

# Goods Distributor Agreement

This Goods Distributor Agreement ("Agreement") is made and entered into as of [Date], by and between:

## [Supplier Name]

Address: [Supplier Address]  
("Supplier")

and

## [Distributor Name]

Address: [Distributor Address]  
("Distributor")

## 1. Appointment

Supplier hereby appoints Distributor as its authorized distributor for the products described in **Annex A** ("Products") within the territory described in **Annex B** ("Territory"), subject to the terms and conditions of this Agreement.

## 2. Term

The term of this Agreement shall commence on the effective date and continue for [Initial Term], unless terminated earlier in accordance with this Agreement.

## 3. Orders and Supply

1. Distributor shall submit purchase orders to Supplier for Products.
2. Supplier agrees to use reasonable efforts to fulfill Distributor's orders, subject to availability.
3. Delivery, shipping, and acceptance terms shall be as set forth by mutual agreement.

## 4. Pricing and Payment

1. The price for Products shall be as set forth in **Annex C**.
2. Payment terms shall be [Payment Terms].

## 5. Obligations of Distributor

1. Distributor shall use its best efforts to market, sell, and distribute the Products in the Territory.
2. Distributor shall comply with all applicable laws and regulations.

## 6. Intellectual Property

All intellectual property rights in and to the Products shall remain the property of Supplier. Distributor is granted a non-exclusive, non-transferable right to use Supplier's trademarks and trade names solely for marketing the

Products, subject to Supplier's guidelines.

## 7. Termination

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This Agreement may be terminated by either party with [Notice Period] written notice, or immediately for cause.

## 8. Miscellaneous

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1. This Agreement constitutes the entire agreement between the parties with respect to its subject matter.
2. Any amendments must be in writing and signed by both parties.
3. This Agreement shall be governed by the laws of [Jurisdiction].

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Supplier: [Supplier Name]

Date: \_\_\_\_\_

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Distributor: [Distributor Name]

Date: \_\_\_\_\_