

FOUNDER'S AGREEMENT – Simplified Summary

1. **Date:** Signed on **22 August 2025**.
2. **Parties (Founders):**
 - **Rahul Mehra (RM):** Son of Mr. Sanjay Mehra, Flat 701, Sea Breeze Apartments, Juhu Tara Road, Juhu, Mumbai – 400049.
 - **Priya Sharma (PS):** Daughter of Mr. Vinod Sharma, 5/B, Hindu Colony, Dadar (East), Mumbai – 400014.
3. **Company Details:**
 - Incorporated as **ConnectSphere AI Pvt. Ltd.**
 - CIN: U72900MH2025PTC123456
 - Registered office: 2102, 21st Floor, Peninsula Business Park, Lower Parel, Mumbai – 400013.
 - Business: AI-powered networking platform.
4. **Roles & Responsibilities:**
 - **Rahul Mehra (CTO):** Product development, technology strategy, engineering team.
 - **Priya Sharma (CEO):** Business strategy, fundraising, marketing, operations.
5. **Equity Ownership:**
 - Authorized share capital: ₹1,00,000 (10,000 shares of ₹10 each).
 - Rahul Mehra: 5,000 shares (50%).
 - Priya Sharma: 5,000 shares (50%).
6. **Vesting of Shares:**
 - **Vesting Period:** 4 years.
 - **Cliff Period:** 1 year → No shares vest until completion of 1 year. On 1st anniversary, 25% (1,250 shares each) vest.
 - **Post-Cliff:** Remaining 75% vests in **36 equal monthly installments** over 3 years.
 - **Founder Departure:** Unvested shares are forfeited and returned to the Company.
7. **Intellectual Property:**
 - All IP (ideas, inventions, copyrights, designs) created before or during engagement automatically belongs to the Company.
8. **Decision Making:**
 - **Day-to-day decisions:** Handled as per defined roles.
 - **Major decisions require unanimous consent** of both Founders:
 - Sale or merger of the Company.
 - Raising external funding.
 - Taking debt above **₹10,00,000**.
 - Issuing new shares or creating ESOP pool.
 - Changing the core business.
9. **Confidentiality:**
 - Founders must maintain confidentiality of Company and each other's proprietary information, during and after association.
10. **Governing Law & Jurisdiction:**
 - Governed by **Indian law**.
 - **Mumbai courts** have exclusive jurisdiction.
11. **Signatures & Witnesses:**
 - **Founder 1:** Rahul Mehra.
 - **Founder 2:** Priya Sharma.

- **Witness 1:** Ankit Desai, 401, Marine Drive, Mumbai.
- **Witness 2:** Sneha Iyer, 6B, Pali Hill, Bandra, Mumbai.