



INTERNATIONAL SUPPLY CONTRACT

1. AGREEMENT TO SUPPLY

1.1 The Supplier will sell and deliver and the Purchaser will buy the products specified in Annex 1.
1.2 The list of products in Annex 1 may be amended by written agreement during the life of the Contract.

2. DURATION

2.1 This Contract is for an initial period of _____ (1, 2, 3, 4 or 5) years commencing on _____ (date).
2.2 At the end of the initial period the Contract will continue on a yearly basis unless it is terminated by either Party giving not less than _____ (1, 2, 3) months' written notice to the other to expire at the end of the initial period or of any subsequent period.

3. QUALITY

3.1 Products to be supplied under this Contract must conform to the description and specifications contained in Annex 1.
3.2 The Purchaser must notify the Supplier promptly in writing if it becomes aware of any Products which do not conform to the requirements set out in this Contract. The Purchaser will not be obliged to pay for non-conforming Products and the Supplier will be responsible for their removal and replacement with Products that conform to the requirements of the Contract.
3.3 Where appropriate, independent inspection and testing of Products will be carried out at agreed intervals with an independent third Party appointed by the _____ (Purchaser or Supplier) and approved by the _____ (Purchaser or Supplier). A copy of every test report will be made available to the _____ (Supplier or Purchaser) _____ by the _____ (Purchaser or Supplier).
3.4 The costs of such inspections and tests:
Alternative A. will be borne by the Supplier.
Alternative B. will be borne by the Purchaser.
Alternative C. will be borne jointly by the Supplier and the Purchaser.

4. QUANTITIES AND ORDERING PROCEDURES

4.1 The minimum and maximum quantities of Products which the Purchaser will order in each Contract Year are set out in Annex 1. A "Contract Year" is the 12 months period commencing on the date established in Clause 2.1 and on each anniversary of that date.

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N Colangelo



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