

Minutes of Contract Negotiation

This minute of Contract negotiations is signed on **June 19, 2020** between the Ministry of Internally Displaced Persons, Labour, Health and Social Affairs (hereinafter called the “Client”) on the one hand and SD BIOSENSOR (hereinafter called the “Contractor”) on the other hand.

The Contract negotiations for the supply of “**STANDARD COVID-19 AG TESTS**” under Contract No COVID19/G/DC-04 took place virtually at Webex.

Attendees of the negotiation:

Client	Position
Nino Kvernadze	Project Manager, PIU-WB
Nino Gvenetadze	Procurement Consultant, PIU-WB
Lia Tavadze	Health Specialist, PIU-WB
Beqa Jakeli	Head of Financial-Economics Department
Maia Nikoleishvili	Acting Head of International Relations and Protocol Division of Administration
Tamar Tsenteradze	World Bank Procurement Consultant (HEIS)
Nino Ramishvili	World Bank Procurement Specialist (observer)
Contractor	Position
Taylor Hor	Vice President - Representative
Jason Jo	Senior Manager
Victor Yang	Regional Manager

Issues discussed:

1. Delivery terms – the contractor explained that the order will be processed upon confirmation. However, the delivery time is depended on the available flight. Therefore, the delivery period cannot be specified before contract signing. Nevertheless, the contractor assured that earliest possible flight will be scheduled for delivery. In this light, the clause #18 of the contract – Delivery Date and Completion Date – will state: “Delivery date is subject to available flight schedule, but not exceeding four (4) weeks of order placement”.
2. Contract Price – the contract price is fixed to US\$ 612,200 payable in USD. However, the contractor has provided the EXW price in its offer instead of CIP price per item and included

the transportation cost in Inland Transportation component of the price schedule. Therefore, the Price Schedule 1 will be updated to reflect CIP price per item as follows:

Price Schedule 1

Goods to be supplied from outside the Purchaser's country

1	2	3	4	5	6	7	8	9
Line Item N°	Description of Goods	Country of Origin	Delivery Date as defined by Incoterms	Quantity and physical unit	Unit price CIP [Tbilisi International Airport]	CIP Price per line item (Col. 5x6)	Price per line item for inland transportation and other services required in the Purchaser's Country to convey the Goods to their final destination specified in the invitation for direct contracting	Total Price per Line item (Col. 7+8)
09COV30D	STANDARD Q COVID-19 Ag Test	Republic of Korea	Within 1 week after payment	50,000 Test 2,000Kit	\$12.244	\$612,200	0	\$612,200
							Offered Price	\$612,200

- Payment Terms – (i) On shipment - Forty (40) percent of total contract price will be paid within seven (7) days after submission of documents specified in CC 7. (ii) On acceptance – Sixty (60) percent of the total contract price shall be paid within seven (7) days of receipt of the Goods upon submission of claim supported by the acceptance certificate issued by the Purchaser
- Taxes and duties – there are no related custom duties or other taxes.
- Technical Specifications – the client confirmed the compliance of the offer to the requirements.
- Tests and inspections – the goods will be inspected on the delivery for the quantity and physical condition. The contractor will be promptly notified on claims notice when appropriate.
- Insurance – The insurance coverage shall be as specified in the Incoterms. The insurance for in-land transportation shall be covered by the purchaser at its own cost.

8. Manufacturer's Authorization – The contractor is the manufacturer of the goods supplied. Therefore, the authorization is not required.
9. Liquidated Damages – the contractor confirmed that any damaged goods will be replaced within 30 days from the client's notice.
10. Delivery of related services – the contractor proposed the delivery of related training services if required by the purchaser.
11. It was agreed that: The offer will be valid till the July 31, 2020.

These Minutes of the Contract Negotiations represents an integral part of the Contract COVID19/G/DC-04.

The parties expressed their gratitude towards the meeting participants for their assistance and concluded the meeting.

Signed by:

For the Employer:	For the Consultant:
Giorgi Tsotskolauri – Deputy Minister	Taylor Hor Vice President - Representative