

21/11/2024

SCOPE OF WORK AGREEMENT

This Digital Marketing Service Agreement ("Agreement") is made and entered on 21st November, 2024 at Hyderabad.

By and Between

Outright Creators,

situated at 3rd Floor, Medicharla Towers, Street no.7 P 225/85-P Survey no: 78 Huda Techno Enclave, Patrika Nagar, Madhapur, HITEC City, Hyderabad, Telangana 500081 represented by Mr. Khader Sharif – Head of Sales & Operations (hereinafter referred to as "Vendor")

AND

NEIDHAL

situated at No 34, 1st Floor, Butterfly Gandhimathi Building, Chennai, Egattur, Tamil Nadu 603103 represented by Mr. Raj Kumar- Director(hereinafter referred to as "Client").

Whereas

- Client has requested for a Website Designing & Development.
- Vendor in this regard approached Client and expressed its intention of being appointed as Vendor for the aforesaid purpose, to which Client has consented and agreed to.
- The Parties have decided to reduce this Agreement into writing.

NOW THEREFORE THIS AGREEMENT WITNESSES AS FOLLOWS:

Project Scope of Work: Neidhal Ecommerce Website Migration

Project Overview

- Client: Neidhal
- Current Platform: Store Hippo
- Target Platform: Shopify
- Project Duration: 4 weeks (Expected timeline \pm 5 days)
- Total Project Cost: ₹96,000 (excluding taxes)
- Annual Maintenance: Free for first 6 months, ₹24,000 thereafter

Accelerated Project Timeline

Week 1: Discovery, Planning, and Initial Migration

Phase 1: Requirement Finalization and Initial Setup (Days 1-3)

- Comprehensive requirement validation
- Shopify account setup
- Data migration strategy development
- Initial technical architecture design

Phase 2: Data Migration Kickoff (Days 4-7)

- Begin product data migration (4000 products)
- User data import and initial cleaning (35,000 user records)
- Attribute mapping and transformation
- Handle incomplete user data challenges

Key Deliverables:

- Migration strategy document
- Initial data migration progress report
- Preliminary data mapping completed

Week 2: Theme Development and Core Functionality

Phase 3: Custom Theme Development (Days 8-14)

- Develop custom Shopify theme based on Fashor.com
- Implement responsive design
- Create custom navigation and header
- Develop category and product listing pages
- Implement:
 - Purple button styling
 - Grid view configurations
 - Product filtering mechanisms
 - YouTube video embedding capabilities

Key Deliverables:

- Custom Shopify theme
- Responsive design implementation
- Initial frontend prototype

Week 3: Advanced Functionality and Integration

Phase 4: Custom Feature Development (Days 15-21)

- Implement critical custom functionalities:
 - WhatsApp product sharing mechanism
 - Magic Checkout integration (Razorpay/GoKwik)
 - OTP login system
 - Out-of-stock notification system
 - Coupon management module
 - Custom order workflow configurations
- Backend administrative panel customizations
- Payment and notification service integrations

Key Deliverables:

- Fully functional custom features
- Payment gateway integration
- Notification system setup

Week 4: Testing, Optimization, and Deployment

Phase 5: Comprehensive Testing and Launch (Days 22-28)

- Thorough functional testing
- Performance optimization
- User acceptance testing (UAT)
- Final bug fixes
- Production deployment
- Initial staff training
- Go-live support

Key Deliverables:

- Fully tested and deployed website
- Performance optimization report
- Staff training documentation
- Post-launch support plan

Technology Stack

1. Platform: Shopify
2. Frontend Framework:
 - Shopify Liquid
 - Alpine.js for interactive components
3. Backend Integration:
 - Shopify APIs
 - Custom Shopify Apps
4. Payment Gateway:
 - Razorpay/GoKwic (Magic Checkout)
5. Notification Services:
 - Email: Shopify Email
 - SMS: Msg91
 - WhatsApp: Interakt

Team Composition

To achieve a 4-week delivery, we'll need a more intensive team approach:

1. Project Manager: 1 (Full-time)
 - Continuous oversight and coordination
2. Lead Shopify Developer: 2 (Full-time)
 - Parallel development tracks
3. Frontend Designer: 1 (Full-time)
 - Dedicated theme and UX development
4. Data Migration Specialist: 1 (Full-time)
 - Focused on data transformation
5. QA Specialist: 1 (Full-time)
 - Continuous testing and validation

Additional Costs (Client Responsibility)

- Shopify Theme Cost:
 - a. Theme Purchase/Licensing: To be directly purchased by client
 - b. Theme Customization: Included in project implementation cost
- Required Shopify Apps and Integrations:
 - c. Magic Checkout (Razorpay/GoKwic): Actual cost to be borne by client
 - d. WhatsApp Notification Service: Actual cost to be borne by client
 - e. SMS Integration: Actual cost to be borne by client

Terms and Conditions

Project Scope

1. Deliverables Included:

- Complete website migration
- Custom theme development
- Data migration (4000 products, 35,000 users)
- Custom functionality implementation
- Initial setup and configuration

2. Deliverables Excluded:

- Ongoing marketing services
- Content creation
- Product photography
- Advanced SEO services

Legal and Compliance

1. Intellectual Property:

- Client owns all custom developments
- Source code to be provided upon final payment
- Anthropic retains right to showcase project in portfolio

- Confidentiality:
 - Complete confidentiality of client data
 - Non-disclosure agreement to be signed
 - Data handling as per Indian data protection guidelines
- Warranty and Support:
 - 30 days free post-launch support
 - Bug fixes included within project scope
 - Critical error resolution guaranteed

Payment Terms

- **Advance Payment:**
 - 50% due upon contract signing
 - Covers initial project setup
 - Non-refundable after project commencement
- **Final Payment:**
 - 50% due upon successful project delivery
 - Contingent upon meeting all agreed specifications
 - To be paid within 7 days of project completion
- **Payment Delays:**
 - 1.5% monthly interest on delayed payments
 - Project suspension if payment not received
 - Legal recourse for persistent defaults

Project Modification

1.Scope Changes:

- Written approval required for any modifications
- Additional costs for scope expansions
- Detailed change request documentation

2.Revision Policy:

- Two rounds of free revisions
- Subsequent revisions charged [REDACTED] on

Risk Mitigation Strategies

- Bi-weekly stand-up meetings
- Parallel development tracks
- Continuous integration
- Rapid iteration and feedback loops

Cancellation and Termination

- Client can terminate with 50% of remaining project cost
- Company can terminate for persistent non-compliance
- All intellectual property remains with the developer if terminated mid-project

Dispute Resolution

- Disputes to be resolved through arbitration
- Jurisdiction: Hyderabad, Telangana – Local court of website development service registration

Acceptance

- Detailed project scope to be signed
- Both parties to acknowledge terms and conditions

Recommended Supplementary Apps

- 1.Magic Checkout
- 2.SMS/WhatsApp notification service
- 3.Advanced inventory management
- 4.Product review system

Post-Launch Support

- First 6 months maintenance included
- 24/7 critical support during first week post-launch
- App maintenance and updates

Next Immediate Steps

1. Review and sign proposal
2. Make initial 50% payment
3. Provide migration datasets
4. Shopify account preparation

Critical Considerations

- Compressed timeline requires:
 - Immediate client responsiveness
 - Minimal change requests
 - Parallel work streams
 - Aggressive scheduling

A handwritten signature in blue ink, appearing to read "Khader Sharif", is written over the "Outright Creators" text.

Outright Creators

Signature

Khader Sharif

Operations Head

Date: 21-11-2024

NEIDHAL

Signature

Mr. Raj Kumar

Director

Date: 21-11-2024