STATEMENT OF INTENT

This statement of intent ("**SOI**") is entered at NEW DELHI amongst:

All India council for Technical Education, a Statutory Body of Ministry of Human Resource Development (now Ministry of Education) established by an Act of Parliament (52 of 987) under All India Council For Technical Education Act, 1987 through its Chairman, having its office at Nelson Mandela Marg, Vasant Kunj, New Delhi-110070, which includes its successor unless the context otherwise requires (hereinafter referred as "**AICTE**");

AND

SAP India Private Limited, a company incorporated under Companies Act, 1956, having its registered office at 8-A, RMZ Ecoworld, 6th – 8th Floor, Sarajapura – Marathalli Outer Ring Road, Devarabeesannahalli, Bengaluru – 560103 (hereinafter referred to as "**SAP**", which expression shall, unless repugnant to the context or meaning thereof, include its successors-in-interest, legal representatives and permitted assigns);

AND

Microsoft Corporation (India) Private Limited, a company incorporated under the Companies Act, 1956 and having its registered office at 807, New Delhi House, Barakhamba
Road, New Delhi – 110001 and its principal office at Level 10, Tower C, EPITOME, Building
Number 5, DLF Cyber City, Phase 3, Gurugram – 122002, Haryana (hereinafter referred to as
"**Microsoft**", which expression shall, unless it be repugnant to the context or meaning thereof, be deemed to include its successors and permitted assigns);

AICTE, SAP, and Microsoft   shall collectively be referred to as the "**Parties**" and individually as a "**Party**".)

Whereas the Parties are keen to work in good faith and collaborate with each other on the implementation of TechSaksham Project ("**Project**") a program that has been created to skill and empower female participants from underserved communities for technology-oriented careers and entrepreneurship opportunities and the Parties have agreed to enter into this SOI to record their understanding in respect of the Project.

1.   <u>Purpose</u>. Exhibit A of this SOI sets forth the guiding principles of collaboration under TechSaksham – a joint corporate social responsibility ("**CSR**") initiative by Microsoft and SAP to equip young women with Industry 4.0 skills (artificial intelligence and cloud computing) for careers in emerging technology.

2.   **Terms and Conditions.**

a.   <u>**Confidentiality**</u>. This SOI, and all discussions and activities relating to or resulting from this SOI, are subject to the terms and conditions of the Non-Disclosure Agreement between Microsoft and SAP dated July 16, 2021, between Microsoft and AICTE dated October 1, 2020 which is hereby incorporated into this SOI by reference. For the purposes of clarity, the contents of this SOI constitute confidential information and neither Party may discuss the terms and conditions thereof without the other Party's prior written consent.

b.   <u>**Press Release and Public Statements**</u>. All Parties will mutually determine a schedule of press releases, blog postings, case studies, testimonials, and other public communications related to the parties' shared goals and vision under this SOI, as appropriate. Parties will use commercially reasonable efforts to support the other Party's activities under this Section 3(b). Neither Party will issue any press release or make any public announcement or statement regarding this SOI or any aspect of the relationship between the Parties without the other Party's prior written approval in each instance.

c.   <u>**Relationship of the Parties**</u>. Neither this SOI, nor any activities described herein, shall be construed as creating a partnership, joint venture, franchise, agency or other such relationship.

Neither Party shall have the right, power, or authority to obligate or bind the other Party in any manner whatsoever, without the other Party's prior written consent.

d. **Changes in Program Governance**. SAP and Microsoft will inform AICTE within **seven working days**. if there are any changes in the program governance and implementation model. If such changes are contrary to objectives of the AICTE, then the AICTE may withdraw from this SOI without any recourse to any parties against the AICTE.

e. **Disclaimer of Warranties.** Neither Party makes any warranties. To the maximum extent permitted by law, each Party and its respective affiliates, agents and representatives expressly disclaim all express, statutory and implied warranties.

f. **Limitation of Liability**. This SOI does not require either Party to enter into any binding agreements and neither Party will be liable for failing to enter into any binding agreements. In addition, neither Party will be liable for any direct, consequential, indirect, special, punitive, incidental or other damages arising out of or related to this SOI.

g. **Governing Law**. This SOI shall be governed in all respects by the laws of India.

h. **Term and Termination**. This SOI shall be effective from the date this SOI is executed by all the Parties. For avoidance of doubt, if this SOI is being executed on different dates then the effective date will be the date on which the last Party executes this SOI. Either Party may terminate this SOI without cause upon thirty days (30) prior written notice to the other Parties.

i. **Entire SOI**. This SOI, including Exhibit A, and the Non-Disclosure SOI, constitute the entire agreement between the parties with respect to its subject matter and merges all prior and contemporaneous communications, both written and oral. This SOI shall not be modified except by a written agreement signed by both parties.

j **Resolution of Dispute.** All disagreements / differences / disputes arising hereunder shall be resolved amicably by the designated senior executives / officers of the good offices of all parties.

k. **Effective Date** This agreement shall be effective from the date it is signed by all the parties and will be valid for a period of two years until determined, suspended or terminated earlier.

ACCEPTED AND AGREED:		
ALL INDIA COUNCIL OF TECHNICAL EDUCATION	**MICROSOFT CORPORATION (INDIA) PRIVATE LIMITED**	**SAP India Private Limited**
Rajive Kumar Rajive Kumar (Sep 14, 2021 13:33 GMT+5.5) Signature:	*Keshav Dhakad (CELA)* Keshav Dhakad (CELA) (Sep 15, 2021 20:29 GMT+5.5) Signature:	*Rohit Bhagade* Rohit Bhagade (Sep 9, 2021 18:48 GMT+5.5) Signature:
Name: Prof. Rajive Kumar	**Name: Keshav Dhakad**	**Name: Rohit Bhagade**
Title: Member Secretary, AICTE	**Title: General Counsel, MICROSOFT India, Corporate, External and Legal Affairs (CELA)**	**Title: Chief Finance Officer, SAP India Private Limited**
Date: 09-09-2021	Date: 09-09-2021	Date: 09-09-2021

Exhibit A

Statement of Shared Goals

India has the world's largest youth population with nearly a half under 25 years of age and two thirds under the age of 35 years. By 2022, 63% of the population will be in the working age group and India is likely to have the world's largest workforce by 2027, with a billion people aged between 15-64 years. Despite immense workforce capital, the employability has been stagnant around 46% since last three years. The upcoming workforce lack awareness and exposure to different fields and opportunities in the job market with over 65% of the population seeking for better skills training and internship opportunities to become job ready. Women constitute nearly half of the population; however, the overall women workforce participation, per India Skills Report 2020, is only at 23%, amongst the lowest globally. With the vision of making India a US$ 5 trillion economy, we need to tap into our large demographic dividend and keep the upcoming workforce skilled to meet the demands of Industry which is fuelled by the Industrial Revolution (IR) 4.0.

TechSaksham

Student Development Program (SDP)
Fostering digital equity with a deep focus on emerging technologies – Cloud Computing, Artificial Intelligence and Digital Marketing & Web development - SAP and Microsoft have partnered to launch a joint skilling program – known as TechSaksham – The program will create e pathways for young women students for a career in deep tech - TechSaksham. Through this joint initiative, SAP and Microsoft will up skill 62,000 women students in artificial intelligence, cloud computing, web design, and digital marketing.

Faculty development program ("FDP")

Teachers are most important pillar of Education and Technology eco system and will play a pivotal role in helping students to adapt new technologies, nurturing their technical and entrepreneurial skills to become employable. The Program will forge strong collaborations with the AICTE Training and Learning (ATAL) Academy to support the professional development of the faculty at participating institutes. In the first year of implementation, the initiative will train 1,200 teachers with a multiplier of 1:50 wherein each faculty trained will be equipped to impact over 50 students in 1 year resulting in over 60,000 –75,000 students impacted.

Objectives of FDP:

Faculty development program intend to expose faculty members from Engineering (CS/IT/EEE/ECE) branches to the latest technologies and tools through in-depth experiential learning so that they can mentor the student innovations and to ensure the greater impact of the program in longer term.

- To help faculty members stay abreast with latest technology developments, challenges, and opportunities.
- To provide faculty members comprehensive and in-depth knowledge on key technologies through experiential learning.
- To promote an effective integration of technology into the teaching and learning process.
- Support faculty members in empowering students for successful future by providing them curriculum, training, and tools for teaching.
- Help faculties to create strong mentor and mentee relation required for promoting innovation and creativity.
- To create a sustainable eco system where teachers can become "The Leader of change" through unprecedented interactions with students to address community problems and provide feasible technical solutions.
- Encourage faculty members to pave the path for students that leads them to become better leaders and job creators instead of job seekers.

Learning outcomes:

On successful completion of the FDP program in respective track, teachers will:
- Have better understanding of latest technologies and tools used in industries.
- Be comfortable to deliver technical sessions/workshops for their fellow faculty members and students.
- Teachers will be able to mentor/guide students to identify real life problems and develop technical solutions.
- Will be able to implement open-source technical tools, frameworks, and other packages useful to develop technical solutions.

Teacher Training delivery:

Faculty development program will be delivered in blended mode where around 40 hours of content is instructor led supported by online self-paced courses and certifications offered by Microsoft and SAP.

Below are the key points of FDP delivery:

- Teacher trainings will be conducted in parallel to student trainings.
- Faculty workshops will be delivered by the two master trainers at each location.
- The trainings will be conducted in batches of 35-40 participants over 3 to 5 days.
- To be delivered at different institutes to ensure minimal travel of teachers for participating in trainings.
- Instructor led training sessions followed by online learning for comprehensive skills development.

Imparting knowledge to students: AICTE shall ensure that the participating teachers in FDP shall further train the students in their respective institutions. Each teacher shall further teach to 50 students in their institution and shall document the training record

The interested teachers from the training programs will be encouraged with a roadmap to further engage in the program activities by:
- Strengthen their technical skills by continuing online learning.
- Conduct training sessions for their students on the technologies learnt in training.
- Mentoring the student participants in their project-work. This work in conjunction with and under the mentoring of our Master Trainers.
- Teachers are expected to internalize our training content and objectives.
- Faculty to submit student feedback for each of the session that they have conducted.

Course outline for instructor led curriculum.

TechSaksham FDP program offers three independent tracks. Faculty members will be trained on one of the tracks. Based on the area of interest and work experience, faculty members can choose one of the three tracks given below:
1. Artificial intelligence
2. Cloud computing
3. Web development and digital marketing

Faculty Certification and Recognition

Faculties participating and successfully completing the FDP program will be rewarded with the joint certification from AICTE, Microsoft and SAP basis fulfilling following criteria :

- Successful participation with 80% attendance in the program. The Implementing NGO shall maintain the attendance of participating teachers.
- Successful completion of qualitative assessment that will be conducted in form of pre- and post-training surveys to understand how effective the training has been in enhancing their knowledge and enabling them to teach efficiently to students.

- Recognize faculty member as "The Leader of Change" on successful completion of at least two sessions at their respective college/institutions with further downstream training of to minimum 50 students, by each participating teacher.
- On Successful completion of each democratizing session faculty must submit the student feedback report in the given format within two days from the delivery of the session. This feedback report be considered as student attendance.

Role and Responsibilities

AICTE through its designated SPOC's under ATAL Academies will

1. AICTE will depute a team to address all programmatic implementation of TechSaksham FDP's and linkage and integration of Online Workshops with ATAL portal.

2. AICTE will proactively take all steps required to create awareness of FDP's under TechSaksham initiative to mobilize faculties through notifications/emails to AICTE approved institutions and its platforms along with promotion on their portals/websites.

3. AICTE will promote and evangelize the webinars/seminars/events/summits conducted under TechSaksham Program for the benefits of students and educators focused on skilling them on the latest technologies through notifications/emails to AICTE approved institutions and its platforms along with promotion on their portals/websites.

4. AICTE will make all necessary efforts for audience generation for the FDP's under TechSaksham hosted for the students of AICTE affiliated institutions.

5. AICTE will participate in the joint press release of announcing the collaboration between Microsoft SAP and AICTE for skilling the Faculties and participate in driving awareness of TechSaksham Initiative.

6. Mobilization of teachers by AICTE: AICTE shall support with the mobilization of the teachers for the FDP (Faculty Development Programme). The FDP shall be conducted by the implementing NGO (as mentioned in Exhibit I). SAP and Microsoft play no role in mobilization of the teachers. Mobilization and enrollment of teachers shall be sole responsibility of AICTE.AICTE shall ensure that the participating teachers in aforesaid FDP program, shall further meaningfully train the students in their respective institutions. Each teacher shall further teach at-least 50 students in their institution and shall document the training record and data of students who have undergone the training by these teachers. This is intended to scale up the program and strengthen the strong ecosystem of skilled resources.

7. Physical Infrastructure for Training: If in any case, there requires physical infrastructure for the teachers' training, AICTE shall support with the physical infrastructure. Neither SAP nor Microsoft will play any role nor be able to provide physical infrastructure for teachers' FDP.

MICROSOFT and SAP

a. Both Microsoft and SAP partners to conceptualize, design and provide Thought Leadership to the initiative – TechSaksham – and will collaborate with Implementing Organization i.e. Non-Profit Organization (NPO) or Non-Governmental Organization to validate and corroborate the content for training faculties on IR4.0 skills for deployment as the curriculum framework.

b. Both SAP and Microsoft have followed their respective due diligence process to empanel implementing NGO to implement TechSaksham initiative as part of both SAP's and Microsoft's respective CSR interventions, collaboratively.

    1. Microsoft and SAP have identified Edunet Foundation to implement the TechSaksham program .

c. Along with SAP, Microsoft will actively contribute to guide and provide appropriate inputs for the improvement of the program aligned to the agreed objectives of the program.

d. With SAP, Microsoft team will jointly create regular monitoring and evaluation framework for the program delivery to monitor the project implementation by the identified non-profit to deliver TechSaksham initiative.

e. Both SAP and Microsoft have collaboratively and collectively defined the project goals, objectives, and guiding principles, which the implementing NGO enables both SAP and Microsoft to fulfill. Faculty Development Programme (FDP) in partnership with AICTE is an integral part of the program design of TechSaksham.

f. Both SAP and Microsoft shall coordinate and work closely with the Implementing NGO as per the Project requirements.

g. Both SAP and Microsoft shall enable the use of open SAP and relevant Microsoft courses to the intended beneficiaries.

h. Both SAP and Microsoft will ensure quality of TechSaksham program in terms of Content, Resource Person, Pedagogy and Assessment

Implementing NGO/Non-Profit

a. The implementing NGO/Non-Profit identified by Microsoft and SAP shall separately provide the programme outcome and impact number from the faculty development program to AICTE, SAP and Microsoft.

b. Conceptualize, design and develop digital content and faculty handbooks as enablers.

c. Deploy appropriate and trained human resources for program coordination and trainings.

d. Anchor and oversee the training deployment process in the identified training centers.

e. Generate insights and reports to inform and guide the trainings.

f. Support both Microsoft and SAP to jointly author reports and white papers to consolidate knowledge and learning from deployment of the program, for the greater good of corporate social responsibility audience and ecosystem.

g. Overall manage accountabilities to SAP and Microsoft and submit program reports related to Faculty Development Program