Cover letter Retail Contract

Dear Sir / Madam,

Starting from next year we will be able to deliver new wrap-skirts, bags, dresses and accessories with our unique style. We would love to continue our cooperation with you but due to infringements in the past - that were successfully tackled but caused a lot of pain (money) and agony (time) - we like to have more commitment, assurances, security and proof of trust.

We have invested in several new factories in India, which also include new and more efficient ways of working, resulting in faster production, greater production capacity and higher quality. We want to protect these investments and that's why we request you to sign this cover letter and explicitly agree to our new general terms and conditions applicable to our retail and wholesale partners.

As you know Zand Amsterdam has invested to protect its intellectual property for instance by registering the Zand name as a trademark and its original designs as registered designs. By signing this letter you will first of all agree with our new general terms and conditions for retail (version July 2011 available free of charge on our website: http://www.zandamsterdam.com/GeneralTermsandConditionsRetail-EN.pdf), as attached to this cover letter to be applicable to our business relationship, meaning all orders and deliveries by Zand Amsterdam to you from today's date.

By signing this letter you will explicitly acknowledge Yaniv Shapira's and/or Zand Amsterdam's ownership and exclusive rights in its trademark and its registered and unregistered designs. By signing this letter you will declare and agree that you will not in any way infringe Yaniv Shapira's and/or Zand Amsterdam's intellectual and/or industrial property rights including copyrights, design rights, patents, trade mark rights and/or any other rights to goods manufactured and made available by Yaniv Shapira and/or Zand Amsterdam, and that will you desist from infringement also after termination of the contractual relationship between parties.

If you are in violation of what is determined and agreed in this cover letter and infringe Yaniv Shapira's and/or Zand Amsterdam's exclusive intellectual and/or industrial property rights, for instance by selling counterfeit products, you will not only be liable for the damages caused by the infringement, but you will immediately without prior notification be obliged to pay a penalty to Zand Amsterdam Wholesale in the amount of Euro 50.000,- to be augmented with an amount of Euro 5.000,- for every day or part of the day that the infringement continues.

Please return this cover letter after signing by the authorized person to represent your company.
Yours sincerely,

Michaël Perez
Zand Amsterdam Wholesale

Read, accepted and agreed

Signature: _____

Date:

By:

Please scan and email the signed document to wholesale@zandamsterdam.com
Or fax the signed document to +31 8486 72523