

Manufacturing Agreement

This agreement (hereinafter called the "Agreement"), made and entered into this _____ day of _____ 2009 (hereinafter called the "Effective Date"), by and between ABC Company, a corporation organized and existing under the laws of the State of Delaware, the United States of America, having its principal place of business at */ address /* (hereinafter called "ABC") and XYZ Company, a corporation organized and existing under the laws of Japan, having its principal place of business at */ address /* (hereinafter called "XYZ").

WITNESSETH THAT:

WHEREAS, ABC has developed a prototypes of component A for to be incorporated into a machine B that XYZ desires to develop to purchase; and

WHEREAS, ABC desires to sell the same to XYZ in accordance with the specifications provided by XYZ.

NOW, THEREFORE, in consideration of the foregoing and of the mutual covenants and agreement set forth below, ABC and XYZ agree as follows:

Article 1 SERVICES, PURPOSES AND REQUIREMENTS

ABC shall design and build three (3) prototypes of component A for to be incorporated into a machine B in accordance with the specifications provided by XYZ, which are included in the documents attached to this Agreement (hereinafter called the "Specifications"). JAYLO コメント： 各プロトタイプの仕様書を本契約書に添付してください。] The parties to this Agreement acknowledge that the Specifications are to be set and prepared by XYZ and are for manufacturing the machine B. The scope of this Agreement is limited to the units-components of which electrical output is 250W. Therefore, the parties to this Agreement acknowledge that this Agreement does not restrict XYZ from purchasing any unitcomponent with capability of achieving electrical output other than 250W and/or form purchasing and/or manufacturing any unit from any company or anyone other than ABC.

ABC shall complete the duties mentioned herein by no later than April 1, 2010 to XYZ's satisfaction, by which it means that; (1) the said prototypes shall pass the Tests, as well as a satisfactory result of the inspections required under Article 2 of this