

Aiducation International

Start Up Fund Equity Program – Terms & Conditions Application

issued by:

Aiducation International (“AI”), Dufourstr. 105, CH-8008 Zurich (Switzerland)

www.aiducation.org

represented by: CEO Matthias Meier, CFO Martin Linder and General Counsel Marc Blumenfeld

A. Introduction

- AI is an international non-profit and for-impact organization, established in Zurich (Switzerland) in 2007 under Swiss law and is represented globally by independent chapters in various countries. AI is listed in the register of Swiss Canton of Zurich.
- AI is committed worldwide to education, equal opportunity, and the empowerment of young talents. AI believes in the transformative power of education to sustainably change societies and outlines the behavioral standards for all bodies, employees, volunteers, beneficiaries, partner organizations, and service providers in its CODE OF CONDUCT which provides guidance, creates security, and forms the common foundation for responsible conduct.
- AI's Core Product – Building People. Building Nations – by Scholarships, Mentoring & Coaching, Employment & Entrepreneurship and Alumni Network



- To increase impact in the field of Employment & Entrepreneurship AI is cooperating with various third-party sponsors which all are providing funds for the promotion and strengthening of small and new business ideas (start-ups) and which are pooled in the joint Start-up Fund. The Start-up Fund is administered by AI in cooperation with Pathways to Higher Education in the Philippines
- The overarching goal of the Start-up Fund is giving people and societies access to

their potential by supporting non-formal education of individuals, built on full transparency of the applicant and mutual trust and cooperation in all activities.

- AI and the Start-Up Fund are committed to the United Nations Sustainable Development Goals (UN SDGs) and ensure that all activities are carried out in accordance with these goals.
- Through the Start-up Fund Equity Investment Program 1000 Young Entrepreneur Award (the “Program”), AI is awarding funds for the promotion of start-ups in the Philippines.
- AI has committed to the following Core Values in all its activities, and it is mandatory that participants in Program adhere to these values:

OUR CORE VALUES: RHISM



1	R RESPECT	We respect and tolerate each other and enjoy our diversity: We attend to each others needs and treat each other fairly, with patience, respect, and generosity, regardless of gender, race, age, beliefs, socio-economic status, or sexual orientation.
2	H HUMAN POTENTIAL	We love people and believe in their empowerment and abilities to change the world. We appreciate and serve individuals and groups who contribute towards that impact. We love to learn and we see constructive feedback as a gift to help us improve.
3	I INTEGRITY	We are honest, transparent and we accept responsibility for all of our actions. We work hard to deliver on our values every day and we drive impact with a simple and direct approach to earn trust from our AiduMakers and donors, AiduPartners, AiduTalents, and communities.
4	S SERVICE TO SOCIETY	We believe that we have been given our abilities and passions to contribute to making this world a better place. We put our customers at the core and create win ³ situations, in which all three main parties AiduTalents, AiduPartner/ AiduMakers, and Aiducation win.
5	M MERITOCRACY	We are entrepreneurial and energized and we are committed to excellence. We enjoy working hard to drive impact and we are allowed to take calculated risks and learn from mistakes.

B. Start-Up Fund Equity Investment Program (the “Program”)

- Enabled by its members the Start-up Fund, represented by AI provides financial support in the form of equity financing to start-up companies in the Philippines under the following conditions:
- The Start-up Fund plans to award as many as 3 equity investments of start-up companies as part of the Program.
- Depending on the business model and plan, the available equity and expected profitability, equity financing will be awarded up to USD 15.000 under the following preconditions:
 - Full and unrestricted transparency and access to the financial data of the

start-up and close and complete cooperation of the applicant with AI and the Awarding Committee.

- The disbursement of the financing requires the prior registration of a company and the transfer of 10% of the shares in the startup to AI on the basis of the AI model of the Shareholder Agreement. AI may agree to advance the cost for the registration.
- The disbursement of the financing usually occurs in instalments, after successful achievement of defined milestones or key performance indicators.
- After the first part of the financing was disbursed, the startup will report on an ongoing basis to AI as defined by AI.
- AI reserves the right to audit the startup and inspect its corporate file and financial accounts. The applicant / startup undertakes to provide access to information, documentation and premises upon first request.
- Even if all criteria are met by the applicant, the decision on the award is solely at the discretion of the Awarding Committee. There is no legal claim of financial support or a certain amount thereof.
- General Conditions for the participation in the Program are:
 - The start-up is based in the Philippines.
 - Applicants must be a resident of the country of the start-up. English language skills are required at all stages of application and equity funding.
 - Following documents are to be presented with the application
 - CV and identification of the applicant
 - Description of the company and the product, and actual business development.
 - Business plan and model with key figures of the relevant market and future expectations, marketing-concept, number of jobs etc.
 - Criteria for the evaluation of the business model and plan include
 - Stage of the start-up
 - Product competitiveness (new or existing market)
 - Management and team assessment
 - Customers analysis and potential
 - Financial and non-financial goals and
 - Degree of compliance with and implementation of the UN Sustainable Developments Goals
 - The application letter must include the agreement to the terms and conditions of AI, in particular the CODE OF CONDUCT, and of this tender,

and to act in accordance with the values mentioned, in particular to act cooperative, honest, transparent and with respect.

C. Procedure and Awarding Committee

- The application to participate in the Program must be submitted until mentioned deadline. All applications received after this date will be excluded.
- The submission of the application is online by the following address:
www.thousandyoungentrepreneurs.org
- The decision on the award of equity is made in accordance with the Start-up Fund's regulations by the Awarding Committee, consisting of representatives of AI, the Start-Up Fund Advisory Board, and the AI Country Chapter in which the start-up is based:
 - In a first step the Awarding Committee will review all applications received and select the start-ups that it considers most promising.
 - In the second step, the Awarding Committee gives the applicants of the selected start-ups the opportunity to present their start-up, business idea, business model and business plan.
 - After hearing the applicants, the Awarding Committee decides on the financial support of each individual applicant. In its decision, the Awarding Committee determines the amount of the equity funds granted and the individual conditions of the award.
 - At any stage of the process the Awarding Committee can request additional information.
 - Against the decision of the Awarding Committee any appeal is excluded.
- For the payment of any award of equity capital besides the conditions of the awarding letter the following conditions have to be fulfilled:
 - Separate bank account in the name of the start-up company is requested (no private bank account),
 - Official registration of the start-up company has been made or is being made in accordance with the national legal provisions and
 - Legal assignment of the start-up company's share in AI in accordance with the tender conditions and signing of the Shareholder Agreement.
- AI staff will assist the eligible applicant in all stages of the implementation of the awarded funding.
- By submitting the application to participate in the Program, the applicant and the start-up agree with all conditions mentioned and described procedure described in the application letter.

D. General Regulations

- Participation at this call for tender is voluntary. The participation at this call for proposals does not constitute a legal entitlement to funding, nor does the invitation

to apply, unless this is expressly stated in the letter of approval from AI or the award committee.

- AI will only reimburse costs in the amount determined by this tender. All other costs are to be borne by the applicant.
- Tender and process is guided by Swiss Law, place of jurisdiction is Zurich, Switzerland.

Applicant's full name:

Date:

Location:

Applicant's signature: