Master Services Agreement

This Master Services Agreement is between the parties mentioned below:

|  |  |  |
| --- | --- | --- |
| Full legal company name | To-Increase BV | [add name of Customer |
| Address | Kazemat 2  3905 NR Veenendaal  The Netherlands | [add address of Customer] |
| TAX Number | NL814300108B01 | [add TAX number of Customer] |
| Contact name for invoicing | N/A | [add contact name for invoicing] |
| E-mail address for invoicing | N/A | [add e-mail address for invoicing] |
| Phone number for invoicing |  | [add phone number] |
| Hereinafter referred to as | “To-Increase” | “Customer” |

## Purpose

This Master Services Agreement sets out the terms and conditions under which To-Increase agrees to supply Customer the Deliverables (Consulting and/or Development Services) as specified and agreed upon in Appendices attached hereto and in separate Work Order(s).

## Terms of the Agreement

This Master Services Agreement (as hereinafter defined the ‘Agreement’) sets out the terms and conditions under which the To-Increase agrees to supply the Customer the Deliverables (Consulting and/or Development Services) as specified and agreed upon in Appendices attached hereto and in separate Work Order(s).

## Related Documents

The following Appendices form an integral part of the Agreement between To-Increase and the Customer and both Parties have read and accepted the contents of the following Appendices:

Appendix A: Work Order Services

Appendix B: General Terms and Conditions Services

When the Parties now or in the future accept a specific Work Order for Services, the Services specified in a specific Work Order shall automatically be governed by the Agreement, hereunder the General Terms and Conditions Services, whether or not any reference hereto has been made in the specific Work Order. Each Work Order shall be considered a separate Delivery.

Work Orders cannot include purchase of Standard Software.

If the individual Work Order stipulates only a number of man-hours to be supplied (body shopping, staff augmentation, etc.) Clause 11.3 of the General Terms and Conditions Services shall apply.

## Small Tasks

As an integral part of the Agreement the Parties hereby agree about applying a simplified ordering procedure for smaller tasks (”Small Tasks”), which in each situation can be Consulting and/or Development Services (as the case may be). The procedure concerning ”Small Tasks” means that any work which To-Increase – at the time of the Customer’s request concerning such work – estimates will not exceed 12 working hours per individual task, can be initiated simply via a notification via e-mail and/or Support Portal without the need for a more formal Work Order procedure. The purpose of applying this simple ordering procedure for Small Tasks is to reduce the use of administrative time on both the Customer and To-Increase side. Each individual Small Task will legally be considered as an individual Work Order and a separate Delivery from the moment it is initiated and it will be governed by the terms and conditions of this Agreement, hereunder its appendices, whether or not a reference thereto is made in the individual Small Task. Invoicing of Small Tasks will always be carried out on time and material basis also if the hours actually consumed would increase the estimated 12 hours per Small Task.

## Contract basis

This Agreement, including its Appendices and the current or future individual Work Orders forms the basis for the contractual relationship between the To-Increase and the Customer.

## To-Increase’s acceptance

By signing this Agreement To-Increase hereby accepts to provide the Services specified herein or in future Work Orders, provided the Customer pays the agreed upon fees at the time and manner prescribed herein.

## The Customer’s acceptance

By signing this Agreement, the Customer hereby accepts to pay To-Increase the agreed upon fees in due time, provided To-Increase provides the agreed upon Services at the time and manner prescribed herein.

## Acceptance

The parties acknowledge that they are independent contractors and agree to be bound by the terms and conditions of this Agreement including its Appendices listed in Clause 2 above.

|  |  |  |
| --- | --- | --- |
|  | To-Increase | Customer |
| **Name** | [add name signatory here] | [add name signatory here] |
| **Title** | [add title here] | [add title here] |
| **Signature** |  |  |
| **Signature date** |  |  |
| **Legal Check** |  |  |