



**EXCLUSIVE REPRESENTATION AGREEMENT**

Bin Dasmal Group (BDG), P. O. Box 5389, Dubai, U.A.E., hereby agree to appoint Hajvairy Group (HG), Hajvairy Mansion, 3<sup>rd</sup> Floor, 22-B, West Blue Area, P. O. Box 1920, Islamabad, Pakistan, as their exclusive representative for Afghanistan ("the Territory") based on the following terms:

1. HG will be responsible for the marketing, promotion and sale of BDG's products and services within the Territory.
2. HG agrees to all the terms and conditions of sale as set out by BDG. The paramount condition is that BDG shall sell the products at its net prices CNF Pakistan and it will be the responsibility of HG to clear and transport the products to Afghanistan. HG shall add its own marketing, sales and transportation costs to the prices before offering the products to its customers.
3. All inquiries from the above-mentioned Territory shall be directed to HG for the purpose of sale.
4. BDG will show HG on its website as an exclusive representative in Afghanistan for the products. This will benefit HG when a customer uses BDG's website to locate a distributor.
5. HG agrees to all the terms and conditions of sale set out by BDG.
6. During the validity of this Agreement HG shall not represent any other company competing with the products.
7. BDG shall inform HG about the products' technical detail as well as their prices and other terms of sale and after-sale.
8. The term of this agreement shall expire on September 30, 2004. The Agreement shall thereafter be separately renewed for subsequent term of one year each if both parties have been satisfied with the outcome of this Agreement.
9. In case of any dispute, two arbitrators of their own choice will be appointed by both the companies, respectively. These arbitrators will then appoint a third arbitrator with their mutual consent. Out of these three arbitrators, majority will rule the decision.

We agree to the above terms of this Agreement.

Date: .....

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