



# Medicines & Healthcare products Regulatory Agency



## LAB5061 LU Framework Agreement: Schedule 1: Order Form and Call Off Contract

### Part 1: ORDER FORM

#### Customer

**Medicines and Healthcare products Regulatory Agency**  
10 South Colonnade, Canary Wharf, London E14 4PU

#### Supplier

**SciQuip Ltd**  
Newtown, Wem, Shropshire, SY4 5NU  
4253055

[28<sup>th</sup> of June 2023]

Dear Sirs

#### **Call-Off Contract No. C104655 for the supply of Goods and/or Services**

Further to the Framework Agreement dated [15.06.21], we wish to instruct you to supply the Goods and/or Services described below in accordance with the terms of the Framework Agreement, this Order Form and the Call-Off Terms and Conditions, as further set out and described in Brief attached at Annex A.

The particulars of this Call-Off Contract are set out below:

Item	Description
<b>Order Form Reference:</b> (Front page of Call-Off Terms and Conditions)	The Order Form Reference is: C104655 (Purchase of Isothermal Titration Calorimeter)
<b>Parties</b>	<b>Between:</b>  Medicines and Healthcare products Regulatory Agency whose registered office is at 10 South Colonnade, Canary Wharf, London E14 4PU ( <b>Customer</b> ); and  <b>SciQuip Ltd</b> Newtown, Wem, Shropshire, SY4 5NU ( <b>Supplier</b> ).



<p><b>Call-Off KPIs</b> (Cl. 1.1)</p>	<table border="1"> <thead> <tr> <th data-bbox="464 539 778 607">Performance Target</th> <th data-bbox="778 539 1043 607">Key Indicator</th> <th data-bbox="1043 539 1321 607">Performance Measure</th> </tr> </thead> <tbody> <tr> <td data-bbox="464 607 778 824">Guarantee to deliver all Goods covered under this Contract within the lead-times specified to member locations throughout the UK.</td> <td data-bbox="778 607 1043 824">Delivery of Goods</td> <td data-bbox="1043 607 1321 824">99% of Goods delivered on time in full</td> </tr> <tr> <td data-bbox="464 824 778 969">Respond to all operational enquiries within four working hours.</td> <td data-bbox="778 824 1043 969">Provision of Response</td> <td data-bbox="1043 824 1321 969">95%</td> </tr> </tbody> </table>	Performance Target	Key Indicator	Performance Measure	Guarantee to deliver all Goods covered under this Contract within the lead-times specified to member locations throughout the UK.	Delivery of Goods	99% of Goods delivered on time in full	Respond to all operational enquiries within four working hours.	Provision of Response	95%
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<p><b>Charges</b> (Cl.1)</p>	<p>The Charge(s) for this Order is:</p> <p>██</p> <p>██</p> <p>██</p> <p>██</p> <p>██</p> <p style="text-align: right;">██</p> <p style="text-align: right;">██</p>									
<p><b>Customer Liability Cap</b> (Cl. 1)</p>	<p>Means the amount of £250,000 (Two hundred and fifty thousand) pounds</p>									



<p><b>Delivery Date(s)</b> (Cl. 1)</p>	<p>The Supplier shall deliver the Goods to the Authority by the following date(s):</p> <ul style="list-style-type: none"> <li>• <i>X weeks from receipt of PO unless otherwise specified by the Supplier with good reason</i></li> </ul>
<p><b>Defects Rectification Period</b> (Cl. 1)</p>	<p>In respect of the Goods to be supplied under this Call-Off Contract, the period ending [12] ([twelve]) months after the Contract End Date, or in respect of any Goods that are repaired or replaced under [Clause 6.5] of the Call-Off Terms and Conditions, the period ending [12] ([twelve]) months after replacement of such Goods.</p>
<p><b>Goods</b> (Cl. 1)</p>	<p>The Goods to be supplied under this Call-Off Contract are as follows:</p> <p>██</p> <p>██</p> <p>██</p> <p>██</p> <p>██</p>
<p><b>Premises</b> (Cl. 1)</p>	<p>The Goods are to be delivered to and/or the Services are to be supplied at</p> <p>██</p> <p><b>Medicines and Healthcare Products Regulatory Agency, Blanche Lane, South Mimms, Potters Bar, Herts, EN6 3QG</b></p>
<p><b>Supplier Liability Cap</b> (Cl. 1)</p>	<p>Means the amount of £250,000 (Two hundred and fifty thousand) pounds</p>



<p><b>Instalments</b> (Cl. 8.4)</p>	<p>The stages of payment described in Clause 8.4 of the Call-Off Terms and Conditions are [appended to this Call-Off Contract detailed below]</p>							
<p><b>Notices</b> (Clause 19.3)</p>	<p>Any written notice provided under Clause 19.1 shall be sent:</p> <p>In the case of the [Customer]:</p> <p>To: [REDACTED]</p> <p>[REDACTED]</p> <p>Marked for the attention of:</p> <p>Commercial Manager for Science</p> <p>In the case of the [SciQuip Ltd]:</p> <p>To: [Newtown, Wem, Shropshire, SY4 5NU]</p> <p>[REDACTED]</p> <p>Marked for the attention of: [REDACTED]</p>							
<p><b>Data Protection Particulars</b> (Schedule 4)</p>	<table border="1"> <tr> <td data-bbox="475 1447 831 1648"> <p>The subject matter and duration of the Processing</p> </td> <td data-bbox="831 1447 1318 1648"> <p>The parties will Process Personal Data in the context of: Providing the Equipment. The subject matter is Agency staff names, contact details and place of work.</p> </td> </tr> <tr> <td data-bbox="475 1648 831 1783"> <p>The nature and purpose of the Processing</p> </td> <td data-bbox="831 1648 1318 1783"> <p>The Processing will be for the purposes of:: Providing the Equipment.</p> </td> </tr> <tr> <td data-bbox="475 1783 831 1910"> <p>The type of Personal Data being Processed</p> </td> <td data-bbox="831 1783 1318 1910"> <p>The Personal Data will include: Names, work e-mail addresses, workplace address.</p> </td> </tr> </table>		<p>The subject matter and duration of the Processing</p>	<p>The parties will Process Personal Data in the context of: Providing the Equipment. The subject matter is Agency staff names, contact details and place of work.</p>	<p>The nature and purpose of the Processing</p>	<p>The Processing will be for the purposes of:: Providing the Equipment.</p>	<p>The type of Personal Data being Processed</p>	<p>The Personal Data will include: Names, work e-mail addresses, workplace address.</p>
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	The categories of Data Subjects	The Data Subjects will include: Agency staff including contractors and students.
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This Call-Off Contract incorporates all the terms and conditions of the Framework Agreement.

For the avoidance of doubt where you have carried out any work prior to the date of this Call-Off Contract in any way related to the Goods and/or Services to be supplied under this Call-Off Contract the terms and conditions of this Call-Off Contract and the Framework Agreement shall apply in respect of such work.

Words and expressions which are defined in the Framework Agreement shall have the same meaning in this Call-Off Contract unless expressly defined otherwise here.

You must not make any amendments to the Call-Off Terms and Conditions.

Nothing in this Call-Off Contract shall confer or purport to confer on any third party any benefit or the right to enforce any term of this letter pursuant to the Contracts (Rights of Third Parties) Act 1999.

Please sign and return the attached copy of this Order Form to signify your acceptance of its contents;

Please also sign and return the attached two copies of the Call-Off Terms and Conditions. We will sign Call-Off Terms and Conditions and date them as agreed between ourselves and will return one of the dated copies to yourselves.

Yours faithfully

Accepted and acknowledged by:

[Redacted Signature]

[Redacted Signature]

.....  
for and on behalf of the **[CUSTOMER]**

.....  
For and on behalf of **[SUPPLIER]**

Name: [Redacted Name]

Name: [Redacted Name]

Designation:  
[Redacted Designation]

Designation:  
[Redacted Designation]

Date: [Redacted Date]

Date: [Redacted Date]



