



## **REGULATION**

### **on conferring and withdrawal the status of the project participant for creation and provision of functioning of the Skolkovo Innovation Center**

#### **Article 1. General Provisions**

1. This Regulation shall govern procedure for conferring and withdrawal the status of the project participant for creation and provision of functioning of the Skolkovo Innovation Center (hereinafter - the Project Participant) and is elaborated according to Federal Law No. 244 Regarding Skolkovo Innovation center of September 28, 2010 (hereinafter the Law), the Articles of Association of the Non-commercial organization, the Fund for Development of the Center for Elaboration and Commercialization of New Technologies (hereinafter the Foundation).

2. The status of the Project Participant shall be conferred to a legal entity applied according to the procedure provided by this Regulation (hereinafter the Contestant) when the latter comply with the following terms and conditions:

1) the Contestant shall be a legal entity created pursuant to the laws of the Russian Federation;

2) constituent documents of the Contestant permit to perform solely research, development and commercialization of business results by areas defined in Part 8, Article 10 of the Law (hereinafter the Areas of Business), as well as other businesses necessary to implement researches, developments and commercialization of their results (hereinafter – the Research);

3) a trade name of the Contestant shall not consist of word “Skolkovo”, and also words derived from word “Skolkovo”;

4) the Contestant undertakes to implement Research according to the Law and the rules approved by the Foundation in accordance with Article 7 of the Law and to be placed in the Foundation website in the information and telecommunications network “Internet” in the section “Project Rules” (hereinafter the Project Rules) and starting from January 1, 2016 place its permanent executive board (other boards or persons entitled to operate on behalf of the Contestant ex officio) at the Skolkovo Innovation Center site, which must be demonstrated by an abstract from the Unified Official Register of Legal Entities reflecting that the detailed address of the Contestant is at the Skolkovo Innovation Center site;

5) The Contestant is not listed at the Foundation Web site in the Section “Legal Entities Acting in Bad Faith and Stricken Off the Project Participants Register”.

3. Depending on the characteristics of research activities undertaken by the Project Participants, the following types of the Project participants are presented:

1) Startups - the Project Participants, conducting research and development which results are expected to be commercialized no later than five years after assigning them the status of the Project Participants;

2) Centers for Applied Research - the Project Participants, conducting research and development aimed at applying new knowledge to achieve practical goals and specific objectives, which results are expected to be commercialized no later than ten years after the filing by the Contestant an application for assignment of the Project Participant status (hereinafter - Applied Research);

3) Research Centers of the Partners – the Project Participants, which are either whose branch units are recognized R & D centers or subsidiaries of entities, recognized R & D center in accordance with paragraph 2 of Article 1 of the Provision for conferring and forfeiting the status of a partner of the Non-commercial organization Foundation for Development of the Center for Elaboration and Commercialization of New Technologies to be approved by the Foundation Council with consent of the Board of Trustees (hereinafter - Provision on the status of the partner), carrying out research activities in accordance with the Agreement concluded between the Foundation and the Partner (within the meaning of the terms used in the Provision on the status of the partner).

Details of assigning the status of each of these types of the Project Participants are established in Articles 2, 3 and 3.1 hereof.

The Project Participants have the right to send to the Foundation Application on changing the Project Participant kind provided that they meet the relevant requirements of Articles 2, 3 and 3.1 of this Regulation.

4. Submission of the application for conferring the status of the Project Participant (hereinafter the Application) shall be made by Contestant's filling out the relevant electronic questionnaire for conferring the Project Participant status (hereinafter the Questionnaire) placed in the Foundation website or as may be from time to time indicated in a contest regulation under Section 2.1 hereof, by completing and electronic form displayed at the contest Web site, subject to the standards specified in Articles 2, 2.1, 3 and 3.1 hereof. The Questionnaire form is adopted by the order of the Foundation.

The Contestant submitting the Application undertakes the obligation to implement the Research according to the Law and the Project Regulations.

The Foundation undertakes not to disclose information about the project provided by the Contestant. For the abovementioned purpose the Foundation shall conclude with the Contestant an Agreement for non-disclosure of information on project, or on Applied Research, or directions of research activities (hereinafter – the project information), provided in one of the forms specified in Annexes 1 and 2 hereto and placed in the Foundation website. For this purpose, at submission of the Application, the Contestant (Startup) must select the form of the Agreement for non-disclosure of the Project information in the Foundation's website, the terms and conditions of which it is agreed to accept. Submission of the Application shall mean that Contestant (Startup) accepts the terms and conditions of such Agreement

for non-disclosure of the Project information. The other Contestants (Centers for Applied Research, Research Centers of Partners) may send a signed agreement from them in two copies, in one of the forms listed in Annexes 1 and 2 hereto, to the Foundation for signature in a form of a single document.

**5.** The Application shall be subject to registration as of the date of submission.

The Contestant shall have the right to withdraw the Application at any time prior to receipt of the notice regarding conferring or refuse to confer the status of the Project Participant to the Contestant. The Application shall be considered as withdrawn since receipt by the Foundation of the relevant notice from the Contestant.

**6.** The Contestant shall have the right to submit several Applications. At the same time the Contestant shall have no right to submit a new Application until receipt of the notice regarding conferring or refuse to confer the status of the Project Participant for Application under consideration of the same Contestant. If not, the Application submitted later shall not be considered. The Foundation shall notify the Contestant thereabout within 10 working days since receipt of such Application.

## **Article 2. Submission of the Application of Startups**

**1.** When submitting an Application of Start-ups, Application should include description of a project that plans to be implemented by the Contestant. The project submitted by the Contestant must meet the following requirements:

1) a project submitted by the Contestant shall comply with at least one innovation priorities within the Area of Business (hereinafter – the Innovation Priorities). List of Innovation Priorities should be adopted by the order of the Foundation;

2) create product and/or technology shall have potential competitive advantages comparing to similar world products and/or technology;

3) create product and/or technology shall have sufficient potential for commercialization at least in the Russian market and in global market in perspective;

4) the project shall be theoretically practicable and shall not contradict to the fundamental scientific principles;

5) key researches, designers and managers of the project (hereinafter the Project Team) shall possess knowledge relating to the focus of the project, scientific or industrial experience and business expertise needed for successful implementation of the project.

**2.** When submitting the Application, the Contestant shall provide the following documents (scanned copies in .pdf format):

1) the Contestant's application certified by the seal regarding its intent to become the Project Participant signed by the permanent executive body of the Contestant or other person having the right to act without the power of attorney on behalf of the Contestant or representative of the Contestant under the power of attorney (with copy of such power of attorney);

2) extract from the Unified State Register of Legal Entities obtained no more than 3 months prior to the submission of the Application;

3) constituent documents of the Contestant (Articles of Association and/or other documents defined in the laws of the Russian Federation for legal form of the Contestant) with the note of the registration authority;

4) applications in writing (on the name of the Contestant) for the Project Team members confirming their participation (or intent to participate) in the project implementation presented by the Contestant (with obligatory specification of the precise name of the Contestant's project);

5) Repealed.

3. If the Contestant's project passes preliminary assessment due to the point 6 of the present Article and is acknowledged as compliant with relevant criteria, the Contestant shall submit the Application by registration in the Foundation website and provision of documents specified in point 2 of the Article 2 hereof and the following documents (scanned copies in .pdf format):

1) records of the meeting of the Board of Experts established compliance of the Contestant's project with the Criteria signed no more than 6 months prior to submission of the Application;

2) consent of the Applicant for preliminary assessment in writing to submit the project by the Contestant to be conferred the status of the Project Participant.

4. The Foundation shall perform formal inspection of the Application in two stages.

1) the first stage of the formal inspection of the Application shall be made within 3 working days and include the following:

a) checkup of completeness and correctness of the Application, package contents of all attached documents.

If the Contestant submits incomplete package of documents, as well as documents execution of which does not meet the requirements hereof, the Foundation shall notify the Contestant with attached list of absent documents and/or documents execution of which does not comply with established requirements.

If the Contestant fails to provide documents specified in such notice to the Foundation within 30 days, the Application shall not be considered;

b) inspection of the compliance of the Contestant with the requirements of point 2 of the Article 1 hereof.

If the Application does not meet the requirements specified in the point 2 of the Article 1 hereof and starting from January 1, 2016, if the Contestant's project

has not been through preliminary assessment in accordance with Section 6 of this Article and was not found to be in compliance with respective standards set out in items 1 to 5 of Section 1 of this Article, the Foundation shall notify the Contestant within 3 working days since submission of the Application with description of revealed contradictions to mentioned requirements and / or give notice about failure to comply with the requirement to have assessed consistency of the Contestant's project with the standards set out in items 1 to 5 of Section 1 of this Article.

If such notice is sent, the status of the Contestant's Application shall be changed automatically to the status of Application for preliminary assessment. At the same time the Contestant shall become the Applicant for preliminary assessment, and its application shall be considered in order prescribed in the point 6 of the Article 2 hereof;

2) the second stage of formal inspection of the Application shall be performed within 2 working days after completion of the first stage of the formal inspection and shall include inspection by the Foundation of the project submitted by the Contestant for compliance with the requirements of sub-clause 1 of the point 1 of the Article 2 hereof and determination of the Innovation Priority, which the project corresponds to.

If the Application does not comply with the requirements specified in sub-clause 1 of the point 1 of the Article 2 hereof, such Application shall not be considered.

5. If the Application meets the requirements which are to be inspected in accordance with the point 4 of the Article 2 hereof, the Foundation within One (1) working day since the completion of its formal examination of such Application shall make a decision to send it for consideration to the Board of Experts for substantive assessment of the Application and notify the Contestant within 2 working days since such decision is made.

The substantive assessment of the Application shall not be performed if the Contestant submits the Application in order prescribed in the point 3 of the Article 2 hereof. In such case the Foundation shall inform the Contestant regarding necessity to provide the Foundation with documents specified in the point 1 of the Article 4 hereof.

6. Prior to submitting an Application of Start-ups, any physical or legal entity (hereinafter the Applicant for preliminary assessment) shall have the right, and starting from January 1, 2016 shall have the duty, to submit a project for preliminary assessment to the Foundation. The project should be considered as follows:

1) the Foundation shall perform preliminary assessment of the project to establish compliance (non-compliance) with the criteria specified in the sub-clauses 2-5 of the point 1 of the Article 2 hereof;

2) submission of the application for preliminary assessment of projects (hereinafter the Application for preliminary assessment) shall be made by filling out the electronic form placed in the Foundation's website by the Applicant for preliminary assessment;

3) at submission of the Application for preliminary assessment the Applicant for preliminary assessment shall provide documents (scanned copies in .pdf) specified in sub-clauses 4 and 5 of the point 2 of the Article 2 hereof;

4) the Foundation shall perform formal inspection of the Application for preliminary assessment within 5 working days in order prescribed by sub-clauses 1a) and 2 of the point 4 of the Article 2 hereof;

5) the Applicant for preliminary assessment shall have the right to submit simultaneously several applications concerning different projects of this Applicant for preliminary assessment;

6) if the Application for preliminary assessment meets the requirements of sub-clauses 1a) and 2 of the point 4 of the Article 2 hereof, the Foundation within 1 working day since the completion of formal examination of such Application shall make a decision to send it for consideration to the Board of Experts specified in sub-clause 1 of the point 7 of the Article 2 hereof for substantive assessment and notify the Applicant for preliminary assessment within 5 working days since such decision.

7. Substantive assessment of the Applications shall be conducted as follows:

1) to perform substantive assessment of the applications the Boards of Experts shall be formed in order prescribed in the Regulation for the Boards of Experts of the Foundation;

The work of the Board of the Experts shall be governed by the Regulation for the Board of Experts of the Foundation;

2) the Application (Application for preliminary assessment) shall be sent to the Board of Experts formed of the experts by Innovation Priority defined according to the sub-clause 2 of the point 4 of the Article 2 hereof.

The Questionnaire of the Contestant (Applicant for preliminary assessment) shall be sent to the Board of Experts.

The Foundation shall translate the Questionnaire into English using own resources. Moreover, the period for substantive assessment of the Application shall be prolonged for a period necessary to make such translation but no more than 5 working days. The Contestant (Applicant for preliminary assessment) shall bear all risks related to possible incomplete or incorrect translation.

When the Contestant submits the Application (Application for preliminary assessment), the Contestant (the Applicant for preliminary assessment) shall have the right to filling the Questionnaire out in English. In such case, the translation of the Questionnaire shall not be performed;

3) the Board of Experts shall evaluate the compliance of the project of the Contestant (Applicant for preliminary assessment) with the criteria specified in sub-clauses 2-5 of the point 1 of the Article 2 hereof;

4) if the Board of Experts established in order prescribed by the Regulation for Board of Experts of the Foundation that the Contestant's project complies with all criteria specified in sub-clauses 2-5 of the point 1 of the Article 2 hereof, the Foundation shall notify the Contestant with respect to such decision of the Board of Experts within One (1) working day since signature of the records of the meeting of the Board of Experts;

5) if the Board of Experts establishes in order prescribed in the Regulation for Board of Experts of the Foundation that the project of the Applicant for preliminary assessment complies with all criteria specified in sub-clauses 2-5 of the point 1 of the Article 2 hereof, the Foundation shall send the copy of the records of the meeting of the Board of Experts (scanned copy in .pdf form) to the Applicant for preliminary assessment simultaneously with a notice specified in sub-clause 4 of the present point. The evaluation bulletin shall not be attached to such records of the meeting;

6) If the Board of Experts established in order prescribed in Regulation on Board of Expert of the Foundation, that the project does not comply with at least one of the criteria specified in sub-clauses 2- of the point 1 of the Article 2 hereof, the Foundation shall notify regarding non-compliance of the project to the specified criteria and regarding refuse to confer the status of the Project Participant to the Project Participant (notice regarding non-compliance of the project of the Applicant for preliminary assessment with the specified criteria). Such notice shall be sent to the Contestant (Applicant for preliminary assessment) within 2 days since signature of the records of the meeting of the Board of Experts;

7) if more than fifty percent of the members of the Board of Experts participated in the meeting, specified that the information provided by the Contestant (Applicant for preliminary assessment) was not sufficient for substantive assessment, such Application shall not be considered. The Foundation shall notify the Contestant (Applicant for preliminary assessment) within One (1) working day since signature of records of the meeting of the Board of Experts. The notice must specify which information was insufficient;

8) neither notices nor documents sent to the Contestants (Applicants for preliminary assessment) by the Foundation must not contain information about experts participated in the meeting of the Board of Experts.

## **Article 2.1. Additional standards of Application Submission by the Startups as part of contests**

1. Any individual or a legal entity may file an Application as part of contests listed in Section 2 of this Article and conducted by the Foundation to select the best projects submitted by such individuals or legal entities (hereinafter, the Contest Applicant), as a result of which Contestants that later submit projects awarded as the best ones in the course of the contest shall be conferred the project participant status.

2. This Article shall apply to the following contests:

1) private contest of investment favourable research projects as part of the Startup Village annual event held by the Foundation;

2) contests held jointly by the Foundation and one or several entities listed below:

a) Federal Agency of Scientific Organizations (FASO);

b) Russian Sciences Academy;

c) higher education institutions classed as federal university;

d) higher education institutions classed as national research university;

e) Federal State Budget Educational Institution of Higher Education M.V.Lomonosov Moscow State University;

f) Federal State Budget Educational Institution of Higher Professional Education Saint Petersburg State University;

g) Foundation's key partners as defined in the Regulation on conferring and withdrawal the status of the partner of the Non-commercial Organisation Center for Development and Commercialization of New Technologies approved by the Foundation Council and consented by the Board of Trustees of the Foundation;

h) joint-stock companies fully or partly owned by the government, government corporations, federal government unitary enterprises involved in development of innovation development programs, provided that involvement of such entities in contests held jointly with the Foundation is approved by the Foundation Management Board.

3. Contests shall be held subject to the conditions below:

1) terms and conditions of contests are publicly displayed at the Foundation's Web site in the Internet as a regulation of a contest of projects filed by Contest Applicants approved by an order of the Foundation or jointly by an order of the Founder and another promoter of the contest (hereinafter the contest regulation);

2) contest regulations shall be displayed as a single document on the start page of the Web site of the Foundation in the Internet;

3) a contest regulation must refer to a start date for admission of applications;

4) a contest regulation shall establish:

a) a procedure for submission of applications for the contest (by completing an electronic questionnaire or electronic form to be sent by e-mail);

b) start date for submission of applications for the contest;

c) end date for submission of applications for the contest (not earlier than two months after the start date of admission of applications for the contest);

d) persons appointed to the board that selects the projects awarded as the best ones (a board meeting competent to make a resolution to that effect must have a quorum of at least 6 board members);



e) standards for the projects to be awarded as the best ones, which projects are to be described by the Contest Applicants in the application for the contest, and, additionally:

- such standards must include all requirements set out in Section 1 of Article 2 hereof;

- at least 4 board members must make a resolution on consistency of the Contest Applicant's project with each of the requirements listed in Section 1 of Article 2 hereof;

- no more than 25 percent of the projects described in the applications for the contest may be awarded as the best projects;

5) the board shall not include Foundations' employees and individuals no longer employed by the Foundation that were employed by it in the course of two years preceding the start date of contest application submission and next-of-kin of such employees and other individuals;

6) the board must have the option to find no projects to be awarded as the best projects due to inconsistency of all projects submitted with the contest standards.

4. The board resolution shall be displayed at the Foundation's Web site in the Internet within the period indicated in the contest regulation. The Contest Applicants whose projects are awarded as the best ones shall be sent scan copies of extracts from the board's resolution in respect of the projects submitted by such Contest Applicants.

5. Within three months of approval of the board's resolution indicated in Section 4 of this Article Contestants may submit to the Foundation an Application in accordance with Sections 1 and 2 of Article 2 hereof together with:

1) an extract from the board's resolution on the results of a contest held in compliance with this Article;

2) a written consent of the Contest Applicant whose project was awarded as the best one following the contest authorising the Contestant to submit the project for the purpose of being conferred the project participant status.

The expert review held under Section 7 of Article 2 hereof shall not be held in that case.

Contestants must comply with requirements of Section 2 of Article 1 hererof.

### **Article 3. Submission of the Application of Centers for Applied Research**

1. When submitting an Application of Centers for Applied Research, Application should include description of Applied Research that plans to be implemented by the Contestant which includes conducting Applied Research as well as an indication of the need to obtain grant from the Foundation (indicating

the amount of grant) or absence of the specified need. The Applied Research submitted by the Contestant must meet the following requirements:

1) theme of the Applied Research shall comply with at least one Innovation Priority;

2) expected result of Applied Research shall have sufficient potential for commercialization at least in the Russian market and in global market in perspective;

2.1) the Applied Research are theoretically realizable and do not contradict to the basic science principles;

3) key researches, designers and managers of the project (hereinafter the Applied Research Team) shall possess required knowledge and experience for successful implementation of the Applied Research;

4) a specialist or several specialists with international experience in the sphere of research, development and/or commercialization of their results shall be included into the Applied Research Team.

5) Applied Research plan is reasonable and includes commercialization of results of Applied Research;

6) the Applied Research involve getting outside financing (not from the Foundation) no later than two years from the date of submitting an Application, and information about the possibility, amount and terms of attracting such financing is reasonable.

2. When submitting the Application, the Contestant shall provide the following documents:

1) the Contestant's application certified by the seal regarding its intent to become the Project Participant signed by the permanent executive body of the Contestant or other person having the right to act without the power of attorney on behalf of the Contestant or representative of the Contestant under the power of attorney (with copy of such power of attorney);

2) copy of extract from the Unified State Register of Legal Entities obtained no more than 3 months prior to the submission of the Application (certified by the head of the permanent executive body of the Contestant, or other person having the right to act without power of attorney on behalf of the Contestant or the Contestant's representative by the proxy);

3) copy of constituent documents of the Contestant (Articles of Association and/or other documents defined in the laws of the Russian Federation for legal form of the Contestant) with the note of the registration authority (certified by the head of the permanent executive body of the Contestant, or other person having the right to act without power of attorney on behalf of the Contestant or the Contestant's representative by the proxy);

4) copies of applications in writing (on the name of the Contestant) for the Applied Research Team members confirming their participation (or intent to participate) in the project implementation presented by the Contestant (with obligatory specification of the precise name of the Contestant's Applied Research).

These applications should also include consent of the Applied Research Team members to carry out in the Russian Federation not less than 30% of working time per year (in any case not less than 80 working days) (certified by the head of the permanent executive body of the Contestant, or other person having the right to act without power of attorney on behalf of the Contestant or the Contestant's representative by the proxy);

5) copies of identity documents for the Applied Research Team members (certified by the head of the permanent executive body of the Contestant, or other person having the right to act without power of attorney on behalf of the Contestant or the Contestant's representative by the proxy).

**3.** The Foundation shall perform formal inspection of the Application during 3 working days and include the following:

1) checkup of completeness and correctness of the Application, package contents of all attached documents. If the Contestant submits incomplete package of documents, as well as documents execution of which does not meet the requirements hereof, the Foundation shall notify the Contestant with attached list of absent documents and/or documents execution of which does not comply with established requirements;

2) inspection of the compliance of the Contestant with the requirements of sub-clauses 1, 2 and 3 of the point 2 of the Article 1 hereof. If the Application does not meet the requirements specified in sub-clauses 1, 2 and 3 of the point 2 of the Article 1 hereof, the Foundation shall notify the Contestant within 3 working days since submission of the Application with description of revealed contradictions to mentioned requirements.

If the Contestant fails to provide the relevant documents to the Foundation and (or) to eliminate defects within 30 days from the date of sending notices mentioned in the present point, the Application shall not be considered;

If the Application does not comply with the requirements specified in sub-clause 1 of the point 1 of the Article 2 hereof, such Application shall be left without consideration, and the Foundation, notifies the Contestant on this within 1 working day after the expiration of the 30-day period.

**4.** If the Application meets the requirements which are to be inspected in accordance with the point 3 of the Article 3 hereof, the Foundation within 1 working day since the completion of its formal examination of such Application shall make a decision to carry primary substantive assessment of the Application out and notify the Contestant within 2 working days since such decision is made.

**5.** Primary substantive assessment of the Applications shall be conducted as follows:

1) to perform primary substantive assessment of the applications, The Foundation carries out a preliminary check of conformity of the Applied Research of the Contestant with requirements specified in the point 1 of the Article 3 hereof,

as well as compliance of the stated request for the provision of grant (with the grant amount) with the Grant Policy, approved by Order of the Foundation and the availability of the Foundation funds sufficient to grant to the Centre for Applied Research in the case of conferring status of the Project Participant;

2) primary substantive assessment is carried out by the Foundation within 10 working days from the date of making the decision referred to in the point 4 of the Article 3 hereof

3) if the Foundation after primary substantive assessment of the Application pre-stated that the Applied Research of the Contestant meets with requirements specified in the point 1 of the Article 3 hereof, and confirmed compliance of the stated request for the provision of grant (with the grant amount) with the Grant Policy, approved by Order of the Foundation and availability of the Foundation funds sufficient to grant to the Centre for Applied Research in the case of conferring status of the Project Participant, the Foundation within 1 working day after the carrying primary substantive assessment out shall make a decision to carry substantive assessment of the Application out and notify the Contestant within 2 working days since such decision is made;

4) if the Foundation after primary substantive assessment of the Application pre-stated that the Applied Research of the Contestant does not meets with requirements specified in the point 1 of the Article 3 hereof, and (or) confirmed absence of the Foundation funds sufficient to grant to the Centre for Applied Research in the case of conferring status of the Project Participant, the Application shall not be considered. The Foundation within 1 working day after the carrying primary substantive assessment out shall notify the Contestant within 2 working days after primary substantive assessment. The notice must indicate what information was not enough.

#### 6. Substantive assessment of Applications conducts as follows:

1) substantive assessment of Applications conducts by the Advisory Scientific Board of the Foundation (hereinafter - ASB) at the first meeting of the ASB, provided that, it was not less than 10 calendar days since sending the Questionnaire to the members of ASB;

2) each member of ASB obtains the Questionnaire. The Questionnaire shall be sent by e-mail within 1 working day after the end of the primary substantive assessment.

The Foundation itself translates the Questionnaire into English. At the same time term of sending the Questionnaire to the members of ASB shall be extended for the time it takes to make a translation, but not more than 5 working days. Risk based on the possibility of incomplete or incorrect translation lies on the Applicant.

When submitting Application, the Contestant may additionally fill out the Questionnaire in English. In this case, the translation of the Questionnaire is not carried out;

3) ASB assesses the Applied Research of the Contestant from the point of compliance with the requirements specified in subclauses 1 and 2.1-6 of the point 1

of the Article 3 hereof and decides to recommend to provide a grant to the stated amount or refuse to grant to the stated specified amount;

4) Member of ASB, which is an interested party in relation to the Contestant, must abstain from voting on the Applied Research of the Contestant.

Member of ASB shall be recognized as interested in relation to the Contestant, if he (or) his affiliates (ie, parents (including adoptive parents), children (including adopted children), spouses, full and half brothers and sisters, grandchildren, grandparents, uncles, aunts, nephews and nieces, as well as legal entities in which member of ASB, or referred to in this paragraph persons are members of the government bodies or have the right to directly or indirectly control more than 20 percent of the total number of votes by the voting shares or of charter capital of the given legal entity), or may derive benefit in connection with the ASB decision making, in particular, on the following grounds:

a) member of ASB and (or) his affiliates are the Contestant, its shareholder, beneficiary, co-investor, a key team member, competitor, and (or) head;

b) member of ASB and (or) his affiliates are in employment (if number of employees of the organization is less than 3000 people) or other contractual relationship with the Contestant, its shareholder, beneficiary, co-investor, a key team member, competitor, and (or) head and ( or) holds positions in the administration of the Contestant, its beneficiary, co-investor or co-investor;

c) member of ASB and (or) his affiliates hold (individually or in aggregate) more than 20 percent of the shares (stakes) of the co-investor of the Contestant, beneficiary of the Contestant, competitor of the Contestant or shareholder of the Contestant;

d) member of ASB and (or) his affiliates have the ability to give binding instructions to the Contestant, its co-investor, competitor or shareholder of the Contestant due to other grounds stipulated by the legislation of the Russian Federation.

Member of ASB is entitled to abstain from voting without giving any reasons for such denial;

5) decision of ASB shall be made separately for each requirement specified in sub-clauses 1 and 2.1-6 of the point 1 of the Article 3 hereof and on the question to recommend to provide a grant to the stated amount or refuse to grant to the stated specified amount. Decisions of ASB shall be considered as made in case of affirmative vote of at least 60% of ASB members who took part in the meeting of ASB;

6) If ASB stated that the Applied Research of the Contestant comply with all requirements specified in sub-clauses 1 and 2.1-6 of the point 1 of the Article 3 hereof and decided to recommend to provide a grant to the stated amount, the Foundation sends a notice on the ASB decision to the Contestant within 1 working day after signing of the minutes of ASB;

7) if ASB has stated that the Applied Research of the Contestant do not comply with at least one of the requirements specified in sub-clauses 1 and 2.1-6 of the point 1 of the Article 3 hereof and (or) decided to recommend to refuse to grant

to the stated amount, the Foundation sends a notice on non-compliance of the Applied Research with the relevant requirements (on refusal to grant to the stated amount), and on refusal to confer the Project Participant status. This notice shall be sent to the Contestant within 2 working days from the date of signing the minutes of ASB.

7. No Applications for Centers for Applied Research shall be admitted starting from July 1, 2015.

### **Article 3.1. Submission of the Applications of Research Centers of the Partners**

1. Directions of Research activities for which the Contestant plans to make Research activities in the Skolkovo innovation center, and the number of employees of the Applicant must be specified In the Application of the Research Centers of Partners. The Research activities of the Contestant must meet at least to one of the Innovation priorities outlined in the Agreement. The number of employees of the Contestant cannot exceed the number of employees of the R & D Center specified in the Agreement.

2. When applying Contestant shall submit the following documents:

1) stamped Application of the Contestant's intention to become the project, Participant signed by the head of the permanent executive body of the Contestant, or other person having the right to act without power of attorney on behalf of the Contestant or the Contestant's representative by proxy (with a copy of such proxy);

2) stamped statement of the Contestant confirming compliance with the definition of the Research Center of the Partner specified in sub-paragraph 3 of paragraph 3 of Article 1 of these Regulation (with a stamped copies of the confirming documents of the Contestant), signed by the head of the permanent executive body of the Contestant, or other person having the right to act without power of attorney on behalf of the Contestant or the Contestant's representative by proxy (with a copy of such proxy);

3) copy of an extract from the Unified State Register of Legal Entities received no earlier than 3 months prior to the date of Application (certified by the head of the permanent executive body of the Contestant, or other person having the right to act without power of attorney on behalf of the Contestant or the Contestant's representative by proxy);

4) copies of the founding documents of the Contestant (charter and ( or) other documents specified by the legislation of the Russian Federation for the legal form Contestant) with a mark registering authority (certified by the head of the permanent executive body of the Contestant, or other person having the right to act without power of attorney on behalf of the Contestant or the Contestant's representative by proxy);

5 ) copy of the staffing of the Contestant, stamped and signed by the head of the permanent executive body of the Contestant, or other person having the right to act without power of attorney on behalf of the Contestant or the Contestant's representative by proxy.

3. The Foundation carries out a formal examination of the Application within 10 working days, which includes:

1) verification of the completeness and correctness of the Application, completeness of the attached documents . In the case of incomplete set of documents as well as documents that do not meet the requirements of this Regulation, the Foundation sends to the Contestant notice with the attachment a list of the missing documents and (or) documents that do not meet the requirements;

2) verification of compliance the Contestant with the requirements of subparagraphs 1, 2 and 3 of paragraph 2 of Article 1 of this Regulation. If the Application does not meet the requirements set out in paragraphs 1, 2 and 3 of paragraph 2 of Article 1 of this Regulation, the Foundation sends to the Contestant of a notice describing the nonconformities to specified requirements ;

3) verification of compliance with the definition of the Competitor Research Center Partner specified in sub-paragraph 3 of paragraph 3 of Article 1 of this Regulation. If the Contestant does not meet this definition , the Foundation aims to Jobseeker notice describing the discrepancies identified this definition ;

4) verification of compliance of the Questionnaire with the requirements of paragraph 1 of this Article and the definition of Innovation priority, which corresponds to the description of Research activities in the Questionnaire. If the Questionnaire does not meet this requirement or a description of Research activities in the Questionnaire is not enough to determine the Innovation priority, the Foundation sends to the Contestant a notice describing the identified discrepancies.

If, within 30 days from the date of notification by the Foundation referred to in this paragraph, the Contestant does not submit the relevant documents to the Foundation and (or) the relevant comments are not eliminated, the Application shall not be considered, and the Foundation notifies the Contestant on this within 1 business day after expiration of the said period of 30 days.

If the Application meets the requirements checked in the manner prescribed by paragraph 3 of this Article, the Foundation notifies the Contestant of this.

#### **Article 4. Conferring status of the Project Participant**

1. In cases specified in sub-clause 4 of the point 7 of the Article 2 and sub-clause 6 of the point 6 of the Article 3 point 4 of Article 3.1 hereof, the Contestant must provide the Foundation within 30 days since receipt of relevant notice the following:

1) the original Contestant's application certified by the seal regarding its intent to become the Project Participant signed by the head of the permanent

executive body of the Contestant or other person having the right to act without the power of attorney on behalf of the Contestant or representative of the Contestant under the power of attorney;

2) the copy of constituent documents (the accuracy of the copy must be certified by a notary public, tax authorities or the Applicant by placing its seal and signature of the Applicant's CEO or Applicant's attorney under a power of attorney).

The documents shall be subject to consideration by the Foundation within Three (3) working days since submission. If the documents submitted by the Contestant meet the requirements of sub-clause 2 of the point 2 of the Article 1 hereof and the Contestant is not conferred the status of the Project Participant based on previously submitted applications, the Foundation shall make a decision on conferring the status of the Project Participant within 3 working days since provision of documents specified in the present point. Regarding the Center for Applied Research, the Foundation makes at the same time a decision on conferring the status of the Project Participant and on its granting.

If the documents submitted by the Contestant do not meet the requirements of sub-clause 2 of the point 2 of the Article 1 hereof or the Contestant did not submit documents, specified in the present point, the Foundation shall notify the Contestant with a description of revealed discrepancies or the list of non-submitted documents. If the Contestant fails to provide documents specified in such notice to the Foundation within 30 days, the Application shall not be considered.

2. The status of the Project Participant shall be conferred to the Contestant for the period of ten years.

3. Pursuant to the Foundation decision regarding conferring the status of the Project Participant to the Contestant, the Contestant shall be included into the register of the project participants by entry of the record on conferring the status of the Project Participant to the Contestant into such register. Such record shall be entered within One (1) working day after decision on conferring the status of the Project Participant.

The status of the Project Participant shall be deemed conferred to the Contestant since entry of a relevant record into the register of the project participants.

4. Entry of the record into the register of the project participants regarding conferring the status of the project participant to the Contestant shall be certified by the certificate. The certificate shall be issued to the Project participant within 14 days since entry of the record regarding conferring the status to the project participant to the Contestant into the register of the project participants.

5. If in accordance with this Regulation, the Application (Applicant for preliminary assessment) is not considered, the Contestant (Applicant for



preliminary assessment) shall have the right to submit such Application subject to general consideration prescribed herein.

## **Article 5. The Terms and Procedure for Withdrawal of the Status of the Project Participant**

**1.** The status of the Project Participant shall be withdrawn:

1) at the expiration of the ten-year period since the entry of the record into the register of the project participants regarding conferring the status of the project participant to the Contestant;

2) in case of Foundation's decision on the early exclusion of the legal entity from the list of Project Participants;

3) since liquidation or reorganization of the legal entity according to the laws of the Russian Federation (except for reorganization in the form of transformation or merge with the Project Participants status for each entity participating in the merge of such legal entity as of the date of state registration of a legal successor of reorganized legal entities);

**2.** The decision on the early exclusion of the legal entity from the list of Project Participants shall be made by the Foundation in the following cases:

1) violation of the Project Rules by the Project Participant, including non-conducting the Research activities by the Project Participant;

2) non-compliance with the requirements of the Law by the Project Participant, including conducting the activities out of the Research activities;

3) refuse of the Project Participant to participate in the project;

4) non-compliance of the Project Participant - the Research Center of the Partner with the definition of the Research Center of the Partner specified in subparagraph 3 of paragraph 3 of Article 1 of this Regulation.

Procedure for adoption of decisions by the Foundation on the early exclusion of the legal entity from the list of Project Participants is established by the Provision for conferring and forfeiting the status of a partner of the Non-commercial organization Foundation for Development of the Center for Elaboration and Commercialization of New Technologies, approved by the Foundation Council with consent of the Board of Trustees.

**3.** Exclusion of the legal entity from the register of the Project Participants shall be made by entry of record regarding withdrawal the status of the Project Participant from the legal entity. Such record shall be made within 5 days since occurrence of circumstances specified in the point 1 of the present Article (in the part of subparagraph 3 of paragraph 1 of the present Article – since the moment, when the Foundation has been known on this fact).

The status of the Project Participant shall be deemed withdrawn since entry of a relevant record into the register of the Project Participants.

## **Article 6. Other Provisions**

1. The present Regulation on Conferring and Withdrawal of Status of the Project Participant for creation and provision of functioning of the Skolkovo Innovation Center comes into effect upon the expiration of 14 calendar days after approval of this Regulation by the Foundation Council with consent of the Foundation Board of Trustees. From this moment Regulation on Conferring and Withdrawal of Status of the Project Participant for creation and provision of functioning of the Skolkovo Innovation Center, approved by the decision of the Foundation Council dated December 6, 2010, No. 1, shall be deemed to cease to be in force.

2. Applications of Contestants and Applicants for preliminary assessment which were filed before coming the present Regulation into effect shall be considered in accordance with the requirements of the Regulation on Conferring and Withdrawal of Status of the Project Participant for creation and provision of functioning of the Skolkovo Innovation Center, approved by the decision of the Foundation Council dated December 6, 2010, No. 1.

3. In the Regulation on grants to participants of the project for creation and support of operation of Skolkovo Innovation Center for implementing innovative projects, approved by the Foundation Council (the of absentee meeting of the Foundation Council minutes dated April 25, 2012 № 2) with consent of the Board of Trustees (the Board of Trustees meeting minutes dated April 25, 2012 № 3):

1) add to the Article 1 point 6 as follows:

"6. This Regulation does not regulate the procedure for awarding grants to Center for Applied Research, which received the status of the Project Participants in accordance with the Regulation on conferring and withdrawal the status of the project participant for creation and provision of functioning of the Skolkovo Innovation Center.";

2) in the point 3 of the Article 2:

a) to edit sub-clause 2 as follows: «2) Substantive examination has demonstrated that the Project meets the criteria specified in sub-clauses 2-5 of the point 1 of the Article 2 of the Regulation on conferring and withdrawal the status of the project participant for creation and provision of functioning of the Skolkovo Innovation Center»;

b) to edit sub-clause 3 as follows: «3) The Project is in line with the innovation priorities set forth in accordance with the Regulation on conferring and withdrawal the status of the project participant for creation and provision of functioning of the Skolkovo Innovation Center in force at the time.».

Annex 1  
to the Regulation on conferring  
and withdrawal of the status of the  
project participant for creation and  
provision of functioning of the  
Skolkovo Innovation Center

AGREEMENT  
FOR NON-DISCLOSURE OF SUBMITTED  
INFORMATION

Moscow

The Contestant for the status of the project participant for creation and provision of functioning of the Skolkovo Innovation Center according to Federal Law No. 244-FZ Regarding Skolkovo Innovation Center of September 28, 2010 or a person applying for preliminary assessment of the project (hereinafter the Contestant) and

Non-Commercial Organization, the Fund for Development of the Center for Elaboration and Commercialization of New Technologies created according to the laws of the Russian Federation, Primary State Registration Number (OGRN) 1107799016720 (hereinafter referred to as the Foundation) in the person of the Chairman of the Foundation Board operating at the moment of entering into the present Agreement under the Articles of Association

hereinafter jointly referred to as the Parties and individually as Party,  
have concluded this Agreement for Non-Disclosure of Submitted Information (hereinafter the “Agreement”) as follows:

**1. Definitions**

1.1. Permitted Goal – acquaintance with documents and materials related to the Contestant's project (applied research, description of the research activities) and submitted by the Contestant by sending filled out Contestant's questionnaire and documents provided at submission of the Contestant application for conferring the status of the project participant or at submission of the application for preliminary assessment.

1.2. Confidential Information – information related to the Permitted Goal (including industrial secrets (know-how), financial records, commercial indicators) which

(1) shall be provided to the Foundation by the Contestant in writing or electronic form and specified as confidential by the Contestant at submission;

(2) is not generally known or in public domain and

(3) is information with respect to which the Contestant undertakes reasonably sufficient steps to ensure its confidentiality.

Information shall not be deemed confidential, which is

- (1) known to the Foundation on legal grounds at submission of such information by the Contestant;
- (2) generally known and in public domain,
- (3) provided to Third parties by the Contestant without limitations (including placement in Internet).

1.3. Third parties – physical or legal persons as well as public and legal establishments excluding the Foundation, the Contestant, Foundation personnel, members of the Boards of Experts of the Foundation, members of the Grant Commission of the Foundation, members of the Scientific Advisory Board, translators as well as the persons with whom the Foundation has entered into services rendering agreements enforceable by the civil law. The Foundation acknowledges that it has entered into non-disclosure agreements with the mentioned persons.

## **2. Confidential Information Use**

The Foundation can use the Confidential Information solely to achieve the Permitted Goal.

## **3. Transfer of the Confidential Information**

3.1. In all cases save the cases established by the laws of the Russian Federation and herein the Foundation shall have the right to disclose Confidential Information including transfer to the Third Parties only with prior Contestant's consent in writing for such transfer.

## **4. Protection of the Confidential Information**

4.1. The Foundation shall be held liable to keep confidentiality applying reasonably sufficient measures in accordance with generally accepted professional standards with respect to any information provided in connection with this Agreement and specified by the Contestant as Confidential Information according to the terms and conditions hereof.

4.2. The Foundation shall be held liable to inform personnel with respect to the Foundation's obligations hereunder and give relevant instructions.

## **5. Confidential Information Rights**

5.1. The Contestant shall be the possessor of the rights for the Confidential Information.

5.2. Nothing in this Agreement including the fact of Confidential Information transfer hereunder shall deem transfer of any Contestant's rights for Confidential Information to the Foundation.

## **6. Effective Period of the Agreement**

This Agreement shall become effective since execution and shall be valid for the period of three years since transfer of Confidential Information by the Contestant to the Foundation.

## **7. Other Provisions**

7.1. The Contestant entering into this Agreement shall give consent to the Foundation for computerized processing and processing without application of automation means of personal data submitted by the Contestant contained in the application and the documents attached thereto. The Applicant guarantees to the Foundation that it has received all necessary and sufficient written conscious consent of third parties for treatment of their personal data in the application and the documents attached thereto by both the Contestant and the Foundation.

7.2. The Foundation shall have no right to transfer the rights and/or obligations hereunder to the Third Parties without prior Contestant's consent in writing.

7.3. This Agreement shall be governed by the applicable law of the Russian Federation.

7.4. Disputes arising between the Parties in connection with this Agreement shall be subject to settlement in the court at location of the Foundation.

7.5. Submission of the application mentioned in clause 1.1 hereof shall mean acceptance by the Contestant of the terms and conditions hereof. The Agreement shall be deemed concluded on the above terms and conditions therefrom.

Annex 2  
to the Regulation on conferring  
and withdrawal of the status of the  
project participant for creation and  
provision of functioning of the  
Skolkovo Innovation Center

**AGREEMENT  
FOR NON-DISCLOSURE OF SUBMITTED  
INFORMATION**  
(with the right to provide information to potential co-investors)

Moscow

The Contestant for the status of the project participant for creation and provision of functioning of the Skolkovo Innovation Center according to Federal Law No. 244-FZ Regarding Skolkovo Innovation Center of September 28, 2010 or a person applying for preliminary assessment of the project (hereinafter the Contestant) and

Non-Commercial Organization, the Fund for Development of the Center for Elaboration and Commercialization of New Technologies created according to the laws of the Russian Federation, Primary State Registration Number (OGRN) 1107799016720 (hereinafter referred to as the Foundation) in the person of the Chairman of the Foundation Board operating at the moment of entering into the present Agreement under the Articles of Association

hereinafter jointly referred to as the Parties and individually as Party,  
have concluded this Agreement for Non-Disclosure of Submitted Information (hereinafter the “Agreement”) as follows:

**1. Definitions**

1.1. Permitted Goal – acquaintance with documents and materials related to the Contestant's project (applied research, description on research activities) and submitted by the Contestant by sending filled out Contestant's questionnaire and documents provided at submission of the Contestant application for conferring the status of the project participant or at submission of the application for preliminary assessment.

1.2. Confidential Information – information related to the Permitted Goal (including industrial secrets (know-how), financial records, commercial indicators) which

(1) shall be provided to the Foundation by the Contestant in writing or electronic form and specified as confidential by the Contestant at submission;

(2) is not generally known or in public domain and

(3) is information with respect to which the Contestant undertakes reasonably sufficient steps to ensure its confidentiality.

Information shall not be deemed confidential which is

(1) known to the Foundation on legal grounds at submission of such information by the Contestant;

(2) generally known and in public domain,

(3) provided to Third parties by the Contestant without limitations (including placement in Internet).

1.3. Potential co-investors – persons by the Foundation opinion can make a decision regarding participation in funding of the Contestant’s project (applied research, description on research activities).

1.4. Third parties – physical or legal persons as well as public and legal establishments excluding the Foundation, the Contestant, Foundation personnel, members of the Boards of Experts of the Foundation and members of the Grant Commission of the Foundation, members of the Scientific Advisory Board, translators as well as the persons with whom the Foundation has entered into services rendering agreements enforceable by the civil law. The Foundation acknowledges that it has entered into non-disclosure agreements with the mentioned persons.

## **2. Confidential Information Use**

The Foundation can use the Confidential Information solely to achieve the Permitted Goal.

## **3. Transfer of the Confidential Information**

3.1. In all cases save the cases established by the laws of the Russian Federation and herein the Foundation shall have the right to disclose Confidential Information including transfer to the Third Parties only with prior Contestant’s consent in writing for such transfer.

3.2. The Foundation shall have the right to transfer Confidential Information to the Potential co-Investors without the Contestant’s consent, provided that a confidentiality agreement will be entered with respect to the transferable information.

## **4. Protection of the Confidential Information**

4.1. The Foundation shall be held liable to keep confidentiality applying reasonably sufficient measures in accordance with generally accepted professional standards with respect to any information provided in connection with this Agreement and specified by the Contestant as Confidential Information according to the terms and conditions hereof.

4.2. The Foundation shall be held liable to inform personnel with respect to the Foundation's obligations hereunder and give relevant instructions.

## **5. Confidential Information Rights**

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## **6. Effective Period of the Agreement**

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## **7. Other Provisions**

7.1. The Contestant entering into this Agreement shall give consent to the Foundation for computerized processing and processing without application of automation means of personal data submitted by the Contestant contained in the application and the documents attached thereto. The Applicant guarantees to the Foundation that it has received all necessary and sufficient written conscious consent of third parties for treatment of their personal data in the application and the documents attached thereto by both the Contestant and the Foundation.

7.2. The Foundation shall have no right to transfer the rights and/or obligations hereunder to the Third Parties without prior Contestant's consent in writing.

7.3. This Agreement shall be governed by the applicable law of the Russian Federation.

7.4. Disputes arising between the Parties in connection with this Agreement shall be subject to settlement in the court at location of the Foundation.

7.5. Submission of the application mentioned in clause 1.1 hereof shall mean acceptance by the Contestant of the terms and conditions hereof. The Agreement shall be deemed concluded on the above terms and conditions therefrom.