

“The Collider” Programme

2018 Edition Rules for participation

ORGANISING INSTITUTION

“The Collider” Programme (hereinafter “The Programme” or “The Collider”) is a programme promoted by the Barcelona Mobile World Capital Foundation (hereinafter “MWCcapital”) through its subsidiary, Barcelona Mobile Ventures, S.L. (hereinafter “mVenturesBcn”), with registered office in Barcelona (08039) at Plaça Pau Vila, Portal C, Planta 2, Edificio Palau de Mar and with Tax Certification No. B-66475989.

PURPOSE AND OPERATING PROCEDURE OF THE PROGRAMME

The purpose of the programme is to connect scientific talent with entrepreneurial talent with a view to creating highly innovative technology startups that turn the results of the scientific research from universities and research centres into marketable products or services. The Collider offers an alternative and complementary, commercial and business outlet for both skilled professionals and projects designed in our territory’s universities and research centres.

The programme follows a unique Venture Builder format methodology that pursues the creation of disruptive startups based on the formation of highly-qualified, multidisciplinary teams to identify and validate a business opportunity and to create a marketable product or service.

The programme will be run in several phases that involve different activities (keynote sessions, masterclasses, workshops, etc.) led by experts from industry and with advice from mentors who are specialists in entrepreneurship and who will tackle the different stages of creation of startups and their subsequent activation.

The schedule for the stages of the programme is detailed below. Some dates may be changed according to the organiser’s criteria:

a) “Collider Weekend” team creation (*weekend of 24 and 25 November 2018*)

This event entails the presentation of the programme by the organisation and the formal presentation of the participants in the multidisciplinary teams that will identify and validate a business opportunity in order to

subsequently design a marketable product or service. “Team building” activities will take place during the event to establish bonds among participants.

b) Phase 1: Identification and validation of the business opportunity and definition of the action plan (*from 10 December 2018 to 15 February 2019*)

This phase entails the identification and validation of the business opportunity and definition of the action plan, and will end with a public defence of the project before an expert committee that will decide upon its continuity on the programme and subsequent incorporation of the company (hereinafter “startup”), and also upon the terms of its initial investment, which will be assigned to the development of the Minimum Viable Product (MVP).

c) Phase 2: Creation and activation of startups in the “Venture Builder” process (*from 4 March to 21 June 2019*)

The purpose of this phase is to develop the Minimum Viable Product (MVP) and perform real-environment pilot trials.

Incubation space will also be offered at the offices of mVenturesBcn for those startups selected at the end of Phase 2 with a view to continuing the development of the business, deploying operations and fundraising (*from 22 June to 27 September 2019*)

The programme is committed to the formation of teams to create startups with high impact and considerable immediacy in industry while using the resources and assets of MWCcapital. To this end, participants will be offered an exceptional business development environment that will maximise business opportunities, minimise risks and cut performance times. This environment will provide the following resources:

- MWCcapital brand value (access to the network of contacts and events organised by MWCcapital).
- Over 100 hours of entrepreneurship training services.
- Over 20 inspirational talks by experts from industry, serial entrepreneurs, professional investors (angels) and institutional investors (venture capital funds).
- Access to a group of reputed mentors with proven experience in entrepreneurship and a commitment to the companies created.

- Incubation space at the offices of mVenturesBcn and Internet connection for selected participants during the different phases of the programme.
 - Advice on corporate structures and investment documents.
 - Training in fundraising and corporate structure in order to launch private capital funding rounds.
 - Access to the MWCcapital contacts network to facilitate new B2B commercial opportunities with corporate clients.
 - Access to the 4YFN Investors' Network and to mVenturesBCN Venture Capital Fund.
- 1.2. Candidates should have their own resources, i.e. computer equipment, telephones and/or office material, while the programme is in progress.
- 1.3.
- 1.4. Participants will have the backing of the programme's entire team to resolve any matter regarding the programme's organisation and operations.

PROGRAMME BENEFICIARIES

All those people of age who match one of the following profiles are beneficiaries of the programme:

- a. Scientific profile: Doctoral/PhD holders, PostDocs, masters' students or researchers who are associated in some way with a University research group or Research Centre, with a proven track record in the programme's technologies of interest (Artificial Intelligence, Internet of Things, Virtual Reality, 3D Modelling, Blockchain, 5G) and a commitment to the future startup as a co-founder.

All scientific candidates who take part in the programme must have authority to do so from the relevant body within the institution.

- b. Entrepreneurial profile: professionals who are seeking a new technology-type business project and who meet the following requisites:
- i. Proven track record –from 5 to 10 years– in entrepreneurship or in launching new initiatives in relevant projects in their sector.
 - ii. Experience in fundraising, having completed at least one investment round.
 - iii. Own network with investors (Business Angels, VC funds, etc.).
 - iv. Analytical capacity and experience in intuition- and on data-based decision-making.
 - v. High leadership and communication capability

- vi. Focus on and experience in Business Development
- vii. Alignment with the programme's intrinsic values: transparency, diligence and rigour.
- viii. Provision of two letters of recommendation from major endorsers consistent with the candidate's application.

The programme is aimed at scientific profiles and entrepreneurs from all over the world regardless of their nationality, provided that they have the required permits and visas to reside and work temporarily in Spain, as the programme takes place in Barcelona. The official language of the programme and of the contents conveyed therein will be English and occasionally Spanish.

COMMITMENT OF PARTICIPANTS

Candidates with a scientific or entrepreneurial profile who are totally committed to the programme's different activities are sought. Full-time dedication is essential in all phases of the programme as it will entail different sessions and activities for which attendance is compulsory and which are intended to assist the growth of the business projects. The full-time dedication of all selected participants is therefore required throughout the programme, except for activities of a type and with a dedication that can be made compatible with the programme (consult The Collider team for further information). Participants are also requested to move to the offices of mVenturesBcn in Barcelona during the months that the programme lasts.

Failure to fulfil the commitment of dedication to the programme, to adhere to the rules and the code of conduct explained at the start of the programme, and repeated lack of attendance at sessions held as part thereof, and mismanagement of the project by any participant member of the teams will lead to the candidate's direct expulsion from the programme without entitlement to any compensation whatsoever, be it economic or in the form of a share in any potential companies that may be incorporated.

REGISTRATION DOCUMENTATION

Participants must complete the online registration forms on the programme's official web page (<https://www.thecollider.tech>). The web page has a scientific profile form and another for the entrepreneurial profile.

The application deadline for participation in the programme is **23:59 CET on 30 September 2018 for entrepreneurial profile candidates and 23.59 CET on 14 October 2018 for scientific profile candidates.**

2. SELECTION OF CANDIDATES AND CREATION OF TEAMS

The selection process involves the following stages:

Stage 1: collection of candidatures

All candidatures must be submitted online at www.thecollider.tech using the proper forms. All applications must contain all the information required on the form, which must be properly completed. On the application form, all candidates must also accept the conditions for participation. Agreement to the conditions for participation implies total acceptance of the rights and duties contained therein.

Stage 2: Evaluation of candidates

When the application period is complete, only those profiles that match the defined criteria (see [Section 3](#)) will be given telephone interviews and, if necessary and possible, onsite interviews to determine the candidate's suitability and discover his or her motivation, availability and affinity with the programme. The recommendations provided by the candidate will subsequently be validated.

Stage 3: Creation of teams

When the evaluation phase for each candidature is complete, the teams will be formed on the basis of evaluation of the candidate, his or her affinity with the technology and the candidate's experience in any of the sectors related to the cases of technology usage. The candidate's compatibility with the scientific team will also be taken into consideration.

The makeup of teams will be validated by a committee of external experts.

The programme will select a maximum of 30 people who will form 10 teams. The teams will be predetermined before the "Collider Weekend", a period in which the necessary enquiries or notifications may be sent to ensure a correct match of technologies, University or Research Centre, scientific profiles and business expert profiles. A reserve list will also be drawn up in the event any of the selected people should withdraw.

Email notification of the following will be issued as of **9 November 2018**:

- the list of candidates who have been accepted on the programme;

- the list of candidates who have been included on the reserve list because of their score.
 - the list of candidates who have been ruled out.
- 2.1. Successful candidates in the scientific profile selection process will require the support and approval of a research group director and/or the relevant body of the University or Research Centre from which the scientists originates. mVenturesBcn will make any necessary enquiries with the University or Research Centre to validate the suitability of the scientific candidate.
 - 2.2. During the opportunity validation phase (Phase 1) any member of the teams may be replaced for reasons of compatibility with the team, full-time dedication on the programme and the project, and/or of alignment with the programme's values. All decisions regarding replacement will be agreed by the programme's organisation team, which will also undertake to notify the participant of said decision, which will yield no entitlement to any compensation, be it economic or in the form of a share in any potential companies that may be incorporated. During this phase, the projects will be led by teams formed by scientific profiles and entrepreneurs accompanied by experienced mentors who will provide advice and guidance throughout the process.
 - 2.3. During the Venture Builder phase (Phase 2), in order to boost the team's capabilities, it may be necessary to incorporate new members into a team or to outsource services in order to complement certain functions of the startup, which will be analysed at the necessary time.
 - 2.4. Participation in the team creation and opportunity validation stages (Phase 1) will not yield any payment or remuneration. In this regard, it should be mentioned that the creation of a business project from scratch requires a maturation time in which the economic return is not apparent until the achievement of determined objectives such as the initial sales or obtaining external funding. Those profiles with short-term economic needs are therefore requested to abstain from participating in the programme. This circumstance is not, however, an evaluable criterion in the process of selection of potential candidates.

The programme may request all the additional information that may be necessary about the candidate's employment or academic experience, and about participation in evaluation dynamics, interviews, skills tests, etc. with a view to undertaking the selection process.

3. OPPORTUNITY VALIDATION, CREATION OF STARTUPS, VENTURE BUILDER AND INCUBATION

During Phase 1, teams will work to identify and validate a business opportunity by analysing whether the technology or technological know-how possessed by the research group or scientific team resolves a market need. Until this point, no company will have been created. During this phase, teams agree to define a business plan that details the necessary resources and actions that will be performed from the moment the startup is founded. This phase will end with the submission of a business plan and public defence of the project before a committee of experts, formed by people designated by the mVenturesBcn management team. The committee of experts will assess the following aspects:

- Structure, cohesion and compatibility of profiles among team members.
- Conceptualisation of the product arising from the technology and the competitive advantage on its market.
- Identification of the business opportunity and total available market (TAM) including the beachhead market.
- Business plan, with special emphasis on financial forecasts and needs for private funding in the coming 18 months.
- Commitment of corporations in the performance of pilot trials or collaborations.
- Definition of the development for Minimum Viable Product (MVP).
- Plan for the Valuation of Project Intellectual Property, the Product and/or the technological asset.

The committee of experts, together with the mVenturesBcn management team, will use the above-mentioned criteria to determine which teams will access Phase 2, in which the startup will be founded. Once the Venture Builder process has begun, an initial investment for the purpose of developing the Minimum Viable Product (MVP) will be made. Teams that are not successful in Phase 1 must abandon the programme, although this does not necessarily mean that they will no longer enjoy some of the contents and inspirational talks that are held as part of the programme, all of which will remain at the absolute discretion of the programme's management team. Teams will be notified of the projects that have been chosen to continue to Phase 2 prior to the start of said phase.

The startups created during the programme will have a high technological component and their objective will be the creation of a product or service that solves the challenges raised by the programme and that is of interest to industry and to society.

During the Venture Builder phase (Phase 2) the startup will be founded and the following tasks will be performed:

1. Development of a Minimum Viable Product (MVP)
2. Definition of the value proposition for the client
3. Development of the go-to-market strategy
4. Definition of the business model
5. Definition of the fundraising strategy
6. Protection of the technology (patents, certifications, etc.)

A team of internal and external mentors and collaborators will therefore be available to advise the startups and help in achieving the abovementioned tasks.

The Venture Builder phase (Phase 2) will end with an event for presenting (Demo Day) the startup with a view to demonstrating the results obtained to date and the evolution of the business development plan. Upon completion of the Venture Builder phase (Phase 2), mVenturesBcn will be entitled, although not obliged, to co-invest in the startup together with other ecosystem agents based on objectives and targets and on the terms established in [Section 9](#).

Upon completion of the Venture Builder phase (Phase 2), mVenturesBcn will provide startups with office space at which to perform business development operations and implement all the startup's activities with which to measure initial progress and to attract the interest both of potential clients and of investors (fundraising).

The identification and validation of the business opportunity (Phase 1), the Venture Builder process (Phase 2), and the incubation period will take place at the facilities of The Collider at the Barcelona Tech City Building, Pier01, Plaza Pau Vila 1, in Barcelona.

Under no circumstance may projects be associated with illegal activities, sex, alcohol, tobacco, drugs, war, religion, politics or any other matter that is unaligned with the values of Sociedad Barcelona Mobile Ventures, S.L., and of the Barcelona Mobile World Capital Foundation.

4. CORPORATE STRUCTURE OF THE STARTUP

mVenturesBcn will have a share in the companies that are incorporated as part of The Collider programme. mVenturesBcn and the other partners of the incorporated companies (University or Research Centre if they have a share in the

company, and all the members of the entrepreneurial team) will sign a document known as the “Partners’ Agreement” which will regulate all internal relations and matters regarding the management of the company. The Partners’ Agreement will detail habitual practices in order to help the company to grow alongside the entrepreneurial team, and to ensure that it is appealing so that external investors may bring private capital in order to continue financing the company. Candidates may request further information about the corporate structure of startups and the model Partners’ Agreement by writing to: thecollider@mobileworldcapital.com.

During the validation phase (Phase 1), participants will be issued with all the necessary documentation, including a document entitled Term-Sheet, which will feature a summary of the conditions of the Partners’ Agreement and the commitments of all the parties involved and future partners in order to proceed with the creation of the startup. Candidates may request a model Term-Sheet to review from The Collider team by writing to: thecollider@mobileworldcapital.com.

Regardless of the initial percentage share of mVenturesBcn, the latter may, at its entire discretion and on the basis of the startup’s investment requirements, invest additional capital in the company through the mechanism indicated in Section 9.

INVESTMENT. CONCEPT AND OPERATING PROCEDURE.

During the validation phase (Phase 1), work team management methodology used by large technology corporations such as Google, Intel, LinkedIn and Twitter will be followed to establish a model with weekly reviews entitled OKR (objectives and key results) that will operate during Phases 1 and 2. A reporting methodology will therefore be established and this will mean in the future that the startup can work agilely and transparently with any investor type.

After analysis and approval of the Business Plan performed during Phase 1, mVenturesBcn may invest up to a maximum of FIFTY THOUSAND EUROS (€50,000) in each startup in order to develop the Minimum Viable Product (MVP) and validate it in pilot trails with at least two corporations during Phase 2. Regardless of this first initial investment, upon completion of Phase 2, mVenturesBcn reserves the right, although is not obliged, to co-invest in the startup alongside other external institutions after analysis of the forecasts and real cash needs of the startup and on the basis of compliance with the objectives or targets established in the Business Plan.

The investment will be channelled through convertible equity loans, a formula used regularly in investment operations that allows funds to be released relatively quickly to startups and eventually converted into company share capital. The

investment is subject in all events to compliance with the objectives set out in the programme.

This model will be used as a reference to perform the funding round together with external investors once the company has been incorporated.

Candidates may request The Collider team for a model "Convertible Equity Loan Agreement" to review by writing to: thecollider@mobileworldcapital.com.

The programme will provide startups with advice on public funding instruments and facilitate contact with its investor network through meetings or events (investors' days) that investors, Business Angels and venture capital funds may attend in order to streamline access to funding after Phase 2.

INTELLECTUAL PROPERTY

All material arising from participation in the programme will be the property of each team and will be comprehensively transferred to the startup upon its incorporation at no cost whatsoever. Business Plan, market study or validation, prototype, graphic materials, etc. are defined as material.

The departure of a participant from the programme, whether or not the startup has been incorporated and regardless of the reason, will not yield entitlement to ownership of the intellectual or industrial property rights generated during the programme.

Notwithstanding the foregoing, any technological asset (know-how, software licence or patent) resulting from work performed at a University or Research Centre is and will continue to be property of the latter. In order to create a startup that uses or transforms a technological asset from a University or Research Centre for commercial ends, a technology transfer agreement must be signed between the University or Research Centre and the Company. Said agreement will govern the terms and conditions according to which the commercial usage rights for the technological asset intended for transfer are assigned. On the basis of this agreement, the University or Research Centre will reserve economic rights on the commercial use of the technological asset (royalties), which are usually calculated using a company economic indicator such as a percentage over turnover or company profit.

CONFIDENTIALITY

The term “Confidential Information” includes, but is not limited to, all information, documentation, data, procedures, designs, knowledge, notifications and reports, strategies, business plans, projects, operation and businesses proposals, policies, rules, alignments, studies, statistics, graphics, diagrams, formulae, signs, drawings, plans, as well as financial statements, general balances, balance sheets, financial and economic analyses, know-how, software, any technical, legal, economic, financial, accounting, business information, including, corporate and/or employment information, any data whatever their electronic format, electromagnetic media containing private information, brands, patents, tradenames, industrial secrets, and maps, works, summaries, compendia, compilations, reports and all information that, as part of the programme, is protected by copyright and industrial property legislation.

The confidentiality of the information submitted by programme participants will be guaranteed, except for information of a general nature on projects and their participants, which may be distributed among the general public, at any time and in any media. Participants likewise agree to guarantee the confidentiality of the information and the knowledge generated during the programme, as well as the confidentiality of technological assets subject to transfer by the University or the Research Centre. mVenturesBcn reserves the right to take legal action to defend its interests in the event of breach of confidentiality by the Participants.

5. PERSONAL DATA PROTECTION

Personal data provided for the purposes of the programme, and updates thereof, will be processed by mVenturesBcn in accordance with provisions of this clause.

mVenturesBcn will process the personal data provided by the participants in order to manage their application to participate in The Collider programme and to inform and send notifications, even by electronic and/or digital means, on the activities, projects and new features of The Collider programme that may be of interest. The justification for the data processing is the management of applications to participate, the sending of notifications, and consent issued to us by participants.

mVenturesBCN will solely communicate these data when it is strictly necessary and, in particular, with those companies that collaborate or take part in the design and development of The Collider programme. mVenturesBcn, as a company held entirely by MWCcapital, may likewise notify MWCcapital of participants’ data for the

above-mentioned ends. The data will be processed at all times in accordance with the protection level established in applicable Data Protection legislation and will not be subject to automated decisions.

Upon completion of the participant selection process, mVenturesBcn will keep the data that participants have provided in order to consider candidates for future editions. Participants may at any time cancel the consent issued for the receipt of notifications.

In the event that personal data of third parties are provided, they will have been informed prior to the inclusion thereof of the contents of this clause, with personal liability to mVenturesBcn for any damages that may arise in the event of breach.

You are informed that at any time you may exercise, in the terms established in applicable legislation, your rights of access, rectification or erasure of data, or request restriction of processing or oppose it, and request the portability of your data, by writing to Roc Boronat, 117, 3a planta, 08018 Barcelona (Spain), or by email to: dpo@mventuresbcn.com, indicating clearly the right you wish to exercise and accompanying the request with your National Identity Document or similar document proving identity. A complaint may likewise be lodged with the Spanish Data Protection Agency.

6. IMAGE AND AUDIO RIGHTS

You are informed that by accepting these rules, participants irrevocably and freely authorise mVenturesBcn and MWCcapital to reproduce, use and disseminate their name and image, for the purposes of publicising them among the public at large without this yielding any remuneration in their favour.

Participants award mVenturesBcn and MWCcapital the rights to use images, voice, audios and videos, as well as the names of and explanations about projects and startups in any media and with any medium or format, for the exclusive purposes of promotion, dissemination and development of The Collider programme.

This award implies authorisation for transfer to third parties, is limited neither in geography nor in time and is free of charge.