**Heads of Terms**

**Subject to contract**

**[Confidential]**

**[Without Prejudice [save as to costs] ]**

**Parties**

1. [Company A] (Company)
2. [Company B] (Supplier)
3. …

**Background**

A [insert background for context]

B […]

**Term of Contract**

1. 1 year initial period, annual renewals
2. Termination on 3 months’ notice after initial period
3. Usual termination provisions

**Services**

1. Services to include:
   1. delivery to all companies within the Customer’s group of companies
   2. […]
2. Staged delivery over 6 months
3. Supplier to maintain service levels of:
   1. […]
4. Monthly/quarterly reports

**Limitations to Services**

1. […]

**Customer**

1. Needs to provide user requirements
2. […]

**Payment**

1. Payments:
   1. Setup fee upfront: £[amount]
   2. Monthly invoicing: £[amount]
   3. Additional services payable by rate card rates

**Restrictive Covenants**

1. [Restrictive covenants]

**Data Protection/GDPR**

1. Standalone contract, Article 38 standard terms.

**Other**

1. Usual confidentiality terms
2. English law applies, English Courts exclusive jurisdiction

Agreed in Principle

……………………………………………

Director

Company A

……………………………………………

Director

Company B