

## ADDENDUM

### NEGOTIATED RETAINER AGREEMENT FOR BASIC AMLA ADVISORY SERVICES

We, **Sangalang & Gaerlan, Business Lawyers**, hereby confirm our availability to act as your **ANTI-MONEY LAUNDERING ACT (AMLA) COMPLIANCE ADVISOR** in consideration for the negotiated fixed monthly Retainer Fee of PhP7,500 +12% VAT during the 1st two (2) months and PhP10,000 +12% VAT in succeeding months (in lieu of our standard Hourly Professional Fee or PF) for the following SCOPE OF WORK:

- **BASIC ANTI-MONEY LAUNDERING ADVISORY SERVICES.** We shall act as your AMLA Compliance Advisor (or act as an adviser-assistant to your designated AMLA Compliance Officer) in:
  1. rendering routine and/or ordinary AMLA advisory duties, but shall not include preparation of legal documents, written communications or memoranda;
  2. providing legal advice on AMLA compliance related matters via single designated communication channel (viber, FB Messenger, e-mail or WhatsApp).

Frequency: **Unlimited (but within fair and reasonable circumstances).**

### **3. Legal Advisory on AMLA Compliance**

- **Interpretation of AMLA Provisions:**  
Regular legal advice on how the company can comply with Republic Act No. 9160, as amended.
- **Updates on AMLA Regulations:**  
Regular updates and briefings on relevant AMLC issuances, FATF recommendations, and changes in AMLA-related laws and regulations.
- **Advisory on Covered and Suspicious Transactions:**  
Guidance on identifying and handling **Covered Transactions** (over Php 500,000) and **Suspicious Transactions** in compliance with AMLA reporting requirements.

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#### **3.1. Review of AMLA Policies**

- **Review of Anti-Money Laundering Manual:**  
Preparation of a basic AML Compliance Manual tailored to the client's business.

- **Review of Internal Policies:**  
Review and recommendations for improving existing AMLA-related internal controls, policies, and procedures.
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### **3.2 Compliance Monitoring Support**

- **Basic Compliance Checklists:**  
Provision of AMLA compliance checklists to ensure that regulatory requirements are met.
  - **Periodic Compliance Reminders:**  
Sending compliance reminders for deadlines related to AMLC registration, reporting, and submission of requirements.
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### **3.3. Training and Awareness Sessions**

- **Basic AMLA Compliance Orientation:**  
One **annual or semi-annual orientation** session for employees to understand AMLA compliance obligations.
  - **Dissemination of AMLC Guidelines:**  
Distribution of relevant AMLC advisories, guidelines, and other regulatory updates.
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### **3.4. AMLC Registration and Reporting Assistance**

- **Guidance on AMLC Registration:**  
Assistance in registering the company with the **Anti-Money Laundering Council (AMLC)** portal.
  - **Covered Transaction Reporting (CTR) and Suspicious Transaction Reporting (STR):**  
Guidance on the process and documentation required for submitting CTRs and STRs, **but excluding actual report preparation and submission.**
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**In connection with the above basic services, we shall designate a lawyer from our law firm to advise and assist you. Your company must designate its official AMLA Compliance Officer, and ONLY ONE point person for purposes of this AMLA COMPLIANCE CONSULTANCY SERVICES.**

## **EXCLUSIONS / ADD-ONS:**

1. Any and all special and/or extraordinary services as AMLA Compliance Officer and/or as Corporate Counsel (or special and/or extraordinary advice/assistance to your designated AMLA Compliance Officer) in connection with but not limited to:
  - a. Risk Management Plan or Corporate Governance and/or related AMLA/CTF regulations;
  - b. Registration of your Compliance Officer with the AMLC Portal;
  - c. Conduct of your Risk Assessments;
  - d. Drafting, review, revision or implementation of your Money Laundering and Terrorist Prevention Program;
  - e. Drafting, revision or revision of your AMLA / MLTPP Manual or Policies;
  - f. Drafting, review or revision of your Know Your Client Protocols and Documents;
  - g. Preparation, documentation, notarization and safe-keeping of AMLA Compliance-related Agreements, and other related services usually performed by the lawyers or your AMLA Compliance Officer;
  - h. Transcription services, office secretarial/clerical and/or administrative assistant services, meeting support services, courier/ messenger/ delivery services, and notarial/ notary public services;
  - i. Representation, facilitation, correspondence, coordination, liaisons services;
  - j. Extensive (legal) research services;
  - k. Training services;
- l. **Drafting and/or Revision of AMLA Policies**
  - **Drafting and or Revision of Anti-Money Laundering Manual:**

Preparation of a basic AML Compliance Manual tailored to the client's business.
- m. **Basic Legal Representation (Non-Litigation)**
  - **Correspondence with AMLC:**

Drafting and reviewing non-contentious letters, responses, and communications with the AMLC.
  - **Representation in Administrative Inquiries:**

Basic representation in responding to initial compliance

inquiries (excluding formal investigations or court appearances).

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**The above services are EXCLUDED from the coverage of our Basic AMLA Compliance Advisor Retainer Fee but may be rendered by us under separate agreements or under our Hourly Rates (+12% VAT) below.**

2. Organizing, preparing, managing, coordinating, facilitating, notifying and/or attending **ACTUAL MEETINGS** (whether in-person or online) as outsourced services for your AMLA Compliance Office are **INCLUDED SERVICES** but the actual time spent in rendering these services shall be billable separately based on our Hourly Rates (+12% VAT) as follows.

**PhP5,000** - Atty. Apollo X.C. S. Sangalang  
**PhP4,500** - Atty. Marvyn A. Gaerlan  
**PhP3,000** - Atty. Earl Louie M. Masacayan  
**PhP500** - Ms. Mikee B. Escueta  
**PhP500** - Mr. Hendrie R. Arizala  
**PhP500** - Ms. Virginia D. De Guzman

### **Exclusions (Due to Budget Constraints)**

- In-depth **AML Audits** or **risk assessments**.
- **Litigation services** for AMLA violations.
- Drafting and filing **complex legal documents** for AML investigations.
- **Internal investigations** for suspected money laundering cases.
- **Custom AML software or system implementation support.**

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### **Key Deliverables Summary for the 1st 6 months**

<b>Service</b>	<b>Frequency/Scope</b>
AMLA Legal Advisory	Ongoing (Consultations on AMLA compliance)
Policy Review (subject to additional PhP10,000.00)	Initial Review for comments only
Compliance Checklists & Reminders	Monthly or as needed

Basic AMLA Training	Once or twice per year
AMLC Registration Assistance	One-time setup and guidance
Basic Legal Correspondence with AMLC	As necessary (excluding litigation)

**NOTE:** All our Out-of-Pocket Expenses (OPE) are also excluded. They are for your account, and shall be billed separately for reimbursement as per our Service Agreement.

**EFFECTIVE DATE:** This Addendum (re: Basic AMLA Advisory Services Retainer Agreement) shall commence on \_\_\_\_\_ 2025.

You may end this Addendum anytime for whatever reason by sending to us a written notice of termination. Likewise, we may end this Addendum in the same manner. The effective date of termination is **30 calendar days** from the date of receipt of such written notice. Notice by email is acceptable.

The termination of this Addendum does not necessarily terminate our Service Agreement. But the termination of our Service Agreement necessarily terminates this Addendum. Such termination is without prejudice to the payment of any PF or reimbursement of any OPEs that you may still owe us.

Should you find the foregoing terms and conditions acceptable, please sign on the space provided below and on each and every page, and then transmit to us a signed copy for our records. Thank you.

We **WIN With Integrity**,

**MARVYN GAERLAN**  
For the Firm

**CONFORME:**

Client Name: \_\_\_\_\_

By: \_\_\_\_\_  
(Please print name of client and authorized signatory and then affix signature and date)

*NOTE 1: This Addendum supplements our existing Service Agreement.*

*NOTE 2: Please sign or initial all the pages of this Addendum and send via email to [billing@paladinslaw.org](mailto:billing@paladinslaw.org). Thank you!*