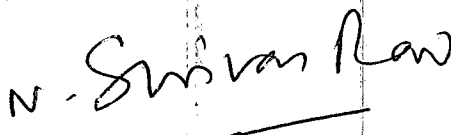


MEMORANDUM OF UNDERSTANDING

BETWEEN KENDRIYA VIDYALAY SANGATHAN (KVS) AND HAS SOFT TECHNOLOGIES PVT LTD

This memorandum of understanding made at New Delhi between HAS SOFT TECHNOLOGIES PVT LTD, a software design and development corporation registered as a Private Limited Corporation and represented by Managing Partner hereinafter referred to as "HAS SOFT" of the one part and the Kendriya Vidyalaya Sangathan, New Delhi – an autonomous organization under the department of School Education and Literacy, Ministry of HRD, represented by its Commissioner hereinafter referred to as Kendriya Vidyalaya Sangathan (KVS) of the other part, on 19.8.09.

2. Kendriya Vidyalaya Sangathan (KVS) established Vidyalayas all over the country to impart quality education, promotion of national integration, adventure activities, physical education etc. Improving quality through sharing of experience and facilities have been some of the aims of these Vidyalayas.
3. At present under KVS, there are 978 Vidyalayas spread over States and Union Territories. There are also 3 Vidyalayas abroad. These Vidyalayas have over 1 million students on roll.
4. The Kendriya Vidyalayas are envisaged as model and pace setting institutions to lead the school education system in India and paving the way for realization of national goals.
5. HAS SOFT TECHNOLOGIES PVT LTD, with offices across US and India is pioneer in design and development of education software catering to schools globally. HAS SOFT is experienced in implementing School and Content Management Software across the globe. The software is designed and developed using latest web technologies and deployed using cloud computing technology. This software significantly minimizes operational costs to organizations, improves productivity and stream line processes within the organization. With rich features and functions, meets ninety five percent of any education institution software requirements. HAS SOFT is well equipped with talented engineers and infrastructure to provide high quality software support to its users. Partnered with CTRL-S datacenter provides ZERO application downtime to the users. High Level of security has been implemented to ensure data security and privacy.
6. Towards integration of the Computer Education Programme of the Kendriya Vidyalayas, KVS has already equipped a large number of their schools with computer and internet technology. In addition to computer literacy programme, students and teachers are encouraged to use computer as a medium of teaching and learning and also conduct research over the internet as part of their academic activity. Already substantial number of teachers have been trained in this area.



N. Srinivas Rao

7. KVS and HAS SOFT see synergies in their objectives and agree to have a formal collaboration to automate manual processes, improve visibility and increase computer usage in management of Vidyalayas' day to day activities. In order to achieve this KVS and HAS SOFT agree to implement HAS SOFT Technologies 'OpenSchool' web based software on a Pilot project basis in KVs located in Hyderabad City only. The Pilot Project will formally begin as and when this MOU is signed and will be concluded at the end of current academic year 2009-10.

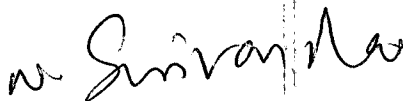
8. **It is hereby agreed that during the implementation of the PILOT Project and afterwards as well, the KVS shall not be liable for any financial implications what-so-ever for the implementation of this PILOT project.** Following will be the responsibilities of HAS SOFT and KVS and or the Vidyalayas during the implementation of this pilot project.

RESPONSIBILITIES OF HAS SOFT TECHNOLOGIES

1. HAS SOFT will provide Complete Suite of School Management Software through a secured URL for selected Vidyalayas.
2. HAS SOFT will help configure and setup Vidyalayas on the software including data ex: students information, parents information, time tables, teachers profiles...etc
3. HAS SOFT will conduct training to teachers and administrator staff on the usage of the Software.
4. HAS SOFT will develop custom progress reports as required for the Vidyalayas after collecting the necessary information and approval from the Principals of the Vidyalayas.
5. HAS SOFT will provide 8am to 8pm telephone and email support to the software users of the Vidyalaya.
6. HAS SOFT will back up the Vidyalaya data every 6 hours and can provide the Principals in a CD or any format as needed.
7. HAS SOFT will conduct on onsite visit every month to resolve any training and data related issues.
8. HAS SOFT at the end of the pilot project will obtain feedback from all users of the system and compile a pilot project report for KVS review.

RESPONSIBILITIES OF KVS/VIDYALAYA

1. Principals of KVs of Hyderabad city will provide all necessary information to HAS SOFT during setup and configuration of the software.
2. Principals of Vidyalayas will allocate time and schedule for training sessions on the usage of the Software on dates and times mutually agreed between Principals and HAS SOFT Technologies.
3. Vidyalayas will provide all logistics(computers, internet..etc) for implementation without charging anything from the company. However, normal functioning of the school shall not be disturbed and the interest of the students shall not be allowed to be adversely affected.
4. Vidyalayas will be required to fully utilize the software and provide feedback to HAS SOFT TECHNOLOGIES on possible improvements.

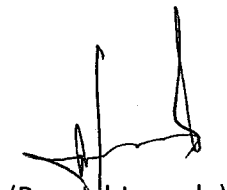


GENERAL CLAUSES

1. If the circumstances warrant discontinuance of the usage of the software by selected Vidyalayas or HAS SOFT TECHNOLOGIES decides to discontinue its services to Vidyalayas, such discontinuance will be mutually discussed between KVS and HAS SOFT. The decision to discontinue the services will be implemented with a mutually agreed upon but by giving at least one month notice by either side.
2. HAS SOFT and KVS will not be held responsible for any eventual inability to provide communication facilities due to force-majeure reasons or due to circumstances beyond the control of HAS SOFT and KVS.
3. At the end of the pilot, the company shall submit a comprehensive report to the KVs which will be reviewed at appropriate level for appropriate decision.
4. This MOU shall be effective as and when executed by or on behalf of both the parties.

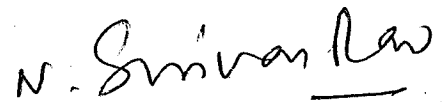
IN WITNESS WHEREOF THE PARTIES HERETO HAVE SIGNED THIS MOU IN DUPLICATE ON THE DAY, THE YEAR, HEREINAFTER INDICATED.

FOR AND ON BEHALF OF
KENDRIYA VIDYALAYA SANGATHAN



(Ranglal Jamuda)
Commissioner
Kendriya Vidyalaya Sangathan
SIGNATURE WITH DATE

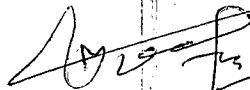
FOR AND BEHALF OF
HAS SOFT TECHNOLOGIES



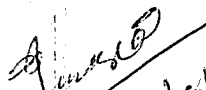
(Srinivas Neralla)
Managing Partner
HAS SOFT TECHNOLOGIES
SIGNATURE WITH DATE

WITNESS :

1. M.M. Joshi, DC (Acad)


19/8/09

2. Somit Shrivastav, EO(EDP)


19/8/09