

Article 1

Purpose

- 1.1 The **Call Tourism** is a systematic and agile process for the assessment of projects for venture capital funding within the scope of Portugal Ventures' investment strategy, in collaboration with its partners in the Ignition Partners Network.
- 1.2 **Portugal Ventures** aims at promoting access to venture capital investment for traditional as well as tech-based projects in the Seed and Early stages to bolster the development of the Tourism sector as a whole in Portugal.
- 1.3 Portugal Ventures, through the venture capital funds it manages and in co-investment with other venture capital investors, is willing to fund projects, with a minimum investment ticket of 300 thousand euros and a maximum of 1.500 million euros, and assign the majority of the company's share capital to its Founders.

Article 2

Eligible Projects

- 2.1 As an example, but not exclusively, projects eligible for the **Call Tourism** initiative may be in the following areas:
 - Non-Tech projects
 - Design Hotels, Boutique Hotels, Eco-Resorts and similar establishments
 - Innovative accommodation (glamping, house boats and the like)
 - Tour operators
 - Theme parks
 - Nautical, equestrian and wine tourism
 - Tourist entertainment activities
 - Tech-based projects
 - Artificial Intelligence (AI);
 - Augmented Reality (AR);
 - Virtual Reality (VR);
 - Internet of Things (IoT)
 - Electronics;
 - Mobile;
 - Clean Tech;
 - Robotics;

- Marketplaces;
- Software or hardware that enhances the tourist experience or contributes to a more efficient operation.

2.2 Project characterisation:

- General Project's Characteristics:

- Funding: The investment made by Portugal Ventures shall be within a minimum amount of 300,000 euros and a maximum of 1,500,000 euros;
- Initiative from the founders: Must be an original concept from its Founders and should be led by them;
- Location: Projects should be promoted by companies which have already or aim to have a headquarters in Portugal (mainland and islands) in the seed, startup or early stage phase that has not completed 7 full financial years up to date of investment;

- Non-Tech Project's Characteristics:

- Tourist entertainment activities related to cultural/scenic heritage, tourist experiences to discover territories as well as activities associated to the use of endogenous resources and the revitalisation of areas of cultural interest;
- Innovative tourist accommodation or that have a direct connection to the promotion of culture or the environment;
- Rehabilitation of existing hotels and similar accommodation, including expanding such buildings and facilities to position them in high added-value market segments.

- Tech Project's Characteristics:

- Product-oriented (tradable goods & services);
- Based on internationally referenced R&D;
- Innovative and differentiated;
- Appropriable Technology;
- Positioned in global value chains;
- Significant global market potential;
- Implementable with available resources;
- An initiative by the Founders.

2.3 Stage of the Project:

- Seed Stage projects: should have a fully prototype and preliminary feedback from the market.
- Early Stage projects: should have started operations but are not yet at the stage of a robust commercial, manufacturing and sales process.

Article 3

Partners / Ignition Partners Network

- 3.1 The **Call Tourism** is held in collaboration with entities from our Ignition Partners Network, the identification and contacts of which are available on the **Portugal Ventures'** website.
- 3.2 Depending on their location and area of expertise, the Ignition Partners will identify eligible and investment ready projects for each **Call Tourism** and invite its respective Founders to send in their applications.
- 3.3 The Ignition Partners will support the Founders in the preparation of information in order to ensure that it is as clear, objective and structured as possible.
- 3.4 Ignition Partners may be rewarded in the event **Portugal Ventures** decides to invest in the projects that obtained their support and were submitted via them.

Article 4

Applications

- 4.1 Applications can be submitted as follows:
 - a) Through the Ignition Partners Network - to this end, the Founders should contact one of the Ignition Partners, benefitting in this way from (i) the support and collaboration from said Partner in the preparation of the application and (ii) a quicker initial screening of their project;
 - b) By sending an application directly to **Portugal Ventures**.
- 4.2 Relevant information related to the entire process can be found on **Portugal Ventures'** website.

- 4.3 The submission of applications related to the **Call Tourism** will be done, exclusively, through the Application Forms available on **Portugal Ventures**' website (an answer to all questions is mandatory, except when indicated: "when applicable" or "if applicable").
- 4.4 For any questions or any additional information please send an email to:
submissions@portugalventures.pt

Article 5

Requirements and Eligibility

- 5.1 Projects should, preferably, be promoted by multidisciplinary teams, although projects being promoted by only one individual may also be considered.
- 5.2 The projects must be an original idea from the Founders.
- 5.3 For an already established company, on the date of signature of the funding agreement with **Portugal Ventures**, the following conditions must have been met:
- a) It must be incorporated in Portugal, in the seed, startup or early stage, aiming at the economic exploitation of new ideas, technologies and/or products/services and must not have been operating for more than 7 years, since the commencement of activity;
 - b) It must not to be considered a "undertaking in difficulty" per the meaning of Regulation (EU) No. 651/2014, of 16 June;
 - c) It must have met all its obligations with the Ministry of Finance and Social Security.
- 5.4 **Portugal Ventures** will only consider funding projects received from companies which already have or aim to have a significant footprint in Portugal.
- 5.5 In the case of construction or reconstruction projects, the required licence must have been issued by the relevant authorities.
- 5.6 The Founders assure that their project will only be submitted once per **Call Tourism** through a partner or directly to **Portugal Ventures**.
- 5.7 The submission of projects to **Portugal Ventures**, within the scope of said initiative, assumes that the Founders declare and assure that they are the legitimate holders of all legal rights, registrations and/or ownership related to the projects they are submitting and that any and all information provided relating to the projects is complete and accurate and that they are in no way violating any contracts or third-party rights, nor will they come to violate any such third-party contracts or rights, including any patents, intellectual property rights, trade secrets, proprietary or confidential information, publicity or privacy rights.
- 5.8 In the application form, Founders must disclose any prior agreements with other investors, if existent.

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- 5.9 The submission of projects within the scope of the **Call Tourism** gives **Portugal Ventures** the right to use any and all information which it received during the process of analysis and assessment of investment opportunities, namely sending said information to the experts, if applicable.
- 5.10 **Portugal Ventures** reserves the right to not accept applications which it considers to be in direct violation, at any given moment, of the guidelines and/or rules and regulations, or the intent thereof, related to the **Call Tourism**.

Article 6

Project Screening and Assessment Process

- 6.1 The projects submitted through an entity from the Ignition Partners Network or directly to **Portugal Ventures** will be subject to an initial screening process to evaluate their adequacy and eligibility as set forth in these Rules and Regulations, after which they will be sent for review by the respective industry assessment panel as mentioned in paragraphs 6.3 and 6.4.
- 6.2 If the projects referred to in paragraph 6.1 do not meet said requirements, or the information submitted is insufficient to properly assess their suitability and eligibility, namely due to the fact that the projects are not investment ready, **Portugal Ventures** will inform its Founders that the conditions necessary for the projects to proceed to the next stage have not been met, and may recommend that the Founders contact an entity from the Ignition Partners Network for help in restructuring their projects or to have them incubated/accelerated in order to resubmit them in one of the subsequent **Call Tourism**.
- 6.3 The projects referred to in paragraph 6.1 which meet the requirements set forth in these Rules and Regulations will proceed to the next phase for screening and evaluation by one or more panels for each of the industry sectors stated in these Rules and Regulations.
- 6.4 The respective industry assessment panels are made up of scientific and business experts and specialists, both Portuguese and international, selected by **Portugal Ventures**.
- 6.5 The screening and assessment process carried out by the respective industry assessment panel will be done in two stages:
- Firstly, the Founders will pitch their ideas to the assessment panel in a session which will be followed by a Q&A session;
 - Secondly, based on (i) the information sent in the Application Form, (ii) the pitch made by the Founders and (iii) the subsequent discussion, the assessment panel will formulate a qualitative evaluation of each project, taking into account the requirements set forth in Article 7 of these Rules and Regulations; identify the main risks the project presents and suggest measures to mitigate said risks; and will also make a global assessment of the merit of the underlying investment opportunity.

- 6.6 The screening process and qualification of the projects related to the **Call Tourism** will take place in the time frame indicated on **Portugal Ventures**' website.

Article 7

Judgement Criteria

The evaluation of each project, carried out by each of the industry assessment panels, will take the following criteria into account:

- a) **Management Team** (the ability of each team member to face the demands and challenges of the project; the entrepreneurship profile and experience of each team member; to what extent the management team's skills meet the requirements necessary for the project's success);
- b) **Solution and Value Proposition** (level of novelty of the solution and how it will stand out in the market);
- c) **Competition/Competitive Advantages** (level of competition and main competitors, potential or which already exist in the market where the product is to be inserted; differentiation/competitive advantages of the intended product compared to the products already on the market to ensure the preservation of said competitive advantages during the life of the project vs. the ease of replicating it);
- d) **Product Roadmap** (product development roadmap and main milestones to be achieved);
- e) **Target Market and Characterisation** (size of the potential market and the target-market, as well as how the company proposes to position itself in the product/market's global value chain);
- f) **Business Model** (sources of revenue, recurring or not; pricing; margins; clients; countries; scalability);
- g) **Traction Metrics** (active users and/or paying customers; average cost of customer acquisition and average customer lifetime value);
- h) **Current and subsequent funding needs** (quantification of the current and subsequent funding needs and the means of funding, assessing, namely, the feasibility of syndicating the investments with other venture capitalists, Portuguese or foreign, keeping in mind, for example, the attractiveness of the project's industry sector for potential investors);
- i) **Exit** (Portugal Ventures' method of divestment, evaluating, namely, if there is an active market for the transaction of such companies; potential to attract foreign capital; identification of potential strategic international players interested in licensing/acquiring the technology).

Article 8

Portugal Ventures' decision-making process

- 8.1 Once the screening and assessment process of the projects have been concluded by each of the assessment panels, **Portugal Ventures** will assess the resulting potential opportunities for investment; a process which will take place in the time frame indicated on **Portugal Ventures'** website.
- 8.2 The conclusions and recommendations made by the assessment panels are non-binding, so that **Portugal Ventures'** competent bodies have sole authority to decide whether or not to present an investment offer.
- 8.3 The projects that have a positive recommendation after the assessment panels will be invited to pitch their projects to **Portugal Ventures'** Board of Directors in a meeting which will be followed by a Q&A session.
- 8.4 **Portugal Ventures'** decision to invest in projects will be based on the judgement it makes, in accordance with its own criteria, on the quality of the projects. It may propose investment under different terms to those proposed by the Founders or decide to not invest at all, and, therefore, does not, in any way, entitle the Founders to any right to compensation.
- 8.5 **Portugal Ventures** will inform the Founders and their Ignition Partner of its decision – without the need for justification – and, if it decides to invest, the respective terms and conditions for investment will be proposed to the Founders.
- 8.6 The decision made by **Portugal Ventures** to invest in the above-mentioned projects is subject to the suspensive condition of acceptance, by the Founders, of the terms for investment, partnership and divestment, which are to be established.
- 8.7 The venture capital funds managed by **Portugal Ventures** have legal requirements that must be met prior to the investment. For this to happen in an expeditious manner, Founders must readily supply **Portugal Ventures** with all the information it needs. Be advised that this is also a test of the Founders' level of commitment to the project.

Article 9

Communicating the Results

The Founders who accept the terms for investment, partnership and divestment proposed by **Portugal Ventures** agree to allow their company logo and information to be disseminated for marketing purposes related to the **Call Tourism**, the Ignition Partners Network and **Portugal Ventures**.

Article 10

Confidentiality

- 10.1 Safeguarding the needs resulting from the decision-making process stipulated in these Rules and Regulations, **Portugal Ventures** will keep all information submitted within the scope of the **Call Tourism** in confidence, as well as any other information that it may receive, for a period of 12 (twelve) months.
- 10.2 Participants in the **Call Tourism** declare that they will not use the names “Call Tourism”, “Portugal Ventures”, “Ignition Partners Network” or any variant, abbreviation or adaptation thereof, or the names of partners or any other **Portugal Ventures** collaborator or partner in any advertisement, marketing communication or press release, without prior consent, in writing, from **Portugal Ventures**.
- 10.3 By submitting their applications, participants in the **Call Tourism** authorise **Portugal Ventures** to share the following information with its Ignition Partners Network, such that, in the event **Portugal Ventures** deems the project to not be investment ready, the Ignition Partners may contact the Founders in order to offer their support to improve the projects so that they may successfully resubmit their projects to the **Call Tourism**:
- 10.3.1 Project name;
 - 10.3.2 Contact name, e-mail and phone number;
 - 10.3.3 Industry Sector;
 - 10.3.4 Region

Article 11

Press

The Founders of the projects that are selected for funding within the scope of the **Call Tourism** will, fittingly and whenever possible, be invited to participate in awareness campaigns related to the initiative in the press, and will therefore:

- Send a description of the project to **Portugal Ventures**, in both Portuguese and English (between 150 and 200 words), within 72 business hours after receiving a request from **Portugal Ventures** to do so; a description which may be passed on, in whole or in part, to the press;
- Participate in media events related to promotion campaigns for the **Call Tourism**, namely, talking about their projects or experience related to their participation in the **Call Tourism**;

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- To make statements or other relevant content available for any press release related to the **Call Tourism**.

Notwithstanding, participation in said campaigns in no way implies that it is necessary to disclose any confidential information.

Article 12

Ammendments to Rules and Regulations

Portugal Ventures reserves the right to, at any time, amend any clause in these Rules and Regulations, giving notice of these amendments to the Founders and Ignition Partners in the manner it deems fit.

Article 13

Final Provisions

- 13.1 Matters not covered in these Rules and Regulations will be settled by **Portugal Ventures'** competent bodies
- 13.2. Submission of an application to the **Call Tourism** implies acceptance of these Rules and Regulations and the terms and conditions to the use of **Call Tourism** platform.

Article 13

Final Provisions

- 13.1 Situations which have not been provided for in these Rules and Regulations will be settled by **Portugal Ventures'** competent bodies.
- 13.2 Submission of an application to the **Call for Tourism** implies the acceptance of these Rules and Regulations and the terms of use of the **Call for Tourism** Platform.