

An English version of “Appendix 4 to the Agreement: Acceleration Program regulations”

## **Overview of the Regulations of the Space3ac Intermodal Transportation Acceleration Program**

### § 1

#### **Regulations**

The following regulations (hereinafter referred as the “Regulations”) determine the rules of Space3ac Intermodal Transportation Acceleration Program (hereinafter referred as the “Program”).

### § 2

#### **Organizer**

The organizer of the program (hereinafter referred as the “Organizer”) is the Pomeranian Special Economic Zone Limited Liability Company, based in Sopot (address: 81-703 Sopot, ul. Władysława IV/9) entered into the Register of Entrepreneurs of the National Court Register kept by the Gdansk District Court in Gdansk – Północ, VIII Economic Division of the National Court Register, under no. KRS 0000033744, NIP: 5880019192, REGON: 190315182

### § 3

#### **Program aims**

1. The Program aims to increase the cooperation level of micro and small companies (start-ups) with Large Companies (LC), including state-owned companies, in order to commercialise innovative solutions, including products and services, proposed by the start-ups for Large Companies.
2. The program is conducted in the implementation of the agreement concluded between the Organizer and the Polish Agency for Enterprise Development Agreement No. UDA-POIR.02.04.01-0024 / 16-00 to grant a grant for project implementation No. POIR.02.04.01-0024 / 16 "Satellite techniques for intermodal transport" Priority Axis II: Support for the environment and capacity of enterprise for R&D activity, Measure 2.4 Cooperation within the framework of the national innovation system, Sub-Action 2.4.1 inno\_LAB center for analysis and piloting of new instruments.
3. The aid granted to Program Participants provides assistance to start-up Entrepreneurs starting their business and is provided in accordance with the Regulation of the Minister of Infrastructure and Development of 10 July 2015 on the granting of financial assistance by the Polish Agency for Enterprise Development under the Smart Growth Operational Program 2014-2020.

### § 4

#### **Definitions**

Whenever the following term is used in the Agreement:

1. Large Company – this should be understood as Entity other than a Micro, Small or Medium Enterprise, within the meaning of Annex I to Commission Regulation No. 651/2014, including a Company with the participation of State Treasury conducting its business activity on the territory of the Republic of Poland confirmed by the entry in the relevant register which will be involved in the implementation of the Acceleration Program. A Large Company list is available at the <http://www.space3ac/> website;

2. Partner – this should be understood as an entity supporting the conducting of the Program. A list of Program Partners is available at the <http://www.space3.ac/> website;
3. Program Participant – this should be understood as a Micro, Small or Medium Enterprise working as a company, who is the Program participant and meets the requirements described in § 21 of the Regulation of the Minister of Infrastructure and Development of 10 July 2015 on the financial assistance provided by the Polish Agency for Enterprise Development under the Smart Growth Operational Program 2014-2020,
4. Idea – this should be understood as the Project submitted by the Program Participant of satellite technology utilization for intermodal transport use.
5. Investment Committee – this should be understood as the team appointed to evaluate and supervise the implementation of Ideas of the Program Participants.

## § 5

### General provisions and applying to the Project

1. The program aims to find and develop ideas related satellite data for intermodal transport use.
2. Participant to the Program can be only Micro Enterprises and Small Enterprises operating as a capital company, which meet the conditions set out § 21 of the Regulation of Minister of Infrastructure and Development of 10 July 2015, which fulfils the conditions for granting financial assistance by the Polish Agency of Industrial Development within the Smart Growth Operational Programme 2014-2020, and which submitted an application describing the Concept related to the Programme by the application form available at the <http://www.space3.ac/apply/> and <http://www.space3.ac/pl/apply> websites.
3. The submitted application referred to in paragraph 2, signifies the acceptance of the terms and conditions of the Regulations and constitutes an agreement to the terms and conditions of cooperation described therein.
4. Each Program Participant, under the pain of exclusion from the Program, is obliged to provide in writing to the Organizer within 14 days of the completion of the substantive assessment of the First Degree, a signed document in accordance with the principle of representation applicable to a given Program Participant:
  - 4.1. Statements required to be submitted after the first stage substantive assessment
    - a. Declaration on meeting the criteria of compatibility with obtaining aid in accordance with Article 22 EU of the Commission Regulation 651/2014 of 17 June 2014 (according to the template provided by the Organizer) and § 21 of the Regulation of the Minister of Infrastructure and Development of 10 July 2015 on the granting of financial assistance by the Polish Agency for Enterprise Development within the framework of the Smart Growth Operational Program 2014-2020 (according to the template provided by the Organizer);
    - b. Program Participant Statement that the Idea does not apply to activities excluded from support and that the Program Participant is not excluded from applying for co-financing under the Program (according to the template provided by the Organizer);
    - c. Program Participant Statement that he is not a participant in another Accelerated Program under the Smart Growth Operational Program 2014-2020 Priority Axis II: Support for the environment and capacity of enterprise for R&D activity, Measure 2.4 Cooperation within the framework of the national innovation system;
    - d. Program Regulations.
5. Each Program Participant, under pain of exclusion from the Program is obliged to provide in written form the following statements to the Organizer within 7 days counting from the Preparation Camp, signed in accordance to the principle of representation applicable to a given Program Participant:

- a. Statement on compliance with SME criteria,
  - b. Information form for applying aid other than aid in agriculture or fisheries, de minimis aid or de minimis aid in agriculture or fisheries
  - c. Statement on bank account
  - d. Material and financial schedule
  - e. Current deduction from the register of entrepreneurs of the Program Participant
6. By submitting an idea application to the Programme the Program Participant declares:
- a. a) consent for public share of information about the Idea name and Participation to the Program, to carry out the Program and to promote it on the Program's websites;
  - b. b) to agree to make available the Idea description to the members of the Investment Committee in order to evaluate it under the Regulations,;
  - c. c) that the Idea does not violate any law or protected third party rights and that he is fully entitled to submit the Idea to the Program and submitted a true statement;
  - d. d) He is entitled to submit the Idea on behalf of the Program Participant and to accept the terms and conditions of the Regulations on behalf of the Program Participant.
7. All communication with the Program Participant will be made via e-mail sent to the address of the Program Participant submitted on the form referred to in section 2 above. In special cases the Organizer reserves the right to communicate to the Program Participants in other forms, such as phone calls. The arrangements concluded in the call will be summarized by the Organizer in form of a note.

## § 6

### Acceleration program

1. The program will be conducted in two stages:
  - a. STAGE 1: The recruitment phase for the second edition will last from the date of 01.09.2017 until the day of 30.11.2017 and will consist of two parts: receiving applications and evaluation of the Investment Committee (hereinafter referred as the "Recruitment of Participants") and the Preparation Camp;
  - b. STAGE 2: Acceleration phase (hereinafter referred as the "Acceleration Phase").
2. Recruitment of Participants will be conducted from the date of 01.09.2017 until the day of 30.11.2017 under the following rules
  - a. Within the Program Large Companies will provide a list of problems, which should be solved by Program Participants. The list of problems will be available at the Program website at [www.space3.ac](http://www.space3.ac);
  - b. Program Participants will submit Ideas, which fit to the listed problems of one of the Large Companies;
  - c. Program Participants can also submit Ideas, which do not provide solutions to the listed problems, however they are related to satellite data use for intermodal transport;
  - d. Applications to the Program are accepted electronically according to the terms specified in § 5 section 2 of the Regulations. The Organizer reserves the right to extend the deadline for Program applications;
  - e. From the Ideas submitted in the way described above the Investment Committee will select at least 25 ideas, which will be qualified to participate in the Preparation Camp. However the final number of Ideas qualified to participate in the Preparation Camp depends on the Investment Committee decision (in justified cases the Investment

Committee may also decide to reduce the number of qualified Ideas to participate in the Preparation Camp);

- f. The Investment Committee will make the selection referred in point e above, based on a first stage formal and substantive analysis. However a Program Participant, who will not meet the formal requirements listed in point k below, will be excluded from the Program at the Recruitment Phase;
- g. The first stage substantive assessment will be conducted after the date referred in point d above, basing on the following criteria:
  - Evaluation of Idea and Business Model
  - Evaluation of Idea development stage
  - Evaluation of the Program Participant experience and the Idea project team
  - Market evaluation on which the Idea will be implemented and competition assessment
  - Relation to the Program theme and problems listed by Large Companies;
- h. Within the first stage substantive assessment Investment Committee members will evaluate all criteria listed above of each Idea on a 0-5 point scale. The sum of earned points will determine the placement on the list qualified Participants to the Preparation Camp. In case when several Ideas will obtain the same amount of points, the order will be determined based on the criterion on convergence of submitted Idea to Program theme and the problems listed by Large Companies. If the Idea order cannot be determined based on the above, then the submission date of the Idea to the Program will be decisive;
- i. The Investment Committee will inform the Program Participants on the completion of the first stage substantive assessment by sending them the relevant information in accordance to § 5 section 7 of the Regulations
- j. Within a deadline of 14 days counted from the day of first stage substantive analysis completion each Program Participant, is obliged to provide the Organizer signed documents in written form, specified in § 5 section 6 of the Regulations. Failure in providing the documentation will result in exclusion from the Program. In case of missing documentation the Investment Committee will call the Participant, in accordance to § 5 section 6 of the Regulations, to provide the relevant additions within 3 days counted from the date of call despatch;
- k. Based on the submitted documents, referred to in point j, the Investment Committee will conduct a formal assessment of the Program Participant, based on fulfilling the following formal requirements at the moment of mentioned documents compliancy:
  - The Program Participant is a capital company within the meaning of the provisions of Act of 15 September 2000 from the Commercial Companies Code;
  - The Program Participant is meets the criteria, referred to in art. 22 of the EC Regulations 651/2014 of 17 June 2014 and § 21 of the Regulation of the Minister of Infrastructure and Development of 10 July 2015 on the financial support provided by the Polish Agency for Enterprise Development within the Smart Growth Operational Program 2014-2020;
  - The Program Participant is not excluded from applying for financial support within the Program;
  - The subject of the submitted Idea does not apply to activities excluded from obtaining financial support within the Program;
  - The Program Participant is not simultaneously participating to another acceleration program conducted within the Smart Growth Operational Program 2014-2020 Priority Axis II: Support for the environment and capacity of enterprise

- for R&D activity, Measure 2.4 Cooperation within the framework of the national innovation system;
- The Program Participant has agreed to the terms and conditions of the Regulations.
- I. Each Program Participants will be informed individually on the selection to the Preparation Camp in accordance to § 5 section 7 of the Regulations.
3. The Preparation Camp will be conducted starting from 20.11.2017 until the day of 25.11.2017 basing on the following rules:
    - a. During the meeting members of the Investment Committee, representatives of Large Companies and representatives of Partners will be able to see a direct presentation of the Ideas by the Program Participants;
    - b. On their basis the Investment Committee members will conduct a second stage evaluation basing on substantive criteria and rules of substantive assessment, as referred in point 2 above;
    - c. Resulting from the evaluation of the Investment Committee for the Acceleration Phase 18 Program Participants will be qualified, whose Ideas will obtain the most points during the second stage substantive assessment. In justified cases the Investment Committee may also decide to reduce the number of qualified Ideas to participate in the Acceleration Phase;
    - d. Each of the Program Participants will be informed individually on his qualification to the Acceleration Phase, in accordance to § 5 section 6 of the Regulations;
    - e. Program Participants not qualified to the Acceleration Phase are not entitled to appeal against the decision of the Investment Committee.
    - f. The Organizer has the right to qualify teams to the acceleration program, which took part in the Preparation Camp of the I edition and successfully passed the I and II stage.
  4. The Acceleration Phase will be starting from 01.12.2017 until the day of 28.02.2018 and will be conducted according to the following rules:
    - a. For 4 weeks Program Participants will attend workshops divided into technical and business parts;
    - b. During 8 weeks the Program Participants will conduct tasks aiming to develop the products and services described within the Idea;
    - c. Within the Acceleration Phase Program Participants will obtain dedicated mentors, who will support them and take care of the development of the Project, as well as control the work progress of the Project;
    - d. Mentors will provide indicators (hereinafter referred as "KPI") to the Program Participants, whose implementation will determine further participation to the Project. Obligatory KPIs are: attendance at program meetings and number of completed tasks given by the supervisor/mentor.
  5. Program Participants will attend the Acceleration Phase based on the Acceleration Agreement signed with the Organizer. Signing the Acceleration Agreement constitutes the condition to participate in the Acceleration Phase.
  6. Program Participants are obliged to participate in the Acceleration Phase in teams of at least 2 persons (further referred to as "Program Participant Representatives"), including at least one person empowered to represent the company.
  7. Each Program Participant qualified to the Acceleration Phase, will obtain based on the Acceleration Agreement a development grant of 15 000.00 PLN (in words: fifteen thousand zlotys)
  8. Under the terms of the Acceleration Agreement, the Investment Committee will be able to grant the Program Participant additional co-financing for the development of the Idea for a maximum



amount of 185,000.00 PLN (one hundred and eighty five thousand zlotys). The Investment Committee may make the funding available in part basing on the fulfilment of KPIs by the Program Participant.

9. Based on terms specified in the Regulations (in particular in § 6 section 4 above) and the Acceleration Agreement, each Program Participant will receive support in the form of business and technical mentoring of up to PLN 50,000.00 (fifty thousand zlotys).
10. Program Participants are obliged to spend the received funding referred to in section 4 and 5 above in accordance with the material and financial schedule presented to and approved by the Investment Committee.
11. During the Acceleration Phase, Program Participants must work on the submitted Ideas, which means that:
  - a. In each week in the day agreed on with the mentor of the Program Participant, Program Participant representatives must attend a meeting where work for the current week is scheduled and a summary of the work done in the previous week is completed. Representatives of the Program Participant undertake to keep up to date information on the performed tasks within the IT system indicated by the Organizer;
  - b. Program Participants must attend business meetings organized by the team mentor and prepare a summary note of the meeting;
  - c. At least 1 representative of each Program Participant must attend the workshops organized each week during the Acceleration Phase.
12. Teams during the Acceleration Phase must adapt the prototype of their solution to the needs of the Large Company and determine the rules for its pilot implementation or purchase. For teams that do not address the specific problem listed by the Large Companies, it is necessary to prepare another prototype of their solution, which is ready for market implementation.
13. During the Acceleration Phase, the Program Participants must also prepare materials for potential investors, such as investment teasers, pitchdecks, and presentations on the Demo Day.
14. During the Acceleration Phase, the Program Participants are obliged to implement reporting and budgeting standards of their work as recommended by the Investment Committee.
15. If the Program Participants do not work on the Idea or otherwise violate the Regulations, the Investment Committee may, at the request of the mentor of a given Program Participant, decide to remove the Program Participant from the Project.
16. The Acceleration Phase ends with a Demo Day, during which Program Participants will have the opportunity to present the results of their work in front of Large Companies and Partners.
17. After completing the Acceleration Phase, the Program Participant who completed all stages may use the title " Scale UP - Space3ac Intermodal Transportation Graduate."

## § 7

### Control and liability principles

1. These Regulations form the basis of the Program and define the rights and obligations of the Program Participants.
2. The Program Participant is committed to particular compliance with these Regulations, active participation and participation in work conducted throughout the duration of the Program, and is committed to ensure that the Organizers are able to keep up to date on the progress of the Idea implementation
3. The Program Participant bears full responsibility for their actions as well as for the actions of the attending Program Participant Representatives.

4. The Organizer shall not be liable to any third party for any act or omission by Program Participants or Teams.
5. The Program Participant undertakes not to assert any claims from the Organizer to the Program Participant related to his participation in the Program.
6. Organizers reserve the right to take action, including cooperation with other Program Participants with similar or competitive ideas, without the consent of the other Participants of the Program, for the purposes of evaluating and verifying the submitted ideas.
7. The Organizer undertakes to ensure that the evaluators of the submitted Ideas will be required to keep confidentiality to all commercial, financial and organizational information.

§ 8

**Final provisions**

1. Participation in the Program does not require payment of money.
2. Personal data of Team members will be used in accordance with the conditions set out in the Act of 29 August 1997 on the protection of personal data (unified text: Law of 2016, Section 922.) The personal data administrator is the Organizer.
3. The Organizer reserves the right to change the Regulations.
4. The Organizer is entitled to make a binding interpretation of the provisions of the Regulations, which he performs in accordance with the rules of interpretation of the applicable law.

I accept the Regulations