

Republic of the Philippines
Department of Transportation
TOLL REGULATORY BOARD
2/F IBP Building, Doña Julia Vargas Avenue
Ortigas Center, Pasig City

TOLL REGULATORY BOARD

Received By: Dianne Liguit
Date/Time: August 4, 2016/10:12am
Reference No.: 2016-2023

**IN RE: PETITION FOR
APPROVAL OF INITIAL TOLL
RATES**

TRB Case No. 2016-01

**VERTEX TOLLWAYS DEVT.
INC.,**

Petitioner.

X-----X

PETITION

Petitioner, **VERTEX TOLLWAYS DEVT. INC.**, comes to this Honorable Board and most respectfully states:

1. Petitioner is a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines with principal place of business at 40 San Miguel Avenue, Mandaluyong City, where it may be served with notices and legal processes of the Honorable Board.

2. Petitioner is the Concessionaire in the Concession Agreement dated 08 July 2013 ("**Concession Agreement**") for the NAIA Expressway Project ("**NAIAEx**"). As Grantor, the Government of the Republic of the Philippines, through the Department of Public Works and Highways, authorized the Petitioner to: (1) finance, design, and construct Phase II of the NAIAEx; (2) finance and construct the at-grade works of the NAIAEx; and (3) operate and maintain the NAIAEx.

3. Section 12.1(a) of the Concession Agreement grants to the Petitioner the exclusive right and corresponding obligation to undertake the operation and maintenance of the NAIAEx and to exclusively impose and collect tolls therefrom during the Operation Period (as the term is defined in the Concession Agreement).

4. According to Section 13.1 of the Concession Agreement, during the Operation Period, the Concessionaire is authorized to impose and collect tolls from the users of the NAIAEx at the following rates, exclusive of value added tax:

Vehicle Class	Initial Short Segment Toll	Initial Full Route Toll
Class I: Cars, Jeepneys, Pick-ups, Vans	PhP31.00	PhP40.00
Class II: Light trucks, Tourist/School and PUB Class I: above 7ft. in height except Class I exceeding 7ft. due to top load of recreational equipment such as bikes, surfboards, and the like, securely attached and not intended for commercial use	PhP62.00	PhP80.00
Class III: Heavy and Multi-Axled Trucks, Trailers	PhP93.00	PhP120.00

5. The foregoing initial toll rates were provisionally approved by the Honorable Board on 08 February 2013. A copy of the Directors' Certificate dated 08 February 2013 is attached to this Petition as **Annex "A"**.

6. As provided in the Concession Agreement, the Petitioner shall collect the foregoing initial toll rates from motorists when the Petitioner opens the NAIAEx to the public, which is scheduled on 22 September 2016.

7. In relation to the Petitioner's authority to impose and collect toll, Section 2, Rule 4 of the 2013 Revised Rules of Procedure of the Toll Regulatory Board ("**2013 Rules**") provides the following requirements:

- a. Publication in full of the application or petition, the approved toll rates and the toll fee matrix at least once a week for three (3) consecutive weeks in a newspaper of general circulation; and
 - b. Issuance of a Notice to Start Collection by the Honorable Board.
8. Conformably with the Concession Agreement and the 2013 Rules, Petitioner applies for the following from the Honorable Board:
- a. A Notice to Start Collection authorizing the Petitioner to collect the following provisionally approved initial toll rates effective immediately:

Vehicle Class	Initial Short Segment Toll	Initial Full Route Toll
Class I: Cars, Jeepneys, Pick-ups, Vans	PhP31.00	PhP40.00
Class II: Light trucks, Tourist/School and PUB Class I: above 7ft. in height except Class I exceeding 7ft. due to top load of recreational equipment such as bikes, surfboards, and the like, securely attached and not intended for commercial use	PhP62.00	PhP80.00
Class III: Heavy and Multi-Axled Trucks, Trailers	PhP93.00	PhP120.00

- b. An Order (i) finding the Petition sufficient in form and substance, and (ii) requiring the publication in full of this Petition, the approved toll rates and the toll fee matrix at least once a week for three (3) consecutive weeks in a newspaper of general circulation; and

- c. After due proceedings and in accordance with Rule 4 of the 2013 Rules, an Order declaring the provisionally approved initial toll rate as final and authorizing the Petitioner to collect the same.

PRAYER

WHEREFORE, the foregoing premises considered, Petitioner most respectfully prays that the Honorable Board:

1. Immediately issue a Notice to Start Collection authorizing the Petitioner to collect the following provisionally approved initial toll rates effective immediately:

Vehicle Class	Initial Short Segment Toll	Initial Full Route Toll
Class I: Cars, Jeepneys, Pick-ups, Vans	PhP31.00	PhP40.00
Class II: Light trucks, Tourist/School and PUB Class I: above 7ft. in height except Class I exceeding 7ft. due to top load of recreational equipment such as bikes, surfboards, and the like, securely attached and not intended for commercial use	PhP62.00	PhP80.00
Class III: Heavy and Multi-Axled Trucks, Trailers	PhP93.00	PhP120.00

2. Issue an Order (i) finding the Petition sufficient in form and substance, and (ii) requiring the publication in full of this Petition, the approved toll rates and the toll fee matrix at least once a week for three (3) consecutive weeks in a newspaper of general circulation; and

3. After due proceedings and in accordance with Rule 4 of the 2013 Rules, issue an Order declaring the provisionally approved initial toll rates as final and authorizing the Petitioner to collect the same.

Other just and equitable reliefs are likewise prayed for.

Mandaluyong City, 10 August 2016.

VERTEX TOLLWAYS DEVT. INC.

Petitioner

By:



RAOUL EDUARDO C. ROMULO

Authorized Representative

11th Floor, San Miguel Properties Center

No. 7 St. Francis Street

Ortigas Center, Mandaluyong City

Tel. No.: (632) 702-4850

Fax No.: (632) 702-4778

E-mail: rromulo@smg.sanmiguel.com.ph

**VERIFICATION AND CERTIFICATION
OF NON-FORUM SHOPPING**

REPUBLIC OF THE PHILIPPINES)
MANDALUYONG CITY) s.s.

I, Raoul Eduardo C. Romulo, of legal age, with office address at 11th Floor, San Miguel Properties Centre, 7 St. Francis Street, Ortigas Center, Mandaluyong City, after having been duly sworn in accordance with law, hereby depose and state that:


1. I am the duly authorized representative of Vertex Tollways Devt. Inc., the Petitioner in the present Petition for Approval of Initial Toll Rates.
2. I have caused the preparation and filing of the foregoing Petition.
3. I have read the foregoing Petition and I hereby certify that all the allegations contained therein are true and correct of my own personal knowledge and based on authentic records in the possession of the Petitioner.
4. I hereby certify that I have not commenced any action or filed any claim involving the same issues in any court, tribunal or quasi-judicial agency, and, to the best of my knowledge, no such other action or claim is pending therein.
5. If I should hereafter learn that the same or a similar action or claim has been filed or is pending, I shall report that fact to the Honorable Board within five (5) days therefrom.

In witness whereof, I have signed this Verification and Certification of Non-Forum Shopping on 10 August 2016 at Mandaluyong City.


RAOUL EDUARDO C. ROMULO
Affiant

SUBSCRIBED AND SWORN to before me this 10th day of August 2016 at ~~MANILA~~ Mandaluyong City, with affiant exhibiting to me his Passport No. EB7054204, valid until 02 January 2018, issued by DFA Manila.

Doc. No. 388;
Page No. 78;
Book No. 141;
Series of 2016


ATTY. RICHARD L. ANOLIN
NOTARY PUBLIC until December 31, 2016
FOR CITY OF MANILA, PHILIPPINES
IBP LIFETIME NO. 05179/02 25 05/MLA
PTR NO. 4927461 01/05/16 Ma.
Roll No. 33576
MCLE COMPLIANCE NO. IV-00238501 8/16/14
RODULFO ANOLIN AND ASSOCIATES LAW OFFICE
2/F YMCA OF MANILA BLDG.
#350 ANTONIO VILLEGAS ST.,
ERMITA MANILA TEL. 525-05-86
EMAIL ADD: attyrichardanolin@yahoo.com

SECRETARY'S CERTIFICATE

I, **MARY ROSE S. TAN**, of legal age, Filipino, and with office address at 40 San Miguel Avenue, Mandaluyong City, Metro Manila, Philippines, after having been duly sworn in accordance with law, do hereby depose and state that:

1. I am the Corporate Secretary of **VERTEX TOLLWAYS DEVT. INC.** (the "Corporation"), a corporation duly organized under and by virtue of the laws of the Philippines, with registered office address at No. 40 San Miguel Avenue, Mandaluyong City, Metro Manila, Philippines.

2. As Corporate Secretary of the Corporation, I have access to the Minutes Book wherein are recorded all the minutes of the meetings of the Board of Directors of the Corporation.

3. During the Organizational Meeting of the Board of Directors of the Corporation held on **3 May 2016**, where a quorum was present for the valid transaction of business, the following resolutions were unanimously passed and approved by the Board of Directors of the Corporation:

"xxx

IX. AUTHORITY TO APPOINT AND DESIGNATE REPRESENTATIVE TO PROSECUTE, DEFEND, ARBITRATE, SETTLE AND/OR COLLECT

"**RESOLVED**, that any one (1) Group A, B, C, or F signatory be, as they hereby are, authorized and empowered to represent, act, negotiate, sign, conclude and deliver for and in the name of the Corporation for the application, prosecution, defense, arbitration, conciliation, execution, collection, compromise or settlement of:

a) Any and all claims or suits for or against the Corporation...

xxx

XXIV. DESIGNATION OF OFFICERS AND PERSONS WITH SIGNING AUTHORITIES

"**RESOLVED**, that for purposes of the implementation of the foregoing resolutions, the following officers and persons are hereby appointed as signatories under the Group appearing before their names:

<u>GROUP</u>	<u>NAME</u>
X	xxx
B	xxx Raoul Eduardo C. Romulo xxx"

4. The foregoing resolutions are in accordance with the records of the Corporation and have not been revoked, amended or modified as of the date of this certificate.

5. The foregoing resolution is issued in support of the petition for approval of initial toll rates to be filed by the Corporation in connection with the operation of the NAIA Expressway project.


IN WITNESS WHEREOF, I have hereunto set my hand this AUG 10 2016 day of August 2016 at Mandaluyong City.


MARY ROSE S. TAN
Corporate Secretary

AUG 10 2016

MANILA **SUBSCRIBED AND SWORN** to before me this _____ day of August 2016, at Mandaluyong City, affiant exhibiting to me her Passport No. EC7497475, issued on 26 April 2016 at DFA NCR East.

Doc. No. 389 ;
Page No. 78 ;
Book No. 145 ;
Series of 2016.


ATTY. RODOLFO S. ANOLIN
NOTARY PUBLIC until December 31, 2016
FOR CITY OF MANILA PHILIPPINES
ISP LIFETIME NO. 05179/02 25 05/MLA
PTR NO. 4922/61 01/05/16 Mia.
Roll No. 33595
MCLE COMPLIANCE NO. IV-00238591 8/16/14
RODOLFO ANOLIN AND ASSOCIATES LAW OFFICE
2/F YMCA OF MANILA BLDG.
#350 ANTONIO VILLEGAS ST.,
ERMITA MANILA TEL. 525-05-86
EMAIL ADD: attyrichardanolin@yahoo.com

ANNEX "A"

Annex C



Republic of the Philippines
Department of Transportation and Communications

TOLL REGULATORY BOARD

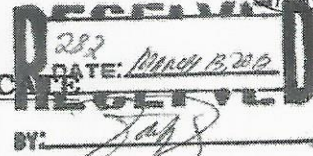
2/F Integrated Bar of the Phils. Bldg., Doña Julia Vargas Ave., Ortigas Center, Pasig City

TRAVEL SAFE, RIDE SAFE, BE SAFE

BUILD-OPERATE-TRANSFER
PPP SERVICE



DIRECTORS' CERTIFICATE



WHEREAS, conformably with the Public-Private Partnership (PPP) Program of the government, the Department of Finance (DOF)-Privatization Group and the Department of Public Works and Highways (DPWH)- BOT Center, are spearheading the public bidding for the NAIA Expressway Project, Phase II (the "Project");

WHEREAS, the DPWH has obtained the approval of the Investment Coordinating Committee (ICC) of the National Economic and Development Authority (NEDA) to develop and implement the Project under the Build-Operate-Transfer Law, as amended;

WHEREAS, in line with the competitive public bidding to be conducted for the Project, the DOF-Privatization Group and the DPWH- BOT Center submitted to the Board for approval and eventual implementation the following Initial Authorized Toll Rate based on the Financial Model submitted to the Technical Staff, and assured the Board that they have validated the cost components of said rates and are consistent with the recommendations of the ICC and the approval of the NEDA Board. Thus:

	Short Route	Full Route
Class 1 Vehicles	Php31	Php40
Class 2 Vehicles	Php62	Php80
Class 3 Vehicles	Php93	Php120

WHEREAS, the Concessionaire to be formed by the winning bidder for the Project is expected to implement the Initial Authorized Rate after complying with the conditions for such implementation, as may be set out in the Toll Concession Agreement to be entered into by and between the Republic of the

Philippines and the Concessionaire to be formed by the winning bidder for the Project;

WHEREAS, the proposed Initial Authorized Toll Rate was subjected to review and evaluation by the Technical Staff based on the Financial Model and information provided by the DOP-Privatization Group and the DPWH- BOT Center, whose findings were presented during the regular meeting of the Board held on 8 February 2013; and

WHEREAS, the Technical Staff has recommended to the Board the approval of the proposed Initial Authorized Rates subject to the certification by the DPWH of the Project Cost and Traffic Projections.

IN VIEW OF THE FOREGOING CONSIDERATIONS, the Board hereby unanimously adopts the following resolutions ---

RESOLVED, as it is hereby resolved, that the following Initial Authorized Toll Rates for the NAIA Expressway Phase II Project (the "Project") submitted to the Board by the DOP-Privatization Group, the PFP Center, and the DPWH-BOT Center, be provisionally approved subject to the certification by the DPWH of the Project Cost and the Traffic Projections. Thus:


	Short Route	Full Route
Class 1 Vehicles	Php31	Php40
Class 2 Vehicles	Php62	Php80
Class 3 Vehicles	Php93	Php120

RESOLVED FURTHER, that the Concessionaire to be formed by the winning bidder for the NAIA Expressway Phase II Project be permitted to charge the approved-Initial Authorized Toll Rates for the Project after completing the Project, subject to its compliance with existing laws rules, and regulations, and the fulfillment of conditions for its implementation as may be set forth in the Toll


Concession Agreement, including the issuance of the corresponding Toll Operation Certificate.


RESOLVED FINALLY, that the implementation of the Initial Authorized Toll Rates for the Project, including any adjustments thereto in accordance with the Toll Concession Agreement, shall be subject to the Rules and Regulations on Toll Rate Implementation issued or as may be issued by the Board.

Pasig City, 08 February 2013.


USEC. JOSE PERPETUO M. LOTILLA
Alternate Chairman, DOTC


USEC. RAFAEL C. YABUT
Alternate Member, DPWH


DDG. NESTOR E. MIJARES, IV
Alternate Member, NEDA


USEC. CARLO A. CARAG
Alternate Member, DDP