

Aggregation Terms & Conditions (Sales Terms & Conditions are also applicable)

The following terms & conditions apply to all sales where the buyer has confirmed the supplier(s) or vendor(s) details and final sale to buyer is routed through NuGRP Solutions (Aggregator). The below terms are applicable in totality on Proposal, Sales, Delivery and Service provided by NuGRP Solutions until specifically modified or there is an agreement with the buyer in this regard. This is also applicable on all future business transactions, even if they are not specified or mentioned.

Definitions:

- a. "Aggregator" refers to NuGRP Solutions, the company offering products and services after buying it from pre identified suppliers of buyer.
- b. "Buyer or Customer" refers to the individual or entity purchasing products or services from the Aggregator.
- c. "Supplier" refers to the individual or company supplying the products for buyer to Aggregator
- d. "Products" refers to the goods or services being offered by the Aggregator

Scope of Agreement By purchasing products or using the services provided by the Aggregator, the Customer agrees to be bound by these terms and conditions.

Buyer Scope:

- All discussions including scope of supply, pricing, validity etc. with the Supplier or Vendor
- All other terms and conditions are negotiated by buyer with the Supplier
- Sharing details in writing with the NuGRP solutions for coordinating with supplier
- To negotiate timelines of supply of products/services are in scope of Buyer.
- Giving Purchase order to Aggregator at a negotiated price with clear payment terms with supplier and Aggregator and other Sales terms and conditions.
- Insurance of supplies is in Scope of Buyer until specified in PO and agreed.
- Protecting Aggregator from any commercial loss due to delay in Supplies, transport issues or any other unknown issue including any challenge from Supplier.
- The Buyer will commercially compensate the Aggregator of their investments if the supplier delays, cancels or fails to supply.

Supplier Scope:

- The supplier must provide all the items/products/services as per discussion with buyer and written PO from the NuGRP Solutions.

- The packing, Delivery of the item ensuring the items reach customer or NuGRP as per PO, very safely without any damage.
- Any support to buyer to use the supplied item. The Supplier will also share any Pre Sale or Pre-Installation information.
- The warranty of the Product or services provided is in Supplier's Scope. The Supplier warrants that the Products will be free from defects in materials and workmanship.
- Shall communicate with the Aggregator for any clarification regarding supplies.
- Shall Indemnify Buyer and Aggregator of any loss due to delay or cancellation of Product or services.

Aggregator Scope:

- The Aggregator will agree on all PO terms with the buyer. The aggregator thus will supply as per PO from the buyer.
- The Aggregator will provide accurate and detailed information to Buyer about the Products, including descriptions, specifications, pricing including margins, and any relevant limitations or restrictions after confirming from Supplier and based on discussions with buyer.
- The Aggregator will make reasonable efforts to deliver the Products/Services within the specified timeframe. Shipping methods, costs, and any associated tracking options will be communicated with the Buyer. The Aggregator is not responsible for delays, losses, or damages incurred during the shipping process.
- The Aggregator is not liable for any indirect, consequential, or incidental damages in whole process of discussions and fulfilling the Purchase order.
- The Aggregator reserves the right to modify or amend these terms and conditions at any time with notification to the Buyer. Continued use of the Products or services constitutes acceptance of the modified terms. The Aggregator reserves the right to refuse or cancel orders at their discretion.
- Any disputes arising from the agreement will be resolved through negotiation or, if necessary, through alternative dispute resolution mechanisms such as mediation or arbitration.
- These terms and conditions are governed by the laws of the jurisdiction where the Consolidator is located ie Bangalore, and any disputes will be subject to the exclusive jurisdiction of the courts in that jurisdiction.

Either party may terminate the agreement by providing written notice to the other party.

Team NuGRP!!