

## INFRINGEMENT OF PATENTS

A is engaged in the manufacture of \_\_\_\_\_ which are alleged to be infringements of certain patents.

B wishes to be protected against loss by reason of purchasing and selling \_\_\_\_\_ and to be indemnified upon any guaranty that B may give to any person or persons purchasing and using such \_\_\_\_\_.

Therefore, it is agreed between the parties that A will sell B \_\_\_\_\_ at \_\_\_\_\_% below list price, and that B shall retain \_\_\_\_\_% of the list price to secure and indemnify them against loss and damage in defending any suit brought against them because of their purchase or sale of such \_\_\_\_\_; also to protect and indemnify them against loss caused by any guaranty given to any person or persons in case any suit should be instituted against them on account of using such \_\_\_\_\_ purchased from B.

B shall retain the \_\_\_\_\_% in case of \_\_\_\_\_ already purchased by them as well as those to be purchased to secure and indemnify them against loss as provided above.

B shall, at the expiration of one year, if all litigation has been finally settled which in any way affects the right of B to purchase or sell the \_\_\_\_\_, or in any way affects the rights of any person or persons in using any of the \_\_\_\_\_ which person or persons purchased of B, pay over to A the \_\_\_\_\_% of the list price retained by them, with interest, for the purpose set forth in this agreement. Provided, however, that such payment shall not be required to be made unless A shall make good to B all loss, expense and damage, if any, which B has suffered by reason of any such suits instituted against them or on account of any such suit brought against persons to whom B has sold \_\_\_\_\_.

B shall give immediate notice to A of any and all suits instituted against B on account of the purchasing or selling the \_\_\_\_\_, and also shall give immediate notice of any and all suits instituted against any person or persons on account of the person or persons using the \_\_\_\_\_ which were sold to the person or persons by B.