

ANNEXURE-V

MEMORANDUM OF APPROVAL

[•], 2010

To,

[Please insert the name of the Applicant/Proposer]

Dear Sir/Madam,

Sub: Issuance of the Memorandum of Approval

Ref: Your Application/Proposal dated *[please insert the date]*

This Memorandum of Approval (“**MoA**”) constitutes an indication of interest of National Skill Development Corporation (“**Corporation**”), a company incorporated under the Companies Act, 1956 and licensed under Section 25 of the same, having its registered office at D-4, Clarion Collection, Shaheed Jeet Singh Marg, New Delhi- 110016, for providing financial assistance to [•] (“**Applicant/Proposer**”) in pursuance of the application/ proposal dated [•] (“**Application/ Proposal**”) submitted to the Corporation by the Applicant/Proposer for *[please insert description of the project]* (“**Project**”) by way of loan/grant or any other financial assistance.

The Corporation and the Applicant/Proposer are hereinafter individually referred to as “**Party**” and collectively as “**Parties**”.

By this MoA, the Corporation hereby grants an in-principle approval to provide financial assistance to the Applicant/Proposer for the Project on such terms and conditions as set out hereinbelow:

1. The Applicant/ Proposer shall endeavor to carry out the Project in complete adherence with the mandate of the Corporation.

2. The Applicant /Proposer shall ensure that the required infrastructure shall be provided by it for the execution/implementation of the Project in the best possible manner.
3. The Applicant/ Proposer agrees that the Corporation shall at all times have a right of representation in the governing body of the Applicant/Proposer to oversee the management of the Project.
4. The Parties shall negotiate and enter into various agreements such as loan agreement, grant agreement and [*Please provided details in case of any other proposed Agreements*] (“**Definitive Agreement(s)**”) within [*please fill in the tenure*] months of signing of this MoA. In case the Parties fail to enter into Definitive Agreement(s) within [*please fill in the tenure*] months, the Corporation shall have the right to further extend the time limit by [*please fill in the term*] month at its sole discretion. The Applicant/Proposer acknowledges that the present MoA is merely an expression of intent by the Corporation and does not constitute any legal right on the part of the Applicant/Proposer. The MoA should not be construed as a final Approval of the Application/Proposal and which shall be subject to the final approval of the Board of Corporation.
5. Subject to the requirements of applicable law, no public announcement of the Project shall be made without the prior written consent or confirmation of no objection from the Corporation. Notwithstanding, the fact that the Corporation may have confirmed that it has no objection to, or may have consented to such an announcement, it shall be the Applicant’s/Proposer’s sole obligation and responsibility to ensure that the announcements so made are in conformity and compliance with all the applicable laws.
6. This MoA shall be governed by the laws of India. The Parties hereby agree to submit any dispute arising out of or in connection with this MoA to the exclusive jurisdiction of the courts of Delhi.
7. This MoA and the understanding between the Parties hereto and the obligations, if any, created hereunder shall expire/terminate upon the execution of the Definitive Agreement(s).

In case the above is acceptable to you, please so indicate by signing this MoA in the space set forth below and return one of such signed copies to the undersigned within [*Please insert the period to be afforded to the Applicants/Proposers*] days of receipt of this MoA, whereupon this MoA shall constitute the framework for the proposed transaction in accordance with the terms and provisions set forth above and failing which this MoA shall have no effect (legal or otherwise) whatsoever.

With kind regards,

Yours sincerely,

For and on behalf of Corporation

Name:-

(Signature)

Designation:

Date:

We hereby acknowledge receipt, and accept the terms of the above MoA:

For and on behalf of [●]

Name:-

(Signature)

Designation:

Date: