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Services Agreement

(Provider)
and
(Company)

DRAFT

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Key Terms

1. Parties

Provider

Name

ACN/ABN

Email

Address

Company

Name

ACN/ABN

Email

Address

2. Background

- A. The Provider is in the business of .
- B. The Company wishes to engage the Provider, and the Provider has agreed to provide the Services on the terms of this agreement ("**Agreement**").
- C. The relationship between the parties is that of principal and independent contractor.

3. Services

The core services that the Provider will provide to the Company are as follows:

-

(together, the "**Services**").

4. Start Date

The Services commence on dd/mm/yyyy.

5. End Date

This Agreement comes to an end when either party terminates it in accordance with clause 9 of the Standard Terms of this Agreement.

6. Scope of Work

See Schedule 1.

7. Deliverables

N/A

8. Delivery Date(s)

Please find below the milestone/delivery schedule:

-

- | | |
|---|---|
| 9. Fees and Charges | Fee (exclusive of GST): \$ ("Fee")
Disbursements: \$ |
| 10. Payment Schedule | The Company agrees to pay the Provider the Fees and Charges on dd/mm/yyyy. |
| 11. Additional Services | The Provider will also be available to provide the following additional services on an 'as needed' basis (outside the scope of Services) subject to clause 1.6 of the Standard Terms of this Agreement. |
| 12. Additional Services Fee and Expenses | Where Additional Services have been provided, the Company shall pay the Provider applicable Additional Services Fees and Expenses in accordance with this Agreement. |
| 13. Company Resources | N/A |
| 14. Special Conditions | The parties agree to comply with and be bound by the following Special Conditions: <ul style="list-style-type: none">••• |

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Standard Terms

1. Provision of Services

- 1.1 In consideration of the Company's payment of the Fees and Charges, any relevant Additional Services Fees and Expenses (together, "**Fees**") pursuant to the Payment Schedule, the Provider agrees to provide and deliver the Services in accordance with this Agreement and any Scope of Work that has been expressly agreed to by the parties.
- 1.2 The Provider agrees to provide the Services in accordance with all applicable laws, regulations, codes of practice, national standards and other regulatory approvals.
- 1.3 The Company must provide to the Provider the Company Resources (if any) upon the Provider's request.
- 1.4 The Provider is responsible for:
 - (a) its own employees and sub-contractors, and provision of the Services at its own risk;
 - (b) its own payment obligations, including the payment of wages, taxes, insurances and superannuation; and
 - (c) all sales taxes, value added taxes, use taxes, stamp duties and any other taxes or duties in relation to this Agreement, excluding taxes based on the Provider's income.
- 1.5 The Provider may undertake any other work and assignments during the course of this Agreement, provided that such other work or assignments do not conflict with the Provider's performance of the Services for the Company under this Agreement.
- 1.6 Additional Services
 - (a) The Company may make a written request of Additional Services to the Provider.
 - (b) The Provider may, at its sole discretion, accept or refuse to provide the Additional Services to the Company.
 - (c) If the Provider accepts to perform any Additional Services, the Provider may request Additional Services Fees and Charges for providing the Additional Services.
- 1.7 Scope of Work

If the Company requests any changes to the Scope of Work, including requesting further content, hours, materials or services additional to the agreed Services, the Provider reserves the right to accept or refuse the request for changes, and the right to revise the relevant Fees.

2. Term

- 2.1 The parties agree that the Agreement starts on the Start Date and ends on the End Date subject to any renewals agreed by the parties unless terminated by either party in accordance with clause 9 of this Agreement.

3. Fees and Payment