To,

SMSGATEWAYHUB TECHNOLOGIES PVT LTD

163 -B SACCHIDANAND NAGAR OLD RTO KESAR BAUGH ROAD

Madhya Pradesh - INDORE - 452009

**Subject: Undertaking for SMS to registered Subscribers (as per TRAI Regulations)**

Dear Sir,

This is in reference to the SMS Services Agreement between SMSGATEWAYHUB and \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_dated \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ for transmission of Promotional/Transactional SMS sent through SMSGATEWAYHUB Technologies Resources Pvt Ltd Platform (“Messaging Application/SMPP/XML/HTTP”) to our registered and valid customers (“Subscribers/Users”).

We hereby undertake that,

* Per the agreement, we have subscribed to transmission of SMS Messages to our valid subscribers via SMSGATEWAYHUB Messaging Platform.
* During the term of the Agreement we shall make a continuous effort to strictly comply with the applicable Telecom Regulatory Authority of India rules and regulations for SMS (“TRAI Regulations”) in force including but not limited to regulations applicable for the National Customer Preference Registry (“NCPR”) & Do Not Disturb (“DND”) commercial communications and for the content of the SMS Messages.
* During the term of the Agreement we shall make sure no Promotional content is transmitted from our sms account to anyone at any situation. We understand that any SMS with promotional content is not allowed and is againt TRAI rules even if its meant to our own customers & others through the transactional sms account.
* For Transactional Messages, the exact message content template that will be sent through the Transactional SMS account provided to us by SMSGATEWAYHUB is shown in Annexure B. We agree to send no other messages than what is shown in Annexure B without the express written consent of SMSGATEWAYHUB.
* For Transactional Messages, we will follow internal process to ensure that no messages other than what is shown in **Annexure B** will be sent with Sender ID shown in **Annexure A** & other approved Sender ID’s through the Transactional SMS account provided to us by SMSGATEWAYHUB. We agree to follow this process without fail, and agree not to change this process without the express written consent of SMSGATEWAYHUB.
* We undertake to compensate, indemnify, defend, and hold SMSGATEWAYHUB its officers, directors, agents, and employees (each, an “Indemnitee” and collectively, the “Indemnitees”) harmless from and against any and all liabilities, damages, losses, expenses, claims, demands, suits, fines, or judgments (collectively “Claims”), including reasonable attorneys' fees, costs, and expenses incidental thereto, which may be suffered by, accrued against, charged to, or recoverable from any SMSGATEWAYHUB Indemnitee, by reason of any Claim arising out of or relating to the content of the SMS Messages.
* We acknowledge and agree that SMSGATEWAYHUB may either review or disclose the content of such SMS Messages transmitted, as it deems reasonably necessary or convert a transactional service account into a promotional account at its sole discretion. We acknowledge and agree that SMSGATEWAYHUB can temporarily or permanently hold/disable the Transactional sms account if the account is used to send promotional/non-informative content to our costomers/non-customers knowingly or unknowingly.

We Understand that incase if any complaint registers from our account or user id, we will have to revert with all the details and valid proof within 24-48 hours from time complaint has been raised. In case we fail to produce valid proof or don’t respond then it will be treated as a valid complaint and fortify the penalty charges as per the penalty agreement provided by the Telecom Regulatory Authority Of India (TRAI).
We understand that for any deviation on the above points SMSGATEWAYHUB has the right to (a) terminate the Agreement; (b) deactivate our account; (c) levy penalties and (d) take appropriate legal action and claim compensation. Any deviation or violations from the above points by us will attract a fine as per Latest TRAI Rules.

Ref: <http://www.nccptrai.gov.in/nccpregistry/Agreement%20bw%20SP%20and%20Transactional%20msg%20sndg%20entity.pdf>

**ANNEXURE A**

SENDER ID TO BE ACTIVATED: \_\_\_\_\_\_\_\_\_\_\_\_\_

(Fix 6 Characters & Alphabets Only, Eg: WEBSMS)

**ANNEXURE B**

LIST OF TRANSACTIONAL SMS TEMPLATES TO BE APPROVED:

(**Sample Template:** Dear %Variable%, your subscription for our %Variable%, services has been ended, kindly make a payment of Rs. %Variable%, to renew.)

**Templates :**

**Authorized Signatory Signature Stamp of the Organization/ Company**

**(Operating Business Address above)**