

Initial Product Supply Distributor Agreement Outline

1. Parties

Names and addresses of Supplier and Distributor.

2. Background

Brief description of the business relationship and purposes of the agreement.

3. Definitions

- Products
- Territory
- Term
- Confidential Information

4. Appointment

1. Appointment of Distributor by Supplier
2. Scope (exclusive/non-exclusive)
3. Territory covered

5. Supply of Products

1. Ordering procedure
2. Forecast requirements
3. Delivery terms
4. Product changes or discontinuation

6. Distributor's Obligations

1. Sales and marketing responsibilities
2. Inventory and storage
3. Reporting requirements
4. Compliance with laws

7. Pricing and Payment

1. Pricing structure
2. Payment terms and methods
3. Taxes and duties

8. Term and Termination

1. Initial term and renewals
2. Termination rights and process
3. Effect of termination

9. Warranties and Liability

1. Product warranties
2. Limitations of liability
3. Indemnities

10. Confidentiality

Non-disclosure of confidential information.

11. Intellectual Property

Use of trademarks, trade names, and other intellectual property.

12. Miscellaneous

- Force Majeure
- Governing Law and Jurisdiction
- Notices
- Entire Agreement
- Amendment
- Assignment

13. Signatures

Signature blocks for Supplier and Distributor.