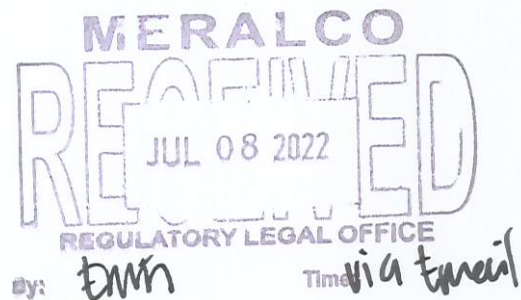


Republic of the Philippines
ENERGY REGULATORY COMMISSION
Pasig City

IN THE MATTER OF THE
APPLICATION FOR THE
APPROVAL OF THE
MERALCO PROJECTS IN
CONNECTION WITH THE
IMPLEMENTATION OF THE
VARIOUS BBB PROJECTS
OF THE DEPARTMENT OF
TRANSPORTATION (DOTr)



ERC CASE NO. 2022-049 RC

MANILA ELECTRIC
COMPANY (MERALCO),
Applicant.

Promulgated:
July 08, 2022

X-----X

ORDER

On 23 June 2022, Manila Electric Company (MERALCO) filed an *Application* dated 09 June 2022, seeking the Commission's approval of its projects in connection with the implementation of various Build Build Build (BBB) Projects of the Department of Transportation (DOTr).

The pertinent allegations of the said *Application* are hereunder quoted as follows:

1. Applicant is a private corporation existing under the laws of the Republic of the Philippines, with principal office located at Lopez Building, Ortigas Avenue, Barangay Ugong Pasig City. It may be served with notices and other processes of this Honorable Commission at its principal office address or through its counsel at the address indicated herein.
2. Applicant has a legislative franchise to operate and maintain a distribution system in the cities/municipalities of Metro Manila, Bulacan, Cavite and Rizal and certain cities/municipalities/barangays in Batangas, Quezon, Pampanga and Laguna pursuant to Republic Act No. 9209, and is authorized to charge all its customers for their electric consumption at the rates duly approved by the Honorable Commission.

3. On 12 December 2019, MERALCO filed an application for the approval of its various Contingency Capital Projects, docketed as ERC Case No. 2019-090 RC, to relocate its existing electrical sub-transmission and distribution facilities, which include wires, transformers, poles, and other appurtenances in Metro Manila and the provinces of Bulacan and parts of Batangas, Laguna, Quezon and Pampanga that will be affected by the following projects of the Department of Transportation ("DOTr Projects", for brevity) under the Build Build Build Program ("BBB Program") of the Duterte Administration:
 - a. Common Station Project ("CS")
 - b. Metro Manila Subway Project – Phase 1 ("MMSP")
 - c. North-South Commuter Railway System, composed of:
 - i. Philippine National Railways ("PNR") North 1 (Tutuban-Malolos) ("PNR N1")
 - ii. PNR North 2 (Malolos-Clark) ("PNR N2")
 - iii. PNR South Commuter (Solis-Calamba) ("PNR SC")
 - d. PNR South Long Haul (Manila-Sorsogon, Batangas) ("PNR SLH")
4. On 29 April 2022, MERALCO electronically received a copy of the Decision dated 10 November 2021 (promulgated 29 April 2022), which partially approved MERALCO's Application in ERC Case No. 2019-090RC, to wit:

"WHEREFORE, the foregoing premises considered, the application filed by the Manila Electric Company (MERALCO) for approval of its Contingency CAPEX project is hereby RESOLVED as follows:

1. MERALCO's Relocation Project of its electrical facilities in connection with the implementation of various Build, Build, Build (BBB) Projects of the DOTr is hereby APPROVED, provided that the cost for the relocation in the amount of Nine Billion Nine Hundred Seventy One Million Three Hundred Forty-Seven Thousand Seven Hundred Eighty-Seven Pesos and Twenty-Five Centavos (PhP9,971,347,787.25) shall be treated and recorded as Contribution in Aid of Construction (CIAC), hence, this shall not be recovered/capitalized under the account of MERALCO; and
2. The Expansion Project of MERALCO of its distribution system in line with this *Application* in the amount of Four Billion Two Hundred Thirty-Nine Million Three Hundred Forty-One Thousand Five Hundred Seventy-Nine Pesos and Thirteen Centavos (PhP4,239,341,579.13) is hereby DISAPPROVED without prejudice to re-filing. The *Applicant* is directed to re-file the subject project within 30 days from receipt hereof.

FINALLY, this *Decision* is without prejudice to any administrative action that the Commission may undertake for MERALCO's violation of Section 3.6 of ERC Resolution No. 26, Series of 2009.

SO ORDERED."

- 5. While the MERALCO Projects were initially disapproved in the Decision, the Honorable Commission saw the importance of the projects in addressing the identified issues, based on the assessment of the necessity of the projects in the distribution system. Hence, the implementation of the MERALCO Projects needs to be pursued.
- 6. As such, as directed in the said Decision, Applicant hereby refiles the MERALCO Projects which must be implemented together with the relocation of the affected facilities to be able to take full advantage of the excavation activities that already include the civil works needed for reliability and future load growth requirements of MERALCO. The estimated total cost of the MERALCO Projects to be shouldered by Applicant which shall form part of its Capital Expenditure ("CAPEX") Program is shown in the following table:

Project Name	Estimated Cost
PNR North 1	502,132,477
PNR North 2	127,464,398
PNR South Commuter	421,018,769
PNR South Long Haul	1,293,956,768
TOTAL, in PhP	2,344,572,412

- 7. More particularly, the implementation of the foregoing MERALCO Projects, i.e., the construction of underground distribution facilities to address the reliability and load-growth requirements simultaneous with the implementation of the DOTr relocation projects, are necessary to avert the following unnecessary but potential consequences:
 - 7.1 MERALCO may no longer be able to secure rights-of-way (ROW) and work permits from PNR if it defers implementation of its reliability and load growth requirements after the railway system is already operational. This will cause disruption in the operations of the railway project, and more importantly excavations near the project will not be permitted;
 - 7.2 Additional costs due to the separate mobilization/demobilization activities, separate staging (manholes, pedestals), longer HDD length to clear from existing underground (UG) facilities, etc., when the railway system is already operational;

- 7.3 There will be multiple planned power interruptions due to construction of additional UG civil works that will affect existing overhead facilities thus affecting MERALCO customers in the affected areas;
- 7.4 Inconveniences to the general public due to road closure, traffic congestion and minimize impact to other public utilities (water lines, telecoms, cable services); and
- 7.5 Non-implementation of these civil works projects could cause delay in the implementation of system requirement projects intended to improve the reliability of the distribution system for the benefit of the customers as well as the connection of new customer applications in the affected areas. It is well to note that the system requirement projects are intended to meet the forecasted peak demand, serve the power of both existing and future customers adequately, relieve critical loading of feeders, and address contingency problems, all for the purpose of maintaining a high level of safety, power quality, efficiency, and system reliability of MERALCO's distribution network system.

PROJECT SUMMARY

- 8. The instant Application covers MERALCO Projects that will be implemented together with the relocation of the electric facilities that will be affected by the DOTr Projects.
- 9. It is necessary that the construction and implementation of the MERALCO Projects follow the schedule of the relocation of the affected facilities, and that both be completed within their respective target dates to avoid unnecessary costs and resources and ensure that the implementation of both the relocation of the Affected Facilities and the MERALCO Projects is economically viable and optimal.
- 10. The MERALCO Projects will involve the following latest scope pursuant to the various coordination meetings conducted by MERALCO and DOTr; particularly, the changes in the alignment and crossings as well as the number of facilities that will be affected:

PNR North 1

Count of crossing locations	Count of Horizontal Direction Drilling (HDD) Assembly	Total Cost, in PhP
45	130	502,132,477

A total of forty-five (45) locations of railway crossings covering the stretch of PNR North 1 were identified by MERALCO, wherein one hundred thirty (130) HDD assemblies are planned to be installed as provision for MERALCO's load growth.

PNR North 2

Count of crossing locations	Count of HDD Assembly	Total Cost, in PhP
16	33	127,464,398

A total of sixteen (16) locations of railway crossings covering the stretch of PNR North 2 were identified by MERALCO, wherein thirty-three (33) HDD assemblies are planned to be installed as provision for MERALCO's load growth.

PNR South Commuter

Count of crossing locations	Count of HDD Assembly	Total Cost, in PhP
74	109	421,018,769

A total of seventy-four (74) locations of railway crossings covering the stretch of PNR South Commuter were identified by MERALCO, wherein one hundred nine (109) HDD assemblies are planned to be installed as provision for MERALCO's load growth.

PNR South Long Haul

Count of crossing locations	Count of HDD Assembly	Total Cost, in PhP
284	335	1,293,956,768

A total of two hundred eighty-four (284) locations of railway crossings covering the stretch of PNR South Long Haul were identified by MERALCO, wherein three hundred thirty-five (335) HDD assemblies are planned to be installed as provision for MERALCO's load growth.

11. It is submitted that the total number of Applicant's facilities that will be affected by the implementation of the DOTr Projects could still vary pending their completion.
12. Similar to the DOTr Projects, these MERALCO Projects shall be implemented in phases simultaneous with the implementation of underground civil works in preparation for the relocation of MERALCO's existing facilities. Thereafter, Applicant shall permanently install electrical facilities to either spaces with corresponding rights-of-way ("ROW") to be provided by the Philippine National Railways ("PNR").
13. The implementation of these MERALCO Projects involve the concurrent construction of underground conduits, using HDD and power cables as prescribed by DOTr, together with the implementation of the relocation of the sub-transmission and distribution facilities of MERALCO that will be affected by the construction of various DOTr infrastructure projects.
14. Notably, the agreements between MERALCO and the DOTr were contained in the Memorandum of Agreement ("MOA") executed on 07 May 2019, which sets out their respective rights and obligations, including the payment arrangement for the cost of relocation. A copy of the MOA is attached hereto as Annex "A".

15. In support of the Application, attached hereto are the following documents:

Annex	Description
"B"	Project Description of the MERALCO Projects, including the justification for the Projects in more detail, the various options considered by Applicant, project diagrams, Project timelines, and the cost estimate for the Projects.
"C"	Judicial Affidavit of Engr. Remigio R. Angeles, Jr., Manager of Applicant's Distribution Services Asset Management (DSAM) Office

PRAYER

WHEREFORE, it is most respectfully prayed to this Honorable Commission that the instant application for Authority to implement the MERALCO Projects, in relation to the relocation of its electrical facilities that will be affected by the implementation of various DOTr Projects, be APPROVED and that CAPEX to be put in service be recovered in the distribution rates of the next regulatory period.

Pending hearing, MERALCO shall continue to recognize and implement the various projects as contingency projects to align with the implementation schedule of the DOTR projects.

Applicant MERALCO prays for such other relief as are deemed just and equitable under the premises.

Finding the said *Application* to be sufficient in form with the required fees having been paid, the Commission hereby sets the same for determination of compliance with the jurisdictional requirements, expository presentation, Pre-trial Conference, and presentation of evidence on the following dates and online platform for the conduct thereof, pursuant to Resolution No. 09, Series of 2020¹ dated 24 September 2020, and Resolution No. 01, Series of 2021 dated 17 December 2020 (ERC Revised Rules of Practice and Procedure):²

(This space is intentionally left blank.)

¹ A Resolution Adopting the Guidelines Governing Electronic Applications, Filings and Virtual Hearings Before the Energy Regulatory Commission.

² A Resolution Adopting the Revised Rules of Practice and Procedure of the Energy Regulatory Commission.

Date	Platform	Activity
23 August 2022 (Tuesday) at two o'clock in the afternoon (2:00 P.M.)	Microsoft Teams	Determination of compliance with the jurisdictional requirements and expository presentation
30 August 2022 (Tuesday) at two o'clock in the afternoon (2:00 P.M.)	Microsoft Teams	Pre-trial Conference and presentation of evidence

RELATIVE THERETO, MERALCO is hereby directed to:

- 1) Cause the publication of the attached *Notice of Virtual Hearing* in two (2) newspapers of nationwide circulation in the Philippines at its own expense, twice (2x) within two (2) successive weeks, the dates of publication not being less than seven (7) days apart, and the date of the last publication to be made not later than ten (10) days before the date of the scheduled initial hearing;
- 2) Furnish with copies of this *Order* and the attached *Notice of Virtual Hearing* the Offices of the Provincial Governor, the Mayor, and the Local Government Unit (LGU) legislative body within MERALCO's franchise area for the appropriate posting thereof on their respective bulletin boards;
- 3) Inform the consumers within MERALCO's franchise area, by any other means available and appropriate, of the filing of the *Application*, its reasons therefor, and of the scheduled virtual hearings thereon;
- 4) Furnish with copies of this *Order* and the attached *Notice of Virtual Hearing*, the Office of the Solicitor General (OSG), the Commission on Audit (COA), and the Committees on Energy of both Houses of Congress. They are hereby requested, if they so desire to send their duly authorized representatives and attend the scheduled hearing; and
- 5) Furnish with copies of the *Application* and its attachments all those making requests therefor, subject to the resolution of the prayer for confidential treatment of

information, if any, and reimbursement of reasonable photocopying costs.³

Within five (5) calendar days prior to the date of the scheduled initial virtual hearing, MERALCO must submit to the Commission via e-mail at docket@erc.ph, copy furnish the Legal Service through legal@erc.ph, its written compliance to the aforementioned directives by attaching therewith, methodically arranged and duly marked, the following:

- 1) The evidence of publication of the attached *Notice of Virtual Hearing* consisting of affidavit of the Editors or Business Managers of the newspapers where the said *Notice of Virtual Hearing* was published, and the complete issues of the said newspapers;
- 2) The evidence of actual posting of this *Order* and the attached *Notice of Virtual Hearing* consisting of certifications issued to that effect, signed by the aforementioned Governor, Mayor and LGU legislative body or their duly authorized representatives, bearing the seals of their offices;
- 3) The evidence of other means employed by MERALCO to inform the consumers within its franchise area of the filing of the *Application*, its reasons therefor, and of the scheduled hearings thereon;
- 4) The evidence of receipt of copies of this *Order* and the attached *Notice of Virtual Hearing* by the OSG, the COA, and the Committees on Energy of both Houses of Congress;
- 5) The evidence of receipt of copies of the *Application* and its attachments by all those making requests therefor, if any; and
- 6) Such other proofs of compliance with the requirements of the Commission.

Moreover, MERALCO is hereby required to post on its bulletin boards, the scanned copies of the forgoing jurisdictional requirements, together with the newspaper publications and certifications issued by

³ For the e-mail address of the applicant, please see page 11.

the concerned Office of the Mayor, Provincial Governor and Local Legislative Body and to submit proof of its posting thereof.

MERALCO and all interested parties are also required to submit to the Commission via e-mail at doCKET@erc.ph, copy furnish the Legal Service through legal@erc.ph, at least five (5) calendar days before the date of the scheduled initial virtual hearing and Pre-trial Conference, their respective Pre-Trial Briefs containing, among others:

- 1) A summary of admitted facts and proposed stipulation of facts;
- 2) The issues to be tried or resolved;
- 3) The documents or exhibits to be presented, stating the purposes and proposed markings therefor, which should also be attached to the Pre-trial Brief; and
- 4) The number and names of the witnesses, with their written testimonies in a Judicial Affidavit form attached to the Pre-trial Brief.

MERALCO must ensure that all the documents or exhibits proposed to be presented have already been duly submitted to the Commission at least five (5) calendar days before the date of the scheduled initial virtual hearing and Pre-trial Conference pursuant to the preceding paragraph.

Failure of MERALCO to comply with the above requirements within the prescribed period shall be a ground for cancellation of the scheduled hearings, and the resetting of which shall be six (6) months from the said date of cancellation.

MERALCO must also be prepared to make an expository presentation of the instant *Application*, aided by whatever communication medium that it may deem appropriate for the purpose, in order to put in plain words and explain, for the benefit of the consumers and other concerned parties, the nature of the *Application* with relevant information and pertinent details substantiating the reasons and justifications being cited in support thereof.

MERALCO is hereby directed to file a copy of its Expository Presentation via e-mail at doCKET@erc.ph, copy furnish the Legal Service through legal@erc.ph, at least five (5) calendar days prior to the scheduled virtual hearing. MERALCO shall also be required, upon

the request of any stakeholder, to provide an advance copy of its expository presentation, at least five (5) calendar days prior to the scheduled virtual hearing.

Any interested stakeholder may submit its comments and/or clarifications at least one (1) calendar day prior to the scheduled virtual hearing, via e-mail at doCKET@erc.ph, copy furnish the Legal Service through legal@erc.ph. The Commission shall give priority to the stakeholders who have duly submitted their respective comments and/or clarifications, to discuss the same and propound questions during the course of the expository presentation.

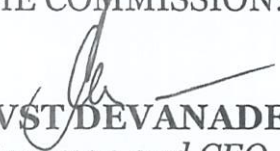
MERALCO is hereby directed to submit, either through personal service, registered or ordinary mail/private courier, one (1) set of the original or certified true hard/printed copy/ies of its Jurisdictional Compliance, Expository Presentation, Pre-trial Brief, and Judicial Affidavit/s of witness/es, within five (5) working days from the date that the same were electronically submitted, as reflected in the acknowledgment receipt e-mail sent by the Commission. Similarly, all interested parties who filed their Petition for Intervention or Opposition are required to submit the hard/printed copy thereof within the same period through any of the available modes of service.

Finally, MERALCO, including its authorized representative/s and witness/es, are hereby directed to provide the Commission, thru legal.virtualhearings@erc.ph, with their respective e-mail addresses upon receipt of this Order. The Commission will send the access link/s to the aforementioned hearing platform within five (5) working days prior to the scheduled hearings.

SO ORDERED.

Pasig City, 30 June 2022.

FOR AND BY AUTHORITY
OF THE COMMISSION:


AGNES VST DEVANADERA
Chairperson and CEO


LS: SQD/LSP/MCCG



Copy Furnished:

1. Manila Electric Company (MERALCO)
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7th Floor, Lopez Building
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2. Atty. Francis Dino S. Antonio, Hazel Rose B. See, Adrian Rex C. Dimalanta
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Counsels of Applicant
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3. Office of the Solicitor General (OSG)
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5. Senate Committee on Energy
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6. House Committee on Energy
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7. Office of the City Mayor
City of Manila
8. Office of the Local Government Unit (LGU) Legislative Body
City of Manila
9. Office of the City Mayor
City of Caloocan
10. Office of the Local Government Unit (LGU) Legislative Body
City of Caloocan
11. Office of the City Mayor
City of Makati
12. Office of the Local Government Unit (LGU) Legislative Body
City of Makati
13. Office of the Governor
Province of Bulacan
14. Office of the Local Government Unit (LGU) Legislative Body
Province of Bulacan
15. Office the Municipal Mayor
Meycauayan, Bulacan
16. Office of the LGU Legislative Body
Meycauayan, Bulacan
17. Office the Municipal Mayor
Marilao, Bulacan
18. Office of the LGU Legislative Body

Marilao, Bulacan

19. Office of the Municipal Mayor
Bocaue, Bulacan
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Malolos, Bulacan
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Malolos, Bulacan
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Calumpit, Bulacan
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Apalit, Bulacan
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Apalit, Bulacan
31. Office the Municipal Mayor
Meycauayan, Bulacan
32. Office of the LGU Legislative Body
Meycauayan, Bulacan
33. Office the Governor
Province of Pampanga
34. Office of the LGU Legislative Body
Province of Pampanga
35. Office the City Mayor
City of San Fernando, Pampanga
36. Office of the LGU Legislative Body
City of San Fernando Pampanga
37. Office the Municipal Mayor
Clark, Pampanga
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Clark, Pampanga
39. Office the Municipal Mayor
Angeles, Pampanga
40. Office of the LGU Legislative Body
Angeles, Pampanga

41. Office the Municipal Mayor
Meycauayan, Bulacan
42. Office of the LGU Legislative Body
Meycauayan, Bulacan
43. Office the Governor
Province of Tarlac
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Province of Tarlac
45. Office the Municipal Mayor
Capas, Tarlac
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Capas, Tarlac
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Bamban, Tarlac
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City of Muntinlupa
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City of Muntinlupa
55. Office of the Governor
Province of Laguna
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Province of Laguna
57. Office of the City Mayor
City of Binan
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City of Cabuyao
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63. Office of the City Mayor
City of Calamba
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City of Calamba
65. Office of the Municipal Mayor
Pacita, Laguna
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San Pablo, Laguna
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73. Office of the Municipal Mayor
Los Banos, Laguna
74. Office of the LGU Legislative Body
Los Banos, Laguna
75. Office of the Governor
Province of Batangas
76. Office of the LGU Legislative Body
Province of Batangas
77. Office of the City Mayor
Batangas City
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79. Office of the Municipal Mayor
Rosario, Batangas
80. Office of the LGU Legislative Body
Rosario, Batangas
81. Office of the Governor
Province of Quezon
82. Office of the LGU Legislative Body
Province of Quezon
83. Office of the Municipal Mayor
Candelaria, Quezon
84. Office of the LGU Legislative Body
Candelaria, Quezon
85. Office of the City Mayor

City of Lucena

86. Office of the LGU Legislative Body
City of Lucena
87. Office of the Municipal Mayor
Pagbilao, Quezon
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Pagbilao, Quezon
89. Office of the Municipal Mayor
Agdangan, Quezon
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Gumaca, Quezon
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Lopez, Quezon
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95. Office of the Municipal Mayor
Caluag, Quezon
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97. Office of the Municipal Mayor
Tagkawayan, Quezon
98. Office of the LGU Legislative Body
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99. Office of the Municipal Mayor
Liboro, Quezon
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Liboro, Quezon
101. Office of the Governor
Province of Camarines Sur
102. Office of the LGU Legislative Body
Province of Camarines Sur
103. Office of the City Mayor
City of Naga
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105. Office of the City Mayor
City of Iriga
106. Office of the LGU Legislative Body
City of Iriga
107. Office of the Municipal Mayor
Sipocot, Camarines Sur

108. Office of the LGU Legislative Body
Sipocot, Camarines Sur
109. Office of the Municipal Mayor
Libmanan, Camarines Sur
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Pagbilao, Camarines Sur
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Lupi, Camarines Sur
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113. Office of the Municipal Mayor
Pili, Camarines Sur
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115. Office of the Governor
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City of Ligao
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121. Office of the Municipal Mayor
Guinobatan, Albay
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123. Office of the Municipal Mayor
Daraga, Albay
124. Office of the LGU Legislative Body
Daraga, Albay
125. Office of the Governor
Province of Sorsogon
126. Office of the LGU Legislative Body
Province of Sorsogon
127. Office of the City Mayor
City of Sorsogon
128. Office of the LGU Legislative Body
City of Sorsogon
129. Office of the Municipal Mayor
Castilla, Albay

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Casiguran, Sorsogon
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- 133. Office of the Municipal Mayor
Irosin, Sorsogon
- 134. Office of the LGU Legislative Body
Irosin, Sorsogon
- 135. Office of the Municipal Mayor
Matnog, Sorsogon
- 136. Office of the LGU Legislative Body
Matnog, Sorsogon
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