



BRIDGE ROUND TERM SHEET (NON-BINDING)

Date: Sep 10, 2025

Company: Seek My Course AI Technologies Pvt Ltd

Address: Off No 102, Sneh Jeevan, Pimple Gurav, Pune MH – 411061

This Term Sheet summarizes the principal terms proposed by Seek My Course AI Technologies Pvt Ltd (the “Company”) with respect to a bridge round financing for the benefit of [Investor Name/Syndicate Name] (the “Investor(s)”).

1. The Offering

Term	Details
Financing Type:	Bridge Round
Aggregate Proceeds:	Up to ₹15,00,000 (Fifty Lakhs INR)
Use of Proceeds:	To fund Q4 2025 operations, including Marketing & Sales, Salaries, Technology Development, and Infrastructure, providing a full operational runway to achieve key metrics for the subsequent Series A funding round.

2. Valuation & Securities

Term	Details
Pre-Money Valuation:	₹15,00,00,000 (Fifteen Crore INR)
Securities to be Issued:	Compulsorily Convertible Preference Shares (CCPS).
Price Per Share:	The price per share for both CCPS and Equity Shares will be calculated based on the Pre-Money Valuation. (Current calculation: ₹15,000 per share based on 10,000 existing shares).



3. Terms of Compulsorily Convertible Preference Shares (CCPS) – For Tier 1

Term	Details
Optional Exit / Continuation Right:	Holders of CCPS will have the option, upon the closing of a qualified financing round of at least ₹5 Crore ("Series A"), to either seek an exit for their shares at the new valuation or to continue holding their CCPS. These shares will not automatically convert into Equity Shares.
Liquidation Preference:	In the event of any liquidation or winding up of the company, the holders of CCPS shall be entitled to receive, in preference to the holders of Equity Shares, an amount equal to 1x their original investment . This is non-participating.

4. Key Investor Rights & Exit Opportunity

Term	Details
Valuation Uplift Opportunity:	A key feature of this bridge round is the specific right granted to all investors to seek liquidity for their shares during the company's planned Series A financing round (projected for Q1 2026 at a target valuation of ₹90 Crore). This provides a clear path to a potential 2.5x+ return on investment.
Share Transfer & Buy-back Rights:	Right of First Refusal (ROFR): Investors will grant the Company a right of first refusal on any proposed transfer of their shares. Company Buy-back Option: Following the closing of the Series A financing round, the Company will have the right, but not the obligation, to buy back any or all shares held by the Bridge Round Investors at the fair market value determined at the time of the buy-back.
Information Rights:	Investors will be entitled to receive standard information rights, including unaudited quarterly financial statements and an annual report.
Board of Directors:	The composition of the Board of Directors will remain unchanged following the closing of this bridge round.



5. General Provisions

Term	Details
Confidentiality:	The terms and conditions of this Term Sheet, and all information disclosed by the Company, are confidential and may not be shared with any third party without the Company's written consent.
Governing Law:	This Term Sheet and any subsequent definitive agreements shall be governed by and construed in accordance with the laws of India, with exclusive jurisdiction granted to the courts of Mumbai, Maharashtra.

6. Non-Binding Nature

This Term Sheet is a non-binding expression of intent and does not constitute a legal offer or a binding agreement between the Parties, except for the "Confidentiality" clause, which shall be binding. The proposed investment is subject to the completion of satisfactory due diligence and the execution of definitive legal agreements.

We look forward to partnering with you on this exciting journey to build the future of education.

Accepted and Agreed:

For the Company: Seek My Course AI Technologies Pvt Ltd

By: _____

Name: Mr. Vishnu Nair

Title: Founder & CEO

For the Investor(s): [Investor Name/Syndicate Name]

By: _____

Name:

Title: