Subcontract for Flowlines and Civil Work of Five Old Wells EPCC Project for EBS Project

No.: DOCGI/IR/JS-N3/ 2019-002

CONTRACTOR: Daqing Oilfield Construction Group Co., Ltd Iraq branch

SUBCONTRACTOR: Noor Baghdad for Contracting Company

This Subcontract is made and entered into effect on the 8th day of March, 2019 by **Daqing Oilfield Construction Group Co., Ltd Iraq Branch** and between **Noor Baghdad for Contracting Company.**

WHEREAS Daqing Oilfield Construction Group Co., Ltd Iraq Branch (hereinafter referred to as "DOCGI" or the "Contractor"), a corporation incorporated and existing under the laws of the People's Republic of China and with a registered branch office according to the laws of the republic of the Iraq located at Bagdad, Iraq, is engaged in the construction activities for EBS project, and desires to designate a Iraqi local professional construction company to carry out **Flowline and Civil Work of Five Old Wells EPCC Project for EBS Project** (Hereinafter referred to as the "Work").

AND WHEREAS Noor Baghdad for Contracting Company (hereinafter referred to as the "Subcontractor"), a company established and existing under the laws of the Republic of the Iraq, having its principal address of business at Al-Huria Sq, Al-Karada, Baghdad Iraq. Mobile: 0**9647901999962**, represents that it has the professional skill, technology, rich experience and enough numbers of equipment, including welding machine, generators, cranes, backhoe and compactors in good working condition to carry out the Work. **Mr. Raed Kadhim Hasan Al-Shakarchi** is duly authorized by Subcontractor as Subcontractor's representative to execute this Subcontract.

NOW THEREFORE, in consideration of the promise and through the amicable negotiations between both Parties, DOCGI and the Subcontractor agree mutually as follows:

1.0 Specifications and Scope of Work

Accordingly to DOCGI's progress and Subcontractor's execution ability, DOCGI will issue the Work Order to Subcontractor for construction. The Subcontractor shall be responsible for providing construction service for the **Flowline and Civil Work of Five Old Wells EPCC Project for EBS Project**, if the Subcontractor's work progress cannot meet the schedule requirement of DOCGI; DOCGI shall be entitled to engage others to do the work in whole or in part. The Work shall be completed by the Subcontractor in strict accordance with requirements on specific drawings and specifications. The drawings and specifications shall be provided to the subcontractor in accordance with work progress. The scope of work should include but not limited the work prefabrication, installation, as-built documents; subcontractor should provide all the consumable materials and equipment and bear the cost.

1.1 Pipeline construction procedure

1) Survey and staking.
2) ROW clearing and grading.
3) Construction of access road to ROW.
4) Handling, hauling, transport pipeline from storage which by Contractor designated.
5) Stringing.
6) Line up.
7) Bending.
8) Connecting. (Equipment supply by subcontractor)
9) Welding.
10) Road crossing.

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Noor Baghdad Company

11) River crossing, channel crossing, and other crossing etc.
12) Ditching， Lowering in.
13) Tie-in with PTF and wellhead.
14) Purging, and hydrostatic Test.
15) Backfilling.
16) Line Markers.
17) Restoration of Right-of-Way and channel Cleanup, Hydro technological Protection.
18) Pre-commissioning and commissioning assistant.
19) Other related work.

All the construction materials are provided in advance for acceptance inspection by DOCGI.

1.2 Civil construction procedure

1) Foundations prefabricated as the drawing.
2) Survey and staking.
3) Positioning and re-survey.
4) Foundation loading and transportation.
5) Excavation.
6) Blind Concrete.
7) Installation with reinforced concrete foundation.
8) Soil backfilling.
9) Site grading.

All the construction materials are provided by sub-contractor and in advance for acceptance inspection by DOCGI.

1.3 DOCGI shall supply Construction materials, the details is listed as below：

No.	Description	Unit	Remark
1	Pipeline,	km	Supplied by DOCGI
2	Elbow	piece	Supplied by DOCGI
3	Sleeve for crossing	m	Supplied by DOCGI
4	Marker	Nos	Supplied by DOCGI
5	Welding rod	Kg	Supplied by DOCGI

1.4 DOCGI doesn't provide except hereinbefore materials but not limited to:

1) The office, the darkroom and the warehouse.

2) The water and electrical supply, water disposal and drainage.

3) Water, meal and accommodation.

4) NDT service.

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and/or official governmental orders of the United Kingdom, the United States of America and any country in which the projects performed relating to anti-corruption and anti-money laundering.

16.2 As a matter of corporate policy, Contractor expressly prohibits payment of bribes and also payment of any so-called "facilitation" or "grease" payments in connection with Contractor's business operations by any Subcontractor or agent engaged to provide Goods or services to Contractor. Subcontractor agrees, undertakes and confirms that it, and each of its Affiliates, and its Sub-Subcontractors, and its and their respective owners, directors, officers, employees, agents and representatives, has not made, offered, promised to make or authorized the making of, and shall not make, offer, or promise to make, or authorize the making of, any payment or other transfer of anything of value, including without limitation the provision of any funds, services, gifts or entertainment, directly or indirectly to:

16.2.1 Any government official as defined in this Clause;

16.2.2 Any director, officer or employee of Company or Company's Affiliates;

16.2.3 Any political party, official of a political party, or candidate for public office;

16.2.4 Any agent or intermediary for payment to any of the foregoing or any other person.

17.0 Others

17.1 This Contract (Agreement) shall be governed by, construed and interpreted in accordance with the laws of U.A.E.

17.2 The Contract shall be made in English in two originals, one is held by Contractor and the other is held by Subcontractor, each party holds one of them having same legal effect and force.

17.3 All Exhibits annexed to the Contract shall be an integral part of this Contract.

Signed for and on behalf of

Daqing Oilfield Construction Group Co., Ltd Iraq branch (DOCGI)

Signature: _____

Name :

Position : Project Manager of DOCGI

Signed for and on behalf of

Signature: _____

Name :Raed Kadhim Hasan Al-Shakarchi

Position :General Manager of Noor Baghdad