

# Technology Contractor Agreement – Nilesh Bamne

This Agreement is entered into on 02/06/2025 by and between:

Company: East Emblem Ltd

Principal Place of Business: ("EE"), a company registered in Masdar City Free Zone with registration number MC 13353 with its registered address at Smart Station, First Floor, Incubator Building, Masdar City, Abu Dhabi ("Company")

And

Individual: Nilesh Bamne  
( the "Contractor")

## 1. Scope of Engagement

The Contractor will support the design and launch of core products under the Second Chance and ProofScaling ecosystem, with a focus on:

- Second Chance MVP launchy ready (priority+)
- ProofScaling MVP launch ready (priority)
- Key product architecture and journeys for **VentureSync** and **Startopia**

This engagement covers the **initial 4-week launch window** (ending 30/06/2025).

## 2. Compensation

- **Fixed Fee:** \$2,500 USD total for the 4-week engagement
- **Revenue Share:** 20% of net revenue from the **first 3 deals** closed for platforms launched (including Second Chance, VentureSync, and Startopia)

### Payment Terms:

- 30% made within 14 days of signing
- 70% on or before **July 10th**
- Final payment will be made upon successful handover of agreed deliverables

## 3. Evaluation & Future Opportunity

At the **3-week mark**, both parties agree to meet and review progress.

Upon mutual agreement, EE may offer the Contractor a **full-time technology lead role** under the following terms:

- Monthly Salary: \$5,000 USD
- Equity in any new ed-tech company co-created during this phase

- UAE Visa Sponsorship (subject to agreement and legal process)

## 4. Intellectual Property & Confidentiality

All work produced during this engagement is the exclusive intellectual property of East Emblem Ltd.

The Contractor agrees to maintain confidentiality and not share or replicate any technology, materials, or frameworks produced during the engagement without prior written consent.

## 5. Termination

Either party may terminate this agreement with **7 days' written notice** during the 4-week engagement. In such cases, only completed and agreed deliverables shall be compensated.

## 6. Governing Law

This agreement is governed by the laws of the Emirate of Abu Dhabi and the UAE.

### Signed by:

East Emblem Ltd

Name: Lewis Kilroe

Title: Managing Partner

Signature:

Date:

Contractor

Name: Nilesh Banme

Signature:

Date:

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## Appendix A – MVP Scope Summary

### Launch-Ready MVP Summary: Second Chance & ProofScaling

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### Second Chance MVP (Launch Ready)

**Core Purpose:** A validation and reactivation platform for rejected founders.

### Key Features:

- **Founder Onboarding Flow:**
  - Intake form: name, email, startup name, accelerator application/s
  - Upload: pitch deck, data room (if available)
- **Expert Agent Scoring:**

- Simulated validation scoring system (ProofScore)
  - Founder receives feedback on team, traction, problem, market, etc.
- **Score-Based Routing:**
  - **Score  $\geq 80$ :** Matched to curated investors in our deal room
  - **Score  $< 80$ :** Referred into ProofScaling course with \$99 credit
- **Gamified Validation:**
  - Tracks ProofTags earned (e.g., Problem Validated, Revenue Confirmed)
  - Builds out ProofVault over time

#### Technical Notes:

- Built using Replit for rapid deployment
  - Assets styled per existing Second Chance branding
  - Integrated with Slack invite workflow, optional Stripe setup
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## ProofScaling MVP (Launch Ready)

**Core Purpose:** A proof-driven founder education and validation course.

#### Key Features:

- **Gamified Learning Experience:**
  - Week-by-week module structure
  - Templates and playbooks for proof-based startup building
- **ProofVault:**
  - Founder workspace for uploading validation artefacts (e.g., ICP definitions, MVP links)
  - Visual dashboard showing what proof exists and what's missing
- **ProofTags System:**
  - Tags awarded for completed milestones (e.g., ICP Validated, 10 Paying Customers)
  - Tags linked to credibility in investor ecosystem
- **Certification Flow:**
  - Founders can export a validation certificate
  - Can be shared in pitch decks or investor data rooms

#### Technical Notes:

- Built in Replit with clean UI based on shared design system with Second Chance
  - Designed for future LMS integration
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### ◆ Combined Goal

To launch both MVPs together, creating a seamless journey:

- **Rejected founders** enter through Second Chance
- **Low-score founders** are routed into ProofScaling for structured validation
- **Validated founders** are surfaced to investors with ProofVault and ProofScore

Launch set for: **July 2025**