

MEMORANDUM OF UNDERSTANDING

This MEMORANDUM OF UNDERSTANDING (this "MOU") is made and entered into on 19 December 2025 ("Effective Date") at Mumbai.

BY AND BETWEEN

M/s Fashion TV India Private Limited, a company having its registered office at Level 7, G Block, BKC, Bandra East, Mumbai – 400051, and bearing PAN: AADCF9686K, through its authorized signatory (hereinafter referred to as "Fashion TV" which expression shall unless excluded by or repugnant to the context shall mean and include its affiliates, successors in interest, assignees, etc.) of the FIRST PART;

AND

Sunil Kumbhakarn, an individual residing at Wahegaon paithan chh sambhajinagar (Aurangabad) and bearing PAN No. CZIPK3392N (hereinafter referred to as the proposed "Channel Partner by FTV" which expression shall unless excluded by or repugnant to the context shall mean and include its affiliates, successors in interest, assignees, etc.) of the SECOND PART.

In this MOU, hereinafter, Fashion TV and the CHANNEL PARTNER shall individually be referred to as "Party" and collectively as "Parties" as the context may so require.

WHEREAS:

A. Fashion TV is the absolute owner of FTV business and logo and operates the same in accordance with a fully owned distinctive system, plan, utilizing and comprising certain proprietary marks, registered trademarks, service marks, trade names and styles including distinctive logos and any copyrighted material, confidential information, standards, specifications, techniques, identifying schemes and materials, insignia, arrangement method and standard operational procedures and Fashion TV have expended substantial time, effort and money in the development and implementation of the same.

B. Fashion TV has established a substantial reputation and goodwill in the Franchise. The CHANNEL PARTNER recognizes the benefit to be derived and there from wishes to represent Fashion TV branded F-FRANCHISE using certain registered trademarks of Fashion TV herein referred to as "Fashion TV"/ "FTV"/ "F" while acknowledging the necessity of conforming to the high standards and specifications of the business.

SIGNATURES



Sunil Kumbhakarn
Channel Partner
Date: 19 December 2025

For Fashion TV India Private Limited

Authorized Signatory
Fashion TV India Pvt. Ltd.
Date: 19 December 2025