

MEMORANDUM OF UNDERSTANDING

This Memorandum of Understanding is entered into by and between:

Manipal University having its campus at Jaipur-Ajmer Express Highway, Dehmi Kalan, Near GVK Toll Plaza, Jaipur, Rajasthan 303007, India and

Dassault Systemes India Private Limited, a private limited company registered under the Companies Act, 1956 having its registered office at C-233, LGF Defense Colony, New Delhi 110 024, India (**Dassault Systemes**)

Dassault Systèmes, the 3DEXPERIENCE Company, provides business and people with virtual universes to imagine sustainable innovations. Its world-leading 3D design software, 3D Digital Mock-Up and Product Lifecycle Management (PLM) solutions transform the way products are designed, produced, and supported. Dassault Systèmes' collaborative solutions foster social innovation, expanding possibilities for the virtual world to improve the real world. Dassault Systèmes group brings value to over 150,000 customers of all sizes, in all industries around the globe.

Manipal University, The Manipal Education Group, with its heritage of excellence in higher education for over 60 years, launched Manipal University Jaipur (MUJ) in 2011. The permanent campus of the university is set up on 122 acres of land at Dehmi Kalan village near Jaipur, and is by far one of the best campuses in the region. MUJ has world class infrastructure, including state-of-the-art research facilities and modern library. In line with Manipal University's legacy of providing quality education, the university uses the latest and innovative methods and technology to impart education. The multidisciplinary university offers career-oriented courses at all levels, i.e., UG, PG and Doctoral and across diverse streams, including Engineering, Architecture, Planning, Fashion Design, Hospitality, Allied Health Sciences, Humanities, Commerce, Management, Communication, Basic Sciences, Fashion Design and Jewellery Management, etc. Manipal University allocates separate time for this in the student-calendar. Students are also encouraged to participate in skill develop and innovation projects, in addition to syllabus-based education. In this context Dassault Systemes intends to play a crucial role in the projects done by students in the 'Innovation Warehouse',

The purpose of this Memorandum of Understanding (MOU) is to start and deepen the relationship between Manipal University, Dassault Systemes India and EDS Technologies, Bangalore and the desire to jointly promote Dassault Systemes V6 software solutions and help Manipal University achieve academic excellence.

1. Dassault Systemes intends to :

- Sign-up Manipal University, Jaipur as an Academic Certification Partner under the Dassault Systemes Academic Certification Partner Program;

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- Assist Manipal University, Jaipur faculty and students on academic projects undertaken by students by conducting awareness sessions on Dassault Systemes V6 Software and suggesting customer case study references.
- Encourage Manipal University, Jaipur to participate in marketing events organized by Dassault Systemes.
- Provide free access to Dassault Systemes online and offline training material through Dassault Systemes online university (www.academy.3ds.com) and Dassault Systemes COMPANION learning material.
- Conduct sessions for the Research & Development team at Manipal University, Jaipur, demonstrating functionalities of Dassault Systemes V6 Software in specific industry sectors, namely automobile engineering and aerospace engineering
- Participate in key events organized by Manipal University, Jaipur that can directly and indirectly promote PLM Technology on Premise for Various Industries

2. Manipal University, Jaipur intends to:

- Allocate exclusive space within their campus for students to learn and develop skills using DS V6 software;
 - Encourage the faculty in their educational institutions to be well acquainted with Dassault Systemes V6 Software.
 - Become Academic Certification Partner to Dassault Systemes and provide opportunities to students to become Dassault Systemes Certified Professionals.
 - Invite Dassault Systemes to hold short-term (upto 3 days) awareness building workshops for companies and industries with working professionals.
3. The parties desire to jointly collaborate to pursue opportunities of mutual interest in the Indian market to leverage each others strength in various areas.
4. The Parties intend to arrange periodic quarterly interaction with the senior management to review the progress.
5. This MOU is intended solely to serve as an expression of each party's current intention to cooperate for their mutual benefit. The Parties desires to enter into further discussion regarding a binding agreement to achieve the intentions of the parties described herein. Except as expressly stated otherwise, nothing in this MOU shall create upon any Party or its officers, directors, employees or consultants any legal or other enforceable obligation including, but not limited to, any obligation to enter into the definitive agreement or any other agreement. Unless otherwise agreed in writing by the Parties, no Party shall be liable to the others for any losses, damages, costs, expenses or any other detriments (collectively, "Losses") suffered as a result of the failure of any Party to enter into a definitive agreement,

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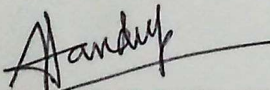
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whether or not the Party or Parties that suffered such Losses believed in or relied upon the likelihood of a definitive agreement to be made.

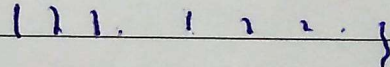
6. This MOU shall terminate on execution of binding agreement between both parties pursuant to clause 5 above or upon expiry of six (06) months from the date of this MOU, unless it is extended by mutual agreement.
7. Information disclosed by the Parties under this MOU may include Confidential Information which may comprise of technical data, know-how, software specifications, software performance, or any other information relevant to the performance of obligations under this MOU. All Confidential Information exchanged between the between the Parties under this MOU shall be subject to the terms and conditions of the Confidential Disclosure Agreement, DS Ref #1511-2015DS India , entered into between the Parties effective November 16, 2015.

IN WITNESS WHEREOF, the Parties hereto have caused this MOU to be executed by their duly authorized representatives on the date(s) specified below.

Manipal University , Jaipur

By: 
Name: Dr. Sandeep Sancheti
Title: President
Date: 15/XII/15

Dassault Systemes India Pvt. Ltd.

By: 
Name: Dr. Chandan Chowdhury
Title: Managing Director
Date: 15.12.2015