

**REPUBLIC OF THE PHILIPPINES
RETAIL ONSHORE DOLLAR BONDS**

RETAIL SALES STRATEGY AND SELLING AGENCY FEE SCHEDULE

The following rules shall apply in determining eligibility for, and the calculation of, Selling Agency Fees due to Selling Agents in respect of subscriptions of Retail Onshore Dollar Bonds due 2029 (“RDBs”).

Unless otherwise expressly provided herein, defined terms used shall have the meanings set forth in the Program Mechanics, the Terms and Conditions and Notice of Offering.

A. Determination of Eligibility as Selling Agent

A Dealer who is awarded/allocated RDBs in the amount of at least an amount of US Dollars Ten Million (USD 10,000,000.00) (the “Qualifying Volume”) for the Five and a Half (5.5) year RDBs shall qualify as Selling Agent.

B. Applicable Rate and Amount of Selling Agency Fees

1. The applicable Selling Agency Fee shall be based on the fee schedule below:

Sales Volume, excluding GOCC Sales	Fee Rate
First USD200,000,000.00	3 bps
In excess of USD200,000,000.00	4 bps

The Selling Agent shall submit a Summary Sales Report (Annex F-2) in support of the claim for selling agency fee.

2. The Selling Agency Fee shall be settled in accordance with Annex F of the Notice of Offering.

The BTr reserves the right to review and validate the documents submitted by each Selling Agent, for purposes of computing the final Selling Agency Fee that such Selling Agent shall be entitled to receive.

Should there be a difference in the BTr’s calculation of the final Selling Agency Fee due to a particular Selling Agent and such Selling Agent’s calculated amount reported in its Summary Sales Report (Annex F-2), under Selling Agency Fee, the BTr shall inform such Selling Agent, and both parties shall enter into good faith discussions to resolve the matter under reasonable terms. If the amount of Selling Agency Fee received by a Selling Agent is more than the amount that such Selling Agent is entitled to receive, such Selling Agent shall refund to the BTr the excess selling fee, if any, two (2) days after its discussion with the BTr. If the amount of Selling Agency Fee received by a Selling Agent is less than the amount that such Selling Agent is entitled to receive,

the BTr shall pay to the Selling Agent the deficit of such Selling Agency Fee, if any, two (2) days after its discussion with such Selling Agent.

C. Sample Computation

Set out below are scenarios detailing how Selling Agency Fee (SAF) shall be computed:

Scenario A – Sales below USD200,000,000.00

Total Sales Volume (in USD)	150,000,000.00
Total Sales	150,000,000.00
Less: GOCC Sales	10,000,000.00
Qualified Sales	140,000,000.00
Applicable SAF Rate	3 bps
Total SAF Entitlement (in USD)	42,000.00

Scenario B – Sales above USD200,000,000.00

Total Sales Volume (in USD)	250,000,000.00
Total Sales	250,000,000.00
Less: GOCC Sales	10,000,000.00
Qualified Sales	240,000,000.00
First Tier:	
Sales Volume	200,000,000.00
Applicable SAF Rate	3 bps
SAF Entitlement	60,000.00
Second Tier:	
Sales Volume	40,000,000.00
Applicable SAF Rate	4 bps
SAF Entitlement	16,000.00
Total SAF Entitlement (in USD)	76,000.00

The SAF will be paid by the BTr in Philippine Peso using the prevailing BSP Reference Rate one (1) business day before issue date.