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**STOCKIST AGREEMENT**

This Agreement (the “**Agreement**”) is made on this [●]<sup>th</sup> day of [●] 2013,

**BETWEEN**

\_\_\_\_\_, a company incorporated under the laws of India and having its corporate office at \_\_\_\_\_ 160035 (the “**Company**”), through its authorized representative Mr. (●), duly authorized by the Board of Directors of the Company vide board resolution, dated (●), 2013 to execute this Agreement. Which expression shall unless repugnant to the context or meaning thereof, be deemed to include its successors and permitted assigns of the First Part; and

**AND**

(●), a proprietorship, through its representative Mr. (●) proprietor, having its principal place of business at (●) and residential address being (●) (the “**Stockist**”) which expression shall, unless repugnant to the context or meaning thereof, be deemed to include its successors and permitted assigns of the Second Part;

or

(●) a company incorporated under the laws of India and having its registered office at (●) (“**Stockist**”), through its authorized representative (●) Chairman and Managing Director, duly authorized by the Board of Directors of the Stockistvide board resolution, dated (●) to execute this Agreement. Which expression shall unless repugnant to the context or meaning thereof, be deemed to include its successors and permitted assigns of the Second Part;

or

(●) a partnership concern, through its authorized representative Mr. (●) partner, duly authorized by all partners of the partnership firm vide consent letter dated (●), having its principal place of business at (●) (the “**Stockist**”) which expression shall, unless repugnant to the context or meaning thereof, be deemed to include its successors and permitted assigns of the Second Part.

The Company and Stockist are hereinafter collectively referred to as “Parties” or individually as “Party”.

**WHEREAS:**

A. The Stockist agrees to furnish to the Company following documents at the time of signing this Agreement:

If the Stockist is an incorporate Company

- Board resolution authorizing a person to sign this Agreement;
- PAN card of the authorized signatory; and
- Article of Association and Memorandum of Association duly signed by all directors.

If the Stockist is a partnership firm

- Consent letter signed by all partners authorizing a person to sign this Agreement;
- PAN card of authorized signatory; and
- Proof of business address.

If the Stockist is a proprietorship firm

- PAN card of proprietor;
- Proof of business address; and
- Proof of permanent residence of proprietor.

B. The Company is in the business of marketing and selling \_\_\_\_\_ products.

C. The Company wishes to market, sell, promote and distribute its products, namely (●) through the Stockist.

D. The Stockist has represented that it has required infrastructure and is willing to act as Stockist for the purpose of promoting, and distributing the Company’s (●) specialty products in the designated territory.

E. The Stockist is aware and informed about the products being marketed and sold by the Company.

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NOW, THEREFORE, IN CONSIDERATION OF THE PREMISES AND THE MUTUAL PROMISES AND COVENANTS SET FORTH HEREIN, THE PARTIES AGREE AS FOLLOWS:

**1. Definitions**

In this Agreement, unless repugnant or contrary to the context hereof, the following terms, when capitalized, shall have the meanings assigned herein when used in this Agreement:

“**Agreement**” shall mean this Agreement, the schedules attached hereto and any document included by reference as each may be amended from time to time in accordance with terms of this Agreement;

"**Applicable Laws**" or “**Laws**” means all statutes, codes, ordinances, decrees, rules, regulations, municipal by-laws, judicial or arbitral or administrative or ministerial or departmental or regulatory judgments, orders, decisions, rulings or awards, policies, voluntary restraints, guidelines, or any provisions of such laws, including general principles of common and civil law and equity, binding on or affecting the person referred to in the context in which such word is used;

**PAGES OMITTED**

**“You can contact us at for a customized agreement and legal advice on the said document”**

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