**Agreement with regard to the supply, configuration, commissioning and support of an integrated Financial Systems solution for Client**

1. **The Parties**
   1. **Client**
   2. **…**
2. **Definitions and Interpretation**

2.1 The following terms have the following meanings in this agreement:

2.1.1 “**Agreement**” means this written agreement and all the tender documents cited in this document as well as any documents incorporated in this agreement by reference;

2.1.2 **“Contractor”** means …;

2.1.3 “**Client**” means Client …;

2.1.4 “**RFP**” means the “Request for Proposal” document;

2.1.5 “**Tender Pack”**  means the pack of documentation submitted in response to the Tender Request;

1. **Confidentiality and Non-Disclosure**

The Contractor has signed a Confidentiality and Non-Disclosure agreement in favour of the Client and hereby confirms that it is bound by this agreement.

1. **Certificate of Compliance**

The Certificate of Compliance submitted by the Contractor as part of the Tender Submission forms part of this agreement.

1. **Annotated and Signed Request for Proposal**

This agreement is based on the Tender Pack issued by the Client and all submission designated below form part of this agreement.

As part of the Tender Pack the contractor submitted an annotated and signed copy of the Request for Proposal document. This document has been reviewed by the Client and additional notes or adjustments made in discussion with the Contractor such that the final form of this document, signed by both the Contractor and the Client, forms part of this agreement.

1. **Laboratory Specification**

The Laboratory Specification document, annotated and signed by both parties forms part of this agreement.

1. **Annotated Requirements Specification**

The annotated Requirements Specification signed by both parties forms part of this agreement.

1. **Software Schedule**

The software schedule annotated and signed by both parties forms part of this agreement.

1. **Bill of Services**

The Bill of Services, annotated and signed by both parties forms part of this agreement and constitutes the only basis on which payments will be made.

1. **Certificates for Use on the Project**

The set of Certificates annotated and signed by both parties will be used as appropriate for all milestone acceptances and other deliverable based activities.

1. **Set of Reference Documents**

The set of Reference Documents annotated and signed by both parties provides the base in terms of which the minimum deliverables for the project will be measured with further deliverables as documented elsewhere.

1. **Information Regarding Data Sharing with Client Internal Systems**

The information regarding Data Sharing with Client Internal Systems annotated and signed by both parties forms part of this agreement.

1. **Project Plan**

The detailed Project Plan signed by both parties forms part of this agreement.

1. **Detailed Solution Architecture**

The Detailed Solution Architecture document signed by both parties forms part of this agreement.

1. **Contractual Terms from Contractor**

Document or documents provided by Contractor which have been accepted as part of the Contract and signed by both parties.

1. **Breach, Termination, Indemnity and Liability**
2. **Force Majeure**
3. **Dispute Resolution**
4. **Other terms of this Agreement.**
5. **Domicilium and Notices**

**20.1** The Parties choose *domicilium citandi et executandi as:*

20.1.1 The Client at

20.1.2 The Contractor at

1. **Successors and Assignees**
2. **General**
3. **Schedules as per body of Agreement**