

建筑合同终止协议书

甲方：黑水县三联水电开发有限责任公司

乙方：都江堰市聚兴建筑安装工程有限责任公司

鉴于：

1、甲、乙双方于2005年6月5日签订《协议书》，约定由乙方承包甲方建设的黑水县扎窝一级水电站水工建筑物和发电厂厂房工程；

2、扎窝一级水电站引水系统地质条件较差，且主厂房后坡地表土质松软，原护坡设计方案将进行变更。为确保工程质量，监理方要求对引水系统进行全面灌浆，并将厂房护坡浆砌范围、高度及厚度增加，加之近期建筑材料价格大幅上扬。为此，扎窝一级电站投资将在原项目概算上大幅增加，导致甲方将对项目追加投资。鉴于当前甲方建设资金紧缺，资金筹措困难，拖欠施工单位工程款较为严重，2006年11月7日，四川锦欣工程建设监理有限责任公司黑水县扎窝电站项目监理部给甲方下达了《关于扎窝一级水电站暂时停止施工的通知》。

为此：

针对上述实际情况，为确保甲、乙双方的经济利益，经双方友好协商，就扎窝一级水电站工程停工、终止双方原签订的《协议书》达成如下条款：

一、甲、乙双方同意终止2005年6月5日签订的《协议书》。

二、甲方同意在2006年12月20日前与乙方就本终止协议签订

前的施工工程量进行核实确认，乙方应派驻施工现场工程师予以配合。甲方承诺在 2007 年 2 月 10 日前筹集资金支付乙方核实工程量的不低于 90% 工程价款。

三、乙方同意在本终止协议签订后三日内负责清退各作业面工人。若甲方需留守人员看守工地，由甲、乙双方另行协商。

四、就甲方原因终止协议书违约责任事宜，考虑甲方的实际困难，乙方同意由双方本着尊重历史、实事求是的原则另行协商解决。

五、若甲方资金筹集到位工程复工时，考虑工程施工的延续性，甲方承诺优先考虑乙方作为工程复工建设施工单位。

六、本协议自甲、乙双方代表共同和盖章后生效。协议一式两份，甲、乙双方各执一份。

甲方（盖章）：黑水县三岔河水电开发有限责任公司

代表（签字）：

乙方（盖章）：都江堰市聚兴建筑安装工程有限责任公司

代表（签字）：

协议签订日期：2006 年 11 月 15 日

协议签订地点：黑水县扎窝乡

Construction Contract Termination Agreement

Party A: Heishui Sanlian Hydropower Development Co., Ltd.

Party B: Dujiangyan JuXing Construction & Installation Engineering Co. Ltd.

Considering that

- 1、 Both parties signed the agreement on 5th July 2005, agreed that party B contracted the construction of Heishui Zhawo No.1 Hydropower Project.
- 2、 On Heishui Zhawo No.1 Hydropower Project site, water diversion system with bad geological condition, and the back slope of the main powerhouse has a soft soil ground, so the original revetment scheme have to change. To ensure the engineering quality, the supervisor called for a comprehensive grouting for the water diversion system, and an increase in range, height and thickness. Since the building materials process, the project budget increase, result in an additional investment to party A. Given that party A had faced financial problems and defaulted on construction cost. The Supervision Company issued a notice of stopping the construction of Heishui Zhawo No.1 Hydropower Project to party A.

Considering the actual situation, to ensure the economic interests of both parties, after a negotiation, both parties signed an agreement on the construction cease, and the former signed agreement of the Project was terminated. The terms are as below:

- 1、 Both parties agree to terminate the agreement signed on 5th July 2005.
- 2、 Both parties agree that verified the quantities of construction before 20th December 2006 according to this agreement Party B should send engineers in the construction site to assist this work. Party A promise that they will pay not less than 90% construction debt of the verified quantities.
- 3、 Party B agrees that remove the workers in construction site. If party A need workers to guard the construction site, Both parties shall negotiate.
- 4、 The responsibility on violating the agreement of contract termination of party A, considering a practical difficulties party A faces, party B agree that negotiation on the respect history and seeking truth from facts principals.
- 5、 When party A financing in place to return to work. considering the continuity of the project, party A promise party B as a priority of the construction unit to return to work
- 6、 This original contract is in duplicate, each party keeps one, and it will become effective after stamping.

Party A (stamp): Heishui Sanlian Hydropower Development Co., Ltd

(Representative) Signature:

Party B (stamp): Dujiangyan JuXing Construction & Installation Engineering Co. Ltd.

(Representative) Signature:

Date of signing the agreement: November 15th 2006
Place of signing the agreement: Heishuixian Zhawo country