

Bayani Hidalgo Agabin

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P R O F E S S I O N A L E X P E R I E N C E

Tolosa Romulo Agabin & Flores Law Office Feb. 1, 2005 to Present

8th Floor GMA Lou-Bel Plaza, Chino Roces Ave., Makati City

PARTNER

- ✧ *Advised and represented a mining company listed in the Toronto Stock Exchange with mining claims in Palawan regarding environmental laws, including the Mining Act of 1995, the Environmental Impact Systems Decree, Clean Water Act as well as relevant rules and regulations and administrative orders issued by the Department of Environment and Natural Resources (DENR). Also advised client of the Strategic Environmental Plan for Palawan Act, which law applied specifically to Palawan.*
- ✧ *Defended clients before civil and administrative cases before regular courts, the DENR and the Palawan Council for Sustainable Development (PCSD) filed against clients, including environmental cases filed by non-government organizations applying for a temporary protection order. Responsible for formulating theory of the case or defense, drafting relevant pleadings, presenting oral and documentary evidence.*
- ✧ *Other representative clients include:*
 - ✧ *largest cement manufacturing company in the Philippines listed in the Philippine Stock Exchange in an administrative case before the Department of Environment and Natural Resources (DENR) and in a civil case in the Court of Appeals;*
 - ✧ *mining company listed in the Philippine Stock Exchange in the US\$340 Option Agreement for the sale of 60% interest a copper-gold project to a South*

African mining company listed in the NYSE and NASDAQ;

- ✧ represented the National Grid Corporation of the Philippines in tax cases filed by local government units for collection of real estate taxes;*
- ✧ Rendered advice and opinion on various company related legal issues and matters including advice on shareholder rights and protection devices, corporate structuring, investment incentives for foreigners;*
- ✧ Counsel for a mining company listed in the Toronto Stock Exchange in connection with the drafting, negotiation and execution of a shareholders' agreement, option agreement, development agreement and royalty agreement;*
- ✧ Counsel for mining company listed in the Philippine Stock Exchange in connection with contract drafting and negotiations of a share purchase and development agreement;*
- ✧ Counsel for the largest cement manufacturing company in the Philippines with shares listed in the Philippine Stock Exchange (PSE) in connection with claims filed against it before the Department of Environment and Natural Resources (DENR);*
- ✧ Represented clients before the Mines and Geoscience Bureau (MGB) of the DENR and the Environment Management Bureau (EMB) of the DENR in connection with claims or complaints arising from mining operations or complaints for violations of clients' Environmental Clearance Certificate;*
- ✧ Represented clients before the Panel of Arbitrators and the Mines Adjudication Board defending client interests against "claim jumpers";*
- ✧ Corporate Secretary for various foreign, multinational and local companies, responsibilities include organization of board and shareholders' meetings, preparation of minutes of meetings, preparation of Secretary's Certificates, filing of annual reports required by the Securities and Exchange Commission (SEC);*

Woodfields Consultants, Inc.

Feb. 2013 to Sept. 2013

Consultant

- ✧ *Legal Expert for the “El Nido Water Supply and Sanitation Project” funded by the World Bank, thru the PPP Center, for the preparation of a feasibility study for a water supply and sanitation project for the Municipality of El Nido, Palawan Province, with the possibility of the project being undertaken as a Public-Private Partnership (PPP). Inputs to the feasibility study include a study on the legal framework for water and sanitation projects, the salient provisions of the Water Code, Public Service Act, Local Water District Law, and the Build-Operate-and-Transfer Law, and the respective Implementing Rules and Regulations in order to undertake the project as a PPP project.*

Snowy Mountain Engineering Corporation

Oct. 2011 up to Sept. 2012

Consultant

- ✧ *Legal Expert under ADB TA 7257 Public Private Partnership in Health. Responsibilities include providing advice on the legal framework governing the identification, procurement, bid and implementation of projects involving public-private partnerships in health to be undertaken by local government units; drafting terms of reference, contracts, invitations to bid and instruction to bidders.*

Rapu-Rapu Mining, Inc.

Jan. 2006 to July 2009

7th Floor, The Linden Suites, San Miguel Avenue, Ortigas Complex, Pasig City

SENIOR VICE-PRESIDENT, LEGAL AND CORPORATE SECRETARY

- ✧ *Responsible for legal and administrative proceedings before the Pollution Adjudication Board of the DENR resulting in the lifting of the suspension order;*
- ✧ *Represented the company before the Rapu-Rapu Fact Finding Commission, the fact finding body created by the Office of the President of the Republic of the Philippines to investigate the environmental incident;*
- ✧ *Represented and advocated company position in various administrative proceedings before the Environment Management Bureau and the Mines and Geosciences Bureau;*
- ✧ *Represented the company in class suit filed by an environmental group leading to a dismissal of the said case;*

- ✦ *Responsible for filing mining, environment and corporate reportorial requirements with the MGB, SEC and EMB, among others;*
- ✦ *Secured ISO 14001:2004 certification for its environmental systems and procedures;*
- ✦ *Supervised environmental compliance;*
- ✦ *Rendered advice on day-to-day operations, on discussions with banks and shareholders.*

UP Office of Legal Affairs

Aug.15, 2003 to Feb. 1, 2005

3/F Quezon Hall, UP Diliman, Quezon City

UNIVERSITY LEGAL COUNSEL

- ✦ *Handled civil cases filed by or against UP, the Board of Regents or the Office of the UP President*
- ✦ *Reviewed decisions involving students, faculty or administrative staff of UP on appeal to the Office of the President*
- ✦ *Rendered advise and reviewed contract on matters affecting the UP System*

Agabin & Associates Law Office

Oct. 15, 2002 to Feb. 1, 2005

403 The Linden Suites, 37 San Miguel Avenue, Ortigas Center, Pasig City.

MANAGING PARTNER

- ✦ *Handled civil, labor and administrative cases for local and multinational clients.*
- ✦ *Retainer counsel and corporate secretary for local and multinational clients, rendering advice and opinion on various company related legal issues and matters.*
- ✦ *Rendered advice and implemented retrenchment and redundancy programs for clients seeking to reduce its personnel*
- ✦ *Handled immigration requirements of foreign expatriates; trademark registration and renewal; company incorporation and reorganization.*

**Philippine Associated Smelting and
Refining Corporation (PASAR)**

Sept. 15, 1999 to Oct. 15, 2002

7th Floor, The Linden Suites, 37 San Miguel Avenue, Ortigas Center, Pasig
City

ASSISTANT VICE-PRESIDENT, LEGAL & DEPUTY COUNSEL.

- ✧ *Provided legal framework and strategies to achieve corporate goals and objectives; rendered advice on important company concerns*
- ✧ *Drafted, negotiated and reviewed supply and service contracts and IT related contracts to ensure that company rights and interests are protected.*
- ✧ *Handled civil cases involving the company*
- ✧ *Handled immigration requirements of expatriates*
- ✧ *Represented PASAR before the Philippine Economic Zone Authority (PEZA), Securities and Exchange Commission (SEC), Department of Environment and Natural Resources (DENR), Environmental Management Bureau (EMB), Mines and Geosciences Bureau (MGB) and other government agencies.*

**Eastern Telecommunications Philippines,
Inc. (ETPI)**

April, 1998 to Sept. 1999

Telecoms Plaza 316 Gil J. Puyat Ave., Makati City

**MANAGER, LEGAL SERVICES DEPARTMENT, CONTRACT AND
INDUSTRY RELATIONS.**

- ✧ *Drafted and reviewed customer contracts.*
- ✧ *Represented ETPI before the National Telecommunications Commission, Telephone Operators of the Philippines*
- ✧ *Handled civil cases involving the company.*

**SyCip Salazar Hernandez & Gatmaitan
Law Office**
105 Paseo de Roxas, Legaspi Village, Makati City

November, 1994 to May, 1998

ASSOCIATE.

- ✧ *Acquired and consolidated land necessary for the construction and operation of a coal fired thermal power plant under the Build Own Operate scheme and the first to be financed without a government guarantee. Bond offering was named "the financing deal of the year by International Financial Review and one of the fifty-five "key transactions of 1997" by Asia Law.*
- ✧ *Conducted due diligence audit of nickel mining company located in Nonoc Island, Surigao; and copper and gold mining claims in Palawan;*
- ✧ *Handled various civil, criminal, labor and administrative cases from filing of initiatory pleadings, presentation of evidence, preparation of motions and appeals to the Court of Appeals and Supreme Court.*

E D U C A T I O N

UP College of Law

1990 to 1994

UP Diliman, Quezon City

DEGREE: BACHELOR OF LAWS

- ✧ *Passed the Philippine Bar Examinations 1995*
- ✧ *Top 15% of the graduating batch*
- ✧ *U.P. College of Law Electoral and Judicial Tribunal (Chairman 1993- 1994; member 1991 to 1993)*
- ✧ *U.P. Paralegal Volunteers Organization (Secretary General 1993 – 1994, member 1992 to 1993)*

UP School of Economics

1985 to 1989

UP Diliman, Quezon City

DEGREE: B.S. ECONOMICS

- ✧ *University Scholar, 1st Semester 1997 - 1998*

- ✦ *College Scholar, 2nd Semester 1986 - 1987; 2nd Semester 1987- 1988; 1st Semester 1988 - 1989*
 - ✦ *Member, U.P. Economics Society, 1986 – 1989*
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S O C I O - C I V I C O R G A N I Z A T I O N S

People's Law Enforcement Board, Marikina City

A quasi-judicial body created under the Local Government Code of the Philippines with jurisdiction to hear and decide cases filed against members of the Philippine National Police.

- ✦ *Chairman, 2014 to present*
- ✦ *Member, 2006 – 2014*

Rotary Club of Marikina West

- ✦ *President, 2006 – 2007*
- ✦ *Member, Board of Directors, 2003 – 2008*
- ✦ *Secretary, 2005 - 2006*

Community and Family Services Inc.

A humanitarian organization engaged in Humanitarian Assistance, Social Development and Child and Family Welfare Programs with projects and programs in ARMM, Thailand and Myanmar. Partners include UNICEF, UNDP, UNHCR, WFP, WHO, WB, JICA, ADB, Consuelo Foundation, among others.

- ✦ *Chairman of the Board, 2012 to present*
 - ✦ *Member, Board of Trustees, 2005 – 2011*
 - ✦ *Corporate Secretary, 2005 – 2011*
 - ✦ *Legal Counsel, 2003 - 2011*
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I certify that that information above is true and correct.

BAYANI H. AGABIN