IV of the Tender Documents);

(c)     the Schedules 1 to 9 (namely Part V of the Tender Documents, where applicable, in the respective forms as submitted by the Contractor, and which form part of its tender and incorporating such amendments as the Government stipulates or as the parties may subsequently have agreed);

(d)     the Technical Specifications (namely Part VII of the Tender Documents); and

(e)     all other schedules, plans, drawings and other documents which form part of the Contractor's tender for the Contract or are otherwise incorporated by reference herein or in any of the above documents;

all of the above items (except for those items which are incorporated by reference as mentioned in (e)) are annexed to these Articles of Agreement for identification purposes.

3.      In consideration of the Total Purchase Price to be paid at the times and in the manner set forth in the Contract by the Government, the Contractor hereby undertakes to provide the Vessel, the Equipment, the Deliverables and perform the Work, which are required to be performed under the terms of the Contract, on and subject to the terms and conditions set out in the Contract; and to discharge, comply with and observe all terms and conditions set out in the Contract.

4.      In consideration of one dollar (HK$1) (receipt whereof is hereby acknowledged), the Contractor hereby binds itself to provide any item or any service, which are to be performed or provided on demand under the terms of the Contract, on and subject to the terms and conditions set out in the Contract. The charges for such item or work shall be payable on and subject to the terms and conditions set out in the Contract.

5.      For the purposes of Clause 38 (Service of Notice) of the Conditions of Contract, the address and facsimile number of the Contractor are as set out below:
Address:
Fax No:
Attention:

IN WITNESS whereof the parties hereto have entered into these Articles of Agreement on the day and year first above written.

SIGNED BY THE AUTHORISED          )
REPRESENTATIVE for and on behalf of   )
THE CONTRACTOR            )


Name of the Authorised Representative:
Title of the Authorised Representative:

in the presence of:

Name of witness:
Title of witness:
Signature of witness:


SIGNED BY THE AUTHORISED          )
REPRESENTATIVE for and on behalf of   )
THE GOVERNMENT OF THE HONG KONG  )
SPECIAL ADMINISTRATIVE REGION OF   )
THE PEOPLE'S REPUBLIC OF CHINA     )


Name of the Authorised Representative:
Title of the Authorised Representative:

in the presence of:

Name of witness:
Title of witness:
Signature of witness: