



TechEx.in -Tech Transfer Hub

Venture Center, 100, NCL Innovation Park
DrHomiBhabha Road, Pashan
Pune – 411008, India
Email: tto@venturecenter.co.in
Phone: +91-9156465146

Services of TECHEX.IN: Terms, Pricing and Conditions

(Version: 14 March 2024)

Introduction:

TECHEX.IN is a Technology Transfer Hub operated by Venture Center, Pune, India and supported by the National Biopharma Mission, BIRAC (Government of India). TECHEX.IN aims to help technology developers and technology commercialization entities find each other, forge partnerships and advance the technology closer to the market in a win-win partnership. In this mission, TECHEX.IN will build upon general learnings, methods and experiences of NCL Innovations (department of CSIR-NCL championing innovations), IPFACE (IP Facilitation Center) and Venture Center (non-profit technology business incubator).

The TECHEX.IN is based in the western part of India. While its focus is on organizations in Maharashtra, Madhya Pradesh, Gujarat and Goa states of India, it welcomes technology developers and technology commercialization entities from any part of the world. TECHEX.IN services are open to all --- this is an open access, inclusive service! The TECHEX.IN is a non-profit effort that aims to be self-sustaining.

Services and activities:

The TECHEX.IN focuses on the following activities:

- Services
 - Technology marketing
 - Technology and Business Consulting Services — deal structuring, agreements, valuations, negotiations
 - Spin-off and new venture creation
 - Intellectual property protection
 - Policies, institutional mechanisms and office support for R&D organizations for innovation management
 - Industry- academia technology partnership mechanisms and contract management
 - Technology scouting and open innovation
- Awareness and training
- Resources and expertise: In-house capabilities, books collection at VC Library, online resources, access to databases
- Networks: R&D organizations, industry, startups, tech marketing companies, IP attorneys etc.



TechEx.in -Tech Transfer Hub

Venture Center, 100, NCL Innovation Park
DrHomiBhabha Road, Pashan
Pune – 411008, India
Email: tto@venturecenter.co.in
Phone: +91-9156465146

Potential beneficiaries of TECHEX.IN activities and services:

- R&D/ Academic Organizations
- Startups
- Industry
- Incubators
- Individual Inventors
- Tech Managers



TechEx.in -Tech Transfer Hub
 Venture Center, 100, NCL Innovation Park
 DrHomiBhabha Road, Pashan
 Pune – 411008, India
 Email: tto@venturecenter.co.in
 Phone: +91-9156465146

Services offerings under the TECHEX.IN platform:

| Code | Services | Target audience/ users | Current status | List price (look up discounts/ offers below) |
|------------|--|--------------------------------------|--|--|
| ORG | <i>Policies, institutional mechanisms and shadow office support for R&D organizations for innovation management</i> | | | |
| ORG001 | Institutional IP Protection Policy <ul style="list-style-type: none"> • Drafting/ vetting • Supporting workflows, formats and institutional mechanisms • Training and hand-over | Meant for R&D/ Academic Institutions | Launched and operational (1 Sep 2020) | Rs 50,000 |
| ORG002 | Institutional Technology Commercialization Policy (Licensing, sale, spin-off etc) <ul style="list-style-type: none"> • Drafting/ vetting • Supporting workflows, formats and institutional mechanisms • Training and hand-over | Meant for R&D/ Academic Institutions | Launched and operational (1 Sep 2020) | Rs 50,000 |
| ORG003 | Institutional Faculty and Student Entrepreneurship Policy <ul style="list-style-type: none"> • Drafting/ vetting • Supporting workflows, formats and institutional mechanisms • Training and hand-over | Meant for R&D/ Academic Institutions | Launched and operational (1 Sep 2020) | Rs 50,000 |
| ORG004 | Institutional Policy for Modes of Contractual Engagement with Industry <ul style="list-style-type: none"> • Drafting/ vetting | Meant for R&D/ Academic Institutions | Launched and operational (1 Sep 2020) | Rs 50,000 |



TechEx.in -Tech Transfer Hub
 Venture Center, 100, NCL Innovation Park
 DrHomiBhabha Road, Pashan
 Pune – 411008, India
 Email: tto@venturecenter.co.in
 Phone: +91-9156465146

| | | | | |
|------------|--|--------------------------------------|---------------------------------------|---|
| | <ul style="list-style-type: none"> Supporting workflows, formats and institutional mechanisms Training and hand-over | | | |
| ORG005 | Operational and decision support for Institutional Committees <ul style="list-style-type: none"> Receiving house for documents Supporting document for a) compliance with policy, b) background notes and recommendations for decision makers Handholding for committee meetings; Agenda; Minutes Other such support to operationalize policies | Meant for R&D/ Academic Institutions | To be launched | Rs 5,000/ Manday (Minimum unit size is 1 manday) |
| IND | Industry- academia technology partnership mechanisms and contract management | | | |
| IND001 | Facilitation of linkages between industry-academia The TECHEX.IN team facilitates focused interactions and meetings between one R&D/ academic partner and one or more industry partners around a fixed theme. Suggestions for potential engagement models. | Meant for R&D/ Academic Institutions | To be launched | To be announced |
| IND002 | Memorandum of Understanding (MoUs) | Meant for R&D/ Academic Institutions | Launched and operational (1 Sep 2020) | Rs 15,000 |



TechEx.in -Tech Transfer Hub
 Venture Center, 100, NCL Innovation Park
 DrHomiBhabha Road, Pashan
 Pune – 411008, India
 Email: tto@venturecenter.co.in
 Phone: +91-9156465146

| | | | | |
|------------|--|---|---------------------------------------|--|
| | Facilitation of high-level MoUs to initiate discussions. Structuring, drafting, clauses for negotiation and closure. (A6) | | | |
| IND003 | Non-Disclosure Agreements/ Confidentiality Agreements (NDAs/ CDAs) Drafting/ vetting and closure of NDAs/ CDAs | Meant for R&D/ Academic Institutions | Launched and operational (1 Sep 2020) | Rs 15,000 |
| IND004 | Material Transfer Agreements (MTA) Drafting/ vetting and closure of MTAs for different types of materials. Incoming/Outgoing. | Meant for R&D/ Academic Institutions | Launched and operational (1 Sep 2020) | Rs 20,000 |
| IND005 | Sponsored Research Agreements (SRA)/ Technical Services Agreement (TSA) Structuring, drafting, clauses for negotiation and closure, if it is agreed upon by the parties involved. (A3) | Meant for R&D/ Academic Institutions | Launched and operational (1 Sep 2020) | Rs 25,000 |
| IND006 | Collaboration Agreements/ Collaborative R&D Agreements (CRADA) Structuring, drafting, clauses for negotiation and closure. | Meant for R&D/ Academic Institutions | Launched and operational (1 Sep 2020) | Rs 30,000 |
| IPR | Intellectual property protection | | | |
| IPR001 | IP Services available include: <ul style="list-style-type: none"> • Advisory; Decision support • Drafting | Meant for <ul style="list-style-type: none"> • Industrial companies • R&D/ academic institutions | Launched and operational (9 Feb 2020) | See details at http://www.ipface.org |



TechEx.in -Tech Transfer Hub
 Venture Center, 100, NCL Innovation Park
 DrHomiBhabha Road, Pashan
 Pune – 411008, India
 Email: tto@venturecenter.co.in
 Phone: +91-9156465146

| | | | | |
|--------|---|--|---|---|
| | <ul style="list-style-type: none"> Filing and prosecution; Registration; answering office actions Reports; Analytics; Opinions <p>For more details, visit http://www.ipface.org</p> | <ul style="list-style-type: none"> Startups Individual innovators | | |
| IPR002 | <p>FirstLook™ Report on Invention (Preliminary brief report following first meeting on an invention)</p> <p>Provide a quick and preliminary description and assessment of an invention disclosure for decision makers. Identify potentially inventive concepts. Provide inputs on courses of action and costs/ benefits.</p> <p>(A5)</p> | <p>Meant for</p> <ul style="list-style-type: none"> Industrial companies R&D/ academic institutions Startups Individual innovators | Launched and operational (1 September 2020) | <p>Rs 10,000</p> <p>(Free for Strategic Partners)</p> |
| IPR003 | <p>Joint Invention Administration Agreements (JIAA)</p> <p>Structuring, drafting, negotiating and closure.</p> | Meant for R&D/ Academic Institutions | Launched and operational (1 September 2020) | Rs 20,000 |
| IPR004 | <p>Workshops/ Training programs on IP at your location</p> | <p>Meant for</p> <ul style="list-style-type: none"> Industrial companies R&D/ academic institutions | Launched and operational (9 Feb 2020) | <p>See details</p> <p>http://venturecenter.co.in/pdfs/Policy-WorkshopsatClientSite.pdf</p> |
| IPR005 | <p>Workshops on Ideation, Need Definition, Design Thinking, Conceptualizing Market Driven Technology Ideas, Evaluating Commercializable R&D (including Moulding of</p> | <p>Meant for</p> <ul style="list-style-type: none"> Industrial companies R&D/ academic institutions | Launched and operational (9 Feb 2020) | <p>Free of cost</p> <p>(Travel cost may apply if location is distant from NCL Innovation Park)</p> |



TechEx.in -Tech Transfer Hub
 Venture Center, 100, NCL Innovation Park
 DrHomiBhabha Road, Pashan
 Pune – 411008, India
 Email: tto@venturecenter.co.in
 Phone: +91-9156465146

| | | | | |
|------------|--|---|---|---|
| | applied research towards Product Development/Market requirements) (B4) | | | |
| IPR006 | Talks/ Seminars for IP awareness/ sensitization (B3) | Meant for R&D/ Academic Institutions | Launched and operational (9 Feb 2020) | Free of cost (Travel cost may apply if location is distant from NCL Innovation Park) |
| MKT | Technology marketing | | | |
| MKT001 | Technology marketing 1-pagers Providing an easy to read, jargon-free 1-pager describing technology available for licensing or co-development or venturing that can be used to attract attention of potential licensors, investors and entrepreneurs. Includes a Twitter-ready image. | Meant for <ul style="list-style-type: none"> R&D/ Academic Institutions Startups with technology out-licensing plans | Launched and operational (1 September 2020) | Rs 20,000 per 1 pager |
| MKT002 | Listing of technology in shared channels and databases <ul style="list-style-type: none"> TechEx.in Tech Database Online databases like AUTM Innovation Marketplace/ FlintBox (only if suitable) Twitter Linkedin | Meant for <ul style="list-style-type: none"> R&D/ Academic Institutions Startups with technology out-licensing plans | Launched and operational (1 September 2020) | Rs 5,000 per entry (MKT002 is available only if MKT001 is subscribed) (MKT001 can be used without MKT002) |
| MKT003 | Lead management and interfacing Lead identification, development, qualifying and maturing it to an EoI | Meant for <ul style="list-style-type: none"> R&D/ Academic Institutions | Launched and operational (1 September 2020) | Rs 20,000/month |




TechEx.in -Tech Transfer Hub
 Venture Center, 100, NCL Innovation Park
 DrHomiBhabha Road, Pashan
 Pune – 411008, India
 Email: tto@venturecenter.co.in
 Phone: +91-9156465146

| | | | | |
|--------|---|--|--|-----------------|
| | ("Lead" here refers to a potential customer for a technology offering) | <ul style="list-style-type: none"> Startups with technology out-licensing plans | | |
| MKT004 | TechScan: <ul style="list-style-type: none"> Mining organization for useful capabilities, knowhow and IP via documents and meetings. Quick assessment. Building a database of knowhow, potential problem addressed, solution proposed, value proposition. Recommendations on strategy for IP protection & analytical assessments <p>More details: https://www.venturecenter.co.in/techrx/service.php Sample output: http://www.venturecenter.co.in/nccs/</p> | Meant for R&D/ Academic Institutions | To be launched (Re-launched based on service designed and announced in 1 Feb 2012) | To be announced |
| MKT005 | TechExchange: <ul style="list-style-type: none"> Careful evaluation of technology from value proposition perspective Quick market research 1-page technology marketing document for selected high-potential knowhow <p>More details: https://www.venturecenter.co.in/techrx/service.php</p> | Meant for R&D/ Academic Institutions | To be launched (Re-launched based on service designed and announced in 1 Feb 2012) | To be announced |
| MKT006 | TechStrategy: | Meant for R&D/ Academic Institutions | To be launched | To be announced |



TechEx.in -Tech Transfer Hub
 Venture Center, 100, NCL Innovation Park
 DrHomiBhabha Road, Pashan
 Pune – 411008, India
 Email: tto@venturecenter.co.in
 Phone: +91-9156465146

| | | | | |
|--------|--|---|---|-----------------|
| | <ul style="list-style-type: none"> Studying carefully select high-potential opportunities with respect to value proposition, markets, industry, barriers including patents etc. Suggest the "going-to-market" strategy <p>More details: https://www.venturecenter.co.in/techrx/service.php</p> | | (Re-launched based on service designed and announced in 1 Feb 2012) | |
| MKT007 | <p>The TechRx Package:</p> <p>TechRx = TechScan + TechExchange + TechStrategy</p>  <p>More details: https://www.venturecenter.co.in/techrx/</p> | Bundled service for R&D and academic organizations | To be launched (Re-launched based on service designed and announced in 1 Feb 2012) | To be announced |
| MKT008 | <p>FirstLook™ KOL Report</p> <p>Provides an assessment of a technology's potential using inputs from Key Opinion Leaders (KOLs) and Industry/Market Sector experts</p> | <p>Meant for</p> <ul style="list-style-type: none"> R&D/ Academic Institutions Startups with technology out-licensing plans | To be launched | To be announced |



TechEx.in -Tech Transfer Hub
 Venture Center, 100, NCL Innovation Park
 DrHomiBhabha Road, Pashan
 Pune – 411008, India
 Email: tto@venturecenter.co.in
 Phone: +91-9156465146

| | | | | |
|------------|--|--|---|--|
| | | <ul style="list-style-type: none"> Investors Technology buyers | | |
| LIC | <i>Technology and Business Consulting Services — deal structuring, agreements, valuations, negotiations, agreement management</i> | | | |
| LIC001 | Deal structuring and Term sheets Deliverable: Provide a preliminary Heads of Agreement/ Term Sheet with a structure of the deal to initiate discussion. This includes an Appendix outlining the scope of the knowhow/ IP under consideration. (AI) | Meant for <ul style="list-style-type: none"> R&D/ Academic Institutions Startups with technology out-licensing plans | Launched and operational (1 September 2020) | Rs 20,000 |
| LIC002 | Valuations Deliverable: A summary report and spreadsheet for indicative valuation of the technology under consideration. | Meant for <ul style="list-style-type: none"> R&D/ Academic Institutions Startups with technology out-licensing plans | Launched and operational (3 August 2023) | Starts at Rs 20,000 (Email to Request a Quote) |
| LIC003 | Negotiations Support the leadership with negotiations by suggesting options with pros and cons. | Meant for <ul style="list-style-type: none"> R&D/ Academic Institutions Startups with technology out-licensing plans | Launched and operational (3 August 2023) | Starts at Rs 20,000 (Email to Request a Quote) |
| LIC004 | Draft tech transfer agreements | Meant for | Launched and operational (9 February 2020) | Rs 30,000 |




TechEx.in -Tech Transfer Hub
 Venture Center, 100, NCL Innovation Park
 DrHomiBhabha Road, Pashan
 Pune – 411008, India
 Email: tto@venturecenter.co.in
 Phone: +91-9156465146

| | | | | |
|------------|--|--|---|--|
| | Convert negotiated term sheet to a legal agreement accurately. Assist with iterations until closure. | <ul style="list-style-type: none"> • R&D/ Academic Institutions • Startups with technology out-licensing plans | | |
| LIC005 | Contract management for TT Agreements Systematic tracking of milestones and obligations under TT Agreements, alerts/ reminders to parties, record keeping, invoicing and receipts management support. | Meant for <ul style="list-style-type: none"> • R&D/ Academic Institutions • Startups with technology out-licensing plans | Launched and operational (1 September 2020) | To be announced |
| LIC006 | Strategy Consulting Services Deliverables: A summary report analysing the current status of the science, technology, IP and business model for making practical suggestions to solve any issues and suggest improvements/ enhancements for Startups or Companies. One-on-one meetings with the leadership team of the Startups or Companies | Meant for <ul style="list-style-type: none"> • Startups and Companies with out-licensing plans | Launched and operational (3 August 2023) | Starts at Rs 20,000 (Email to Request a Quote) |
| VEN | <i>Spin-off and new venture creation</i> | | | |
| VEN001 | Express agreements for Spin-offs: Conceptualizing and putting in place Express License Agreement (standardized agreements to fast track decisions and actions) for spin-off creation; This is customized to suit each organization, its rules and aspirations. | Meant for R&D/ Academic Institutions | Launched and operational (1 Sep 2020) | Rs 50,000 |



TechEx.in -Tech Transfer Hub
 Venture Center, 100, NCL Innovation Park
 DrHomiBhabha Road, Pashan
 Pune – 411008, India
 Email: tto@venturecenter.co.in
 Phone: +91-9156465146

| | | | | |
|------------|--|---|---|---|
| VEN002 | Lab2Mkt program: Putting in place and operationalizing a spin-off creation program. This will involve scouting for spin-off candidates, developing them further by tying up technology developers, entrepreneurs and funding sources, mentoring the early business plan, guidance on fund raising, guidance in cofounder arrangements and company formation, support with in-licensing, launch of the operations etc | Meant for R&D/ Academic Institutions | To be launched | Rs 6 lakhs/ year retainer (dedicates about 0.25many year/year of staff time) |
| VEN003 | Spin-out support on a case-to-case basis: For a single case, guide the spin-off creation by tying up technology developers, entrepreneurs and funding sources, mentoring the early business plan, guidance on fund raising, guidance in cofounder arrangements and company formation, support with in-licensing, launch of the operations etc. (A2) | Meant for • R&D/ Academic Institutions • Startups entrepreneurs | To be launched | Rs 20,000 per month (dedicates about 1 manday/week) |
| INN | Technology scouting, open innovation, investment support | | | |
| INN001 | Patent Due Diligence Provide a preliminary assessment of a patent | Meant for • Investors • Technology buyers | Level1: Launched and operational (1 Sep 2020) | Rs 8,000 |

| | | | | |
|--------|--|---|---|---|
| | family in terms of relevance, ownership, filing/prosecution/maintenance status, validity, any red flags, etc <ul style="list-style-type: none"> Level 1: Preliminary Level 2: Complete | <ul style="list-style-type: none"> Startups preparing for pre-investment due diligence | Level 2: To be launched | To be announced |
| INN002 | Technology Due Diligence Provide an assessment of the soundness and feasibility of the technology in simple language that investors can understand. This service is offered by the TTO only if suitable subject matter experts are available for comments. <ul style="list-style-type: none"> Level 1: Preliminary Level 2: Complete | Meant for <ul style="list-style-type: none"> Investors Technology buyers Startups preparing for pre-investment due diligence | To be launched | To be announced |
| INN003 | TechNet  TechNet is Venture Center's program for large companies who wish to associate with Venture Center and leverage its services, resources and networks especially for identifying technology sourcing opportunities, networking with technology providers and experts and identifying | Meant for large industrial companies/ corporates/ MNCs | Launched and operational (1 October 2021) | See details at: https://www.techex.in/technet/ |



TechEx.in -Tech Transfer Hub
 Venture Center, 100, NCL Innovation Park
 DrHomiBhabha Road, Pashan
 Pune – 411008, India
 Email: tto@venturecenter.co.in
 Phone: +91-9156465146

| | | | | |
|--------|---|---|----------------|-----------------|
| | leads for corporate venturing activities. https://www.venturecenter.co.in/technet.php | | | |
| INN004 | Open Innovation Facilitation Partner This service facilitates a larger organization in running a Challenge (Posing a problem and seeking solutions) by the TTO Hub serving as an intermediary organization or facilitating service provider which would run Open Innovation challenges, select appropriate winning solutions, manage IP issues, create necessary IP firewalls to reduce IP contamination etc. | Meant for: <ul style="list-style-type: none"> • R&D/ academic organizations • large industrial companies/ corporates/ MNCs | To be launched | To be announced |

Clarifications and notes:

Further clarifications and notes on the following topics are available in Appendix 1.

- Independent, distinct and separated entities
- IP firewalling
- Charitable nature of activities
- Confidentiality
- Conflict of Interest
- Transparency
- Pricing Policy

Eligibility:

The TECHEX.IN services are open to all subject to availability of relevant expertise and staff time. TECHEX.IN reserves the right to accept, refuse, schedule and prioritize any assignments. In certain cases, TECHEX.IN may suggest that you connect with other Regional Tech Transfer Offices created by NBM/BIRAC.

Category discounts:

Current discounts on services are:

| Category | Description | Discount |
|---|---|----------|
| Non-profit organizations | For non-profit organizations including Government organizations or autonomous organizations affiliated to the Government. | 20% |
| Startups as per GoI norms who are BIRAC/NBM grantees | Startups as defined by Startup India Mission (https://www.startupindia.gov.in/content/sih/en/startup-scheme.html) Startup should have been a recipient of a grant from any of BIRAC's or NBM's programs for the subject matter for which TECHEX.IN services is requested. | 20% |
| Startups/ Fellows in Venture Center's Incubation Programs | Startups and Fellows associated with Venture Center's incubation programs (Resident programs, AIP and Eklavya) | 30% |

Only one discount will be applicable at a time.

Strategic Partners:

(A4)

- TECHEX.IN shall be engaging closely with a select group of Strategic Partners. The partnership shall be formalized via a MoU.
- For the purposes of this program, TECHEX.IN proposes to build longer-term strategic partnerships with R&D and academic organizations with considerable technology and IP output (or potential for output) that align with the mission of TECHEX.IN.
- Strategic partners will be able to avail of services of TECHEX.IN at the following deep discount:

| Category | Description | Discount |
|--------------------|--------------------------------------|----------|
| Strategic partners | Applicable on all TECHEX.IN services | 30% |

- Strategic Partners will also be eligible to apply for the Patenting Support Awards of TECHEX.IN which aims to support the statutory fee component of the patent filing cost for eligible and selected assignees for their IN and PCT filings.

Premium pricing

- The above services shall be available to foreign entities (>50% ownership by foreign entities) at a premium pricing of 150% of the List Price.

Payment process and terms:

- Introductory advisory meetings with the TECHEX.IN will be available free of cost. The purpose of these meetings is to understand the need of client (beneficiary of the service) and provide impartial and non-commercial advice on the course of action. These meetings also help us define the needs more precisely, identify services that can be useful and suggest an action plan. During/Following this introductory meeting, the TECHEX.IN team members may suggest suitable services that can be used and provide budgetary estimates (of service fee or advisory hours).
- If the client chooses to go ahead with any service of TECHEX.IN, then the TECHEX.IN will initiate signing of the letter agreement (that specifies the expected duration, time commitment and/or budget).
- Following this the TECHEX.IN team will invoice the client.
- All payments are to be done as advance payments except in situations where a longer-term service agreement has alternative terms. Any exceptions to standardized terms will require the approval of COO& GM of Venture Center.

- Acceptable modes of payment include: Demand Draft, Cheque Payable in Pune or at Par, Bank Transfer.
- GST and other taxes shall be applicable at the prevailing rate and shall be in addition to the above listed service fees. (Note: At the time of writing of this Term Sheet, Venture Center is exempt from charging GST.)
- Any Statutory/ Government fees (such as Govt fee for patent filing or trademark registration) have to be paid for separately by the Client and should not be confused with the service fees charged by TECHEX.IN. The TECHEX.IN team shall inform the Client about anticipated Statutory/ Government fees during advisory meetings.
- In the case of Advisory Services that are billed on an hourly basis, all services shall be billed for a minimum of 2 hours followed by incremental pricing for every hour. The payment for the first 2 hours will be required to be paid in advance. Final payment would be invoiced at the time of end of the advisory service, which needs to be paid before completion and delivery of deliverables.
- In the case of requirement of any travel by TECHEX.IN staff related to a client project, travel and related expenses will be borne by the client.

Other terms:

- Client shall not (intentionally or otherwise) do anything to suggest that the TECHEX.IN, CSIR-NCL, Venture Center (VC) or NBM or BIRAC or Government of India as being party to the venture/activity for which TECHEX.IN's services were engaged.
- Client shall not hold TECHEX.IN/Venture Center/NCL/NBM/ BIRAC responsible for any liabilities directly or indirectly related to TECHEX.IN's advisory services, including any referrals provided by the TECHEX.IN. Client acknowledges that TECHEX.IN has no control whatsoever over the activities of any of the parties to which it provides referrals to, and thus shall not be held responsible for any issues, costs, damages, liabilities, etc. related to Client's engagement with those parties.
- Client shall indemnify and hold harmless TECHEX.IN its members, directors, officers, employees, agents contractors and authorized representatives from all costs expenses including attorney's fees liabilities, obligations, damages and claims including any claims related to free and paid advisory services offered by the TECHEX.IN.
- TECHEX.IN does not offer any guarantees or assurances related to the services including but not limited to, intellectual property analysis & protection. Client understands and accepts that TECHEX.IN will offer its advisory services on a 'best effort' basis without any guarantees on the outcome of such advisory services.
- TECHEX.IN does not guarantee any fund raising or financing from any source for prosecution of any patents or for prosecution for registration of other forms of IP.
- TECHEX.IN will keep a record of the activities undertaken as part of an advisory

engagement. These activities may include face-to-face meetings with the Client and/or analysis conducted by TECHEX.IN staff without the Client's presence. In all cases, TECHEX.IN will be the sole and final authority as to the duration (number of hours) spent on the paid advisory services.

- TECHEX.IN retains the right to cancel existing paid advisory engagements with the Client at its sole discretion. In this case, the maximum refund liability for the TECHEX.IN will be limited to the unused amount paid by the Client for the cancelled advisory services.
- TECHEX.IN may revise rates charged for advisory services at any point in time, at its sole discretion. This will not affect existing, signed advisory agreements, but will affect any future advisory engagements between the Client and TECHEX.IN.
- TECHEX.IN may engage third- party consultants or advisors as part of an advisory service agreement at its sole discretion. The costs of those will be borne by TECHEX.IN alone.
- The terms and conditions of this agreement may be amended only by mutual consent and exchange of written letters and the amendments shall be applicable from the date of such amendments unless agreed to contrary.
- The parties shall endeavor to resolve any dispute relating to the advisory services offered by TECHEX.IN firstly by mutual discussion and in the event of any persistent disagreement; the same shall be referred to for arbitration to arbitrator(s) to be appointed by TECHEX.IN. The arbitration will be conducted by such arbitrator(s) in accordance with the provisions of Arbitration and Conciliation Act-1996.
- This Agreement and the parties' rights and obligations under it shall be governed by and interpreted in accordance with the laws of India. The jurisdiction will be courts of Pune.

Appendix 1: Clarifications and notes

- Independent, distinct and separate entities: TECHEX.IN is a program of the Venture Center (which is officially registered as a non-profit/ Section 8 company). All though located on CSIR-NCL campus and a National Resource Center initiated by CSIR-NCL for the benefit of Society at large, Venture Center is legally and operationally distinct from CSIR-NCL. None of the employees of Venture Center are employees of CSIR-NCL. Venture Center is located in an independent, sub-campus of CSIR-NCL called the NCL Innovation Park.
- IP firewalling: An independent team located within CSIR-NCL's Main Office Area manages the IP and Technology Licensing activities of CSIR-NCL. On the other hand, The TECHEX.IN team (located in NCL Innovation Park) focuses on IP and technology of the larger innovation ecosystem in Pune and the west zone. It caters to individual innovators, entrepreneurs, MSMEs, large companies and R&D/ academic institutions

in the area. This ensures IP firewalling between CSIR-NCL and the various innovators that TECHEX.IN serves.

- **Charitable nature of activities:** The Entrepreneurship Development Center (Service mark: Venture Center) is a non-profit, charitable organization that aims to serve and empower innovators (both individuals and institutional) and entrepreneurs with high-quality support services of various kinds. Given its charitable objectives and open-access nature, the Venture Center has to be accessible, available and affordable to all while still demonstrating that it can operate sustainably without undue dependence on Government support. It is in this context that Venture Center cannot:
a) Unduly restrict its services to one party or the other. b) Accept potential liabilities or risks to the organization that can hamper its ability to be available for service to others. c) Spend all the productive time and limited resources of its staff/advisors in vetting/ editing legal agreements or attending to legal challenges.
- **Confidentiality:** The TECHEX.IN team has been trained, sensitized and contractually obligated to carefully handle and manage confidential information. Further details are available in the Venture Center's Policy titled "Policy on Confidentiality/Non-Disclosure and Conflict of Interest".
- **Conflict of Interest:** The TECHEX.IN team has been trained to identify any potential conflict of interest issues in the early stage non-confidential discussions with clients and then take necessary action for conflict of interest avoidance or mitigation/ management. Further details are available in the Venture Center's Policy titled "Policy on Confidentiality/Non-Disclosure and Conflict of Interest".
- **Transparency:** The TECHEX.IN and the Venture Center aims to maintain transparency in its service offerings, terms, pricing and conditions in keeping with the general ethos of Venture Center. This is also to help innovators and entrepreneurs plan their costs, increase predictability and have realistic expectations.
- **Pricing Policy:** The TECHEX.IN believes in transparent and predictable pricing models so that entrepreneurs can plan suitably well in advance for the expected costs. TECHEX.IN's pricing and term sheets are available online on the TECHEX.IN website. TECHEX.IN's pricing model is intended to support innovators/entrepreneurs from different backgrounds while still ensuring the financial sustainability of the program over a period of time. TECHEX.IN periodically announces/ revises discounts for certain category of clients. TECHEX.IN shall try and raise funding support/ donations/ in-kind support directed towards specific categories of innovators/entrepreneurs so as to fund the discounts. Discounts are typically explicit. Certain service offerings (especially aimed at budding entrepreneurs who are yet to raise money) are offered at extremely discounted prices so as to encourage emerging entrepreneurs. Pricing is decided based on various considerations including fair value for the offering, costs, price of comparable services (if any) and other market/industry indicators. TECHEX.IN's pricing and payment models also aim to reduce number of transactions



TechEx.in -Tech Transfer Hub

Venture Center, 100, NCL Innovation Park
DrHomiBhabha Road, Pashan
Pune – 411008, India
Email: tto@venturecenter.co.in
Phone: +91-9156465146

and administrative overload for both the client and TECHEX.IN. TECHEX.IN pricing sheets are all approved by the Board or Board approved committee and TECHEX.IN staff does not exercise discretion in pricing or discounting. All exceptions are reported to the Board or Board approved committee.

Appendix 2: Request for Services and Letter Agreement

Request for Services and Letter Agreement

(Version 3:1st January 2023)

Ref No: TechEx/2023-2024/

Date:

Client information

| | |
|-------------------------------------|---|
| Name of Client | |
| Information to establish categories | Select category: <input type="checkbox"/> Non-profit organizations <input type="checkbox"/> Startups as per GoI norms who are BIRAC/NBM grantees <input type="checkbox"/> Startups/ Fellows in Venture Center's Incubation Programs <input type="checkbox"/> Strategic Partner (has MoU with TECHEX.IN) <input type="checkbox"/> Foreign owned entity <input type="checkbox"/> Individual |
| Client representative | |
| Address | |
| Mobile No. | |
| Email | |
| Website | |
| GST Number | |

Service (s) of interest

| | |
|---|--|
| TechEx.in Service code | |
| Brief description of services requested | |

Category Discounts

| Category | Description | Discount |
|--------------------------|--|----------|
| Non-profit organizations | For non-profit organizations including Government organizations or autonomous organizations affiliated to the Government | 20% |
| Startups | Startup should have been a recipient of a grant from any of BIRAC's or NBM's programs for the subject matter for which TECHEX.IN services is requested | 20% |
| Startups/ Fellows | Startups and Fellows associated with Venture Center's incubation programs (Resident programs, AIP and Eklavya) | 30% |
| Strategic Partner | Organizations/Institutes who have signed MOU | 30% |

| | | |
|--|----------------|--|
| | with TechEx.in | |
|--|----------------|--|

** Only one discount will be applicable at a time*

Budgetary estimate

| | |
|---|--|
| IPFACE service codes of interest | |
| Official fees code of interest as per IPO | |
| Basis of estimates | |
| | |
| | |
| Other Charges (If Any) | |
| Total amount | |
| Discounts (If any) | |
| Likely invoice amount | |
| Timelines for initiation of work | |
| Timelines for closure of work | |
| TECHEX.IN Case Manager | |

Undertaking by the Client

- I have read and understood this Term Sheet (titled “Services of TECHEX.IN: Terms, Pricing and Conditions”, Version: 3, August 2021).
- The terms and conditions are acceptable to be I agree to abide by the same.

Signatures

| | |
|-------------------------------|----------------------------------|
| Authorized Signatory (Client) | Authorized Signatory (TECHEX.IN) |
| Name: | Name: |
| Place: | Place: |
| Date: | Date: |

Appendix 3: Service offerings for different stakeholders (as of 3 Aug 2023)

| Code | Services | R&D Orgs | Startups Inventor | Large Industry | Investor Incubator |
|------------|--|----------|-------------------|----------------|--------------------|
| ORG | <i>Policies, institutional mechanisms and shadow office support for R&D organizations for innovation management</i> | | | | |
| ORG001 | Institutional IP Protection Policy | Y | | | |
| ORG002 | Institutional Technology Commercialization Policy (Licensing, sale, spin-off etc) | Y | | | |
| ORG003 | Institutional Faculty and Student Entrepreneurship Policy | Y | | | |
| ORG004 | Institutional Policy for Modes of Contractual Engagement with Industry | Y | | | |
| ORG005 | Operational and decision support for Institutional Committees | Y | | | |
| IND | <i>Industry- academia technology partnership mechanisms and contract management</i> | | | | |
| IND001 | Facilitation of linkages between industry-academia | Y | | Y | |
| IND002 | Memorandum of Understanding (MoUs) (A6) | Y | | Y | |
| IND003 | Non-Disclosure Confidentiality Agreements/ Agreements (NDAs/ CDAs) | Y | Y | | |
| IND004 | Material Transfer Agreements (MTA) | Y | Y | Y | |
| IND005 | Sponsored Research Agreements (SRA) (A3) | Y | Y | Y | |

| | | | | | |
|------------|--|---|---|---|---|
| IND006 | Collaboration Agreements/ Collaborative R&D Agreements (CRADA) | Y | Y | Y | |
| IPR | Intellectual property protection | | | | |
| IPR001 | IP Services available include: <ul style="list-style-type: none"> • Advisory; Decision support • Drafting • Filing and prosecution; Registration; answering office actions • Reports; Analytics; Opinions | Y | Y | | Y |
| IPR002 | FirstLook™ Report on Invention (Preliminary brief report following first meeting on an invention) (A5) | Y | Y | | Y |
| IPR003 | Joint Invention Administration Agreements (JIAA) | Y | Y | | |
| IPR004 | Workshops/ Training programs on IP at your location | Y | | | Y |
| IPR005 | Workshops on Ideation, Need Definition, Design Thinking, Conceptualizing Market Driven Technology Ideas, Evaluating Commercializable R&D (including Moulding of applied research towards Product Development/Market requirements) (B4) | Y | | | Y |
| IPR006 | Talks/ Seminars for IP awareness/ sensitization (B3) | Y | | Y | Y |
| MKT | Technology marketing | | | | |
| MKT001 | Technology marketing 1-pagers | Y | Y | | |
| MKT002 | Listing of technology in shared channels and databases | Y | Y | | |

| | | | | | |
|------------|---|---|---|---|---|
| MKT003 | Lead management and interfacing | Y | Y | | |
| MKT004 | TechScan | Y | | | |
| MKT005 | TechExchange | Y | | | |
| MKT006 | TechStrategy | Y | | | |
| MKT007 | The TechRx Package | Y | | | |
| MKT008 | FirstLook™ KOL Report | Y | Y | Y | Y |
| LIC | Technology and Business Consulting Services — deal structuring, agreements, valuations, negotiations, agreement management | | | | |
| LIC001 | Deal structuring and Term sheets | Y | Y | Y | Y |
| LIC002 | Valuations | Y | Y | Y | Y |
| LIC003 | Negotiations | Y | Y | Y | Y |
| LIC004 | Draft tech transfer agreements | Y | Y | Y | Y |
| LIC005 | Contract management for TT Agreements | Y | | | |
| LIC006 | Strategy Consulting Services | Y | Y | Y | Y |
| VEN | Spin-off and new venture creation | | | | |
| VEN001 | Express agreements for Spin-offs | Y | | | |
| VEN002 | Lab2Mkt program | Y | | | |
| VEN003 | Spin-out support on a case-to-case basis (A2) | Y | | | |
| INN | Technology scouting, open innovation, investment support | | | | |
| INN001 | Patent Due Diligence | | Y | Y | Y |
| INN002 | Technology Due Diligence | | Y | Y | Y |
| INN003 | TechNet | | | Y | Y |
| INN004 | Open Innovation Facilitation Partner | Y | | Y | Y |