

Non-Exclusive Distribution Agreement Outline

1. Parties

- Name and details of Supplier/Manufacturer
- Name and details of Distributor

2. Definitions

- Definition of products
- Territory
- Term

3. Appointment and Scope

- Nature of appointment (non-exclusive)
- Geographical scope
- Products covered

4. Distributor Obligations

- Sales and marketing activities
- Compliance with laws
- Reporting requirements

5. Supplier Obligations

- Product supply and delivery
- Provision of marketing materials
- Product support and training

6. Orders, Delivery, and Acceptance

- Order procedures
- Delivery terms
- Inspection and acceptance

7. Pricing and Payment

- Pricing terms
- Payment terms and methods
- Taxes and duties

8. Intellectual Property

- Ownership of trademarks, trade names, and IP

- Permitted use of marks

9. **Confidentiality**

- Confidential information
- Obligations and duration

10. **Term and Termination**

- Initial term and renewal
- Termination for cause or convenience
- Effects of termination

11. **Limitation of Liability and Indemnification**

- Limitations
- Mutual indemnities

12. **Miscellaneous**

- Governing law and jurisdiction
- Entire agreement and amendments
- Assignment
- Notices

13. **Signatures**

- Signature blocks for both parties