

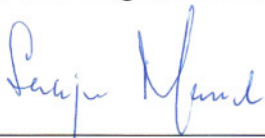
**Memorandum of Understanding
Between
University of Massachusetts Lowell, USA and
ITM Group of Engineering Institutions, India**

This Memorandum of Understanding (MOU) is entered into by and between the University of Massachusetts Lowell (UML), USA and ITM Group of Engineering Institutions, India including ITM University, Raipur - Institute of Engineering & Technology; ITM College of Engineering, Nagpur and Coastal Institute of Technology and Management, Vizianagram. UML and ITM agree that cooperation in research and higher education would be mutually beneficial. The areas of cooperation may include, subject to mutual consent, any desirable and feasible activity to further research and education. Such interaction may include cooperation in a variety of joint academic and education activities such as:

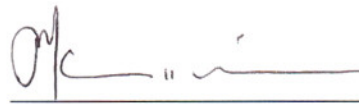
- Collaborative student projects
- Joint articulations in degree programs and course offerings;
- Exchanges of faculty and graduate students;
- Academic activities including joint research projects and publications; exchanges of publications, materials, and information;
- Joint conferences and workshops; and special short term programs and visits.

The primary contacts for this MOU are Dr. M. M. Kulkarni, Director, Engineering Institutes, for the ITM Group and Prof. Krishna Vedula, Director for India Partnerships for UML. The parties may enter into specific written agreements hereunder to clarify and define the nature, extent and terms of operation for the proposed collaborations, including intellectual property ownership and funding issues. Prior to entering into any such agreements, these agreements will require the approval of appropriate officers from each institution. All agreements and activities covered under this MOU or entered into by the parties, must comply with all applicable laws and regulations, including all U.S. export control laws and regulations. For agreed upon activities, both institutions will make available their facilities and staffs as further defined in such agreements. This MOU will be valid for five years unless terminated by one of the parties. This MOU will take effect on October 23, 2012.

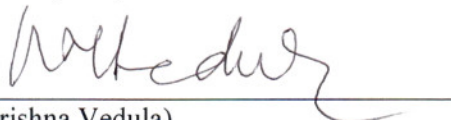
The following authorized individuals have signed the present MOU on behalf of the respective institutions.



(Sanjeev Manohar)
Associate Dean
Francis College of Engineering
University of Massachusetts Lowell
Lowell, MA, USA



(Milind Kulkarni)
Director, Engineering Institutes
ITM Group of Institutions
Mumbai, India



(Krishna Vedula)
Director of India Partnerships
University of Massachusetts Lowell
Lowell, MA, USA