ARTICLES OF AGREEMENT made and entered into this _____ day of ___________ 20XX between the Government of the Hong Kong Special Administrative Region (hereinafter referred to as the “Employer”) and ___________________________ of (hereinafter referred to as the “Contractor”)*. In this agreement, words and expressions shall have the same meanings as are respectively assigned to them in the NEC3 Engineering and Construction Contract (April 2013) published by Thomas Telford Limited (hereinafter referred to as “NEC3 ECC”), with amendments and additions, as recorded in this agreement.

WHEREAS the Employer is desirous of having the works executed in accordance with the contract as defined in this agreement.

AND WHEREAS the Contractor has agreed to Provide the Works subject to the terms and conditions hereinafter contained.

NOW IT IS HEREBY AGREED AS FOLLOWS:

1. The contract comprises:
   (a) this agreement and its schedule;
   (b) the NEC3 ECC booklet for the NEC3 ECC main Option [Insert main Option], containing the NEC3 ECC core clauses and the clauses for the NEC3 ECC main Option [Insert main Option] (including the ^Schedule of Cost Components/^Shorter Schedule of Cost Components), and the applicable secondary Options identified in the Contract Data;
   (c) the Contract Data comprising:-
      (i) Contract Data Part one; and
      (ii) completed Contract Data Part two, as signed by the Contractor for identification;
   (d) the Form of Tender; and
   (e) the following documents:
      (i) the additional conditions of contract identified in the Contract Data.
      (ii) the documents containing the Site Information, the documents containing the Works Information, the priced ^bill of quantities/^activity schedule, ^the method of measurement, and such other documents containing information as referred to in the Contract Data.
      (iii) the submission on technical resources and technical proposals made by the Contractor in his tender. [Optional]

* In the case of an unincorporated joint venture Contractor, list out the names of ALL participants and replace the bracketed words by “(hereinafter referred to collectively as “the Contractor”).
^ Delete as appropriate.
2. The clauses referred to in clause 1(b) above shall apply to the contract as amended by the schedule to this agreement.

3. For the definition of Contract Date in NEC3 ECC core clause 11.2(4), the contract came into existence on __________________. 1

4. The Contractor will Provide the Works in accordance with the conditions of contract and the additional conditions of contract as identified in the Contract Data.

5. The Employer will pay the Contractor the amount due and carry out his duties in accordance with the conditions of contract and the additional conditions of contract as identified in the Contract Data.

[6. ______________________ and ______________________ each agrees to be jointly and severally bound by the terms of the contract.]**

** This Clause 6 is to be included where the Contractor is an unincorporated joint venture.
IN WITNESS WHEREOF these Articles of Agreement have been executed as a deed the day and year first above written

(a) SIGNED, SEALED and DELIVERED

by [insert name of sole proprietor]

trading as [name of the firm]

in the presence of:

[Signature of the sole proprietor]

L.S.

(b) SIGNED, SEALED and DELIVERED by

[ ] and

[ ]

being the partners of [name of Contractor]

in the presence of:

[Signature of the individual partner]

L.S.

[Signature of the individual partner]

L.S.

1 The date to be inserted should be the date of the Employer's letter of acceptance.

2 The italic parts are not part of the execution clause. They are for guidance or information only.

3 Insert name(s) of partners. Add more names if there are more partners.
(c) Executed and delivered as a deed and the COMMON SEAL was affixed in the presence of [director(s) or director and secretary or person(s) authorized to sign the contract by its board of directors] in the presence of a witness:

..............................................................................................................................................

[Name]
[Occupation]
[Address]

Or

(d) Executed and delivered as a deed by [name of Contractor] acting through [its sole director] or [and] [its directors] or [its director] and [its company secretary] in the presence of a witness:

..............................................................................................................................................

[Name]
[Occupation]
[Address]

Or

3 The italic parts are not part of the execution clause. They are for guidance or information only.
4 Select the correct expression for use. If none is applicable, insert an appropriate expression.
(e) SIGNED, SEALED and DELIVERED by [name of Contractor] by [ ]
his/her/its attorney under power of attorney dated [ ]
in the presence of:

.............................................................................

[Name]
[Occupation]
[Address]

Or


[f] #SIGNED, SEALED and DELIVERED
by [name of participant] being a participant of the [name of the unincorporated joint venture]
in the presence of:

.............................................................................

[Name]
[Occupation]
[Address]

Or


[g] #SIGNED, SEALED and DELIVERED
by [name of partner] and [name of partner] being the partners of [name of participant]
being a participant of the [name of the unincorporated joint venture]
in the presence of:

.............................................................................

[Name]
[Occupation]
[Address]

2 The italic parts are not part of the execution clause. They are for guidance or information only.
4 Select the correct expression for use. If none is applicable, insert an appropriate expression.
5 Delete as appropriate
6 The deed shall be executed by all the partners. Add more names if required.

# Select the appropriate form or forms and REPEAT FOR EACH PARTICIPANT of the incorporated joint venture.

---
Or

(h) Executed and delivered as a deed and the COMMON SEAL of [name of participant] being a participant of the [name of the unincorporated joint venture] was affixed in the presence of [ ] its [director(s) or director and secretary or person(s) authorized to sign the contract by its board of directors]4 in the presence of a witness:

...........................................................................
[Name]
[Occupation]
[Address]

Or

(i) Executed and delivered as a deed by [name of participant] being a participant of the [name of the unincorporated joint venture] acting through [ ] (its sole director)
or [ ] and [ ] (its directors) or [ ] (its director) and [ ] (its company secretary)4 in the presence of a witness:

...........................................................................
[Name]
[Occupation]
[Address]

Or

2 The italic parts are not part of the execution clause. They are for guidance or information only.
4 Select the correct expression for use. If none is applicable insert an appropriate expression.
# Select the appropriate form or forms and REPEAT FOR EACH PARTICIPANT of the incorporated joint venture.
Notes for selection of sample attestation clauses in a deed for use by a single Contractor:

(a) For use where the Contractor is a sole proprietor.
(b) For use where the Contractor is a partnership.
(c) For use where the Contractor is a company incorporated in Hong Kong and executes the deed with a Common Seal.
(d) For use where the Contractor is a company incorporated in Hong Kong and executes the deed without a Common Seal.
(e) For use where the Contractor executes the deed under a power of attorney.

Notes for selection of sample attestation clauses in a deed for use by an unincorporated joint venture:

(f) For use where the joint venture participant is a sole proprietor.
(g) For use where the joint venture participant is a partnership.
(h) For use where the joint venture participant is a company incorporated in Hong Kong and executes the deed with a Common Seal.
(i) For use where the joint venture participant is a company incorporated in Hong Kong and executes the deed without a Common Seal.
(j) For use where the joint venture participant executes the deed under a power of attorney.

2 The italic parts are not part of the execution clause. They are for guidance or information only.
4 Select the correct expression for use. If none is applicable insert an appropriate expression.
SIGNED, SEALED and DELIVERED by the Employer by [insert name and appointment of officer] in the presence of: 

.................................................................
[Name] [Occupation] [Address]

[Signature of the officer]  

.................................................................
L.S.

2 The italic parts are not part of the execution clause. They are for guidance or information only.
## Schedule

### Core Clauses

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<tr>
<th>Clause No.</th>
<th>Action</th>
<th>Details</th>
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### Secondary Option Clauses (Secondary Options [Insert secondary Options] adopted)

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### ^^^Schedule of Cost Components / ^^^Shorter Schedule of Cost Components

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^^ Delete as appropriate.