**Blaxol Risensi LLP**  
**Project Iris**  
Consulting Services Engagement Letter,  
Rules for Engagement  
Proposal for: A Shankarnarayanan  
BRLLP/2023-2024/080001/RFP  
® Blaxol Risensi LLP (A Member of Blaxol LLC)  
September 01, 2023  
ENG - BLR



This proposal and contract are the property of Blaxol Risensi LLP (“Blaxol”) and must not be disclosed outside the family of A Shankarnarayanan or be duplicated, used, or disclosed—in whole or in part—for any purpose other than to evaluate this proposal. If a contract is awarded to Blaxol as a result of, or in connection with, this proposal, the Promoters shall have the right to duplicate, use, or disclose the data to the extent provided in the resulting contract and subject to the limitations of the Privacy Policy and other applicable bylaws. This proposal contains trade secrets and proprietary commercial or financial information, and information of a personal nature that is exempt from disclosure under OPRAA and other applicable laws.Accordingly, no portion of this document should be released without consulting BLAXOL. This information is contingent on the Parties reaching mutually agreeable terms and conditions and upon acceptance of any limitations described herein

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September 01, 2023  
  
Attn: A Shankarnarayanan  
A Shankarnarayanan  
Banashankari  
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INDIA

Subject: Letter of Intent / Declaration and Explanation

Blaxol LLC and Blaxol Risensi LLP, jointly referred to as “Blaxol”, have submitted a preliminary deliverables and milestones document to Deep Blue Insights LLP, prior to their official onboarding, in good faith. However, it is important to note that the engagement contract between Deep Blue Insights LLP and Blaxol must be signed before any further services can be availed. Any pre-engagement deliverables and consulting services are only provided until the preliminary discussion materials and additional discussion materials, including the milestone analysis and budget deck, have been shared.  
  
Blaxol highly recommends the completion of the engagement process to take advantage of its strategy consulting and advisory services as service consultants and accelerators for raising funds. It is also important to note that any pre-engagement discussions and deliverables are of an advisory nature and are not covered by warranty or liability. Therefore, Blaxol relinquishes responsibility for all pre-engagement discussions/materials. Blaxol firmly believes that engaging in a formal and legal manner in accordance with their Code of Conduct, which is available upon request, is in the best interests of both the client and the consultant.  
  
Furthermore, Blaxol has agreed to provide service consulting and acceleration for raising funds to Deep Blue Insights LLP on their premises, under the guidance of their functional experts, in good faith. However, to formalize the engagement, it is highly encouraged to complete the engagement process.  
  
Regards  
  
  
Compliance Officer, Blaxol Risensi LLP

1.0 Purpose of this document

The principal objective of this proposal document is to furnish a superlative fundraising blueprint for Deep Blue Insights LLP, leveraging the multifarious and elevated suite of services offered by Blaxol Risensi LLP. The document will serve to highlight Blaxol Risensi LLP's renowned credentials and distinguished industry acumen and articulate a bespoke and meticulously tailored course of action that will aid Deep Blue Insights LLP in realizing its fundraising goals with utmost expediency and efficacy. The proposal will furnish a comprehensive breakdown of objectives, services, pricing, timeline, team, and references, and will emphasize the synergistic and mutually reinforcing partnership between Blaxol Risensi LLP and Deep Blue Insights LLP, with an unwavering focus on delivering exceptional fundraising outcomes. Ultimately, the primary thrust of this proposal is to evince how Blaxol Risensi LLP can bring immeasurable value and catalyse a transformative phase of growth for Deep Blue Insights LLP, through an all-encompassing and results-driven fundraising strategy.

2.0 Background – Blaxol Risensi LLP

The Blaxol (Registered as Blaxol Risensi LLP) is a renowned member of the Blaxol LLC, widely recognized for its unparalleled expertise in Investor targeting and engagement strategy, Pitch deck optimization, Financial, modelling and forecasting, Due diligence preparation, Board and advisory support, Exit strategy development, Market analysis and research, Competitive analysis and benchmarking, Deal structuring, and negotiation support, Fundraising strategy development, Investor relations and reporting, Valuation analysis and support, Growth strategy development, Branding and marketing strategy, Capitalization table management, Strategic partnerships and joint ventures, Market positioning and differentiation, Intellectual property valuation and management, Risk assessment and management, Investor education, and training. With a proven track record of delivering tailored and customized solutions, Blaxol has established itself as a trusted partner to a diverse range of clients, from emerging startups to multinational conglomerates.  
  
The firm's success can be attributed to its talented team of consultants and industry experts, each of whom possesses a wealth of experience and expertise across a broad range of industries and functional areas. This diverse talent pool enables Blaxol to offer a comprehensive suite of services spanning the full spectrum of strategy consulting, from market research and analysis to business planning and execution.  
  
At the heart of Blaxol's approach to problem-solving is its unwavering commitment to driving revenue growth, reducing costs, and optimizing operations. This has resulted in a proven track record of delivering measurable and impactful results for its clients.  
  
Blaxol's membership in the Blaxol LLC family of strategy consulting firms is a testament to its commitment to staying ahead of industry trends and technological advancements. Its adoption of cutting-edge digital media strategy tools and techniques has proven particularly effective in optimizing outreach and generating leads for its clients, cementing its position as a leader in the consulting industry.  
  
In summary, Blaxol is a preeminent member of the Blaxol LLC family of strategy consulting firms, offering a suite of customized solutions to a diverse range of clients. Its talent pool of seasoned consultants and industry experts, coupled with its relentless focus on delivering measurable and impactful results, ensures that it remains a trusted partner and industry leader.

3.0 Objectives of the Engagement – Project Fusion

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1. Bespoke Strategic Advisory Services

Our team of seasoned strategy consultants will provide Deep Blue Insights LLP with a tailored suite of strategic advisory services, including regulatory structuring, due diligence, valuation assistance, deck optimization, media outreach, and digital media strategy. These services will be meticulously crafted to address Deep Blue Insights LLP's unique challenges and opportunities, drawing upon our unparalleled experience and deep industry insights.

2. Unmatched Industry Network and Expertise

Our extensive industry network and expertise will enable us to identify and cultivate engagement with potential investors on behalf of Deep Blue Insights LLP. Our team of seasoned professionals will leverage our longstanding relationships with key industry stakeholders to ensure that Deep Blue Insights LLP benefits from our extensive knowledge and connections.

3. Compelling and Impactful Fundraising Materials

Our team of experts will optimize Deep Blue Insights LLP's fundraising materials, including pitch decks, financial models, and related collateral, to ensure they are persuasive and impactful in capturing the attention and interest of investors. Our proven approach to developing top-tier fundraising materials will enable Deep Blue Insights LLP to differentiate itself in a crowded market and articulate its value proposition with clarity and conviction.

4. Expert Counsel on Fundraising Matters

Our team of seasoned professionals will provide expert guidance and support to Deep Blue Insights LLP's management team and board of directors on all aspects of the fundraising process, from deal structuring to negotiation to favorable terms. Our extensive knowledge of the fundraising landscape and our ability to navigate complex issues will equip Deep Blue Insights LLP with the confidence and clarity it needs to achieve its fundraising objectives.

4.0 Small steps to devise the big picture: The Approach

Our comprehensive approach is comprised of three distinct phases that aim to assist Deep Blue Insights LLP in securing the requisite funding to achieve its growth objectives.

1. During Phase One

Analysis and Assessment, we will conduct a meticulous analysis of Deep Blue Insights LLP's financial and market position, leveraging our team of experts' comprehensive knowledge in regulatory structuring, due diligence, valuation, pitch deck preparation, and digital media strategy to provide strategic guidance. Our objective during this phase is to identify potential investors and their investment criteria to develop a tailored strategy that aligns with their investment goals.

2. In Phase Two

Outreach and Promotion, we will implement a multi-channel outreach and promotional strategy to engage potential investors, utilizing our extensive network of industry contacts and building relationships with prominent individuals who can provide invaluable support to the company's fundraising efforts. We will also focus on recruiting board members with proven track records in fundraising, whose reputations will attract investor and VC attention.

3. Finally, in Phase Three

Investment Acquisition, we will facilitate negotiations with potential investors and secure the necessary funding. Our team will provide ongoing support to Deep Blue Insights LLP throughout the investment process, from deal structuring to due diligence and final negotiations, ensuring a successful outcome.  
  
Our short-term goal is to complete the Analysis and Assessment phase, identifying potential investors who are interested in investing in Deep Blue Insights LLP. Our medium-term objective is to cultivate a robust brand and promote Deep Blue Insights LLP to a wider audience. Ultimately, our long-term goal is to secure the requisite funding to help Deep Blue Insights LLP achieve its growth objectives.

5.0 Deliverables

As part of our engagement, Blaxol will provide Deep Blue Insights with a comprehensive set of high-quality deliverables designed to support the objectives of the engagement. Our deep expertise in strategy consulting and fundraising will ensure that these deliverables are produced with the highest level of quality and accuracy, and tailored to the specific needs and goals of Deep Blue Insights.  
The deliverables will include the following:

1. Fundraising Strategy

A detailed fundraising strategy document, outlining key steps and milestones to be achieved, along with a timeline for execution.

2. Due Diligence Report

A comprehensive due diligence report, providing an in-depth analysis of the financial and operational performance of Deep Blue Insights.

3. Valuation Report

A detailed valuation report, providing an accurate assessment of the current value of Deep Blue Insights and highlighting areas for potential improvement.

4. Pitch Deck

A professional pitch deck, designed to present Deep Blue Insights in the most compelling and attractive manner to potential investors.

6.0 Pricing

Blaxol's pricing structure is designed to ensure that both parties are aligned and focused on achieving the ultimate goal of fundraising. To that end, we will only charge on actuals until the fundraising objective is achieved, providing transparency and assurance that both parties are fully committed to success.  
Before any consultant or partner is engaged, Blaxol will provide a detailed quotation outlining the type of billing, whether hourly or cumulative, to ensure complete clarity and transparency in the pricing structure.  
Upon successful fundraising, Blaxol will charge an introducer fee ranging between 2% and 5%, depending on the category of the investor. This fee is designed to reflect the level of effort and expertise required to identify and engage with potential investors and is in line with industry standards.  
At Blaxol, we are committed to providing exceptional value to our clients and ensuring that our pricing structure is transparent, fair, and aligned with our client's objectives

7.0 Timeline

As a firm committed to delivering the highest quality results, we take great care in planning and executing our engagements. In the case of the engagement with Deep Blue Insights, we have carefully crafted a timeline that balances efficiency with thoroughness, ensuring that all deliverables are produced to the highest possible standards.  
Upon receipt of all necessary information, our team of experienced consultants will begin work on the deliverables, with an estimated timeline of 90 days for completion. This timeline allows us to meticulously review and analyse the data and information provided, ensuring that our recommendations and strategies are fully informed and based on the most up-to-date and accurate information available.  
Once the deliverables have been completed and approved by the client, we will initiate our fundraising campaign, drawing on our extensive network of investors and partners. We estimate a timeline of one year for the completion of this campaign, during which we will work closely with the client to ensure that all opportunities are explored and that the fundraising targets are achieved.  
In the event that either party wishes to terminate the engagement prior to completion, a one-month notice will be required to complete paperwork and execute indemnities. This ensures that both parties have the flexibility to adjust their plans as necessary, while also ensuring that the engagement proceeds smoothly and with maximum efficiency.

**Exhibit A**

**Key Personnel Information**

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| --- | --- | --- | --- | --- |
| **Name** | **Designation** | **Organization** | **Email** | **Mobile** |
| Sai Sundar | Managing Partner | Blaxol Risensi LLP | SAISUNDAR@BLAXOL.COM | 9731193016 |
| Shruthi MC | Customer Relations | Blaxol Risensi LLP | SHRUTHI.MC@BLAXOL.COM | 9731193016 |

1.0 Fund Manager Declaration

The Blaxol Risensi LLP is pleased to have been engaged by Deep Blue Insights LLP for our consulting services. We hereby declare our unwavering commitment to providing professional and unbiased advice in the best interest of our client, while ensuring transparency and reasonable charges for our services.

1. Best Interest of the Client:

We pledge to act solely in the best interest of Deep Blue Insights LLP and its stakeholders, providing objective and unbiased advice to help the company achieve its growth objectives.

2. Reasonable Charges:

We will charge reasonable fees for our services, with a clear breakdown of costs and no hidden charges. Our goal is to provide value for money and ensure that our services are accessible to Deep Blue Insights LLP.

3. Transparency and Ethics:

We will uphold the highest standards of transparency and ethical behaviour at all times, and comply with all applicable laws and regulations.

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