

# Co-branded Website Agreement

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Between                      and

Date:

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By this **agreement** dated

between:

of ( )

and

of ( ).

## Background

- A. operates several international online web sites which offer services that enable users to find old school, university, college, sporting club or community group friends via the web (**Services**).
- B. is an Internet media company that offers and operates branded portals, websites, properties, communities, and web-based, communications and commerce services that are culturally adapted and with local content and language for each Territory listed in **schedule 1** to this agreement.
- C. The parties will form an alliance under which will develop, host, operate and maintain the Co-Branded Site (as defined below) and which will distribute and promote across the Network (as defined below) on the terms and conditions of this agreement.

## It is agreed

### 1 Definitions

In this agreement:

**Co-Branded Site** means the network of co-branded WebPages to be developed, hosted, maintained and operated by in respect of the Territories to provide the Services which shall form part of the Network and which WebPages will be developed in accordance with the Specifications and shall be in form and substance to be mutually agreed by the parties.

**URL** means Uniform Resource Locator that specifies where a known resource is available and the mechanism for retrieving it. Includes URI's (Uniform Resource Identifier).

**Co-Branded Site URL** means:

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and such other URL(s) as the parties may agree.

**Confidential Information** means all Information disclosed to one party by or on behalf of the other or otherwise obtained by one party from the other in connection with this agreement (whether before or after the date of this agreement) which is stated to be confidential or by its nature is deemed confidential.

**Content** means software and written, graphic, audio, video or like information, content or materials, names, logos, registered and unregistered trademarks, templates and mastheads capable of being represented and made available for downloading or otherwise distributed through a website.

**Customer** means a user who accesses the Co-Branded Site and/or uses the Services.