

TERM SHEET FOR IPTV SERVICES

This business term is entered into on this ____ day of _____,

BETWEEN

Delinet Broadband Private Limited, a service provider registered and incorporated under Companies Act, 2013, having its corporate office at # D 23, CABIN NO.1, STILT FLOOR, SECTOR 11, NOIDA, Gautam Buddha Nagar, Uttar Pradesh, 201301, **India**, (hereinafter referred to as the “**DBPL**”) through its authorized signatory/ representative **Mr. Satish Shukla**, duly authorized in this regard and will include its nominees, successors, assignees and authorized representatives.

AND

_____ a company through _____,
S/o _____ (the “**SERVICE ASSOCIATE**”) having its office at #,
_____ -India including its
nominees, successors, assignees and authorized representatives. (Hereinafter referred to as the “**SA**”

WHEREAS:

1. “**DBPL**” has set up a Headend at Mohali for the purpose of creating next generation INTRANET networks and providing IPTV related services to the subscribers in India directly or through **SERVICE ASSOCIATES (“SA”)**.
2. The “**SA**” is a Local Cable Operator and Internet Service Provider and has a direct subscriber base of about 2000+ subscribers and an indirect subscriber numbers of NA. The “**SA**” has expressed a desire to be appointed as “**SA**” for the area/city of, _____.
3. “**DBPL**” and the “**SA**” have agreed that “**DBPL**” shall provide its services to the “**SA**” on nonexclusive basis within the above specified area and also as further detailed in this term sheet.
4. Both the Parties shall work within the scope of work as listed below:-

INFRASTRUCTURE

Exceed Expectation – Beat Deadlines

a. **P2P LINK – for IPTV**

Under this category “**SA**” will have to initiate P2P link from “**DBPL**” NOC to the “**SA**” nearest BTS/POP. From this “**SA**” nearest POP the “**SA**” will have to build/lay his own fiber up to his NOC /office.

The hardware for this link like Edge Server shall be provided by “**SA**” and this shall remain the property of “**SA**”.

b. FIBER NETWORK (FTTH)

“SA” shall upgrade his existing Fiber Network for meeting the agreed SL As as regards the Internet and IPTV services. In case “SA” entering into a new venture then he shall build and maintain the entire FTTH network at his own cost.

“SA” shall provide space and enough power backup in his NOC for the installation of IPTV Server.

CPE (Customer Premises Equipment)

“DBPL” shall provide IPTV Set Top Box to the subscriber through “SA” under the terms/conditions as mentioned.

STB Cost Rs. 1300/- (incl. tax)

Share:-

NCF Distribution (<input type="checkbox"/> 130) w/o GST					
For 1 To 200 Active STB's		For 201 - 500 Active STB's		For > 501 active STB's	
Delinet (CO)	Franchisee	Delinet (CO)	Franchisee	Delinet (CO)	Franchisee
<input type="checkbox"/> 50/-	<input type="checkbox"/> 80/-	<input type="checkbox"/> 40/-	<input type="checkbox"/> 90/-	<input type="checkbox"/> 30/-	<input type="checkbox"/> 100/-

Pay Channel Revenue Distribution - (20%)	
Delinet (CO) 10%	Franchisee 10%

For Additional TV connection, NCF –Rs 52 (“DBPL”-Rs 20, “SA”-Rs 32) Taxes Extra.

BILLING

All the Billing shall be on PREPAID mode as regards the IPTV .If the “SA” has the CATV license then “DBPL” may do the bulk billing. If the “SA” does not have the CATV License then “DBPL” will directly bill to the customer. A wallet shall be created of “SA” and once the request for activation is received in the customer care then the calculated tariff would be deducted from the wallet. However the deducted amount will be based upon the agreed revenue share. Every month the accounts would be tallied and signed off.

“DBPL” will do the billing to the end subscriber for the total NCF and Pay channels +GST. “SA” will raise the commission bill to Delinet (CO) for its NCF Share + 10% of Pay Channels bouquet price +GST.

For Delinet Broadband Pvt. Ltd.

Signature_____

Authorized Signatory

Service Provider

For M/s _____.

Signature_____

Authorized Signatory

Service Associate