

# Enterprise Software & Services Agreement

Contract ID: ESA-2026-014

Effective Date: 10 January 2026

## 1. Parties

This Enterprise Software & Services Agreement ('Agreement') is entered into between ABC Technologies Pvt Ltd ('Service Provider') and XYZ Retail Global Ltd ('Client').

## 2. Scope of Services

Service Provider agrees to deliver cloud software, analytics services, maintenance, and support services for Client's retail operations across multiple regions.

Services include:

- Cloud platform deployment
- Analytics dashboard setup
- Maintenance and monitoring
- Customer support services

## 3. Payment Terms

Client shall pay all invoices within Net 45 days of invoice issuance. Late payments may incur interest charges of 1.5% per month. Annual subscription fees apply for platform usage.

## 4. Limitation of Liability

Except for willful misconduct, Service Provider's total liability under this agreement shall not exceed \$100,000. Liability for indirect or consequential damages is excluded.

## 5. Termination

Either party may terminate this agreement with sixty (60) days written notice. Immediate termination is permitted in cases of material breach or insolvency.

## 6. Confidentiality

Both parties agree to maintain confidentiality of proprietary and customer data for five years following contract termination.

## 7. Data Protection & Compliance

Client data shall be processed according to applicable data protection regulations. Provider shall implement security safeguards, though specific certifications are not mandated.

## 8. Dispute Resolution

Disputes arising under this agreement shall be resolved through arbitration in Singapore under international commercial arbitration rules.

## **9. Intellectual Property**

All pre-existing intellectual property remains with respective owners. Custom developments funded by Client shall be licensed for internal use only.

## **Authorized Signatures**

Signed for and on behalf of both parties by authorized representatives.