

# Exclusive Distribution Agreement

This Exclusive Distribution Agreement ("Agreement") is entered into as of , by and between , having its principal place of business at  ("Supplier"), and , having its principal place of business at  ("Distributor").

## 1. Appointment

Supplier hereby appoints Distributor as its exclusive distributor for the following products:  in the following territory: , and Distributor accepts such appointment.

## 2. Term

The term of this Agreement shall commence on  and continue until  unless earlier terminated in accordance with this Agreement.

## 3. Duties of Distributor

- Promotion and sales of the products in the specified territory.
- Maintenance of adequate inventory levels.
- Submission of periodic sales reports.

## 4. Duties of Supplier

- Supply of products in a timely manner.
- Provision of marketing materials and support.
- Warranty service as per separate agreement.

## 5. Price and Payment

The Distributor shall pay for products in accordance with the prices and terms set forth in , attached hereto.

## 6. Termination

This Agreement may be terminated by either party upon  days prior written notice to the other party.

## 7. Miscellaneous

This Agreement constitutes the entire understanding between the parties. Any amendments must be made in writing and signed by both parties.

Supplier:  Date:

Distributor:  Date: