

MEMORANDUM OF UNDERSTANDING

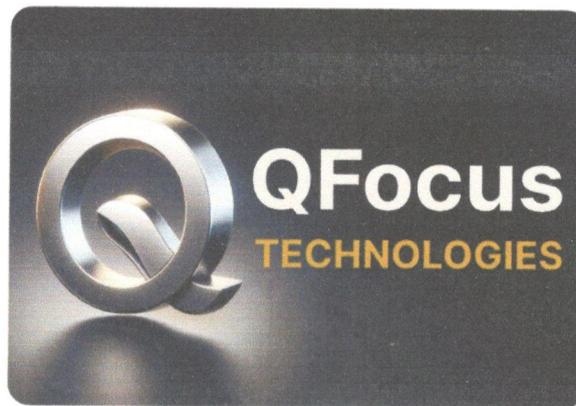
Between

ITM University, Gwalior



And

QFOCUS TECHNOLOGIES



This Memorandum of Understanding (MoU) is entered into and executed at Gwalior on the 9th February 2026 between

ITM University is a state private university based in Gwalior, India. Subjects are offered in the fields of sciences, engineering, management, fine arts, pharmacy, agriculture and nursing etc. It was established under the Act of State Legislature Madhya Pradesh, NH- 44, Jhansi Rd, Turari, Gwalior, Lakhnotikhurd, Madhya Pradesh 474001. (Hereinafter referred to as "ITM University" or the "First Party")

And

Qfocus Technologies specializes in providing consulting-led design and manufacturing engineering services with a strong emphasis on innovative problem-solving and rapid turnaround times. Qfocus Technologies registered Office is located at LLC 8 the green, # 11256 Dover, DE, 11901, USA (Hereinafter referred to as "Qfocus" or the "Second Party")

(ITM University and Qfocus are hereinafter collectively referred to as the "Parties," and individually as a "Party.")

WHEREAS ITM University is an academic institution engaged in higher education, research, skill development, and innovation across various disciplines.

WHEREAS, Qfocus is a technology-driven organization engaged in providing consulting-led design and manufacturing engineering services, with a focus on innovative problem-solving and efficient turnaround solutions.

AND WHEREAS, both Parties have convened with the intention to collaborate and harness the full spectrum of benefits arising from their shared interests in bridging the Industry–Academia gap. This collaboration aims to establish clear and mutually agreed-upon working arrangements that are considered essential for a productive and successful partnership in the field of design, manufacturing engineering, and advanced technology solutions.

NOW, THEREFORE, it is hereby agreed by and between the undersigned parties as follows:

ARTICLE I: PURPOSE

This Memorandum of Understanding (MoU) is intended to establish a formal collaborative partnership between ITM University and Qfocus, aimed at fostering meaningful cooperation between academia and industry. The collaboration seeks to promote knowledge exchange, capacity building, and the development of a supportive ecosystem in the field of design, manufacturing engineering, and advanced technology solutions. Through this partnership, both institutions aspire to nurture innovation, enhance student employability, and jointly contribute to academic enrichment and industry relevance. The signatory parties affirm their commitment to extending necessary support, expertise, and resources in furtherance of the shared objectives of this MoU.

ARTICLE II: BACKGROUND OF THE PARTIES

About ITM University, Gwalior

ITM University is a state private university based in Gwalior, India. Subjects are offered in the fields of sciences, engineering, management, fine arts, pharmacy, agriculture and nursing etc. It was established under the Act of State Legislature Madhya Pradesh, NH- 44, Jhansi Rd, Turari, Gwalior, Lakhnotikhurd, Madhya Pradesh 474001, India

About Qfocus Technologies

Qfocus Technologies specializes in providing consulting-led design and manufacturing engineering services with a strong emphasis on innovative problem-solving and rapid turnaround times. Qfocus Technologies registered Office is located at LLC 8 the green, # 11256 Dover, DE, 11901, USA

ARTICLE III: CONSULTATION & EXCHANGE OF INFORMATION

- ❖ The signatory Parties shall have the privilege to invite each other to participate, as observers or experts, in meetings, conferences, seminars, and other similar events organized by either Party, where such participation is relevant to the objectives of this MoU.
- ❖ Qfocus shall extend its institutional expertise in the fields of design, manufacturing engineering, and advanced technology solutions.
- ❖ The Parties shall share best practices and, upon request and within institutional capacity, provide access to relevant knowledge resources to facilitate the design and enhancement

of academic programs and curricula in the fields of design, manufacturing engineering, and advanced technology solutions.

- ❖ The Parties shall jointly design and implement collaborative programs aimed at creating synergy by linking students and faculty members of the University with industry experts from Qfocus.
- ❖ The Parties shall conduct joint outreach initiatives, awareness programs, webinars, seminars, and roundtable discussions in areas of mutual interest in the fields of design, manufacturing engineering, and advanced technology solutions during the validity of this MoU.
- ❖ The Parties shall facilitate appropriate recognition and promotion of student innovations emerging from collaborative activities undertaken pursuant to this MoU.
- ❖ Qfocus shall, from time to time, support the University by sharing information related to industry trends, technological advancements, and career opportunities relevant to design, manufacturing engineering, advanced technology solutions, and allied domains.

ARTICLE IV: EXPECTATIONS & BENEFITS

Under the terms of this memorandum of understanding, the parties seek, within the scope of this agreement to:

- ❖ Events & Venues: Qfocus may propose to organize seminars or workshops at ITM University. ITM University may provide auditorium/lab infrastructure (subject to availability).
- ❖ Guest Lectures: Qfocus may nominate technical experts to deliver guest lectures or mentor students on emerging technologies.
- ❖ Student Access: ITM University students may get priority access to specific events, webinars, or training programs organized by Qfocus.
- ❖ Faculty Development: Qfocus may assist in Faculty Development Programs (FDP) to help faculty stay updated with the latest industry standards in the field of design, manufacturing engineering, and advanced technology solutions.
- ❖ Synergies: Identify synergies between the parties where they relate to each other's business strategies and common interests.

ARTICLE V: SCOPE

- ❖ NOW, THEREFORE, as mutually discussed and agreed upon between the Parties, the signatories hereby consent to collaborate and cooperate in promoting academic, technical, and industry-oriented activities in the fields of design, manufacturing engineering, and advanced technology solutions in the following areas:
- ❖ Knowledge Exchange: Both Parties shall facilitate the exchange of technical expertise, professional knowledge, and industry best practices for mutual benefit.
- ❖ Curriculum Review: The Second Party shall provide industry-oriented inputs and recommendations for strengthening and updating the University curriculum in alignment with emerging industrial requirements.
- ❖ Seminars and Technical Programs: Both Parties may jointly organize seminars, workshops, guest lectures, and training sessions related to advanced technology and innovation.
- ❖ Student Development: Both Parties shall support initiatives aimed at enhancing student competencies in design, manufacturing engineering, and advanced technological domains.
- ❖ Internships and Industrial Training: The Second Party may provide internship opportunities and industrial training support to students, subject to availability and internal policies.
- ❖ Student Mentoring: The Second Party may provide mentoring and technical guidance for student projects and innovation activities.
- ❖ Career Guidance: The Second Party may extend professional career guidance and industry exposure to students.
- ❖ Joint Initiatives: Both Parties may undertake collaborative academic, research, and innovation initiatives through mutual consent.

- ❖ Collaborative Research and Development: Both Parties shall explore opportunities for joint R&D activities in relevant industrial sectors, including emerging application domains such as the cosmetic industry.

ARTICLE VI: RESPONSIBILITY

ITM University, Gwalior, appoints a nodal officer on behalf of the institution and that authorized signatory will be a single point of contact for all the communications and will ensure the fulfillment of all the commitments as mentioned in this MoU.

Qfocus will similarly appoint a point of contact to coordinate the industry engagement activities.

ARTICLE VII: VISIBILITY

This MOU is not legally binding and can be amended only in writing and subject to mutual consent by the parties. The parties have decided that neither party will acquire any rights to the intellectual property of the other party under this MOU. Any IP generated during joint projects will be governed by a separate definitive agreement. The parties recognize that the cooperative arrangements should be publicized.

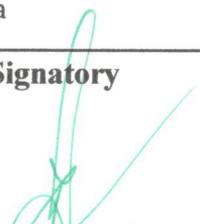
ARTICLE VIII: TERM, AMENDMENT & TERMINATION

The proposed cooperation under this MOU is non-exclusive and shall have an initial term of 36 (Thirty-six) months, renewable, commencing on the date of signing, unless the MOU is terminated by either signatory on 15 (fifteen) days prior notice, in writing to the other signatory. The MOU may be extended by mutual agreement of the parties, reflected in writing.

ARTICLE IX: DISPUTE SETTLEMENT

The parties are desirous of resolving all differences/disputes between them relating to or arising out of this agreement, through the chief executives or their nominated representatives of the respective parties for which the aggrieved party shall give at least 15 (fifteen) days prior notice to the other party to resolve all differences/disputes.

IN WITNESS WHERE OF the parties have executed and delivered this MOU at the day and year first above written at Gwalior.

For ITM UNIVERSITY, Gwalior Madhya Pradesh, India	For Qfocus Technologies, USA
Authorized Signatory 	Authorized Signatory 
Name: Prof. (Dr.) Yogesh Upadhyay	Name: Mr. Ajit Chandorkar
Designation: Vice Chancellor	Designation: CEO & Founder
Place: Gwalior	Place: Gwalior
Date: 04/02/2026	Date: 09/02/2026


Witness (First Party)
(Dr. Shyam Akashe)

Signature and Name


Witness (Second Party)
(Dr. Vani Agaswal)

Signature and Name