

# INTER-COMPANY SERVICES AGREEMENT

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This Inter-Company Services Agreement (the "Agreement") is effective [DATE].

**BETWEEN:** [YOUR COMPANY NAME] (the "First Party"), a company organized and existing under the laws of the [State/Province] of [STATE/PROVINCE], with its head office located at:

[YOUR COMPLETE ADDRESS]

**AND:** [SECOND PARTY NAME] (the "Associate Company"), a company organized and existing under the laws of the [State/Province] of [STATE/PROVINCE], with its head office located at:

[COMPLETE ADDRESS]

## PREAMBLE

WHEREAS [YOUR COMPANY NAME] is a [SPECIFY INDUSTRY] company specialized in [SPECIFY COMPANY SPECIALIZATION];

WHEREAS Associate Company is a company specializing in [SPECIFY];

WHEREAS the parties and Company are desirous of working together in relation to the conduct of [SPECIFY PROJECT];

NOW THEREFORE this Agreement witnessed that in consideration of the premises and other good and valuable consideration, the parties hereto agree as follows:

## 1. DEFINITIONS

In this Agreement, except where the context or subject matter is inconsistent therewith, the following terms shall have the following meanings:

- 1.1 "Agreement" shall mean this document, the annexed schedules, which are incorporated herein, together with any future written and executed amendments agreed to by the parties.
- 1.2 "Affiliated Companies" shall mean any corporation or other business enterprise, which directly or indirectly controls, is controlled by, or is under common control by a party.
- 1.3 "Associated Staff" shall mean any officer, director, employee, agent, or student of a Party, and any other person involved in the execution of this Agreement, excluding patients solely involved as subjects in studies.
- 1.4 "Documentation" shall mean all documents, regardless of form, relating to the Project.
- 1.5 "Intellectual Property Rights" shall mean any and all rights, title and interest in and to any and all ideas, discoveries, inventions, creations, works and know-how including, without limitation, patents, trademarks, service marks, designs, integrated circuit topographies, copyrights, including applications for any of the foregoing, as well as design rights, confidential information, trade secrets and any other similar intellectual property rights protected in [COUNTRY] and in any other country.

# Intercompany Services Agreement Template

**J Dewey**



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