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Contract Agreement and Condition of Contract

Memo No.: EDCL/S&M/ZASC/IV Fluid/2023-24/123

Date: 31/08/2023.

THIS AGREEMENT made the 31st day of August 2023

BETWEEN

(1) *Essential Drugs Company Limited, 395-397, Tejgaon Industrial Area, Dhaka-1208, Bangladesh, a Public Limited Company under the Ministry of Health and Family Welfare of the Government of the People's Republic of Bangladesh (hereinafter called "the PE")*, of the one part;

and

(2) *ZAS Corporation, 80/22, Mymensingh Road, Nurjehan Tower (3rd Floor), Bangla Motor, Dhaka-1000, Bangladesh, a joint venture company under the laws of Bangladesh (hereinafter called "the Supplier")*, of the other part;

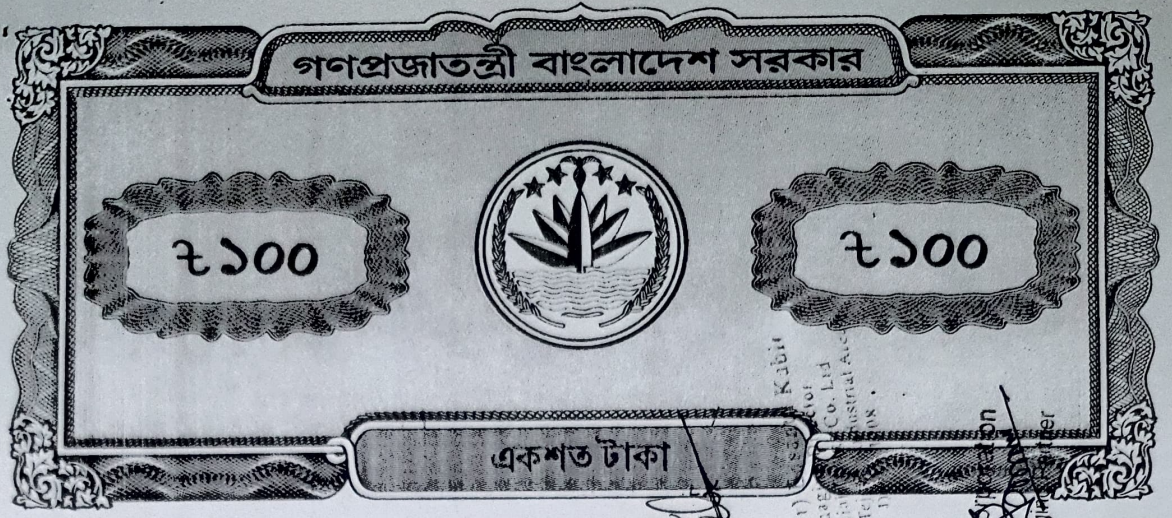
WHEREAS the PE invited an offer for certain Goods and related services, *IV Fluid viz 1) 1,00,000 pieces Normal Saline 1000ml (0.9% Sodium Chloride) & 2) 2,00,000 pieces Glucose Saline (DNS) 1000ml (5% Dextrose + 0.9% Sodium Chloride)*, carried out contract negotiations as applicable, and has accepted the offer by the Supplier for the supply of those Goods. Such IV Fluids will be supplied at office of the Managing Director, Essential Drugs Company Limited, 395-397, Tejgaon Industrial Area, Dhaka-1208, Bangladesh and after than Essential Drugs Company Limited will supply as per supply schedule of Directorate General of Health Services (DGHS).

The supplier furnishes for the same with value of Tk.4,24,25,000/- (Taka four crore twenty four lac twenty five thousand) only including VAT & AIT was accepted by the supplier and approved by the appropriate authority. Total price details:

Sl.	Trade Price (BDT)	15% VAT (BDT)	Total Value (BDT)
1	3,68,91,304.35	55,33,695.65	4,24,25,000.00

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The PE and the Supplier agree as follows:

1. In this Agreement words and expressions shall have the same meanings as are respectively assigned to them in the Contract documents referred to.
2. The following documents shall be deemed to form and be read and construed as part of this Agreement. This Agreement shall prevail over all other Contract documents.
 - (a) Minutes of Negotiations
 - (b) the Supplier's offer
 - (c) Conditions of Contract
 - (d) the PE's Requirements (including the Schedule of Requirements and Technical Specifications)
 - (e) the completed Schedules (including Price Schedules)
 - (f) any other document listed as forming part of the Contract
3. In consideration of the payments to be made by the PE to the Supplier as specified in this Agreement, the Supplier hereby covenants with the PE to provide the Goods and Related Services and to remedy defects therein in conformity in all respects with the provisions of the Contract.
4. The PE hereby covenants to pay the Supplier in consideration of the provision of the Goods and Related Services and the remedying of defects therein, the Contract Price or such other sum as may become payable under the provisions of the Contract at the times and in the manner prescribed by the Contract.

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IN WITNESS whereof the parties hereto have caused this Agreement to be executed in accordance with the laws of Bangladesh on the day, month and year indicated above.

For and on behalf of the PE:

(Professor Dr. Ehsanul Kabir)
Managing Director
Essential Drugs Co. Ltd.,
395-397, Tejgaon I/A.
Dhaka-1208, Bangladesh.

For and on behalf of the Supplier:

(Md. Zahidul Islam)
Managing Partner
ZAS Corporation
80/22, Mymensingh Road,
Nurjehan Tower (3rd Floor)
Banglamotor, Dhaka-1000, Bangladesh.

Witness

(Satyajit Das)
Director Operation (CC)
Essential Drugs Co. Ltd.
395-397, Tejgaon I/A.
Dhaka-1208, Bangladesh.

(Moshikul Islam)
General Manager-Marketing
ZAS Corporation
80/22, Mymensingh Road,
Nurjehan Tower (3rd Floor)
Banglamotor, Dhaka-1000, Bangladesh.

(Md. Zakir Hossain)
Deputy General Manager, Sales & Marketing
Essential Drugs Co. Ltd.,
395-397, Tejgaon I/A.
Dhaka-1208, Bangladesh.

(Harunur Rashid)
Sales Manager, ZAS Corporation
80/22, Mymensingh Road,
Nurjehan Tower (3rd Floor)
Banglamotor, Dhaka-1000, Bangladesh.

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