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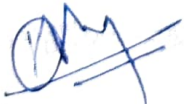
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First Party Name	: Dr Alwyn Varghese
First Party Address	: H. O. D. Department of Civil Engineering , Jyothi Engineering College (Autonomous) Cheruthuruthy, Thrissur, Kerala, India Pin : 679 531
Second Party Name	: Ashfaq Erackal Ummer
Second Party Address	: Director, Kivo Spaces, First Floor, 999, Sri Sai Tower, Koramangala, First Block, Bengaluru, Karnataka, India Pin : 560 034
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MEMORANDUM OF UNDERSTANDING

This Memorandum of Understanding (herein after called as the 'MoU') is made and entered into on 5th December 2025 between the Department of Civil Engineering, Jyothi Engineering College (Autonomous), Cheruthuruthy, Kerala, India, represented herein by its Head of the Department, Dr. Alwyn Varghese (hereinafter referred to as the 'First Party', which expression, shall, unless repugnant to the context or meaning thereof, be deemed to include its successors, administrators, and permitted assigns).

&
Kivo Spaces, First Floor, 999, Sri Sai Tower, Koramangala, First Block, Bengaluru, Karnataka, India.


Dr. Alwyn Varghese
HOD, CE Dept., Jyothi Engineering College





Mr. Ashfaq Erackal Ummer
Director, Kivo Spaces



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Approved by AICTE & Affiliated to APJ Abdul Kalam Technological University
A Centre of Excellence in Science and Technology by the Catholic Archdiocese of Trichur

MEMORANDUM OF UNDERSTANDING

This **Memorandum of Understanding** (herein after called as the 'MoU') is made and entered into on 5th December 2025.


BETWEEN



The **Department of Civil Engineering, Jyothi Engineering College (Autonomous), Cheruthuruthy, Kerala, India**, represented herein by its **Head of the Department, Dr. Alwyn Varghese** (hereinafter referred to as the '**First Party**'), which expression, shall, unless repugnant to the context or meaning thereof, be deemed to include its successors, administrators, and permitted assigns).

AND

Kivo Spaces, First Floor, 999, Sri Sai Tower, Koramangala, First Block, Bengaluru, Karnataka, India, represented herein by its **Director, Mr. Ashfaq Erackal Ummer** (hereinafter referred to as the '**Second Party**'), which expression shall, unless repugnant to the context or meaning thereof, be deemed to include its successors and permitted assigns).

(First Party and Second Party are hereinafter jointly referred to as 'Parties' and individually as 'Party'.)


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Mr. Ashfaq Erackal Ummer
Director
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WHEREAS,

- A. The First Party is the **Department of Civil Engineering, Jyothi Engineering College (Autonomous), Cheruthuruthy, Thrissur, Kerala, India, PIN: 679 531**. It is a constituent academic department of Jyothi Engineering College, which is affiliated to APJ Abdul Kalam Technological University (KTU), Thiruvananthapuram, and approved by AICTE. The department offers undergraduate (B.Tech) program in Civil Engineering, postgraduate (M.Tech) program in Transportation Engineering and doctoral (Ph.D.) program in Civil Engineering.
- B. The Second Party, **Kivo Spaces, First Floor, 999, Sri Sai Tower, Koramangala, First Block, Bengaluru, Karnataka, India, PIN: 560 034**, is a private construction and infrastructure company engaged in delivering high-quality building solutions. The company specializes in modern construction practices with a focus on structural innovation, sustainability, and project execution efficiency.
- C. First Party & Second Party desire to collaborate in areas of mutual interest including, but not limited to, industry exposure, internships, research, skill development, faculty training, curriculum enrichment, and joint events.
- D. The Parties intend to cooperate and focus their efforts on cooperation within area of Skill Based Training, Education, Research and for other avenues of common interest.
- E. Both Parties, being legal entities in themselves desire to sign this MOU for advancing their mutual interest;
- F. **Jyothi Engineering College (JEC), Cheruthuruthy, Thrissur, Kerala – 679531**, is an autonomous institution established in **2002** under the aegis of the **Trichur Educational Trust**, founded by the **Catholic Archdiocese of Thrissur**. The institute is affiliated to the **APJ Abdul Kalam Technological University (KTU)** and approved by the **All-India Council for Technical**


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Education (AICTE), New Delhi. The college is committed to excellence in engineering education, research, and innovation.

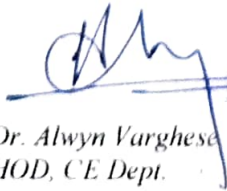
With the **autonomous status** conferment in 2025, JEC leverages its academic flexibility to design and implement industry-relevant curricula that foster hands-on learning and promote a research-oriented academic culture. The college offers **8 undergraduates (B.Tech.), 4 postgraduates (M.Tech.), and 7 doctoral (Ph.D.)** programs across various engineering disciplines. The institution's focus on quality, ethics, and technological advancement has positioned it as one of the most sought-after engineering colleges in Kerala.


JEC fosters strong industry-academic partnerships, encourages entrepreneurship, and supports holistic development through its well-equipped laboratories, research centers, faculty expertise, and vibrant campus life. With a track record of excellent placements and academic distinction, Jyothi Engineering College continues to nurture future-ready engineers with a global outlook and a commitment to societal betterment.

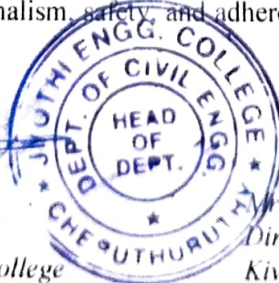
G. **Kivo Spaces Pvt. Ltd.**, headquartered in **Bengaluru, Karnataka**, is a dynamic and rapidly growing construction and infrastructure development company specializing in civil, structural, and turnkey building solutions. Established with a vision to deliver excellence in construction engineering, Kivo Spaces has steadily built a reputation for quality, reliability, and technical competence across Kerala's construction landscape.

The company offers a comprehensive range of services including architectural design, structural engineering, project planning and execution, interior fit-outs, and renovation of residential, commercial, and institutional buildings. Kivo Spaces integrates modern construction techniques with sustainable practices to ensure project efficiency, cost-effectiveness, and environmental responsibility.

Driven by a team of experienced engineers, architects, and project managers, Kivo Spaces emphasizes professionalism, safety, and adherence to timelines. The firm actively collaborates


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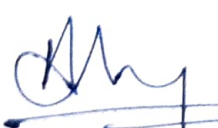
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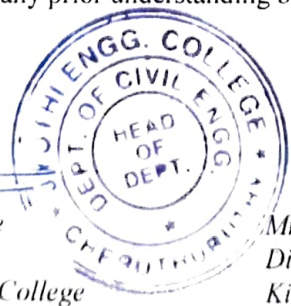
with consultants, clients, and academic institutions to promote knowledge sharing and industry best practices. With a portfolio of successfully completed projects and ongoing developments, Kivo Spaces continues to play a key role in shaping Kerala's built environment with structural integrity and innovative design.


NOW THEREFORE, IN CONSIDERATION OF THE MUTUAL PROMISES AND COVENANTS CONTAINED HEREIN, THE PARTIES HEREBY AGREE AS FOLLOWS:

CLAUSE 1: CO-OPERATION

- 1.1. Both Parties are united by common interests and objectives, and they shall establish channels of communication and co-operation that will promote and advance their respective operations within the Jyothi Engineering College campus and its associated activities. The Parties shall keep each other informed of potential opportunities and shall share all information that may be relevant to secure additional opportunities for one another.
- 1.2. First Party and Second Party co-operation will facilitate effective utilization of the intellectual capabilities of the faculty of First Party providing significant inputs to them in developing suitable teaching/training systems, keeping in mind the needs of the industry, the Second Party.
- 1.3. Both Parties, as deemed necessary and upon mutual agreement, can jointly collaborate with other external parties.
- 1.4. The general terms of co-operation shall be governed by this MOU. The Parties shall cooperate with each other and shall, as promptly as is reasonably practical, enter into all relevant agreements, deeds and documents (the 'Definitive Documents') as may be required to give effect to the actions contemplated in terms of this MOU. The term of Definitive Documents shall be mutually decided between the Parties. Along with the Definitive Documents, this MOU shall represent the entire understanding as to the subject matter hereof and shall supersede any prior understanding between the Parties on the subject matter hereof.


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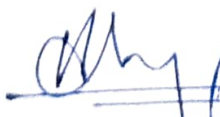
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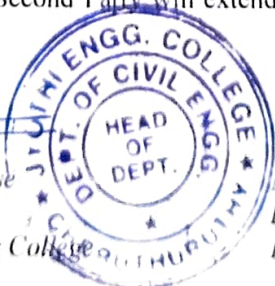
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CLAUSE 2: SCOPE OF THE MoU

- 2.1 The budding graduates from the institutions could play a key role in technological up-gradation, innovation and competitiveness of an industry. Both Parties believe that close co-operation between the two Parties would be of major benefit to the student community to enhance their skills and knowledge, to make them more employable and deployable.
- 2.2 **Curriculum Design:** Second Party will give valuable inputs to the First Party in teaching/training methodology and suitably customize the curriculum so that the students fit into the industrial scenario meaningfully.
- 2.3 **Industrial Training & Visits:** Industry and Institution interaction will give an insight into the latest developments/requirements of the industries; the Second Party shall permit the Faculty and Students of the First Party to visit its group companies and also involve in Industrial Training Programs for the First Party. The industrial training and exposure provided to students and faculty members through this association will build confidence and prepare the students to have a smooth transition from academic to working career. The Second Party will provide its Labs/Workshops/Industrial Sites for the hands-on training of the learners enrolled with the First Party.
- 2.4 **Internships and Placement of Students:** The Second Party will actively engage to support the delivery of internships and placement of students of the First Party, in accordance with the AICTE Internship Policy and the Second Party's established or mutually defined internship practices, as applicable.
- 2.5 **Research and Development:** Both Parties have agreed to carry out joint research activities, wherever possible, in various fields of engineering and technology as per the dynamic requirement of the industrial needs. Particular attention shall be given to the business domains of the Second Party.
- 2.6 **Skill Development Programs:** Second Party will train the students of the First Party on the emerging technologies to bridge the skill gap and make them industry-ready, i.e., employable or deployable.
- 2.7 **Guest Lectures:** Second Party will extend necessary support to deliver guest lectures to the


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- students of the First Party on the technology trends and internal requirements.
- 2.8 **Faculty Development Programs:** Second Party will train the Faculty members of the First Party for imparting industrial exposure/training as per the industrial requirement, considering the National Occupational Standards in the concerned sector, if available.
 - 2.9 **Consultancy Services:** The First Party may extend technical consultancy services to the Second Party in areas such as structural design review, material testing, project planning, quality auditing, site supervision support, and other related civil engineering domains. The terms and scope of such consultancy shall be mutually agreed upon in writing on a case-by-case basis. Any financial implications, if applicable, will be addressed through separate agreements.
 - 2.10 **Joint Workshops and Seminars:** Both Parties may jointly organize technical workshops, seminars, and symposiums on emerging trends in civil engineering, construction technology, sustainability, and project management to foster academic and professional development.
 - 2.11 **Access to Laboratories and Facilities:** The First Party may provide access to its laboratories and research facilities for material testing, structural modeling, or software simulations, as required for mutually agreed projects or studies.
 - 2.12 **Student Project Sponsorship:** The Second Party may sponsor or co-guide selected final year or postgraduate student projects aligned with real-world problems or ongoing projects at Kivo Spaces.
 - 2.13 **Collaborative Publications:** Both Parties may work toward publishing joint research papers, case studies, or technical articles based on collaborative work, projects, or consultancy assignments.
 - 2.14 **Curriculum Enrichment through Site Data:** The Second Party may share anonymized data from construction sites (drawings, schedules, BIM models, material performance data, etc.) for use in classroom instruction or live case study analysis.
 - 2.15 **Sustainability & Green Practices Initiative:** Both Parties may collaborate on promoting sustainable construction practices, including the use of eco-friendly materials, waste minimization strategies, and green rating system awareness (e.g., GRIHA, IGBC).
 - 2.16 Both Parties will obtain all internal approvals, consents, permissions, and licenses of whatsoever nature required for offering the Programs under the terms specified herein.


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2.17 **There is no financial commitment** on the part of either Party. If there is any financial consideration, it will be dealt with separately.

CLAUSE 3: INTELLECTUAL PROPERTY


3.1 Nothing contained in this MOU shall, by express grant, implication, estoppel or otherwise, create in either Party any right, title, interest, or license in or to the intellectual property (including but not limited to know-how, inventions, patents, copyrights, and designs) of the other Party.


CLAUSE 4: VALIDITY

- 4.1 This Agreement will be valid for 3 years or until it is expressly terminated by either Party on mutually agreed terms.
- 4.2 Both Parties may terminate this MOU upon 30 calendar days' notice in writing. In the event of termination, both Parties must discharge their respective obligations.

CLAUSE 5: RELATIONSHIP BETWEEN THE PARTIES

5.1 It is expressly agreed that both Parties are acting under this MOU as independent contractors, and the relationship established under this MOU shall not be construed as a partnership. Neither Party is authorized to use the other Party's name in any way, to make any representations or create any obligation or liability, expressed or implied, on behalf of the other Party, without the prior written consent of the other Party. Neither Party shall have, nor represent itself as having, any authority under the terms of this MOU to make agreements of any kind in the name of or binding upon the other Party, to pledge the other Party's credit, or to extend credit on behalf of the other Party.


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CLAUSE 6: DISPUTE RESOLUTION AND JURISDICTION


6.1 Any dispute, divergence, or difference arising from the interpretation or application of this MoU shall first be attempted to be resolved amicably between the Parties through mutual discussions. If the Parties are unable to resolve the matter through such discussions, it shall be referred to arbitration in accordance with the provisions of the Arbitration and Conciliation Act, 1996. The place of arbitration shall be Thrissur, Kerala. This MoU shall be governed by and construed in accordance with the laws of India, and the Courts at Thrissur shall have exclusive jurisdiction.


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Mr. Ashfaq Erackal Ummer
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Dr. Jose K. Varghese