

## REGULATIONS of the “Space3ac Enterprize” PILOT PROGRAM

**§ 1****Regulations**

The following regulations (hereinafter referred as the “Regulations”) determine the rules of the “Space3ac Enterprize” acceleration pilot program conducted under the Smart Growth Operational Programme 2014-2020, Priority Axis II: Support for the environment and capacity of enterprise for R&D&I activity, Sub-measure 2.4.1 Centre for analysis and pilotage of new instruments: inno\_LAB “Poland Prize” (hereinafter referred as the “Program”).

**§ 2****Organizer**

The organizer of the Program (hereinafter referred as the “Organizer”) is Blue Dot Solutions Limited Liability Company, based in Gdansk (address: Aleja Grunwaldzka 472, 80-309 Gdańsk) 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.

**§ 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 such areas as logistics, proptech, data science and space industry.
2. The program is conducted in the implementation of the agreement concluded between the Organizer and the Polish Agency for Enterprise Development Agreement UDA-POIR.02.04.01-00-0001/18-00 to grant a grant for project implementation No. POIR.02.04.01-00-0001/18 „Space3ac Enterprize” under the Smart Growth Operational Programme 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, Sub-measure 2.4.1 Center for analysis and piloting of new instruments inno\_Lab Poland Prize Pilot Programs.
3. The aid granted to Program Participants provides assistance to 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 Programme 2014-2020.

**§ 4****Definitions**

Whenever the following term is used in the Agreement:

1. **Industrial Partner** (INP) – 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. A list of Industrial Partners is available at the <http://polandprize.space3ac/>;
2. **Partner** – this should be understood as an entity supporting the realization of the Program. A list of Program Partners is available at the <http://polandprize.space3ac/> website;

3. **Program Participant** – this should be understood as a micro or small entrepreneur working as a capital company, registered not earlier than on January 1<sup>st</sup> 2019, who is the Program Participant and meets the requirements described in § 21 of the Regulation of the Polish Minister of Infrastructure and Development of July 10<sup>th</sup> 2015 on the granting of financial assistance by the Polish Agency for Enterprise Development under the Smart Growth Operational Program 2014-2020, where at least 1 company board member is a foreigner, and at least 50% of company shares belong to foreigners who:
  - a) were not registered self-employed sole trader in the Republic of Poland;
  - b) were not partners or shareholders in partnership companies or capital companies regulated by the Polish Commercial Companies Code registered and based in the Republic of Poland;
  - c) did not hold the position of board members in any of the type of companies regulated by the Polish Commercial Code registered and based in the Republic of Poland;who has successfully passed the recruitment process, was accepted in the Acceleration Phase and has signed the Acceleration Agreement with the Organizer.
4. **Idea** – this should be understood as the Project submitted by the Applicant related to such areas as: innovations in logistics, proptech, data science and space industry.
5. **Applicant** – this should be understood as the person or the team applying to the Program.
6. **Investment Committee** – this should be understood as the team appointed to evaluate and supervise the implementation of Ideas of the Applicants.

## § 5

### General provisions and application to the Project

1. The program aims to support the environment and potential of entrepreneurs in conducting R&D&I activities by linking innovative start-ups and international teams with Industrial Partners and Polish VC funds looking for innovations in such areas as logistics, proptech, data science and space industry.
2. The Applicant to the Program can only be an entity that, no later than 7 days after signing the Acceleration Agreement, commits to transform into a micro entrepreneur or small entrepreneur operating as a capital company, who meets the conditions set out in § 4 section 3 above and §21 of the Regulation of the Polish Minister of Infrastructure and Development of July 10<sup>th</sup> 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 who submitted an application describing the Idea related to the Programme by application form available at the <https://polandprize.space3.ac/apply/> website.
3. By submitting the application referred to in section 2 above, the Applicant accepts the terms and conditions of the Regulations and agrees to the terms of cooperation described therein.
4. Each Applicant, under the pain of exclusion from the Program, is obliged to provide in electronic form to the Organizer within 14 days of the completion of the substantive assessment of the First Degree the following documents:
  - a) The Applicant's Statement that the Idea does not fall into the activities excluded from support and that the Applicant is not excluded from applying for co-financing under the Program (according to the template provided by the Organizer);
  - b) The Applicant's Statement that they are not a participant in any another Acceleration Program under the Smart Growth Operational Programme 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;
  - c) A signed copy of the Program Regulations.

5. In the event that the documents set out in section 4 above are not delivered, the Investment Committee will request the Applicant, in regard to §5 section 7 of the Regulations, to submit the required supplements within 3 working days from the date of the request.
6. By submitting an Idea by applying to the Program, the Applicant declares:
  - a) consent for sharing the information about the name of 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 in order to evaluate it under the Regulations;
  - c) 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;
  - d) 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.
7. All communication with the Applicant will be made via e-mail sent to the address of the Applicant submitted on the form referred to in section 2 above. In special cases the Organizer reserves the right to communicate with Applicants in other forms, i.e. by phone calls. Arrangements made by phone will be followed by a note written down by the Organizer.

## § 6

### Acceleration program

1. The program will be conducted in two editions, each divided into three stages:
  - a) Stage I: consisting of three parts: receiving applications and evaluation of the Investment Committee (hereinafter referred as the "Recruitment of Participants") Preparation Camp and Soft Landing
  - b) Stage 2: Acceleration phase (hereinafter referred as the "Acceleration Phase").
  - c) Stage 3: Post-acceleration phase.
2. The Recruitment of Participants will be conducted:
  - a) Edition I: from September 1st 2018 to November 30th 2018;
  - b) Edition II: from February 1st 2019 to June 30th 2019
3. The Recruitment 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 Applicants. The list of problems will be available on the Program website 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 electronically according to the terms specified in § 5 section 2 of the Regulations. The Organizer reserves the right to extend the deadline for submitting applications;
  - e) From the Ideas submitted in the way described above, the Investment Committee will select at least 15 Ideas, which will be qualified to participate in the Preparation Camp 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 Preparation Camp 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 Preparation Camp).

- f) The Investment Committee will make the selection referred in point e above, based on the Stage I formal and substantive analysis.
- g) The Applicant, who will not meet the formal requirements listed in point j below, as well as the requirements listed in in § 6 section 5, point d below will be excluded from the Program in a later date.
- h) The Stage 1 substantive assessment will be conducted after the date referred in section d above, basing on the following criteria:
- Evaluation of Idea and Business Model;
  - Evaluation of Idea development stage;
  - Evaluation of the Applicant 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 Industrial Partners;
- i) Within the Stage 1 substantive assessment 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 Preparation Camp. 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;
- j) The Investment Committee will inform the Applicants on the completion of the Stage 1 substantive assessment by sending them the relevant information in accordance to § 5 section 7 of the Regulations;
- k) Based on the submitted documents, referred to in § 5 section 4 and § 6 section 4, point d, the Investment Committee will conduct a formal assessment of the Applicant, based on fulfilling the following formal requirements at the moment of submission, with the following compliancy:
- The Applicant is an entity that commits to transform, no later than 7 days after signing the Acceleration Agreement, into a capital company within the meaning of the provisions of Act of 15 September 2000 from the Commercial Companies Code; where at least 1 member of the board of directors is a foreigner and at least 50% of company shares belong to foreigners, who:
    - 1) did not conduct business activities in the Republic of Poland;
    - 2) were not partners or shareholders in partnership companies or capital companies regulated by the Polish Commercial Companies Code registered and based in the Republic of Poland;
    - 3) did not hold the position of board members in any of the type of companies regulated by the Polish Commercial Companies Code registered and based in the Republic of Poland
  - The Applicant 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;
  - The Applicant 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 Applicant, and later if accepted, the 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 2.4 Cooperation within the framework of the national innovation system;

- The Applicant has agreed to the terms and conditions of the Regulations.

4. Each Applicant will be informed individually about the selection to the Preparation Camp in accordance to § 5 section 7 of the Regulations. The Preparation Camp will be held:
  - a) For the 1<sup>st</sup> Edition from the 10<sup>th</sup> to 21<sup>st</sup> of December 2018
  - b) For the 2<sup>nd</sup> Edition from the 17<sup>nd</sup> to 26<sup>th</sup> July 2019
5. The Preparation Camp will be organized basing on the following rules:
  - a) During the meeting, members of the Investment Committee, representatives of Industrial Partners and representatives of Partners will be able to see a direct presentation of the Ideas by the Applicant s;
  - b) On this basis the Investment Committee members will conduct a Stage II evaluation basing on substantive criteria and rules of substantive assessment, as referred in section 3 above;
  - c) Basing on the evaluation of the Investment Committee for the Acceleration Phase set out in point b above, at least 15 Applicants will be qualified., The Ideas that will obtain the most points during the Stage II substantive assessment and will meet the formal requirements set out in § 5 section 4 and in point d below 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 provide in written form the following signed documents, within 45 days from the Stage II substantive assessment, and no later than 7 days before the Acceleration Phase in accordance to the Program schedule:
    - 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 foreigner and at least 50% of company shares belongs to foreigners, who:
      - 1) did not conduct business activities in the Republic of Poland
      - 2) were not partners or shareholders in partnership companies or capital companies regulated by the Polish Commercial Companies Code registered and based in the Republic of Poland
      - 3) did not hold the position of board members in any of the companies regulated by the Polish Commercial Companies Code registered and based in the Republic of Poland
    - Statement on the bank account;
    - Material and financial schedule;
    - Current excerpt from the Register of Entrepreneurs of the Program Participant.
  - e) In certain cases, following the approval of the Organizer, the Applicant, instead of the excerpt from the Register of Entrepreneurs of the Program Participant, set out in section 5, point d, tiret 6 above, may instead provide a confirmation that the company is in the process of formation.
  - f) In case of missing documentation, listed in point d above, the Investment Committee will call the Applicant, in accordance to § 5 section 7 of the Regulations, to provide the relevant additions within 3 days counted from the date of request;

- g) Each of the Applicants will be informed individually on his qualification to the Acceleration Phase, in accordance to § 5 section 7 of the Regulations;
  - h) Applicants not qualified to the Acceleration Phase are not entitled to appeal to the decision of the Investment Committee.
  - i) The organizer has the right to qualify a team to the Acceleration Program, who took place in Edition I of the Preparation Camp and who has successfully completed the Stage I assessment. In justified cases the Organizer reserves the right to organize an additional date for the Preparation Camp or to allow the team to participate by using remote communication tools.
  - j) The organizer has the right to organize Prepreparation Camp remotely by using distance communication tools.
6. The Soft Landing will be organized basing on the following rules. The Organizer will provide support to the Applicants that successfully passed the Recruitment of Participants and the Preparation Camp:
- a) with opening a capital company in Poland and to completing all required documents needed to sign the acceleration agreement;
  - b) accommodation as well as food and beverages during the Soft-landing period;
  - c) trainings preparing them to conduct business in Poland and participation to networking meetings.
7. The Acceleration Phase will take place:
- a) Within Program Edition I starting from 1<sup>st</sup> of February 2019 to 30<sup>th</sup> April 2019
  - b) Within Program Edition II starting from 1<sup>st</sup> of September 2019 to 30<sup>th</sup> of November 2019
8. The Acceleration Phase will be conducted according to the following rules:
- a) For 4 weeks Program Participants will attend workshops divided into technical and business parts;
  - b) For 8 weeks the Program Participants will conduct tasks aimed at product and service development 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 "KPIs") to the Program Participants, whose implementation will determine further participation in the Project. Obligatory KPIs are: attendance and number of completed tasks assigned by the Mentor.
9. 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.
10. Program Participants are obliged to attend the Acceleration Phase in groups of at least 2-person teams (hereinafter referred as "Program Participant Representatives"), including at least one person authorized to represent the company.
11. 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 PLN).
12. Under the terms of the Acceleration Agreement, in addition to the amount set in section 11 above, the Investment Committee will be able to grant the Program Participant co-financing for the development of the Idea in the maximum amount of 185,000.00 PLN (one hundred eighty-five thousand PLN). The Investment Committee may make the funding available in parts basing on the fulfilment of specified KPIs by the Program Participant.

13. Based on terms specified in the Regulations and the Acceleration Agreement, each Program Participant will receive support in the form of business and technical mentoring of up to 50,000.00 PLN (fifty thousand PLN).
14. Program Participants are obliged to spend the received funding referred to in section 11 and 12 above in accordance with the material and financial schedule presented to and approved by the Investment Committee.
15. During the Acceleration Phase, Program Participants are obliged to work on the submitted Ideas, which means that:
  - a) Once a week, on the day agreed with the Mentor, Program Participant Representatives must attend to a meeting where they will present the schedule for the current week and the work accomplished in the previous week. Program Participant Representatives undertake to keep up to date the information on the performed tasks within the IT system indicated by the Organizer;
  - b) Program Participant Representatives must attend business meetings organized by the Mentors of the given team 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.
16. The Teams, during the Acceleration Phase, must adapt the prototype of their solution to the needs of the Industrial Partner and determine the rules for its pilot implementation or purchase, whereas tasks related to the completion of the pilot implementation need to be concluded by the December 31<sup>st</sup> 2019. Teams that will not address the specific problem listed by the Industrial Partner, will have to prepare another prototype of their solution, which is ready for market implementation.
17. During the Acceleration Phase, the Program Participants are also obliged to prepare materials for potential investors, such as investment teasers, pitchdecks, and presentations on the Demo Day.
18. During the Acceleration Phase, the Program Participant Representatives are obliged to implement reporting and budgeting standards of their work as recommended by the Investment Committee.
19. During the Acceleration Phase to Program Participant will propose an Advisory Boards, in which a Mentor or a Team supporting the Program Participant in the business development will be included. The Advisory Board does not require to be accepted by the Organizer, however the Advisory Board must have at least 1 Mentor fulfilling the required qualification to advise within the project.
20. If the Program Participant Representative does not work on the Idea or otherwise violate in a flagrant manner the Regulations, the Investment Committee may, at the request of the Mentor of the given Program Participant, decide to remove the Program Participant from the Project.
21. 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 Industrial Companies and Partners.
22. After completing the Acceleration Phase, the Program Participant who completed all Stages may use the title "Space3ac Enterprize Alumni" and is obliged to add to its Idea website graphical information provided by the Organizer with an active link to the acceleration program website.

## §7

### 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, Mentors or Teams.
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.
6. The Organizer commits to ensure to keep in confidentiality all commercial, financial and organizational information regarding the Ideas, the Applicants and the Program Participants.

## **§ 8**

### **Final provisions**

1. Participation in the Program does not require any payment.
2. 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. The personal data administrator is the Organizer. Program Participants agree to the processing of their personal data and personal data of their future employees and people cooperating with them by the Organizer for purposes related to the implementation of the Project. Participants accepting these regulations declare their consent to the transfer of their personal data and personal data of their future employees and persons cooperating with them and the processing of these personal data by the Partners of the Organizer for purposes related to the implementation of the Project.
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 are performed in accordance with the rules of interpretation of the applicable Polish law.

I accept the Regulations