

Master Services Agreement

This Master Service Agreement ("MSA" or "Agreement") has been made and entered into on this 28 April 2026, by and between:

Nolan Edutech Private Limited (hereafter known as "**Vendor**"), a private limited company duly incorporated under the Companies Act, 2013 bearing CIN U80210KA2019PTC122972 and having its registered office at **Incubex, Ground, 1st, 2nd Floor, No 1178, 5th Main Road, Sector 7, HSR Layout, Bengaluru, Karnataka, India, 560102** which expression shall unless it be repugnant to the context or meaning thereof, include its successors, administrator and permitted assigns of the **First Party**

AND

Indian Institute of Management Ranchi, Prabandhan Nagar, Vill-Mudma, Nayasarai Road, Ranchi - 835303, Jharkhand (hereafter known as "**IIM Ranchi**"), which expression shall, unless it be repugnant to the subject or context thereof, include its successors in interest and permitted assigns) of the **Second Party**;

"Vendor" and "IIM Ranchi" are hereinafter collectively referred to as "Parties" and individually referred to as "Party".

WHEREAS, the Vendor is a leading ed-tech company in professional executive segment and known for reskilling and up-skilling professional and works with top academic institutions/ universities/technical institutions in India and abroad for creating courses for employability and professional career growth.

And Whereas, IIM Ranchi is an institution of national importance and is known both nationally and internationally for excellence in management education, basic and applied research, innovation, entrepreneurship and industrial consultancy.

And Whereas, the Vendor had participated in e-tender process conducted through the document of E-tender No.: IIM Ranchi/ NIT/Edutech/2025-26/19 dated 29.08.2025 ("Tender Document"), and after due process IIM Ranchi had issued its Letter of Empanelment bearing Number IIMR/2025-26/Admin/S&P/286 dated 04/11/2025 ("LoE") for "Providing of Technology & Marketing Services for IIM Ranchi to conduct MDP programs & other related services" as per the agreed terms and conditions mentioned in the aforementioned Tender Document.

And Whereas, the aforementioned Tender Document and LoE are an integral part of this MSA, and parties intend to provide e-Learning and blended learning programmes under the terms agreed through the aforementioned Tender Document and LoE over the next two years.

NOW THEREFORE, in consideration of the mutual promises and covenants set forth herein, through friendly consultation in accordance with relevant laws and regulations and in the spirit of mutual benefit, honesty and good faith the Parties agree as follows:-

1. Definitions

"**Affiliate(s)**" of a Party shall mean any person, partnership, joint venture, corporation, or other form of enterprises which directly or indirectly controls, or is controlled by, or is under common control with, the particular Party.

"**Ancillary Fees**" means certain kinds of fees, like the application fees, admission fees, course pack/course material fees, etc., for a Program which are fully remittable to IIM Ranchi by the Vendor without deduction of any share by the vendor. Ancillary Fees for a Program have to be paid by the End User in addition to the Course Fee.

"**Confidential Information**" includes all technical data, reports, documentation, trade secrets, study

