



Dear participant

I am delighted to confirm that Fundación Cleantech HUB, a NGO registered in the Bogota Chamber of Commerce with registration number (NIT) 901.523.941-9 and office at Calle 90 # 19 - 41 Of. 801, Bogota, Cundinamarca (the “**Accelerator**”) under the Accelerator Program, has selected your company as shown in your signature (the “**Company**”) duly incorporated, organised and existing under the laws of [Colombia] with registered principal office at the address included in your signature. The Company has accepted the spot to access to the Colombia Open ClimAccelerator (CLAC), a EIT Climate-KIC Accelerator Program, subject to the terms of this agreement including the annexes (“**Agreement**”). Please note that the Accelerator is collaboration between The European Institute of Innovation and Technology (**EIT**) via Climate-KIC Holding B.V. (“**Climate-KIC**”) and Fundacion Cleantech HUB.

The Accelerator Program will be an important contribution by the Accelerator enabling the Company to develop and bring to market and scale climate change innovations described in the “Project Description” below.

Further details of which are set out below:

Start-up Acceleration Program:	ClimAccelerator (CLAC) EIT Climate-KIC 2022 (2022 Cohort)
Period Program	Begins as of 01-04-2022 and ends on 30-06-2023
Program Description	<p>The program is structured in 3 phases:            Phase 1 - Fundamentals and Validations            Phase 2 - Preparation            Phase 3 - Connection to marketplace</p> <p>Each phase has a number of spots and an evaluation process and requires commitment from the Company to continue the program.</p> <p>Phase 1 - Fundamentals and Validations            Spots: 20            Evaluation process:</p> <ul style="list-style-type: none"> <li>- Demo Day participation with potential clients/strategic partners and external jury</li> <li>- External jury qualification</li> </ul> <p>Commitment:</p> <ul style="list-style-type: none"> <li>- Signing a Simple Agreement for Future Equity (SAFE)<sup>1</sup></li> </ul>

<sup>1</sup> Is agreed that at the time we raise together +USD\$1 million (Round A) CLEANTECH HUB will receive the equity percentage equivalent to USD\$25,000.



	<p>Phase 2 - Preparation</p> <p>Spots: 10</p> <p>Evaluation process:</p> <ul style="list-style-type: none"> <li>- Demo Day participation with potential investors</li> <li>- All deliverables defined in the Program Platform (Incubator Pro)</li> </ul> <p>The program methodology of each phase is based on:</p> <ol style="list-style-type: none"> <li>1. Boot camp</li> <li>2. Sessions with experts (webinar/masterclasses/workshops)</li> <li>3. Individual and group mentoring/coaching</li> <li>4. Follow-up CLAC team</li> </ol>
Company Description	Refer to Company Profile in the Program Platform (Incubator Pro)

Key Deliverables	<p>Participation in the Boot Camp</p> <p>Participation in the Online webinar/masterclasses/workshops</p> <p>Participation in the mentoring/coaching sessions</p> <p>Participation at the Demo Day</p> <p>Delivery of the milestones and metrics defined and posted in the Program Platform (Incubator Pro)</p>
<p>Permission</p> <input type="checkbox"/>	<p>Please tick the box on the left if you <b>DO NOT</b> allow your presentation slides and any information about your company (written, video, etc) to be used by The Accelerator and EIT Climate KIC Accelerator as teaching material in future editions, network and marketing global efforts in all our communication channels..</p>
<p>Permission</p> <input type="checkbox"/>	<p>Please tick the box on the left if you <b>DO NOT</b> accept the privacy and data policy.</p>
Primary contact person	<p>Colombia - Mónica Avila Forero monica.avila@cleantechhub.net +57 3103497000</p> <p>México - Fernando Flores fernando.flores@cleantechhub.net +525510687047</p>

If the Company agrees, a signed copy of this Agreement must be uploaded into the Company Profile in the Program Platform (Incubator Pro) the established due date, in order to indicate the Company's acceptance of the terms and conditions herein. This document is only shared between the Company and the Accelerator.



Please refer to the documents, guidelines and other material communicated by the Accelerator (on its own behalf and on behalf of third partner funders) from time to time.

The Company should not hesitate to contact the primary contact person at the Accelerator if there are any queries or additional support is required in the meantime.

Yours sincerely,

Signature

Date

Gideon Blaauw  
Legal Representative  
Fundacion Cleantech HUB

Signature

Date

#### THE COMPANY ACKNOWLEDGES

**SIGNED** for and on behalf of:

Company:

Name and Last Name (CEO or person representing the company and committed to the program):

Role:

Email:

Phone:

Address:

City:

Country:

Attachments:

Annex 1 – Terms and Conditions

Annex 2 – Code of Conduct

Annex 3 – Intake Form

**“...The best way to predict a better future, is to create it!...”**

*Jop Blom - Founder Fundación Cleantech Hub*





## Attachments

Annex 1 – Terms and Conditions

### TERMS & CONDITIONS

#### CLIMACCELERATOR -CLAC- EIT CLIMATE-KIC ACCELERATOR

#### 1. Background and introduction

Following the successful 1<sup>st</sup> ClimAccelerator - Climate-KIC Accelerator in Colombia in 2021, we continue with this year with the second edition. With this Accelerator program we aim to provide further guidance to the most innovative Cleantech start-ups from prior programs like ClimateLaunchpad as well as other CTH programs & networks. CleantechHUB is driving climate entrepreneurship & cleantech innovation ecosystems in Latin America through an holistic entrepreneurship support programme plus access to markets, capital and ecosystem support, accelerating the transition to a zero carbon economy!

The Accelerator is organised by the Fundacion Cleantech HUB registered with the Bogotá Chamber of Commerce under NIT. 901.523.941-9.

We are running this program in close collaboration with EIT Climate-KIC Accelerator team and Spain Open ClimAccelerator and its trainer Israel Griol Barres. We are also following and are inspired by the information, curriculum and procedure as outlined by ClimateLaunchpad and EIT Climate-KIC international which we use as a best practice to our program.

References to “we” “us” and “our” in these Terms and Conditions shall refer to Cleantech HUB and its Partners.

Please read these Terms and Conditions carefully before you enter the Accelerator. By submitting an entry, you accept these Terms and Conditions and agree to comply with them.

A copy of these Terms and Conditions can be provided to you if you send us an email.

#### 2. Eligibility

Who can enter the Program:

1. Anyone with a promising cleantech idea, being a start-up, SME, researcher, student, public organisation, consultant, engineering company, a combination of these or anyone else.
2. This Accelerator is hosted in Colombia; however we are open for Latam participants;
3. Teams will follow the evaluation and commitment requirements for each phase
4. The Accelerator program will be conducted online, therefore a good internet connection and access to required apps are vital;
5. Accelerator Bootcamps, workshops, masterclasses, webinar are set to be during office days and hours; so teams have to be able to join;
6. We focus on a continuation of support to applicants, participants, finalists and early / growth stage companies involved via our network of the ClimateLaunchpad competition in Colombia and the Cleantech HUB Colombia network;



7. As we are focusing on early / growth stage companies you can only enter if you are still in the early or early growth stage of your company;

### 3. The program

The program in Colombia goes through 3 stages: Fundamentals and Validation (12 weeks), Preparation (18 weeks), and Connections and marketplace (to be define). The program consists of bootcamps, masterclasses, mentoring and further tailormade guidance or introductions to the ecosystem. Around 20 teams are selected to enter the program in the first stage among all the applicants. Another selection is carried out for the second stage, where around 10 startups take part. The last selection for the third stage allows 10 companies to finish the program.

Our accelerator consists of training, guidance and networking only. The value of this program is set at USD 25,000 and is offered for free to all Phase 1 participants of the program. Participants selected from Phase 2 of the Program are asked to enter into a Simple Agreement for Equity ('SAFE') with the Accelerator. It is agreed that at the time the Company raises >USD\$1 million (ie. Round A) CLEANTECH HUB will convert its SAFE to shares in equity in the Company for a percentage equivalent to USD\$25,000.

The curriculum follows international guidelines set by EIT Climate-KIC International for their Open Accelerator programs, and is adapted where the Cleantech Hub Colombia team deems necessary. This Accelerator Program is further supported financially and in kind by a network of local and international partners

### 4. Submitting an entry

- a. In order to submit your company to the program, you did fill in all mandatory fields and answer all questions within the relevant application form provided by the organisation. Entries must comply with guidelines and recommendations set out by the organisation.
- b. Entries can be submitted in English or Spanish. In general the program will be bilingual with a combination of English and Spanish
- c. For now you can only submit your application in Colombia, however we are open for applications from Latac from our CLP, other partners and networks.
- d. The Accelerator will be online. We are not liable for possible deficiencies of the communication. Please note that we are not responsible for problems regarding computers, networks or any other reasons that may lead to lost, damaged or late entries.
- e. Unless we say otherwise, you are responsible for all costs and expenses related to your entry into and participation in the Accelerator.

### 5. What happens next – program flow and timeline

After initial entries have been submitted, the program will be run in accordance with the following indicative timeline. As this is the first of its kind Accelerator in Colombia and we are a startup ourselves we



reserve the right to change any of the timeframes and program elements indicated below and in other communication.

The program will follow the same approach as the ClimateLaunchpad bootcamps and follow up mentoring. Every phase consists of a kickstart of the bootcamp followed by months of coaching by local or international mentors and webinars, workshops, masterclasses with local and international experts.

In general the process consists of;

- Every phase is started by 3 x half days bootcamps
- Follow up coaching and mentoring by local mentors (weekly)
- Additional masterclasses and workshops provided by our networks (weekly)
- Tailor made support and introductions by the Accelerator team (ongoing)

The program goes through 3 stages:

- Stage I Fundamentals and validation starting end of April until June 2022
- Stage II Preparation starting end of August until October 2022
- Stage III Connexions and market place starting in January 2023

*Please note that the program is still being developed and planning and timing will be subject to changes.*

**Bootcamps:** Every stage will consists of 2-3 days of online bootcamps most probably during office days and hours (8.00 – 14.00)

**Follow up mentoring and masterclasses:** Every bootcamp is followed by weekly or bi-monthly coaching, weekly or bi-monthly masterclasses and workshops, group sessions, between other spaces.

**Ongoing tailor made support by the CTH team** to make relevant introductions to the ecosystem.

Meanwhile there will be all kinds of interactions with the Cleantech Hub programs like many webinars and other events with our partners in 2022. This schedule will be provided ad hoc and shared via the Program Platform and WhatsApp group to be established with our participating teams.

## 5. Selecting the best teams after each and every phase

What we expect from you is full dedication and active participation. Pay attention to correspondence and embrace the obligations that participation in the programme brings. And please don't just fulfil your formal obligations, but also your moral obligations. Please be an active participant and try to be valuable to others too, as a participant during the programme and as an alumnus after the programme. Value comes from the team as a whole, participants learn from each other. Your familiarity with a subject should not lead to absence, but to active participation so others can benefit from your experience. And likewise you can learn from them.

**Be on time. Don't leave early. Work hard and smart. Mandatory parts of the programme are, well ... mandatory**

As we only want to work with the best of the best cleantech champions, we reserve the right to apply a selection after the first stage. It is therefore possible that we only allow the best 50% of teams to proceed to stage II. This is because a lot can happen at the start on phase, we expect everyone to be fully committed and to get the level of the participating parties to the same level.



## 6. Shares, Prices or investments

Herewith we like to emphasise that our sole commitment and aim is to provide ongoing training, coaching/mentoring, guidance and networking during the program.

a. We will therefore not invest or take any shares into the companies, just if we raise together +US1million. We will sign a Simple Agreement for Future Equity (SAFE) to start phase 2. Is agreed that at the time we raise together +USD\$1 million (Round A) CLEANTECH HUB will receive the equity percentage equivalent to USD\$25,000.;

This is all open to changes once we are able to attract further funding for the Accelerator program in which possible seed investments is certainly something to be explored.

## 7. Intellectual property rights, information and publicity

a. You confirm by entering the competition that, to the best of your knowledge, you own all Intellectual Property Rights ("IPRs") subsisting in your entry to the Accelerator and that your entry does not infringe any third party's IPRs. You are responsible for obtaining any necessary permission from third parties to use their IPRs in your submission. We reserve the right to disclose your identity to any third party claiming material posted or uploaded by you to the competition website constitutes a violation of their IPRs, or their confidentiality/privacy rights. We reserve the right to ask for additional evidence or documents to validate that all information you supply is true and complete.

b. Subject to the terms of this clause 7, we recognize your ownership of the IPRs subsisting in your entry to the competition.

c. The Accelerator does not retain any equity or ownership of the idea upon application. You retain full and exclusive ownership of your information and intellectual property rights. Any idea you submit will only be used for the purpose of evaluating your application to the Accelerator.

## 8. Changes and Accelerator cancellation

a. We may cancel the Accelerator or vary these terms and conditions at any time at our discretion. We will post any changes to these terms and conditions via our communication channels.

b. We reserve the right to suspend the Accelerator at any time and to change the form and substance, dates for deadlines and events, locations or specification of the competition and/or prize.

c. We reserve the right to suspend the participation of any cohort members during the course of the Program.

## 9. Personal Data

a. Unless stated otherwise, information (including personal information) submitted in any entry will be used by the Accelerator in accordance with our privacy standards, and Colombian regulations.

b. By submitting your entry to the Accelerator, you give us permission to use the information provided by you in your entry and during your participation in the Accelerator (including your personal details, logos and photos and recordings uploaded by you and taken during events) for the purposes of administering, judging, guidance and connections with the ecosystem, for any purpose connected to the competition and for promotional purposes. We may share this information with our team members, our partners, and anyone who is involved in the Accelerator.

c. Clauses 9.a and 9.b also gives our Organising Team the permission to use the information provided by you in your entry and during your participation in the Accelerator (including your personal details, logos and photos and recordings uploaded by you and taken during events) for the purposes of administering and judging the competition, for any purpose connected to the competition and for promotional purposes. Aside from this, they may still ask you to sign a document for this.





## 10. Governing Law and Jurisdiction

These terms & conditions shall be governed by and construed in accordance with Colombian laws. Any dispute arising under these terms & conditions shall be subject to the exclusive jurisdiction of the Colombian courts. By entering the competition, you agree to submit to the Colombian laws, regardless of your country of establishment or residence.

## 11. Questions

If you have any further questions about the operation of the Accelerator, please contact the Accelerator Colombia team.

Latest version: March, 2022

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## Annex 2 – Code of Conduct

### CODE OF CONDUCT

#### CLIMACCELERATOR -CLAC- EIT CLIMATE-KIC ACCELERATOR

### HOW WE LIKE TO WORK TOGETHER

Here's what you can expect from us by confirming your participation in the Climaccelerator -CLAC- EIT Climate-KIC Accelerator program:

- We offer intensive and in-depth mentoring/coaching throughout your participation in the program. This can relate to all relevant aspects of building your business: team, finance, value proposition, sales strategy, IP, capital, etc.;
- We will help you get access to relevant networks: suppliers, clients, investors, technology partners, Climate-KIC partners, etc;
- You become member of a fast growing alumni network;

Our goal is to make you successful: if you are successful, we are. If you are not, we are not. It is as simple as that. So we do our utmost to help you succeed.

What we expect from you is full dedication and active participation. Pay attention to correspondence and embrace the obligations that participation in the programme brings. And please don't just fulfil your formal obligations, but also your moral obligations: please be an active participant and try to be valuable to others too, as a participant during the programme and as an alumnus after the programme. Value comes from the team as a whole, participants learn from each other. Your familiarity with a subject should not lead to absence, but to active participation so others can benefit from your experience. And likewise you can learn from them.

**Be on time. Don't leave early. Work hard. Mandatory parts of the programme are, well ... mandatory.**

After participation in the programme, please share some key statistics with us. We monitor the progress of our startups also after the programme. Of course you are not expected to share sensitive information, but you are expected not to unreasonably withhold information.

Climaccelerator -CLAC- EIT Climate-KIC mentors (volunteers) and team will be involved deeply in your business proposal. However: you are the entrepreneur and the decision is yours. Climaccelerator -CLAC- EIT Climate-KIC mentors (volunteers) give advice, it is your right to heed this advice or not. However, if the Climaccelerator -CLAC- EIT Climate-KIC mentors and team feel that you and the mentor differ on fundamental levels about how to build your business it might be decided by Climaccelerator -CLAC- EIT Climate-KIC that further participation is not useful. The same applies to other aspects of the programme. We try to give you the best start to build your own business. If we feel that your participation is not up to par, we have the right to end your participation and our financial contributions.

Although we do not expect to refer to these rules, we feel it is important we understand our mutual expectations.

We look forward to working with you!



**Signed & upload:**

If incorporated: By all legal representatives (participating in the program or not),

If not incorporated: By all founding team members

Name:

ID#

Date:

Name:

ID#

Date:

Name:

ID#

Date:

**“...The best way to predict a better future, is to create it!...”**  
*Jop Blom - Founder ClimateLaunchpad Colombia*

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Annex 3 – Intake form

**INTAKE FORM**

**CLIMACCELERATOR -CLAC-**  
**EIT CLIMATE-KIC ACCELERATOR**

Refer to the application form in the Program Platform (Incubator Pro)