LIMITED LIABILITY PARTNERSHIP AGREEMENT

This agreement is made at XXXXXX on this XX day of XXXXX XXXX

BETWEEN (1) Mr. / Ms. XXXX XXXXXXX, residing at XXXX XXXXXXX, PAN XXXXXXXXXX, and (2) Mr. / Ms. XXXX XXXXXXX, residing at XXXX XXXXXXX, PAN XXXXXXXXXX (together the "Partners"), and XXXX XXXXXXX LLP, LLPIN XXXXXXX, incorporated on XX.XX.XXXX, with its registered office at XXXX XXXXXXX (the "LLP").

WHEREAS the Partners have agreed to carry on the business of XXXX as a limited liability partnership, the LLP was incorporated under the Limited Liability Partnership Act, 2008 on XX.XX.XXXX, and the Partners wish to record their mutual rights and duties in writing.

NOW THIS AGREEMENT WITNESSES:

1. Name. The LLP's name is "XXXX XXXXXXX LLP", unless changed under the Act.

2. Registered office. At XXXX XXXXXXX, or as the Partners decide.

3. Business. XXXX and allied activities, and other lawful business the Partners decide.

4. Commencement. From XX.XX.XXXX, until the LLP is wound up under the Act and this agreement.

5. Contribution. Partner 1: ₹XX,XXX; Partner 2: ₹XX,XXX. Further contribution by mutual consent.

6. Profit and loss. Shared Partner 1: XX percent; Partner 2: XX percent.

7. Designated partners. XXXX XXXXXXX and XXXX XXXXXXX are the Designated Partners, responsible for compliance with the Act and rules.

8. Management. Day-to-day decisions by any Designated Partner; major decisions by consent of all Partners.

9. Admission and retirement. A new partner joins with the consent of all Partners. A Partner may retire by giving XX months' written notice, subject to settlement of accounts.

10. Books and audit. Books are kept at the registered office; accounts audited as the Act requires.

11. Banking. Accounts operated by XXXX.

12. Disputes. Settled by arbitration at XXXXXX under the Arbitration and Conciliation Act, 1996.

13. Winding up. As provided in the Act and decided by the Partners.

IN WITNESS WHEREOF the parties have signed on the date above.

(Signature) Partner 1 · *(Signature)* Partner 2 · For XXXX XXXXXXX LLP, Designated Partner

Witnesses: 1. XXXX XXXXXXX · 2. XXXX XXXXXXX