

U.S. Department of Justice
 Washington, DC 20530

**Exhibit A to Registration Statement
 Pursuant to the Foreign Agents Registration Act of
 1938, as amended**

INSTRUCTIONS. Furnish this exhibit for EACH foreign principal listed in an initial statement and for EACH additional foreign principal acquired subsequently. The filing of this document requires the payment of a filing fee as set forth in Rule (d)(1), 28 C.F.R. § 5.5(d)(1). Compliance is accomplished by filing an electronic Exhibit A form at <https://www.fara.gov>.

Privacy Act Statement. The filing of this document is required by the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, for the purposes of registration under the Act and public disclosure. Provision of the information requested is mandatory, and failure to provide this information is subject to the penalty and enforcement provisions established in Section 8 of the Act. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, copy of informational materials or other document or information filed with the Attorney General under this Act is a public record open to public examination, inspection and copying during the posted business hours of the FARA Unit in Washington, DC. Statements are also available online at the FARA Unit's webpage: <https://www.fara.gov>. One copy of every such document, other than informational materials, is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of any and all documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. The Attorney General also transmits a semi-annual report to Congress on the administration of the Act which lists the names of all agents registered under the Act and the foreign principals they represent. This report is available to the public in print and online at: <https://www.fara.gov>.

Public Reporting Burden. Public reporting burden for this collection of information is estimated to average .22 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Chief, FARA Unit, Counterintelligence and Export Control Section, National Security Division, U.S. Department of Justice, Washington, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503.

1. Name of Registrant A.T. Kearney, Inc.	2. Registration Number 7439
---	--------------------------------

3. Primary Address of Registrant
 227 West Monroe Street, Chicago, IL 60606

4. Name of Foreign Principal Invest India	5. Address of Foreign Principal 225, Vigyan Bhawan Annexe, Maulana Azad Road New Delhi INDIA 110011
--	--

6. Country/Region Represented
 INDIA

7. Indicate whether the foreign principal is one of the following:

- Government of a foreign country¹
- Foreign political party
- Foreign or domestic organization: If either, check one of the following:
 - Partnership
 - Corporation
 - Association
 - Committee
 - Voluntary group
 - Other (*specify*) See Appendix for Response
- Individual-State nationality _____

8. If the foreign principal is a foreign government, state:

- a) Branch or agency represented by the registrant

- b) Name and title of official(s) with whom registrant engages

¹ "Government of a foreign country," as defined in Section 1(e) of the Act, includes any person or group of persons exercising sovereign de facto or de jure political jurisdiction over any country, other than the United States, or over any part of such country, and includes any subdivision of any such group and any group or agency to which such sovereign de facto or de jure authority or functions are directly or indirectly delegated. Such term shall include any faction or body of insurgents within a country assuming to exercise governmental authority whether such faction or body of insurgents has or has not been recognized by the United States.

9. If the foreign principal is a foreign political party, state:

- a) Name and title of official(s) with whom registrant engages

- b) Aim, mission or objective of foreign political party

10. If the foreign principal is not a foreign government or a foreign political party:

a) State the nature of the business or activity of this foreign principal.

The responses in this Exhibit are based on information from Invest India. See, <https://efile.fara.gov/docs/7428-Exhibit-AB-20240703-1.pdf>. Invest India was created for the purpose of investment promotion and facilitation in India. It assists investors in identifying and making investments in India. It aims to position India as an attractive investment destination for foreign investors and to assist foreign investors in identifying and realizing investment opportunities in India.

b) Is this foreign principal:

- | | |
|---|---|
| Supervised by a foreign government, foreign political party, or other foreign principal | Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> |
| Owned by a foreign government, foreign political party, or other foreign principal | Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> |
| Directed by a foreign government, foreign political party, or other foreign principal | Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> |
| Controlled by a foreign government, foreign political party, or other foreign principal | Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> |
| Financed by a foreign government, foreign political party, or other foreign principal | Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> |
| Subsidized in part by a foreign government, foreign political party, or other foreign principal | Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> |

11. Explain fully all items answered "Yes" in Item 10(b).

See Appendix for Response

12. If the foreign principal is an organization and is not owned or controlled by a foreign government, foreign political party or other foreign principal, state who owns and controls it.

EXECUTION

In accordance with 28 U.S.C. § 1746, and subject to the penalties of 18 U.S.C. § 1001 and 22 U.S.C. § 618, the undersigned swears or affirms under penalty of perjury that he/she has read the information set forth in this statement filed pursuant to the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, that he/she is familiar with the contents thereof, and that such contents are in their entirety true and accurate to the best of his/her knowledge and belief.

Date	Printed Name	Signature
08/08/2024	Affan Arain	<input data-bbox="886 405 954 443" type="text" value="Sign"/> /s/Affan Arain
_____	_____	<input data-bbox="886 491 954 529" type="text" value="Sign"/> _____
_____	_____	<input data-bbox="886 577 954 615" type="text" value="Sign"/> _____
_____	_____	<input data-bbox="886 663 954 701" type="text" value="Sign"/> _____

EXECUTION

In accordance with 28 U.S.C. § 1746, and subject to the penalties of 18 U.S.C. § 1001 and 22 U.S.C. § 618, the undersigned swears or affirms under penalty of perjury that he/she has read the information set forth in this statement filed pursuant to the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, that he/she is familiar with the contents thereof, and that such contents are in their entirety true and accurate to the best of his/her knowledge and belief.

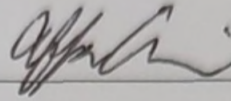
Date

Printed Name

Signature

8/8/2024

Affun Arain (Secretary)



Appendix Response to Item 7

Item 7: Indicate whether the foreign principal is one of the following: Other (specify).

Invest India is a non-profit private company limited by shares registered pursuant to Section 25 of the Companies Act, 1956 (now read as Section 8 of the Companies Act, 2013).

Appendix Response to Item 11

Item 11: Explain fully all items answered "Yes" in Item 10(b).

Item 10(b) Owned: The responses in this Exhibit are based on information from Invest India. See, <https://efile.fara.gov/docs/7428-Exhibit-AB-20240703-1.pdf>. The Shareholding/Ownership of Invest India is as follows:

i) Department for Promotion of Industry & Internal Trade ("DPIIT"), which is under the Union Ministry of Commerce and Industry, holds 36%.

ii) 26 State Governments collectively hold 13%, (0.05% each).

The remaining 51% is held by three Industry Associations, each of which hold 17% (i.e. the Confederation of Indian Industry, the Federation of Indian Chambers of Commerce & Industry, and the National Association of Software and Service Companies.

Item 10(b) Controlled: The responses in this Exhibit are based on information from Invest India. See, <https://efile.fara.gov/docs/7428-Exhibit-AB-20240703-1.pdf>. Invest India is controlled by its Board of Directors.

Item 10(b) Financed: The responses in this Exhibit are based on information from Invest India. See, <https://efile.fara.gov/docs/7428-Exhibit-AB-20240703-1.pdf>. Invest India receives funding support to execute various initiatives, activities, and programs for investment promotion and facilitation from various ministries, departments, and organizations in form of grants/funds.

U.S. Department of Justice

Washington, DC 20530

**Exhibit B to Registration Statement
Pursuant to the Foreign Agents Registration Act of
1938, as amended**

INSTRUCTIONS. A registrant must furnish as an Exhibit B copies of each written agreement and the terms and conditions of each oral agreement with his foreign principal, including all modifications of such agreements, or, where no contract exists, a full statement of all the circumstances by reason of which the registrant is acting as an agent of a foreign principal. Compliance is accomplished by filing an electronic Exhibit B form at <https://www.fara.gov>.

Privacy Act Statement. The filing of this document is required for the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, for the purposes of registration under the Act and public disclosure. Provision of the information requested is mandatory, and failure to provide the information is subject to the penalty and enforcement provisions established in Section 8 of the Act. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, copy of informational materials or other document or information filed with the Attorney General under this Act is a public record open to public examination, inspection and copying during the posted business hours of the FARA Unit in Washington, DC. Statements are also available online at the FARA Unit's webpage: <https://www.fara.gov>. One copy of every such document, other than informational materials, is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of any and all documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. The Attorney General also transmits a semi-annual report to Congress on the administration of the Act which lists the names of all agents registered under the Act and the foreign principals they represent. This report is available to the public in print and online at: <https://www.fara.gov>.

Public Reporting Burden. Public reporting burden for this collection of information is estimated to average .32 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Chief, FARA Unit, Counterintelligence and Export Control Section, National Security Division, U.S. Department of Justice, Washington, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503.

1. Name of Registrant A.T. Kearney, Inc.	2. Registration Number 7439
---	--------------------------------

3. Name of Foreign Principal
Invest India

Check Appropriate Box:

4. The agreement between the registrant and the above-named foreign principal is a formal written contract. If this box is checked, attach a copy of the contract to this exhibit.
5. There is no formal written contract between the registrant and the foreign principal. The agreement with the above-named foreign principal has resulted from an exchange of correspondence. If this box is checked, attach a copy of all pertinent correspondence, including a copy of any initial proposal which has been adopted by reference in such correspondence.
6. The agreement or understanding between the registrant and the foreign principal is the result of neither a formal written contract nor an exchange of correspondence between the parties. If this box is checked, give a complete description below of the terms and conditions of the oral agreement or understanding, its duration, the fees and expenses, if any, to be received.
7. What is the date of the contract or agreement with the foreign principal? 02/14/2024
8. Describe fully the nature and method of performance of the above indicated agreement or understanding.

See attached contract between Invest India and A.T. Kearney Consulting (India) Pvt. Ltd., a wholly owned affiliate of the registrant. Prior to February 2024, the registrant provided management consulting services to Invest India, through its CEO and Managing Director, Nivruti Rai, on a business development basis without a written agreement.

9. Describe fully the activities the registrant engages in or proposes to engage in on behalf of the above foreign principal.

See Appendix for Response

10. Will the activities on behalf of the above foreign principal include political activities as defined in Section 1(o) of the Act¹.

Yes No

If yes, describe all such political activities indicating, among other things, the relations, interests or policies to be influenced together with the means to be employed to achieve this purpose. The response must include, but not be limited to, activities involving lobbying, promotion, perception management, public relations, economic development, and preparation and dissemination of informational materials.

see response to item 9.

11. Prior to the date of registration² for this foreign principal has the registrant engaged in any registrable activities, such as political activities, for this foreign principal?

Yes No

If yes, describe in full detail all such activities. The response should include, among other things, the relations, interests, and policies sought to be influenced and the means employed to achieve this purpose. If the registrant arranged, sponsored, or delivered speeches, lectures, social media, internet postings, or media broadcasts, give details as to dates, places of delivery, names of speakers, and subject matter. The response must also include, but not be limited to, activities involving lobbying, promotion, perception management, public relations, economic development, and preparation and dissemination of informational materials.

Set forth below a general description of the registrant's activities, including political activities.

see response to item 9.

Set forth below in the required detail the registrant's political activities.

Date	Contact	Method	Purpose
See Appendix for Response			

12. During the period beginning 60 days prior to the obligation to register³ for this foreign principal, has the registrant received from the foreign principal, or from any other source, for or in the interests of the foreign principal, any contributions, income, money, or thing of value either as compensation, or for disbursement, or otherwise?

Yes No

If yes, set forth below in the required detail an account of such monies or things of value.

Date Received	From Whom	Purpose	Amount/Thing of Value
05/08/2024	Invest India	Consulting Fees (for registrable and non-registrable activities)	\$ 388,262.36

\$ 388,262.36

Total

13. During the period beginning 60 days prior to the obligation to register⁴ for this foreign principal, has the registrant disbursed or expended monies, or disposed of anything of value other than money, in connection with activity on behalf of the foreign principal or transmitted monies to any such foreign principal?

Yes No

If yes, set forth below in the required detail an account of such monies or things of value.

Date	Recipient	Purpose	Amount/Thing of Value
See Appendix for Response			

\$ 23,209.73

Total

¹ "Political activity," as defined in Section 1(o) of the Act, means any activity which the person engaging in believes will, or that the person intends to, in any way influence any agency or official of the Government of the United States or any section of the public within the United States with reference to formulating, adopting, or changing the domestic or foreign policies of the United States or with reference to the political or public interests, policies, or relations of a government of a foreign country or a foreign political party.

^{2,3,4} Pursuant to Section 2(a) of the Act, an agent must register within ten days of becoming an agent, and before acting as such.

EXECUTION

In accordance with 28 U.S.C. § 1746, and subject to the penalties of 18 U.S.C. § 1001 and 22 U.S.C. § 618, the undersigned swears or affirms under penalty of perjury that he/she has read the information set forth in this statement filed pursuant to the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, that he/she is familiar with the contents thereof, and that such contents are in their entirety true and accurate to the best of his/her knowledge and belief.

Date	Printed Name	Signature
08/08/2024	Affan Arain	<input data-bbox="889 457 954 485" type="text" value="Sign"/> /s/Affan Arain
_____	_____	<input data-bbox="889 541 954 581" type="text" value="Sign"/> _____
_____	_____	<input data-bbox="889 630 954 669" type="text" value="Sign"/> _____
_____	_____	<input data-bbox="889 709 954 753" type="text" value="Sign"/> _____

EXECUTION

In accordance with 28 U.S.C. § 1746, and subject to the penalties of 18 U.S.C. § 1001 and 22 U.S.C. § 618, the undersigned swears or affirms under penalty of perjury that he/she has read the information set forth in this statement filed pursuant to the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, that he/she is familiar with the contents thereof, and that such contents are in their entirety true and accurate to the best of his/her knowledge and belief.

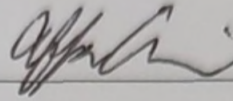
Date

Printed Name

Signature

8/8/2024

Affin Arain (Secretary)



Appendix Response to Item 9

Item 9: Describe fully the activities the registrant engages in or proposes to engage in on behalf of the above foreign principal.

The registrant provides management consulting advice to Invest India, the national investment promotion and facilitation agency of India that supports investment opportunities and options in India.

In September and October 2023, Kearney personnel assisted Invest India, on an unpaid, business development basis, with making connections with a variety of private sector interests, including within the United States. Using existing contacts and networks within and outside of the firm, Kearney personnel arranged introductions and meetings in support of Invest India's efforts to develop relationships in the U.S. business community. Between September 20 and October 2, 2023, Kearney personnel facilitated and attended meetings between Invest India and private sector individuals and company representatives in the United States. These meetings included companies and individuals in the technology, finance, manufacturing, semiconductor, and pharmaceutical sectors. During this same period, Kearney personnel facilitated and attended meetings between Invest India and international organizations. Kearney personnel assisted in preparing background information to prepare the Invest India team for the meetings. Kearney personnel also participated in a limited number of meetings with U.S. government officials, as detailed below.

- October 2, 2023; Sreenivas Ramaswamy, Senior Policy Advisor to the Secretary of Commerce; Collaboration with India regarding semiconductor manufacturing.

- September 29, 2023; Venkat Srinivasan, Director, Argonne Collaborative Centre for Energy Storage Science (ACCESS) Argonne National Laboratory/Hemant G Bhimnathwala, Ph.D, Business Development Manager, Argonne National Laboratory; Collaboration with India regarding green energy and clean energy ecosystem.

In February 2024, Invest India and Kearney entered a formal agreement for Kearney to provide knowledge support for organizational redesign and strategy formulation for Invest India, and that agreement is being filed with this Exhibit.

In addition to the activities described in this Exhibit, Kearney has and continues to provide support to Invest India on activities that would not require registration under the Foreign Agents Registration Act, including management consulting services regarding the internal operations of Invest India, investment promotion that is not directed to the United States, and participation in events hosted by or with Invest India and others outside the United States.

The responses to item 13 of this Exhibit – and item 10(a) of the Registration Statement –comprise the disbursements that Kearney has identified as having been made by the relevant individuals in today's filing. In addition to the disbursements reported in today's filing, the registrant made disbursements for activities that would not require registration under the Foreign Agents Registration Act.

Appendix Response to Item 11-List

Item 11-List: Prior to the date of registration for this foreign principal has the registrant engaged in any registrable activities, such as political activities, for this foreign principal? If yes, describe in full detail all such activities. The response should include, among other things, the relations, interests, and policies sought to be influenced and the means employed to achieve this purpose. If the registrant arranged, sponsored, or delivered speeches, lectures, social media, internet postings, or media broadcasts, give details as to dates, places of delivery, names of speakers, and subject matter. The response must also include, but not be limited to, activities involving lobbying, promotion, perception management, public relations, economic development, and preparation and dissemination of informational materials. Set forth below in the required detail the registrant's political activities.

Date	Contact	Method	Purpose
09/29/2023	Venkat Srinivasan, Director, Argonne Collaborative Centre for Energy Storage Science (ACCESS) Argonne National Laboratory Hemant G Bhimmathwala, Ph.D, Business Development Manager, Argonne National Laboratory	In person	Collaboration with India regarding green energy and clean energy ecosystem.
10/02/2023	Sreenivas Ramaswamy, Senior Policy Advisor to the Secretary of Commerce	In person	Collaboration with India regarding semiconductor manufacturing.

Appendix Response to Item 13

Item 13: During the period beginning 60 days prior to the obligation to register for this foreign principal, has the registrant disbursed or expended monies in connection with activity on behalf of the foreign principal or transmitted monies to the foreign principal? If yes, set forth below in the required detail and separately an account of such monies, including monies transmitted, if any.

Date	Recipient	Purpose	Amount
09/20/2023	Mitali Bhandari	Consultants Mobile Phone	\$ 12.06
10/01/2023	Harsha Patibandla	Airfare Expenses	\$ 817.90
10/01/2023	Harsha Patibandla	Surface Transportation Expenses	\$ 47.51
10/01/2023	Harsha Patibandla	Food Expenses	\$ 7.95
10/05/2023	Bharat Kapoor	Hotel Expenses	\$ 765.46
10/05/2023	Bharat Kapoor	Food Expenses	\$ 1,039.63
10/05/2023	Bharat Kapoor	Conference / Seminar Expenses	\$ 155.25
10/05/2023	Bharat Kapoor	Network Remote Access	\$ 16.00
10/05/2023	Bharat Kapoor	Parking Expenses	\$ 27.00
10/05/2023	Bharat Kapoor	Airfare Expenses	\$ 1,554.16
10/05/2023	Bharat Kapoor	Surface Transportation Expenses	\$ 291.82
10/08/2023	Harsha Patibandla	Food Expenses	\$ 36.12
10/08/2023	Harsha Patibandla	Surface Transportation Expenses	\$ 827.07
10/14/2023	Agni Datta	Consultants Mobile Phone	\$ 39.84
10/14/2023	Mitali Bhandari	Consultants Mobile Phone	\$ 47.65
10/14/2023	Harsha Patibandla	Consultants Mobile Phone	\$ 25.78
10/16/2023	Bharat Kapoor	Food Expenses	\$ 118.00
10/20/2023	Bharat Kapoor	Hotel Expenses	\$ 1,710.52
10/20/2023	Bharat Kapoor	Food Expenses	\$ 411.67
10/20/2023	Bharat Kapoor	Airfare Expenses	\$ 2,091.71
10/20/2023	Bharat Kapoor	Surface Transportation Expenses	\$ 1,630.07
10/20/2023	Bharat Kapoor	Parking Expenses	\$ 311.00
10/20/2023	Bharat Kapoor	Network Remote Access	\$ 8.00
10/31/2023	Harsha Patibandla	Airfare Expenses	\$ 184.88
10/31/2023	Bharat Kapoor	Airfare Expenses	\$ 369.76
11/10/2023	Bharat Kapoor	Airfare Expenses (Refund)	\$ 628.50
11/17/2023	Mitali Bhandari	Consultants Mobile Phone	\$ 6.50
03/05/2024	Bharat Kapoor	Network Remote Access	\$ 35.00
03/05/2024	Bharat Kapoor	Airfare Expenses	\$ 7,392.53
03/28/2024	Bharat Kapoor	Surface Transportation Expenses	\$ 161.47
03/28/2024	Bharat Kapoor	Food Expenses	\$ 21.55
03/29/2024	Bharat Kapoor	Hotel Expenses	\$ 1,500.66
03/29/2024	Bharat Kapoor	Surface Transportation Expenses	\$ 52.01
03/29/2024	Bharat Kapoor	Food Expenses	\$ 167.30
03/31/2024	Bharat Kapoor	Airfare Expenses	\$ 184.88
04/03/2024	Anshuman Sinha	Food Expenses	\$ 60.13
04/30/2024	Anshuman Sinha	Conference / Seminar Expenses	\$ 452.39



Work Order

Ref No – INVIN/NAF/23-24/1047

Date: 14 Feb 2024

To,

AT Kearney Consulting (India) Pvt. Ltd.
7th Floor, Tower D,
Global Business Park,
Gurugram, Haryana-122002

Subject: Work order (the "Work Order") for onboarding of AT Kearney Consulting (India) Private Limited to provide knowledge support for organisation redesign and strategy formulation for Invest India.

Reference:

INVIN/NAF/23-24/1047 dated 18/12/23.

Corrigendum-1 dated 21/12/23

Corrigendum-2 dated 05/01/24

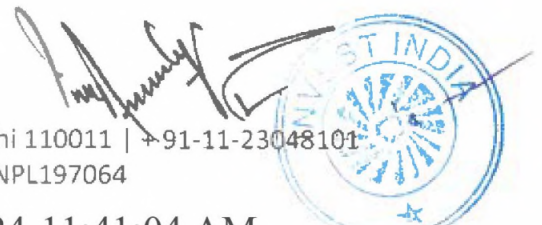
Kind Attention: Mr. Manish Mathur, Partner, AT Kearney

1. With Reference to the bid submitted you against the captioned RFP, we are pleased to inform you that AT Kearney Consulting (India) Private Limited (the "Agency") is being onboarded as an Agency to provide knowledge support for organisation redesign and strategy formulation for Invest India as per the RFP No. INVIN/NAF/23-24/1047 (the "RFP") ("Project").
2. The Project shall be completed in a period of 4 months (comprising of 2 phases i.e. Phase 1 and Phase 2 which shall run parallel to each other) from the Commencement Date ("**Term**"). The Project shall commence from the date 15th February 2024 or such other date as may be communicated by Invest India whichever is later ("**Commencement Date**"). The Term can be extended further for a maximum period of 2 months as may be mutually agreed between the Parties. However, such period of engagement shall exclude days utilized towards correspondence and communication of information/instructions/review and/or any other action that is necessary for preparation of the final project report ("**Input Days**"). Any subsequent extension shall be the prerogative of Invest India. Any such extensions shall be in writing and signed by both Invest India and the Agency.
3. The scope of work of the Agency for the Project shall as per the scope of work annexed herewith as **Annexure A("SOW")**.
4. The resource allocation for Phase I and Phase II shall be as mentioned in **Annexure B**.
5. The total cost of the Project is ₹ **14,16,00,000/- (Indian Rupees Fourteen Crore and Sixteen Lakh Only)**(i.e. ₹7,08,00,000/- for each phase), inclusive of applicable taxes ("**Total Project Cost**").



First Floor, Vigyan Bhawan Annexe, Maulana Azad Road, New Delhi 110011 | +91-11-23048101

www.investindia.gov.in | CIN: U91100DL2009NPL197064





INVEST INDIA

NATIONAL INVESTMENT PROMOTION
& FACILITATION AGENCY

6. The deliverables and payment terms shall be as mentioned in the **Annexure C** annexed herewith. The Agency shall submit monthly reports as per the defined deliverables.
7. All information exchanged between the Agency and Invest India (the "**Parties**") shall be strictly confidential and shall not be disclosed to any third parties without the prior written consent of the other party. The Agency undertakes to keep confidential all information, data, material, intellectual property, or communication furnished to it by Invest India, that relates to the Project, and which is by its nature intended to be confidential. The Agency agrees to execute a Non-Disclosure Agreement (NDA) with Invest India before any information is exchanged between the Parties.
8. The Agency shall be required to submit an irrevocable performance bank guarantee (the "**Bank Guarantee**") of an amount equal to 3% (three per cent) of cost of the project i.e. ₹ **34,83,360** ^{36,00,000} **/- (Indian Rupees Thirty Four Lakh Eighty Three Thousand Three Hundred and Sixty Only)**, exclusive of applicable taxes, within 7 (seven) days of issuance of this Work Order, as per terms and conditions mentioned in the RFP. The Bank Guarantee shall be released 60 (sixty) days post successful completion of the Project.
9. The Bank Guarantee shall be in favor of Invest India, issued by any nationalized or scheduled Indian Bank, approved by the Reserve Bank of India. It is expressly understood and agreed that the Bank Guarantee is intended to secure performance of entire Project, and is not intended to cover all the damages detailed / stipulated in various clauses in the Work Order or contract.
10. If the Project Term, is extended for any reason whatsoever, the Agency, shall at its own cost, get the validity period of Bank Guarantee in respect of performance security furnished by it extended and shall furnish the extended / revised Bank Guarantee to Invest India before the expiry date of the Bank Guarantee originally furnished.
11. The Work Order is subject to fulfilment of all terms and conditions mentioned herein and under the definitive contract to be executed between the Parties.
12. The Consulting firm shall adhere to all terms and conditions as stated in the RFP Document, Empanelment Letter INV/IND/PDC-RE 1001 along with this Work Order. A definitive contract will follow this Work Order stating other contractual terms and conditions.

Thanking you.

Sincerely,

Prem Kumar
Sr. VP & Competent Authority
Invest India



 **INVEST INDIA**

First Floor, Vigyan Bhawan Annexe, Maulana Azad Road, New Delhi 110011 | + 91-11-23048101

www.investindia.gov.in | CIN: U91100DL2009NPL197064



INVEST INDIA
NATIONAL INVESTMENT PROMOTION
& FACILITATION AGENCY

Acknowledgement and Acceptance:

I, MANISH MATHUR, am the authorised representative of the Agency and have read and understood the foregoing terms, conditions and contents of the Work Order dated 14th February 24 issued to carry out the scope of work described herein, at the costs mentioned herein. I hereby agree to abide by the same and undertake to execute the scope of work accordingly. I have read and understood the contents of the aforementioned Annexures, if any and duly signed the same.

Sincerely,

Signature:

Name: MANISH MATHUR

Designation: PARTNER

Enclosure:

1. Integrity Pact on Rupees 100 Non-Judicial Stamp Paper.
2. Indemnity Bond on Rupees 100 Non-Judicial Stamp Paper.
3. Non Disclosure Agreement on Rupees 100 Non-Judicial Stamp Paper.
4. No Conflict Undertaking on Agency's Letterhead signed and stamped.



INVEST INDIA

First Floor, Vigyan Bhawan Annexe, Maulana Azad Road, New Delhi 110011 | + 91-11-23048101

www.investindia.gov.in | CIN: U91100DL2009NPL197064



INVEST INDIA

NATIONAL INVESTMENT PROMOTION
& FACILITATION AGENCY

Annexure A

Scope of Work

The broad objective of the Project is to realign the system, procedures, policies, competencies of various verticals of Invest India, identify the focus and non-focus areas and redefine the working approach towards the same.

A. Organization Structure Design

1. Study and benchmark organization structure of global investment and export promotion agencies-

- a. Identify most successful global agencies to benchmark with Invest India.
- b. Study critical aspects of the identified agencies, including, inter alia, mandate, structure, role definition, KPIs (for both the organization and for key personnel) for FDI as well as Trade, interaction with other agencies within government, evolution with time etc.
- c. Study best practices in managing the critical business processes from other benchmark organizations.

2. Recommend a future state operating model for Invest India-

- a. Define the core activities that Invest India should focus on and how it should deal with other non-core activities (including Event Management as well as activities the organization should not pursue / minimize dedicated headcount for).
- b. Define metrics for measuring the success of the organization across core areas of investment facilitation and trade promotion (including for topics within core areas, for eg events).
- c. Recommend future organization structure – grouping of various activities into departments and reporting relationships between positions.
- d. Define the roles and key performance indicators for the top three layers to further increase action orientation and delivery efficiency.
- e. Identify new roles that need to be filled, along with competencies needed, and roles that need to be merged or abolished.

B. Execution Support to Expedite Investments and Trade Promotion

1. Investment and Trade Promotion-

- a. Augment Investment Pipeline in select focus sectors in the medium term.
- b. Identify four priority sectors and potential investors therein based on investor's aspirations of supply chain diversification, India's readiness, etc.

INVEST INDIA

First Floor, Vigyan Bhawan Annexe, Maulana Azad Road, New Delhi 110011 | + 91-11-23048101

www.investindia.gov.in | CIN: U91100DL2009NPL197064





INVEST INDIA

NATIONAL INVESTMENT PROMOTION
& FACILITATION AGENCY

- c. Establish connects and support Invest India for discussion with potential investors and work actively to ground those investments (list to be kept exclusive from companies where Invest India has already established connections).
- d. For the identified four priority sectors assist in sharpening Sector Decks/ Pitches / Strategy through inclusion of analysis on value chain, supply ecosystem mapping and showcasing benchmark against competition geographies for short-medium-long term targets for companies including India story, sectoral deep dive and ecosystem mapping (which can feed into Landing Platform).
- e. For existing pipeline, assist in making connections with investors wherever the deals are stuck due to slow progress at investors' end (among the identified top 40 priority deals).
- f. Support Invest India team in making connections and organizing meetings with CEOs / CXOs of key investors in priority sectors, overseas in the corporate HQs of investors, wherever feasible.
- g. Fast track execution of export promotion for focus sectors.
- h. Identify and execute key steps for debottlenecking to improve access for India's exporters in focus sectors, within the overall mandate of Invest India.
- i. Identify and prioritize initiatives along with other export promotion agencies, for accelerated growth of exports for focus sectors with countries with which, FTAs have been concluded recently.

The scope is intended to be modular (eg – number of sectors), which can be extended at Invest India's discretion for more sectors during the Term(including the extended period/term, if any).

2. Support in Outreach & Events-

- a. Support Invest India in outreach activities thorough participation in events such as WAIPA World Investor Conference (WIC), WEF summit, etc.
- b. Develop the overall "Experience India" campaign to be showcased for investors (showcase of sectors, capabilities, states etc).
- c. Develop overall strategy and vision for the events – identification of key theme, defining aspiration for the event (eg – in terms of MoUs, investments etc), define agenda and format for the overall event.
- d. Evaluate priority opportunities based on high likelihood pipeline and prioritize investment opportunities to be showcased at the events and identify keynote speakers to be a part of the event.

Disclaimer: The above scope is tentative in nature and may vary as per the actual requirements during the Term(including the extended period/term, if any).



First Floor, Vigyan Bhawan Annexe, Maulana Azad Road, New Delhi 110011 | + 91-11-23048101

www.investindia.gov.in | CIN: U91100DL2009NPL197064





INVEST INDIA

NATIONAL INVESTMENT PROMOTION
& FACILITATION AGENCY

Annexure B Resource Allocation

For Phase I

Team	Resource Allocation
Small Team (3 Consultants) + 3 expert of 12 years of experience or more *25% of time	4 Qty

For Phase II

Team	Resource Allocation
Small Team (3 Consultants) + 3 expert of 12 years of experience or more *25% of time	4 Qty



First Floor, Vigyan Bhawan Annexe, Maulana Azad Road, New Delhi 110011 | + 91-11-23048101

www.investindia.gov.in | CIN: U91100DL2009NPL197064



INVEST INDIA

NATIONAL INVESTMENT PROMOTION
& FACILITATION AGENCY

Annexure C

Deliverables and Payment Terms

#	Deliverable	Timeline
Phase I		
Organization & Board's Structure Design		
1	Assessment of "As-Is" Organizational and Board structure of Invest India & share best practices of global IPAs	T + 4 weeks
2	Define "To-Be" Organizational and Board structure for Invest India	T + 8 weeks
3	Define roles & responsibilities, core & non-core activities and KPIs for top 3 layers with respect to investment & trade mandate	T + 12 weeks
4	Validate / Suggest modifications to top 3 critical process, based on insights from benchmarking phase	T + 16 weeks
Phase II		
Execution Support to Expedite Investments and Trade Promotion		
A.		
Investment & Trade Promotion		
1	Prioritization of existing leads and identification of clear action items for closure (for four priority sectors)	T + 4 weeks
2	Report on Value chains, Materials chain, Local supply landscape for sector 1-4 (one month per sector: two weeks for identifying material chain, supply landscape for sector, two weeks for detailed should costing, benchmarking against alternate geographies and intervention required)	T + 4 weeks to T+16 weeks (one month per sector)
B.		
Outreach & Event		
1	Design overall event vision, theme and experience India campaign strategy	T+ 8 weeks
2	Event planning support including finalization of agenda, format, investment opportunities for showcase and keynote speakers	T + 16 weeks

*T: Shall mean Commencement Date.

Notes:

1. The Agency shall be liable for penalty/ liquidated damage in case of non-adherence to the timelines as defined under deliverables. Penalty/ liquidated

INVEST INDIA

First Floor, Vigyan Bhawan Annexe, Maulana Azad Road, New Delhi 110011 | + 91-11-2300481

www.investindia.gov.in | CIN: U91100DL2009NPL197064





INVEST INDIA

NATIONAL INVESTMENT PROMOTION
& FACILITATION AGENCY

damages shall be 0.5% per week with ceiling up to 10% of Total Project Cost. All payments shall be made subject to adjustment of applicable penalties.

2. Payments shall be released post approval of the final draft of the Project report by Invest India.
3. No out-of-pocket expenses shall be paid by Invest India for the said Project to the Agency.
4. Payment shall be paid on monthly basis subject to the submission of monthly report and acceptance of deliverables from Invest India.
5. The payment shall only be made as per the base rates defined in the RFP without taking the YoY upward increments.
6. All payments shall be made subject to deduction of TDS as per the Income Tax Act, 1961 and other applicable taxes including but not limited to Goods and Service Tax (GST), as per applicable laws.
7. The payments will be released against pre-receipted bills submitted by the Agency in the name of Invest India, on a monthly basis or any other mode as may be agreed between the Agency and Invest India. Payment will be made within 30(thirty) days of submission of completed documents.



 **INVEST INDIA**

First Floor, Vigyan Bhawan Annexe, Maulana Azad Road, New Delhi 110011 | + 91-11-23048101

www.investindia.gov.in | CIN: U91100DL2009NPL197064