

**BENCHMARKING GRID
SOFTWARE LICENCE AGREEMENT**

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BENCHMARKING GRID

SOFTWARE LICENCE AGREEMENT

1.00 BENCHMARKING GRID

BENCHMARK AGREEMENT: I02200	MATCHING PROVISION(S)	VARIATIONS/OBSERVATIONS 1
IDENTIFICATION AND ADDRESSES		
IDENTIFICATION OF PARTIES :		
OWNER		
LICENSEE		
RECITALS		
A) OWNER conceived and developed software		
B) LICENSEE wishes to use software and secure OWNER's related services		
C) Private instrument		
D) Mutual agreement		

1 If the clause situated in the Matching Provisions column is deficient in some way (see the list of deficiency codes located after list of deficiencies), we recommend placing an asterisk next to that clause number and to record the deficiency in the list of deficiencies that appears at page 22 of this document.

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BENCHMARK AGREEMENT: I02200	MATCHING PROVISION(S)	VARIATIONS/ OBSERVATIONS 1
0.00 INTERPRETATION		
0.01 Definitions		
0.01.01 Activities		
0.01.02 Agreement		
0.01.03 Authorized Location		
0.01.04 Breach		
0.01.05 Change in Control		
0.01.06 Confidential Information		
0.01.07 Designated Equipment		
0.01.08 Encumber / Encumbrance		
0.01.09 Escrow Agreement		
0.01.10 Force Majeure		
0.01.11 Fundamental Provisions		
0.01.12 Improvements		
0.01.13 Intellectual Property		
0.01.14 Legal Representatives		
0.01.15 Licence		

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BENCHMARK AGREEMENT: I02200	MATCHING PROVISION(S)	VARIATIONS/ OBSERVATIONS 1
0.01.16 Loss		
0.01.17 Modules		
0.01.18 PARTY		
0.01.19 Person		
0.01.20 Prime Rate		
0.01.21 Software		
0.01.22 Source Code		
0.01.23 Source Documentation		
0.01.24 Term		
0.01.25 Trial Period		
0.01.26 User		
0.01.27 User Manuals		
0.02 Entire Agreement		
0.03 Applicable Law		
0.04 Non-Compliance		
0.04.01 Severability		

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BENCHMARK AGREEMENT: I02200	MATCHING PROVISION(S)	VARIATIONS/ OBSERVATIONS 1
0.04.02 Substitute Provision		
0.05 Miscellaneous		
0.05.01 Cumulative Rights		
0.05.02 No Waiver		
0.05.03 Time and Days		
a) Time of the Essence		
b) Computation of Time		
c) Delays		
0.05.04 Financial References		
0.05.05 Cross-References		
0.05.06 Gender and Number		
0.05.07 Headings		
0.05.08 Presumptions		
0.05.09 Knowledge		
0.05.10 Approval		
0.05.11 Accounting Standards		