

# **DEPARTAMENTO DE ECONOMIA**

**DECRETO 1792 - La Plata, 5-7-94**

Visto el expediente 2300-4031/94, alcance 1, por el cual se propicia la aprobación de una enmienda al Convenio Marco del Programa (Contrato de Agente de Valores), firmado el 8 de abril de 1994 en relación con la implementación del Programa de Emisión de Bonos e Inversión de la Provincia de Buenos Aires; y

**CONSIDERANDO:**

Que la ley 11.513 aprobó el modelo básico de dicho convenio, y autorizó al Poder Ejecutivo a realizar todas aquellas modificaciones necesarias o convenientes, sin alterar sus aspectos sustanciales;

Que en tal virtud, el decreto 715/94 aprobó cambios de forma convenidos entre las partes, y facultó al señor Ministro de Economía y/o Subsecretario de Finanzas a firmar el referido convenio en nombre y representación de la Provincia de Buenos Aires;

Que posteriormente al dictado del referido decreto, los Agentes de Valores propusieron dos modificaciones de forma adicionales;

Que dichas modificaciones sólo apuntan a facilitar la comercialización de los Bonos, sin implicar perjuicio alguno para la Provincia;

Que en tal entender, el señor Ministro de Economía suscribió estas modificaciones, por lo que se hace necesario su ratificación por el Poder Ejecutivo en virtud de lo dispuesto por la ley 11.513;

Que a fs. 23 y su vuelta se ha expedido favorablemente el señor Asesor General de Gobierno;

Por ello,

## EL GOBERNADOR DE LA PROVINCIA DE BUENOS AIRES

### DECRETA:

Art. 1º - Ratifícase la "Enmienda al Convenio Marco del Programa", suscripta por el señor Ministro de Economía de la Provincia de Buenos Aires con fecha 8 de abril de 1994, cuya copia, en idioma inglés y traducción certificada al español, integra el presente como Anexo I.

Art. 2º - El presente decreto será refrendado por el señor Ministro Secretario en el Departamento de Economía.

Art. 3º - Regístrese, comuníquese, publíquese, dese al "Boletín Oficial", pase al Ministerio de Economía, Contaduría General de la Provincia, Tesorería General de la Provincia y H. Tribunal de Cuentas para su conocimiento y archívese.

DUHALDE  
J. L. Remes Lenicov

AMENDMENT TO DEALER AGREEMENT

1

April 8, 1994

To Provincia de Buenos Aires  
Ministerio de Economía de la Provincia  
de Buenos Aires  
Calle 8 entre 45 y 46  
La Plata, Argentina

Attention: Ministro de Economía

Euro Medium-Term Note Program

We refer to the Dealer Agreement dated as of the date hereof (the "Dealer Agreement") among each of the undersigned and you. Unless otherwise defined herein, the terms defined in the Dealer Agreement shall be used herein as therein defined.

The Dealer Agreement provides for the issuance by you of Euro medium-term notes (the "Notes") under a Euro Medium-Term Note Program established pursuant thereto and contains certain restrictions governing the transfer and sale of the Notes by the Dealers. In connection with the establishment of the Program, we have requested certain modifications to such restrictions in order to permit the sale of Notes to a broader group of investors in the United Kingdom and Japan as well as certain other changes to the Dealer Agreement to reflect the preparation of English and Spanish language versions of the Offering Memorandum. You have indicated your willingness to so agree. Accordingly, it is hereby agreed by you and us as follows:

The Dealer Agreement is, effective as of the date first above written, hereby amended as follows:

- (a) The first sentence of Section 4(a)(i) is amended in full to read as follows:

"The Issuer has authorized the use of English and Spanish language versions of the Offering Memorandum relating to the Notes and prepared in connection with the Program on the basis of information furnished by the Issuer (such English and Spanish versions, as amended, supplemented or otherwise updated from time to time, being referred to collectively as the "Offering Memorandum")."

(b) Section 2 of Exhibit 2 (Selling Restrictions) is amended in full to read as follows:

"Each Dealer represents and agrees that it has complied and will comply with all applicable provisions of the Financial Services Act 1986 of the United Kingdom with respect to anything done by it in relation to the Notes in, from or otherwise involving the United Kingdom."

On and after the effective date of this letter amendment, each reference to the Dealer Agreement to "this Agreement", "hereunder", "hereof", or words of like import referring to the Dealer Agreement, and each reference in the Notes, any Subscription Agreement or the Indenture to "the Dealer Agreement", "thereunder", "thereof" or words of like import referring to the Dealer Agreement, shall mean and be a reference to the Dealer Agreement as amended by this letter amendment. The Dealer Agreement, as amended by this letter amendment, is and shall be in full force and effect and is hereby in all respects ratified and confirmed.

If you agree to the terms and provisions hereof, please evidence such agreement by executing eleven counterparts of this letter amendment. This letter amendment shall become effective as of the date first above written when counterparts of this letter amendment shall have been executed by each of the parties to the Dealer Agreement. This letter amendment is subject to the provisions of Section 10 of the Dealer Agreement.

This letter amendment may be executed in any number of counterparts and by any combination of the parties hereto in separate counterparts, each of which shall be an original and all of which taken together shall constitute one and the same amendment.

Very truly yours,

SALOMON BROTHERS INTERNATIONAL LIMITED

By: 

Title:

OPPENHEIMER INTERNATIONAL LTD.

By: \_\_\_\_\_

Title:

BANCO MARIVA S.A.

By: \_\_\_\_\_

Title:

MERCHANT BANKERS ASOCIADOS S.A.

By: \_\_\_\_\_

Title:

BANCO DE LA PROVINCIA DE BUENOS AIRES

By: \_\_\_\_\_

Title:

AGREED AND ACCEPTED  
as of the date first above written

PROVINCE OF BUENOS AIRES

By: \_\_\_\_\_  
Title:

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Very truly yours,

SALOMON BROTHERS INTERNATIONAL LIMITED

By: \_\_\_\_\_  
Title:

OPPENHEIMER INTERNATIONAL LTD.

By: Antonio S. Fernandez, S.A. M.A.  
Title:

BANCO MARIVA S.A.

By: \_\_\_\_\_

Title: \_\_\_\_\_

MERCHANT BANKERS ASOCIADOS S.A.

By: \_\_\_\_\_

Title: \_\_\_\_\_

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By:  \_\_\_\_\_

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By: \_\_\_\_\_

Title: \_\_\_\_\_

BANCO MARIVA S.A.

By: \_\_\_\_\_  
Title: \_\_\_\_\_

MERCHANT BANKERS ASOCIADOS S.A.

By: *[Signature]*  
Title: \_\_\_\_\_

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By: \_\_\_\_\_  
Title: \_\_\_\_\_

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By: \_\_\_\_\_  
Title: \_\_\_\_\_

BANCO DE LA PROVINCIA DE BUENOS AIRES

By: *[Signature]*  
Title: \_\_\_\_\_



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as of the date first above written

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By: \_\_\_\_\_  
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By: \_\_\_\_\_  
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By: \_\_\_\_\_  
Title:

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as of the date first above written

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By:  \_\_\_\_\_  
Title:

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April 8, 1994

To Provincia de Buenos Aires  
Ministerio de Economia de la Provincia  
de Buenos Aires  
Calle 8 entre 45 y 46  
La Plata, Argentina

Attention: Ministro de Economia

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Very truly yours,

SALOMON BROTHERS INTERNATIONAL LIMITED

By: MC Helff  
Title:

OPPENHEIMER INTERNATIONAL LTD.

By: \_\_\_\_\_  
Title:

BANCO MARIVA S.A.

By: \_\_\_\_\_  
Title:

MERCHANT BANKERS ASOCIADOS S.A.

By: \_\_\_\_\_  
Title:

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By: \_\_\_\_\_  
Title:

AGREED AND ACCEPTED  
as of the date first above written

PROVINCE OF BUENOS AIRES

By: \_\_\_\_\_  
Title: \_\_\_\_\_

TRADUCCION.-----

ENMIENDA AL CONTRATO DE AGENTE DE VALORES.-----

8 de abril de 1994.-----

Dirigido a: Provincia de Buenos Aires, Ministerio de  
Economía de la Provincia de Buenos Aires, Calle 8 entre 45  
y 46, La Plata, Argentina.-----

Atención: Ministro de Economía.-----

Programa de Eurobonos a Mediano Plazo.-----

Hacemos referencia al Contrato de Agente de Valores  
firmado en la fecha de la presente (el "Contrato de Agente  
de Valores") celebrado entre cada uno de los infrascriptos  
y ustedes. Salvo que aquí se los defina de otro modo, los  
términos definidos en el Contrato de Agente de Valores se  
utilizarán en la presente tal como allí se los define.---

El Contrato de Agente de Valores dispone la emisión por  
vuestra parte de eurobonos a mediano plazo (los "Bonos")  
en virtud de un Programa de Eurobonos a Mediano Plazo  
establecido de acuerdo con el mismo y contiene ciertas  
restricciones que rigen la transferencia y venta de los  
Bonos por parte de los Agentes de Valores. En relación con

la implementación del Programa, hemos solicitado que se efectúen determinadas modificaciones a esas restricciones a fin de permitir la venta de Bonos a un grupo más amplio de inversores en el Reino Unido y en Japón así como también algunos otros cambios al Contrato de Agente de Valores para reflejar la preparación de las versiones en idioma inglés y español del Memorando de Oferta. Ustedes han manifestado estar dispuestos a acordar lo indicado precedentemente. En consecuencia, por la presente se acuerda entre ustedes y nosotros lo siguiente:-----

Con vigencia a partir de la fecha señalada en primer término, por la presente se enmienda el Contrato de Agente de Valores según consta a continuación:-----

(a) Se enmienda íntegramente la primera oración del Artículo 4(a)(i) del siguiente modo: "El Emisor ha autorizado el uso de las versiones en idioma inglés y español del Memorando de Oferta vinculado a los Bonos y elaborado en relación con el Programa sobre la base de la información suministrada por el Emisor (en forma colectiva se hará referencia a dichas versiones en idioma inglés y español, con las enmiendas, complementos y otras actualizaciones que se realicen oportunamente como el

"Memorando de Oferta")."-----

(b) Se enmienda íntegramente el Artículo 2 del Anexo 2 (Restricciones de Venta) del siguiente modo: "Cada Agente de Valores declara y acuerda que ha cumplido, y cumplirá, con todas las disposiciones aplicables de la Ley de Servicios Financieros de 1986 del Reino Unido con respecto a todos los actos que hubiere realizado en relación con los Bonos dentro del Reino Unido, desde él o en otra forma que lo involucre."-----

En la fecha de vigencia de esta carta enmienda, y con posterioridad a ella, cada referencia al Contrato de Agente de Valores a "este Contrato", "en virtud del presente", "del presente", o palabras de similar sentido que se refieran al Contrato de Agente de Valores, y cada referencia en los Bonos, un Contrato de Suscripción o el Instrumento a "el Contrato de Agente de Valores", "en virtud del mismo", "del mismo" o palabras de similar sentido que se refieran al Contrato de Agente de Valores, significarán y serán una referencia al Contrato de Agente de Valores con las enmiendas introducidas a través de la presente. El Contrato de Agente de Valores, con las enmiendas introducidas a través de esta carta enmienda, está y estará en plena vigencia y efecto, y por la presente se lo ratifica y confirma en todos los aspectos.-

Si estuvieran de acuerdo con los términos y condiciones que aquí constan, sirvanse indicar tal acuerdo formalizando once ejemplares de esta carta enmienda. Esta carta enmienda entrará en vigencia a partir de la fecha señalada en primer término cuando cada una de las partes intervinientes en el Contrato de Agente de Valores haya formalizado los ejemplares correspondientes. Esta carta enmienda está sujeta a las disposiciones del Artículo 10 del Contrato de Agente de Valores.-----

Podrán formalizarse diversos ejemplares de esta carta enmienda y ejemplares independientes por una o más de cualquiera de las partes intervinientes, cada uno de los cuales será un original y todos ellos en conjunto constituirán una única enmienda.-----

Muy atentamente,-----

SALOMON BROTHERS INTERNATIONAL LIMITED. Por: (firma ilegible). Cargo: (espacio en blanco).-----

OPPENHEIMER INTERNATIONAL LTD. Por: (espacio en blanco). Cargo: (espacio en blanco).-----

BANCO MARIVA S.A. Por: (espacio en blanco). Cargo: (espacio en blanco).-----

MERCHANT BANKERS ASOCIADOS S.A. Por: (espacio en blanco). Cargo: (espacio en blanco).-----

BANCO DE LA PROVINCIA DE BUENOS AIRES. Por: (espacio en blanco). Cargo: (espacio en blanco).-----

ACORDADO Y ACEPTADO a la fecha señalada en primer término. PROVINCIA DE BUENOS AIRES. Por: (espacio en blanco). Cargo: (espacio en blanco).-----

ES TRADUCCION FIEL al español de la fotocopia del documento original en idioma inglés, que he tenido ante mí y a la que me remito en Buenos Aires, a los veintún días de junio de 1994.-----



**COLEGIO DE TRADUCTORES PUBLICOS DE LA CIUDAD DE BUENOS AIRES**

REPUBLICA ARGENTINA  
LEY 20.305

**LEGALIZACION**