

**AGREEMENT ON APPOINTMENT OF GALAXY IMPORT EXPORT (HK) LIMITED AS
EXCLUSIVE DISTRIBUTOR FOR INDIA AND HONGKONG MARKET**

Dated : 20. DEC. 2012

GUANGZHOU AIPU ELECTRON TECHNOLOGY CO. LTD.

Address: No. 401, Block A, Zhitong creative industrial area, No 5, Hongwei Road, Shiliugang, HaiZhu district, Guangzhou, from now on will be known as AIPU

And

GALAXY IMPORT EXPORT (HK) LIMITED,

Address: Unit: G, 1st Floor, Mau Lam Commercial Building, 16-18 Mau lam Street, Jordan, Kowloon, Hong Kong., from now on will be known as GALAXY.

have reached an agreement on the following points:

The products covered in this agreement will be the entire line of Products manufactured by AIPU.

Obligations of AIPU

1. AIPU will give to GALAXY, free of cost, all technical & Marketing material such as brochures, application notes etc. of all their products. (Except the data which involve AIPU business confidential).
2. AIPU will not approach or sell to any customer directly or through any other agency in India and Hong Kong.
3. Any customer from India and Hong Kong approaching AIPU directly, will be referred back to GALAXY IMPORT EXPORT (HK) LIMITED Company.
4. AIPU will give distributor price list to GALAXY who will give quotation to the end-customer.
5. AIPU will keep the warranty clause whenever a product fails in the warranty period & replace the failed product free of charge. (The failure of product must be inspected and confirmed by AIPU, failure by user's not appropriate use will not included.)
6. AIPU will give an authorisation letter declaring to GALAXY as their "Exclusive Distributor" for India and Hong Kong.



7. AIPU will provide all the possible training & technical help to GALAXY free of cost whenever required.
8. AIPU will include GALAXY in their Web site as their "Exclusive Distributor" for India and Hong Kong.
9. AIPU will send Order Acceptances Proforma Invoice (PI) to GALAXY giving delivery date on receipt of a PO from GALAXY.

Obligations of GALAXY

1. To use their marketing network to promote & sell AIPU product in India and Hong Kong.
2. To send the offers to the customer when ever RFQ is received.
3. On receipt of the material GALAXY will dispatch the material to the customer immediately after receipt
4. The annual sale amount should be or over \$50,000 in the first year, if the amount less than \$50,000, GALAXY will be downgrade to "Authorized Distributor" (Galaxy's Exclusive Distributor qualify will be inspected by 6 months)

For AIPU:

Sign: _____

Stamp: _____



for GALAXY:

Sign _____

Stamp: _____

For and on behalf of
GALAXY-IMPORT EXPORT (HK) LIMITED

Authorized Signature(s)

