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CX 139722

MEMORANDUM OF UNDERSTANDING (MoU)

between

St. Albert's College (Autonomous), Kochi, Kerala, India.

and

Aqua Leo Dive Centre Pvt. Ltd., Ernakulam, Kerala, India.

This Memorandum of Understanding (MoU) is signed on the 29<sup>th</sup> day of September 2022 between St. Albert's College (Autonomous), Kochi, Kerala, India (hereinafter referred to as "ALBERTS") represented by its Chairman, Rev. Dr. Antony Thoppil as the **first party** and Aqua Leo Dive Centre Pvt. Ltd., Ernakulam, Kerala, India (hereinafter referred to as "AQUA LEO"), represented by its Managing Director, Denson Kallingal Leons as the **second party**. First Party and Second Party may be collectively referred to as the "Parties" or individually as a "Party."

70876 - Date 16.3.2021  
Value of Rs. 100/-  
Sold To: \_\_\_\_\_



JAYAKUMAR G.  
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High Court Of Kerala  
Ernakulam



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**Whereas**

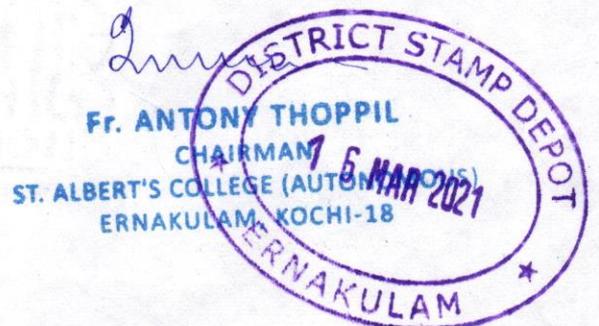
1. ALBERTS is an autonomous college based in Ernakulam, Kerala offering 49 programs in both UG and PG and 10 research degrees.
2. ALBERTS, through its Research Department of Fisheries and Aquaculture is desirous to associate with AQUA LEO on various areas as discussed in the purview of this MoU, which will be mutually beneficial to both organizations.

**Whereas**

3. AQUA LEO is headquartered in Ernakulam, Kerala a company incorporated in the state of Kerala in 2012 and it is an authorized PADI Dive Centre in KERALA (S-28372) and service provider of District Tourism Promotion Council (DTPC) of Ernakulam. AQUA LEO principally engaged in diving services, Water Sports Activities, PADI Scuba Diving Training Programmes, Rescue Operations, Saturation diving and engineering services in support of the offshore industry.
4. AQUA LEO, is desirous to associate with ALBERTS on various areas as discussed in the purview of this MoU, which will be mutually beneficial to both organizations.

No. 70897 Date: 16.3.2021  
Value of Rs. 100/-  
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**NOW THEREFORE THIS MEMORANDUM OF UNDERSTANDING WITNESSES AS FOLLOWS**

ALBERTS and AQUA LEO recognize that this collaboration would be of mutual benefit and would provide strengths in research and education and their mutual interest in engaging themselves in academic and industrial cooperation. As per the purpose of the said agreement, all the Parties shall undertake the following activities with the approval of the authorized signatories.

5. Faculty/Researchers/Students of ALBERTS and researchers, employees of AQUA LEO can collaborate in future marine related research, environmental education, SCUBA diving related trainings.
6. Both the Parties agree to hold/conduct, whenever feasible, events, joint workshops, conferences, seminars, training programs within the areas of mutual interest with prior approval of the authorized signatories.
7. AQUA LEO shall conduct one-day SCUBA Diving awareness programs for free of cost at ALBERTS for the development of students with no monetary obligation on either party.

**Costs**

8. Each Party will be responsible for its own costs in connection with all matters relating to collaborations under this MoU. Where possible and appropriate, the Parties may also seek funding for collaborations from any research organization funding. Common Costs shall be shared equally.
9. Where applicable, the fee for services from AQUA LEO to ALBERTS and vice-versa will be as agreed with the approvals of the signatory authorities.

**Applicable Law and Jurisdiction**

10. Any disputes or issues of interpretation with regard to this MoU shall be resolved amicably between the Parties. In case no amicable solution is found such disputes or issues shall be submitted to the exclusive jurisdiction of three arbitrators mutually agreed by the Parties. The arbitration proceedings shall be conducted in English. The seat of the arbitration shall be at Ernakulam. This MoU shall be governed by and



  
**Fr. ANTONY THOPPIL**  
CHAIRMAN  
ST. ALBERT'S COLLEGE (AUTONOMOUS)  
ERNAKULAM, KOCHI-18

construed under the laws of India and would be tried in the jurisdiction of courts in Ernakulam district.

### **Indemnity**

11. Each Party agrees to protect, defend, indemnify and hold harmless the other Party and their related Parties from and against all liability, claims, loss, damage, and costs (including legal costs and expenses) due to deficiency in performance of any acts under this MoU.

### **Assignment**

12. Neither Party will assign its rights or obligations under this MoU without the prior written consent of the other Party, however such requests shall not be withheld unreasonably. This MoU will be binding upon the Parties and their respective legal successors and permitted assigns.

### **Confidentiality**

13. The Parties agree that there is no intention to share any confidential or proprietary information in any collaboration under this MoU. If either Party wishes to disclose information it considers to be confidential or proprietary to the other Party, the Party needs to take prior written consent of the other Party.
14. Students might be working on confidential projects and should not be disclosing any confidential information. Students cannot share data collected during the study in any of their assignments, however are free to share their learnings without impacting confidentiality agreements with clients.

### **Tenure of MoU**

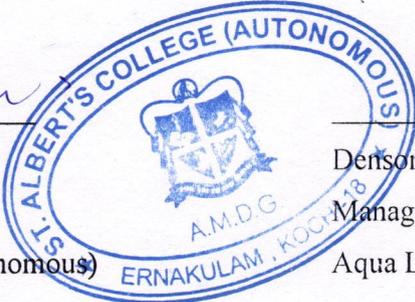
15. This MoU shall be effective for a period of five (5) years from the date of execution of this agreement, and can terminate or amend this agreement by giving the other Party a written notice one (1) month in advance during this period.



  
**Fr. ANTONY THOPPIL**  
CHAIRMAN  
ST. ALBERT'S COLLEGE (AUTONOMOUS)  
ERNAKULAM, KOCHI-18

The Parties to this Memorandum of Understanding hereby confirm their agreement to its terms by the following signatures:

  
\_\_\_\_\_  
Rev. Dr. Antony Thoppil  
Chairman  
St. Albert's College (Autonomous)

  
\_\_\_\_\_  
Denson Kallingal Leons  
Managing Director  
Aqua Leo Dive Centre Pvt. Ltd.



  
Principal-in-charge:

Witness 1:   
Joseph Deleesh T.D.  
MANAGER AQUALEO

HoD:   
Dr. Vibin M.

Witness 2: Dipu Babu  
Staff 