

## REGULATIONS OF THE SPACE3AC POLAND PRIZE II ACCELERATION PROGRAM

The following terms and conditions (hereinafter referred as the “Regulations”) determine the rules of the “Space3ac Poland Prize II” Acceleration Program conducted under the Smart Growth Operational Programme 2014-2020, Priority Axis II: Support for the environment and capacity of enterprise for B+R+I activity, Sub-measure 2.5 Acceleration Programs.

The purpose of the Acceleration Program is to improve the innovativeness of the Polish economy by supporting startups from outside Poland in the development of solutions that will meet the needs of Industry Partners. "Space3ac Poland Prize II" will serve to strengthen the Polish startup ecosystem by transferring innovative ideas, business culture and talent from abroad and creating the image of Poland as the first choice country in Central and Eastern Europe for foreign startups.

### § 1

#### The Organizer

The organizer of the Program (hereinafter referred as the “Organizer”) is **Blue Dot Solutions Sp. z o.o.** based in Gdansk (address: Aleja Grunwaldzka 472, 80-309 Gdańsk, Poland) entered into the Register of Entrepreneurs of the National Court Register kept by the Gdansk District Court in Gdansk – Północ, VII Commercial Division of the National Court Register, under no. KRS 0000529485, NIP: 5842738619, REGON: 222175354.

### § 2

#### Definitions

Whenever the following term is used in the Agreement:

1. **Applicant** – this should be understood as the person or the team applying to the Program. Upon the signature of the Acceleration Agreement, the Applicant is obliged to meet the requirements of the Program Participant specified in §1 point 14 below;
2. **Acceleration Agreement** - this should be understood as the agreement concluded between the Organizer and the Program Participant during the Preacceleration phase, regulating the rights and obligations of the parties.
3. **Acceleration Program (Program)** - this should be understood as a unique program dedicated to Startups implemented as part of one of 2 Rounds, each based on intensive work with the Program Participants, including i.a advisory aid, mentoring and financial support aimed at accelerating the process of creating a product, service or technology and their commercialization, including the partnership cooperation with Industrial Partners. The Acceleration Program focuses on supporting Startups whose product, technological or service solutions can potentially be used in the areas indicated by the Industrial Partners;
4. **Caretaker** – this should be understood as a physical or moral person chosen by the Applicant/Program Participant responsible for, i.a:
  - a) legal assistance (legalization of stay, visa and other documents);
  - b) helping with the registration of the business activity in Poland;
  - c) assistance in choosing the company's HQ; bank and accounting;
  - d) assistance in drafting the company's articles of association;

- e) assistance in organizing accommodation.
5. **Custodian** - this should be understood as a physical or moral person chosen by the Applicant/Program Participant that will allow for an effective participation in the Acceleration Program (such as assistance with Industrial Partners, all documentation required for the Program, networking and work planning).
  6. **Grant** – this should be understood as the financial aid accorded to the Startups, referred to in Chapter 4 of the Regulation of the Minister of Infrastructure and Development of 10 July 2015 on granting financial aid by the Polish Agency for Enterprise Development under the Smart Growth Operational Program 2014-2020;
  7. **Idea** – this should be understood as the project submitted by the Applicant;
  8. **Industrial Partner** – this should be understood as the entity which intends to cooperate within the Programme with start-ups in selected areas and will be involved in the implementation of the Program. An Industrial Partner can be a medium-sized/large enterprise, a public sector financial unit or an investor. A list of Industrial Partners is available at the <http://polandprize.space3.ac/>;
  9. **Individual Acceleration Plan** - this should be understood as the Program Participant's work plan intended to be accomplished during the Acceleration phase, lasting no longer than 10 months from the date of signing of the Acceleration Agreement.
  10. **Individual Preacceleration Plan** - this should be understood as the Applicant's work plan intended to be accomplished during the Preacceleration phase (soft landing and development phase), lasting no longer than 3 months.
  11. **Investment Committee** – this should be understood as the team appointed to evaluate and select the Applicants as Program Participants as well as the team approving the completion of Startup Milestones; The Investment Committee is composed of representatives of the Organizer and Industry Partners.
  12. **Milestones** - this should be understood as goals set up for the Startup to be achieved at particular stages of the Program. Milestones will be jointly established by Industrial Partner, the Startup and the Organizer during the first meeting of the Investment Committee;
  13. **Partner** – this should be understood as an entity supporting the realization of the Program. The list of Program Partners is available at the <http://polandprize.space3.ac/> website;
  14. **Program Participant** – this should be understood as a **micro entrepreneur** or **small entrepreneur** (§22 of the EC Regulations 651/2014 of June 17th 2014) that has signed the Acceleration Agreement; is operating as a **capital company** (*Spółka kapitałowa* - §4 of Polish Commercial Companies Code of September 15<sup>th</sup> 2000) where at least **1 member of the board of directors is a non-polish citizen** and at least **50% of company shares belong to a non-polish citizen**; meets the criteria, referred to in art. and § 21 of the Regulation of the Minister of Infrastructure and Development of July 10th 2015 on the financial support provided by the Polish Agency for Enterprise Development within the Smart Growth Operational Programme 2014-2020; was not registered as any of the type of companies regulated by the Polish Commercial Code and based in the Republic of Poland prior of being accepted to the Preacceleration phase defined in §9.
- The Organizer reserves the right to accept companies registered in Poland prior of being accepted to the Preacceleration phase that took part in the *Poland. Business Harbour* program. Such companies should inform the Organizer prior to applying to the Program. The Organizer will contact the organizer of the *Poland Business Harbour* to confirm their participation. For the

purpose of signing the Acceleration Agreement, the Program Participant is allowed to be a capital company in the process of formation (*spółka w organizacji*).

15. **Round** - this should be understood as an edition of the Program lasting up to 13 months. The Program will be divided into 2 Rounds.

### § 3

#### Program goals

1. The Program aims to link innovative start-ups and international teams with Industrial Partners and Polish VC funds looking for innovations in areas, among others, **smart city and space technologies**.
2. The Program is based on the obligations set in the agreement concluded between the Organizer and the Polish Agency for Enterprise Development Agreement POIR.02.05.00-00-0003/20-00 to for project implementation No. POIR.02.05.00-00-0003/20 „Space3ac Poland Prize II” under the Smart Growth Operational Programme 2014-2020 Priority Axis II: Support for the environment and capacity of enterprise for B+R+I activity, Sub-measure 2.5 Acceleration Programs.

### § 4

#### The Applicant

1. The Applicant to the Program can only be an entity that:
  - a) if accepted to the Program, commits to meet the criteria of the Program Participant defined in §2 point 14;
  - b) submitted an application describing the Idea related to the Programme at <https://polandprize.space3.ac/apply/>;
  - c) if accepted as Program Participant meets the criteria, referred to in art. 22 of the EC Regulations 651/2014 of June 17<sup>th</sup> 2014 and § 21 of the Regulation of the Minister of Infrastructure and Development of July 10<sup>th</sup> 2015 on the financial support provided by the Polish Agency for Enterprise Development within the Smart Growth Operational Programme 2014-2020;
  - d) if accepted as Program Participant, is not simultaneously participating in any other 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 2.5 Poland Prize;
2. The Applicant, and later if accepted to the Program, the Program Participant cannot be an entity that:
  - a) participated, received financial or non-financial aid or acted as a partner in any other Acceleration Program under the Smart Growth Operational Programme 2014-2020 Priority Axis II:, Sub-measure 2.4.1 Poland Prize Programs or Sub-measure 2.5, Acceleration Programs;
  - b) is a shareholder or has shareholders that currently possess or previously possessed shares of an entity that participated, received financial or non-financial aid or acted as a partner in any other Acceleration Program under the Smart Growth Operational Programme 2014-2020 Priority Axis II:, Sub-measure 2.4.1 Poland Prize Programs or Sub-measure 2.5, Acceleration Programs;
  - c) has members of the board of an entity that participated, received financial or non-financial aid or acted as a partner in any other Acceleration Program under the Smart Growth Operational

Programme 2014-2020 Priority Axis II; Sub-measure 2.4.1 Poland Prize Programs or Sub-measure 2.5, Acceleration Programs.

3. By submitting an application to the Program, the Applicant accepts the terms and conditions of the Regulations and agrees to the terms of cooperation described therein.

## **§5**

### **Caretakers and Custodians**

1. The Applicant, and later if accepted to the Program, the Program Participant will have to use the services of a Caretaker (or multiple Caretakers, depending on services provided by a single Caretaker) for the duration of Stage I and of a Custodian for the duration of both Stages (Stage I and Stage II).
2. The Caretaker, can be financed by the Stage I Grant, according to §10 point 1.
3. The Custodian may be financed by the Stage I Grant for services performed during Stage I and from Stage II Grant for services performed during Stage II.
4. The Applicants may designate Caretakers/Custodians of their choosing, as long as they meet the requirement set in point 6 below and are approved by the Investment Committee.
5. During the Recruitment Phase the Organizer will present the Applicants a list of potential Caretakers and Custodians.
6. Investment Committee will only approve Caretakers and Custodians that have a minimum of 5 years of experience in their given field expertise, are fluent in Polish as well as one foreign language enabling them to work with the Applicant/Program Participant, have working experience as a mentor/tutor/custodian in at least 2 editions in any other the accelerations programs for startups.
7. In justified circumstances, the Investment Committee may exempt The Applicant from the requirement set in point 1 and point 6 above.

## **§6**

### **Application to the Program**

1. By submitting an Idea by applying to the Program, the Applicant declares:
  - a) consent for sharing the information about the Idea and the participation to the Program in order to fulfil the Program's goal and promote it on the Program's websites;
  - b) to agree to make available the Idea description to the members of the Investment Committee and the Polish Agency for Enterprise Development Agreement in order to evaluate it under the Regulations
  - c) to agree to the processing of their personal data by: the Organizer, the Industrial Partners and the Polish Agency for Enterprise Development Agreement;
  - d) that the Idea does not violate any law or protected third party rights as well as that the Applicants are fully entitled to submit the Idea to the Program and that the submitted declaration is a true statement;
  - e) the entitlement to submit the Idea on behalf of the Applicant and to accept the terms and conditions of the Regulations on behalf of the Applicant.
2. All communication with the Applicant will be made via e-mail sent to the address of the Applicant submitted on the application.

## § 7

### Acceleration program

1. The Program will be organized in three Rounds, each divided into two Stages:
  - a) Stage I:
    - Recruitment phase,
    - Preacceleration phase: (Soft landing and development phase).
  - b) Stage II:
    - Acceleration phase
    - Post-acceleration phase.
2. For the first edition - Round 1:
  - The Recruitment phase: **01.03.2021 to 07.09.2021** (deadline for applications – **17.08.2021**);
  - Preacceleration phase: **08.09.2021 to 31.10.2021**;
  - Acceleration phase: **01.11.2021 – 30.04.2022**;
  - Postacceleration phase: **01.12.2021 – 31.01.2023**.
3. For the second edition - Round 2:
  - The Recruitment phase: **01.09.2021 to 31.12.2021** (deadline for applications – **30.11.2021**);
  - Preacceleration phase: **01.01.2022 – 31.03.2022**;
  - Acceleration phase: **01.04.2022 – 30.09.2022**;
  - Postacceleration phase: **01.05.2022 – 31.01.2023**.
4. For the third edition - Round 3:
  - The Recruitment phase: **01.01.2022 to 31.03.2022** (deadline for applications – **15.03.2022**);
  - Preacceleration phase: **01.04.2022 – 30.06.2022**;
  - Acceleration phase: **01.07.2022 – 31.12.2022**;
  - Postacceleration phase: **01.08.2022 – 31.12.2022**.
5. The dates presented in point 3 and 4 above are subject to change.
6. The Applicant, and later if accepted to the Program, the Program Participant will attend the Preacceleration, Acceleration and Post-acceleration phases based on the obligations set in the Acceleration Agreement signed with the Organizer.

## § 8

### Recruitment phase

1. The Recruitment phase will be conducted based on following rules:
  - a) Within the Program, Industrial Partners will provide a list of problems and areas of interest, which should be solved by the Applicants. The list of problems is available at <https://polandprize.space3.ac>;
  - b) Applicants will submit Ideas, which apply to the listed problems of one of the Industrial Partners.
  - c) Applicants can also submit Ideas, which do not provide solutions to the listed problems, however, are related to the Program's theme;

- d) Applications to the Program are accepted online via the application form available at <https://polandprize.space3.ac/apply/>;
  - e) The deadline for applications is set for:
    - Round 1 – 17th of August, 2021;
    - Round 2 – 30th of November, 2021.
    - Round 3 – 15th of March, 2022.
  - f) The Organizer reserves the right to extend the deadline for submitting applications;
  - g) From the Ideas submitted in the way described above, the Investment Committee will select at least 10 Ideas, which will be qualified to participate in the Preacceleration phase as well as a number of ideas that will be put on the reserve list. However, the final number of Ideas qualified to participate in the Preacceleration phase depends on the Organizer decision (in justified cases the Investment Committee may also decide to reduce the number of qualified Ideas to participate in the Preacceleration phase).
  - h) The Investment Committee will make the selection for the Preacceleration phase, based on a first stage formal and substantive analysis.
  - i) The formal and substantive analysis will be conducted basing on the following criteria:
    - Evaluation of the Idea and business model;
    - Evaluation of the draft versions of the Individual Preacceleration Plan and the Detailed Financial Schedule;
    - Evaluation of the Applicant experience and the Idea project team;
    - Market evaluation and competition assessment;
    - Relation to the Program theme and problems listed by Industrial Partners; .
  - j) Within the formal and substantive analysis, the Investment Committee members will evaluate all criteria listed above for each Idea on a 0-5 point scale. The sum of earned points will determine the placement on the list of the qualified Applicants to the Preacceleration phase. In case when several Ideas will obtain the same amount of points, the order will be determined basing on the criterion on convergence of submitted Idea to Program theme and the problems listed by Industrial Partners. If the Idea order cannot be determined basing on the above, then the submission date of the Idea to the Program will be decisive;
  - k) The Investment Committee will inform the Applicants on the completion of formal and substantive analysis by email.
2. Based on the submitted documents, the Investment Committee will conduct a formal assessment of the Applicant, based on fulfilling the formal requirements described in the Regulations.

## § 9

### **Preacceleration phase:**

#### **Soft landing and development phase**

1. The Organizer will provide access to entities which will be able to provide support to the Applicants that successfully passed the Recruitment phase:
  - a) with opening a capital company in Poland and to completing all required documents needed to sign the acceleration agreement;
  - b) accommodation;
  - c) trainings to conduct business in Poland and participation to networking meetings.
2. The Preacceleration phase will last no longer than 3 months.

3. Applicants are obliged to attend the Preacceleration phase in groups of at least 2-person teams, including at least one person authorized to represent the company.
4. At the end of the Preacceleration phase, the Investment Committee will make the selection for the Acceleration phase, based on a second stage formal and substantive analysis.
5. During the Preacceleration phase, preceding the second stage formal and substantive analysis by the Investment Committee, Applicants will have to open a capital company in Poland, register it and sign the Acceleration Agreement.
6. Up to 7 working days prior to the second stage formal and substantive analysis by the Investment Committee, the Organizer will determine if the Applicant has properly filled and signed the Agreement Acceleration and all the attachments referred to in point 8 letter d) below.
7. The Applicant/Program Participant will be allowed to the second stage formal and substantive analysis by the Investment Committee only if the Organizer will determine that the Acceleration Agreement and all the attachments are filled and signed properly.
8. The second stage formal and substantive analysis will be organized basing on the following rules;
  - a) During the meeting, members of the Investment Committee, will be able to see a presentation of the Applicants Ideas;
  - b) On this basis the Investment Committee members will conduct a second stage formal and substantive analysis.
  - c) Basing on the evaluation of the Investment Committee, the Ideas that will obtain the most points during the second stage formal and substantive analysis and will meet the formal requirements will be qualified. In justified cases, the Investment Committee may also decide to reduce the number of qualified Ideas to participate in the Acceleration phase.
  - d) Each Applicant, under pain of exclusion from the Program, is obliged to sign the Acceleration Agreement before starting the Acceleration phase as well as:
    - Statement on meeting SME criteria;
    - Information form for applying for aid other than aid in agriculture or fisheries, de minimis aid or de minimis aid in agriculture or fisheries;
    - Statement, that a member of the company's board of directors is a non-polish citizen and at least 50% of company shares belongs to non-polish citizens;
    - Statement on non-participation in other Acceleration Programs;
    - Statement on the bank account;
    - Signed version of the Regulations;
    - Description of the Submitted project in form of an application and presentation;
    - Detailed Financial Schedule of the Preacceleration Plan;
  - e) Each Applicant will be informed individually via e-mail submitted on the application form if they qualified to the Acceleration phase.
  - f) Applicants not qualified to the Acceleration phase are not entitled to appeal to the decision of the Investment Committee.
  - g) The organizer has the right to qualify an Applicant to the Acceleration Program, who applied in the first Round of the Program and passed the formal and substantive analysis of the Investment Committee.
  - h) In justified cases the Organizer reserves the right to organize an additional date for the second stage formal and substantive analysis.

## § 10

### The Grant

1. Each Program Participant qualified to the Preacceleration phase, will obtain based on the Acceleration Agreement, a **Stage I Grant** up to **50,000.00 PLN (in words: fifty thousand PLN)**.
  - a) The **Stage I Grant** can be used for expenses carried out in during the Soft landing and development phase of Stage I.
  - b) The Soft Landing expenses cannot exceed 20% of **Stage I Grant** and can be used for the payment of the Caretaker (up to 50% of the total Soft Landing expenses) and members of the Applicants team.
2. **The Stage I Grant** will be granted and transferred only after signing the **Acceleration Agreement** with the Organizer.
3. Under the terms of the Acceleration Agreement, in addition to the amount set in point 1 above, the Investment Committee will be able to grant the Program Participant co-financing for the development of the Idea – **Stage II Grant** up to **250,000.00 PLN (two hundred fifty thousand PLN)**. The Investment Committee may make the funding available in parts basing on the fulfilment of specified Milestones by the Program Participant.
4. Program Participants are obliged to spend the received funding referred to in point 1 and 3 above in accordance with the Financial Schedule of the Preacceleration Plan and the Financial Schedule of the Acceleration Plan presented to and approved by the Investment Committee.

## § 11

### Additional provisions

1. Participation in the Program does not require any payment.
2. Tax (VAT) expenses are not included in the costs eligible for financing from the Grant under the Program.
3. If the Applicant violate in a flagrant manner the Regulations, the Investment Committee may decide to remove him from the Program.
4. The Applicant acknowledges that he is aware that being accepted to the Preacceleration phase (Stage I), opening a capital company in Poland and signing the Acceleration Agreement **does not ensure** that he will be accepted in the Acceleration phase (Stage II) and granted the Stage II Grant. The Organizer informs that the opening and ownership of a capital company in Poland is tied to legal obligation and operational costs set by polish legislature.

## § 12

### Control and liability principles

1. These Regulations form the basis of the Program and define the rights and obligations of the Applicants and Program Participants.
2. The Applicant, and later if accepted, 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 Applicant, and later if accepted, the Program Participant bears full responsibility for their actions as well as for the actions of their representatives.



4. The Organizer shall not be liable to any third party for any act or omission by Program Participants, Applicants.
5. The Applicant, and later if accepted, the Program Participant undertakes not to assert any claims from the Organizer to the Program Participant or the Applicant related to his participation in the Program.

### § 13

#### GDPR

1. Personal data of the Applicants or Program Participants, their future employees and co-operating persons will be used in accordance with the conditions set out in Regulation of European Parliament and Council (EU) 2016/679 of 27 April 2016 on the protection of individuals with regard to processing personal data and on the free movement of such data and the repeal of Directive 95/46/EC (hereinafter: GDPR). The personal data administrator is the Organizer (hereinafter also referred to as the "Administrator") contact information: Al. Grunwaldzka 472, 80-309 Gdansk, e-mail: [office@bluedotsolutions.eu](mailto:office@bluedotsolutions.eu). The Administrator reserves the right to change its contact details. The Administrator will notify the Applicants/Program Participants in the event of change of contact details. The Applicants/Program Participants agrees to the processing of their personal data by: **the Organizer**, the **Industrial Partners** and the **Polish Agency for Enterprise Development Agreement** regarding the fulfillment of the Program and goals stated below as well as allowing the Organizer to transfer personal data to the Industrial Partners and the Polish Agency for Enterprise Development Agreement.

The Applicants/Program Participants acknowledge that:

- a) Personal data referred above will be used for:
  - conducting business communication;
  - transferring the data to the Industrial Partners for Program purposes
  - transferring the data to the Polish Agency for Enterprise Development Agreement for Program Purposes,
  - achieving the Program's goals, including all actions required to do so;
  - determining, investigating or defending against claims to the above-mentioned agreements or related to the processing of Applicants/Program Participants Personal data due to the fact that processing Personal Data is necessary for the performance of our legitimate interest, which is the possibility of determining, investigating or defending against claims, personal data during processing of data,
  - meeting legal requirements set under the European Union or Polish law.
- b) Recipients of personal data may be entities linked capitally or personally with the Administrator: claims buyers; entities authorized to receive personal data on the basis of applicable law (including courts and state bodies); accounting, legal, auditing and other entities providing services to the Administrator in the scope of services they provide.
- c) Personal data will be kept by the Administrator for the duration of their usefulness regarding goals set up in letter a) above.
- d) In relation to the processing of personal data, the Applicants/Program Participants have the right to:

- requests from the Administrator to access their personal data,
- requests from the Administrator to correct their personal data,
- requests from the Administrator to delete their personal data,
- requests from the Administrator to limit the processing of their personal data,
- object to the processing of their personal data by the Administrator,
- object to the transferring of their personal data,
- lodging a complaint to the supervisory body dealing with the protection of personal data in
- submit a complaint to the supervisory body dealing with the protection of personal data if they consider that the processing of personal data violates the GDPR.

In order above use the rights, you must contact the Administrator. The Administrator's contact details are indicated above.

#### **§ 14**

##### **Final provisions**

1. The Organizer reserves the right to change the Regulations.
2. The Organizer is entitled to make a binding interpretation of the provisions of the Regulations, which are performed in accordance with the rules of interpretation of the applicable Polish law.

I accept the Regulations