

Call for Applications for:

Article 1. Purpose of the Call

NEXT ENERGY 5 is an initiative promoted by Terna S.p.A. (“Terna”), the Cariplo Foundation and Cariplo Factory S.r.l. Benefit Corporation (“Cariplo Factory”), the key company of the Cariplo Foundation, with the aim of supporting and promoting talented professionals and encouraging the growth of teams with innovative projects focused on:

- **strengthening the culture of innovation** within Terna as an enabling factor for change and definition of the “new normal”
- supporting the **emergence of new solutions that meet** specific needs in accordance with the goals of the **NexTerna focus areas**¹.

The NEXT ENERGY 5 Call for Applications is divided into two distinct parts:

- **Call for Talents**, aimed at new graduates in engineering, statistics and economics, who will join Terna Work Groups focused on the development and management of innovative projects.
- **Call for Solutions**, aimed at start-ups, SMEs and innovative companies with proposals aligned with the above goals.

Article 2. Areas of interest

The Covid-19 pandemic has accelerated digitalisation of working activities, whilst also prompting a profound redefinition of how work is conceived and people’s role.

Terna's response is **NexTerna**, a multi-year plan for a change in culture that involves every aspect of the company, aiming to integrate inclusion and sustainability on the basis of a new leadership model, in order to optimise workplaces and their usage, guaranteeing efficiency, productivity, logistical benefits and quality of life.

This edition of NEXT ENERGY is aimed at accelerating achievement of the goals of NexTerna by focusing, as usual, on young talent and innovation.

¹ **NexTerna** is a multi-year plan supporting a structural change in management, based on a profound redefinition of how work is conceived and people’s role. Launched in February 2021, NexTerna is formed of seven thematic “focus areas”: Inclusive leadership, People care and expertise, Agile solutions applied to processes, Sustainability and communication, Technology and digitalisation, Virtual and physical spaces, and New industrial relations.





Call for Applications for:

On this basis, the areas of interest for the two Calls can be summarised as, but are not limited to, the following:

Call for Talents

The Call for Talents aims to identify new graduates for internships with Terna structures and/or work groups involved in innovative projects aligned with the aims of NexTerna focus areas.

Call for Solutions

The Call for Solutions aims to identify solutions that optimise new office working methods, for physical and virtual environments, suitably equipped with advanced technology also enabling collaboration of workers with specific difficulties.

Specifically, the call aims to identify solutions in the following **two** areas of interest:

1. Smart Office

Solutions and devices for smart offices, enabling automatic energy management and optimal comfort for users, raising employee awareness of consumption and the best ways to reduce it, and launching the transition from physical objects to their digital replicas, e.g.:

- innovative systems for adjusting the environment through monitoring of microclimatic parameters, through smart lighting capable of calibrating lighting levels, and the HVAC system (heating, ventilation and air-conditioning), potentially using IoT sensor technology.
- tools capable of modelling space and optimising its functionality for users, enriching their experience (e.g. desks that adapt to the preferred configurations of employees and restore their preferences on check-in), ensuring optimised accessibility also for employees with specific difficulties.
- building information modelling and creation of digital twins of offices, i.e. the creation of a three-dimensional virtual representation of a physical office that facilitates proper management and maintenance. The information from the digital twin may be used in an innovative way to:
 - adopt predictive-maintenance algorithms
 - predict energy consumption, related costs and possible measures aimed at optimisation
 - provide real-time information on the status of building and plant subsystems.



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2. Smart Collaboration

Solutions and technology to enable new collaborative working methods, ensuring an innovative experience that is also accessible to employees with specific difficulties, e.g.:

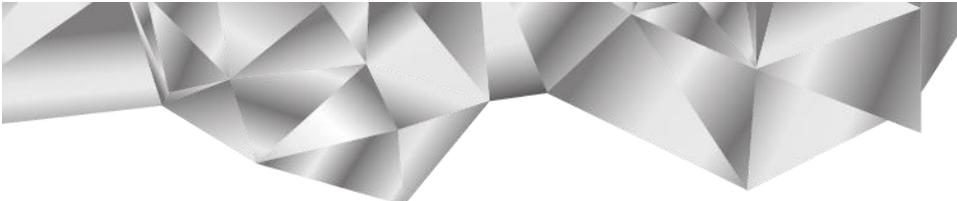
- Space as a service:
 - integrated user-experience management, i.e. systems for booking spaces and services, simplified office access methods and indoor orientation
 - systems that guarantee ongoing availability of office space, minimising the risk of Covid-19, avoiding gatherings of people, developing systems for sanitising surfaces and the air, with solutions for contactless use of the office and its services.
- Identification of technologies that support hybrid meetings, aimed at guaranteeing a complete and multi-directional experience for participants in the office and those in other locations, such as:
 - interactivity and interconnection with personal devices and company IT systems
 - 4k video, noise reduction and automatic identification of the speaker
 - virtual assistant and minute-taking of meetings.
- Tools for collaboration in support of planning, such as:
 - tools for sharing and co-authoring reports and planning documentation to be made available both to Terna users and external users (e.g. partner work groups) that are compatible with Microsoft Office 365
 - experimentation with augmented reality, both virtual and mixed, through use of advanced and appropriately issued technology such as visors, 3D models and specially designed platforms for meetings and focus or creative sessions.
- Technology and development in the help-desk field to offer work-anywhere support and assistance, e.g. smart lockers to manage handover of new hardware and returns.

Article 3. Requirements for participation and application deadlines

Call for Talents

The **Call for Talents** is aimed at young, new graduates who meet all of the following requirements at the time of application:

- they have earned a degree in engineering, statistics or economics in the last 12 months



Call for Applications for:

- they have received a score of no less than 100/110 or 90/100
- they are under 28 years old.

The deadline for applications for the **“Call for Talents”** is **23:59 on 25 November 2021**.

Through Cariplo Factory, Terna reserves the right, should it be deemed necessary, to extend the application deadline, publishing an announcement to this effect on the NEXT ENERGY website.

Call for Solutions

The **Call for Solutions** is aimed at start-ups, SMEs and innovative companies as described in Art. 1, with proposals capable of offering innovative solutions for the areas of interest of the Call, as per

the indications of Art. 2, and which meet at least one of the following requirements at the time of application:

- they have at least one round of investment for the development of solutions (seed, pre-seed or early stage)
- they have already completed a proof of concept (hereinafter “PoC”) and/or testing
- they already hold a patent or have submitted at least one patent application.

The deadline set for applications for the **“Call for Solutions”** is **23:59 on 13 December 2021**.

Through Cariplo Factory, Terna reserves the right, should it be deemed necessary, to extend the application deadline, publishing an announcement to this effect on the NEXT ENERGY website.

Please also note that during this phase Terna, through Cariplo Factory, reserves the right to request additions, with supplementary documentation, in order to carry out a broader assessment of the proposal, where deemed to be necessary.

Please note:

- participation in both Calls is free of charge and does not represent any binding agreement or commitment of any kind beyond the conditions expressly set out in this Call for Applications
- all documents submitted as part of the application for either Call may be written in Italian or, alternatively, in English
- start-ups, SMEs and innovative companies that participate in the initiative, sending their application and accompanying documentation, implicitly declare that the information provided are accurate and that every decision of the Assessment Commission and/or Selection Commission pursuant to Art. 4 will be unconditionally accepted





Call for Applications for:

- employees of companies of the Terna S.p.A. Group, the Cariplo Foundation and Cariplo Factory S.r.l. Benefit Corporation or their subsidiaries may not participate in the NEXT ENERGY 5 initiative
- Through Cariplo Factory, Terna reserves the right, at its complete discretion, to exclude participants if:
 - they attempt to interfere with the enrolment process or functioning of the initiative
 - they act in breach of this Call for Applications
 - they act inappropriately or in a way that hinders the harmonious and proper running of the initiative.
- this initiative does not represent a prize competition, pursuant to Italian Legislative Decree no. 430/2001, as it is excluded from this category pursuant to Art. 6, paragraph 1, lett. a) of the aforementioned legislation (*“The category of prize competitions does not include competitions called for the production of literary, artistic or scientific works nor those for the submission of projects or studies in commercial or industrial fields where the prize awarded to the author of the work represents payment for the performance of work or represents recognition of personal merit or encouragement in the collective interest”*).



Call for Applications for:

Article 4. Offer

Call for Talents

10 new graduates will be selected (with the methods and time frames indicated in Art. 5) (hereinafter the “**Selected Graduates**”), who will have access to a six-month internship at Terna S.p.A., involving:

- a structured training programme focusing on content regarding the Italian electricity system, Terna's sphere of operation and other specific concepts of innovation, project management and safety
- on-the-job training at one of Terna’s offices, with Work Groups aligned with the aims of NexTerna focus areas.

Each of the Selected Graduates will be awarded a grant by Terna of € 1,500 per month, before tax, to cover expenses.

The Selected Graduates who successfully complete the internship will join Terna’s on-boarding pathway.

Call for Solutions

Up to a maximum of **six start-ups and/or SMEs and/or innovative companies** will be selected (hereinafter “**Selected Company**” or “**Selected Companies**”), which will proceed with a PoC lasting approximately 12 months, with guidance and support from Cariplo Factory, aimed at demonstrating the validity and feasibility of proposals.

Terna will pay each of the Selected Companies a fee to cover expenses of € 10,000.

Terna reserves the right to invite the Selected Companies to a single “**Beauty Contest**” procedure, with two distinct areas of interest, “Smart Office” and “Smart Collaboration”, pursuant to Art. 2, which will end with assignment of a binding contract for each of the aforementioned areas of interest, the respective economic value of which will be estimated based on the goal to be achieved, defined in a specific framework prepared by Terna.

The “**Beauty Contest**” **Commission** will assess the results generated by each Selected Company during the PoC in order to establish a ranking for each area of interest and identify the two potential Selected Companies to be awarded contracts.



Call for Applications for:

Article 5. Phases and deadlines of the initiative

NEXT ENERGY 5 is structured as follows, with the deadlines indicated below:

1. Submission of applications

- For the “Call for Talents”: until **23:59 on 25/11/2021**.
- For the “Call for Solutions”: until **23:59 on 13/12/2021**.

2. Pre-selection of submissions

- “**Call for Talents**”: by **06/12/2021** an **Assessment Committee**, composed exclusively of Terna S.p.A. personnel, will examine all applications that meet the requirements of Art. 3 and pre-select up to a maximum of **100** participants to access the final round of selection as described in Art. 8.
- “**Call for Solutions**”: by **25/01/2022** an **Assessment Commission**, composed of representatives of Terna and with the support of Cariplo Factory, will examine all applications that meet the requirements of Art. 3 and pre-select up to a maximum of **10 start-ups and/or SMEs and/or innovative companies (“Finalists”)** to access the final round of selection as described in Art. 8.

Please note that applications will be excluded from this phase that:

1. are accompanied by documentation considered by the Assessment Commission to be insufficient or inadequate
2. present an offer that falls outside of the two areas of interest indicated under Art. 2
3. present proposals with a TRL < 4
4. the Assessment Commission considers not to be original.

Please also note that, during this phase, Terna, through Cariplo Factory, reserves the right to cancel, amend or suspend all or part of the initiative at any time, as well as all related content, information or selection criteria, at its complete discretion, announcing these changes on the website of the initiative.

3. Selection of applications

- “**Call for Talents**”: the 100 candidates pre-selected by the **Assessment Committee** will be invited to one of the two “**Selection for Talents**” events described in Art. 8, based on their location. In the event that the health-emergency in the country does not allow the “**Selection for Talents**” to be held with attendance in person, these events will be held online, with sufficient prior notification of the parties involved.



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- **Call for Solutions:** the Finalists selected by the **Assessment Commission** will be invited to the “**Selection Day**” pursuant to Art. 8. In the event that the health-emergency in the country does not allow the “Selection Day” to be held with attendance in person, this event will be held online, with sufficient prior notification of the parties involved.

4. Operational phase

- **Call for Talents:** internship start date **24/01/2022** until **22/07/2022**.
- **Call for Solutions:** start date of **PoC 14/03/2022** until **30/05/2022**.

Article 6. Submission of applications

Candidates must submit their applications by completing the Application Form available on the NEXT ENERGY website (<https://nextenergy.cariplofactory.it/>).

Call for Talents

The application involves:

1. completion of the online Application Form (personal data and fields concerning motivation)
2. uploading of **attachments**, including:
 - a. **CV and academic record**
 - b. **video presentation** (max. 3 minutes)
 - c. **any further documentation**, such as degree thesis, project work, etc.

Call for Solutions

The application involves:

1. **completion** of the online Application Form, indicating the project and the members of the team (each application must identify a contact person).
2. uploading of **attachments**, including:
 - a. **CVs** of management/team members
 - b. **slide deck of the project/product presentation** (max. 30 slides) in unrestricted Power Point and PDF format, including the following minimum information: description of the idea,



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business model, market potential, team, competitive scenario, product-development roadmap and principal economics. The documentation must demonstrate the technology readiness level (hereinafter “TRL”) achieved

- c. documentation demonstrating that at least one of the requirements under Art. 3 is met.**
By way of example and not limited to:
- scientific publications or other industry publications, proceedings papers, etc.
 - reports, illustrative documentation and/or technical annexes regarding PoC and/or testing conducted/completed that falls within the scope of the two areas of interest of the Call for Applications
 - brochures of products already commercially available or other similar elements
 - documentation demonstrating the submission of patent applications or possession of patents
 - financial information and statements, with proof of any rounds of investment or funding already received.

Article 7. Assessment criteria

Call for Talents

- academic record
- motivation
- training and/or professional experience in the fields of interest of this Call for Applications.

Call for Solutions

- team quality
- business model and characteristics of the solution
- market and scalability of the solution
- proposed innovation level
- business opportunity for Terna
- compatibility with Terna processes
- presentation (proposal, level of completeness and clarity of information received).



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Article 8. Final selection

Call for Talents

The 100 candidates pre-selected by the Assessment Committee as described in point 3 of Art. 5, will be invited to one of the two **“Selection for Talents”** events scheduled for 16/12/2021 in Milan and 20/12/2021 in Rome, based on their location.

During these “Selection for Talents” events, the **10** new graduates will be identified for the internships as described in Art. 4.

Call for Solutions

The **Finalists** pre-selected by the Assessment Commission as per point 3 of Art. 5 will be sent to the **“Selection Day”** event, to be held in Rome on **17 February 2022** at the Terna headquarters, to present their proposal before a **Selection Commission** composed of Terna representatives and potential stakeholders invited by Terna, which will identify up to a **maximum of 6 start-ups and/or SMEs and/or innovative companies (the “Selected Companies”)** that will access the subsequent phases as described in Art. 4.

Article 9. Privacy and confidentiality

Pursuant to the General Data Protection Regulation (Regulation 2016/679 (EU) of the European Parliament and of the Council of 27 April 2016 - **GDPR**), the Participants are hereby informed that processing of personal data provided by them in the context of this initiative, or in any case acquired for this purpose by the controllers, is carried out by Cariplo Factory S.r.l. Benefit Corporation with registered office at Via Daniele Manin n. 23 – 20121 Milan, Italy and by Terna S.p.A., with registered office at Viale Egidio Galbani n. 70 - 00156 Rome, Italy, in their capacity as independent data controllers in accordance with the following policies.

Terna S.p.A. privacy policy

Terna S.p.A., with registered office at Viale E. Galbani, 70 (00156) Rome, Italy, is a controller of personal data of Participants in the Call for Applications for NEXT ENERGY 5 and can be contacted at the following email address: privacy@terna.it.

Terna S.p.A. has appointed a data protection officer (**“DPO”**), who can be contacted at the following email address: dpo@terna.it.

Terna S.p.A. will process the following personal data of Participants:

- Identification data (name, surname, etc.)



Call for Applications for:

- Contact details (email address, telephone number, etc.)
- Information regarding education and professional experience, as well as other information included in the CVs provided
- Any other personal data sent by Participants at the time of enrolment for the Call for Applications.

The personal data will be gathered directly from the Participants or provided by the organisations to which they belong or shared by Cariplo Factory S.r.l.

Terna S.p.A. will process the personal data of Participants in order to:

- manage enrolment of Participants in the Call for Applications, assess applications received and carry out the actions set out by the Call for Applications regarding successful Participants. The legal basis for this processing is the fulfilment of requirements and/or obligations connected with execution of a contract
- fulfil legal and regulatory requirements connected with the Call for Applications and/or in any case connected with performance of Terna S.p.A.'s business. The legal basis for this processing is the fulfilment of binding legal requirements
- take action aimed at continuous improvement of company processes, where applicable also carrying out statistical analysis and/or business intelligence. The legal basis for this processing is the pursuit of the legitimate interests of Terna S.p.A. to increase effectiveness, efficiency and the quality of its processes
- manage compliance of its activities with applicable external and internal regulations, manage company risk and safeguard the rights and interests of Terna S.p.A., where applicable also in the context of legal proceedings. The legal basis for this processing is the pursuit of the legitimate interests of Terna S.p.A. to manage risk to its business and exercise and defend its rights.

The provision of personal data is optional, however, in its absence it will not be possible to participate in the Call for Applications.

The personal data will be stored only for the period of time strictly necessary to the purposes for which it is gathered and processed, in accordance with the principal of minimising and limiting storage pursuant to Art. 5, para. 1, letter c) and e) of the GDPR. Specifically, the personal data will be stored for the entire duration of the Call initiative, as well as for a period corresponding with the standard time set regarding rights (ten years) and/or for the period of time required to fulfil legal requirements upon Terna S.p.A. or to fulfil any defensive requirements.

The personal data may be shared with:

- personnel authorised for data processing pursuant to Art. 29 of the GDPR and Art. 2-*quaterdecies* of the Privacy Code (Italian Legislative Decree 196/2003)



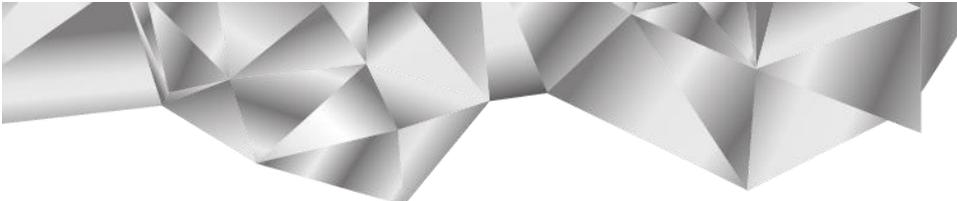
Call for Applications for:

- other Companies of the Terna Group, acting as independent data controllers, for internal administrative and accounting purposes
- Cariplo Factory S.r.l. Benefit Corporation for activities connected to management of the Call initiative
- suppliers of services typically acting as data processors pursuant to Art. 4 section 8 and Art. 28 of the GDPR
- parties, entities or authorities that are independent data controllers with whom it is mandatory to share personal data as part of legal or regulatory provisions or orders from the authorities.

Regarding any future transfer of your personal data to third-party countries outside the European Economic Area (EEA) or to international organisations, the Controller notes that processing will occur in accordance with regulations and in line with one of the methods permitted by law pursuant to arts 44–49 of the GDPR, for example, consent of the data subject, adoption of Standard Contractual Clauses approved by the European Commission, selection of parties that are members of international programmes for the free circulation of data, in accordance with recommendations 01/2020 and 02/2020 of the European Data Protection Board.

The data subject may, at any time, exercise the following rights, where the legal conditions apply:

- Right of access (art. 15 of the GDPR) - the data subject has the right to obtain confirmation as to whether or not relevant personal data is being processed, and the right to receive any information relating to such processing.
- Right to rectification (art. 16 of the GDPR) - the data subject has the right to rectification of personal data, where it is incomplete or inaccurate.
- Right to erasure (art. 17 of the GDPR) - in certain circumstances, the data subject has the right to have relevant personal data deleted from our files.
- Right to restriction of processing (art. 18 of the GDPR) - under certain conditions, the data subject has the right to the restriction of processing of relevant personal data.
- Right to data portability (art. 20 of the GDPR) - the data subject has the right to the transfer of relevant personal data to a different data controller, as well as the right to obtain relevant data in a structured, commonly used format that is readable by an automatic device.
- Right to object (art. 21 of the GDPR) – the data subject has the right to formulate a request to object to the processing of relevant personal data, in which proof must be provided of the reasons that justify the objection. Terna S.p.A. reserves the right to review this request, which may be rejected if there are legitimate reasons to proceed with the processing that prevail over the interests, rights and freedoms of the data subject
- Right to lodge a complaint with a Supervisory Authority or to take appropriate legal action (arts 77 and 79 of the GDPR) - if the data subject considers that the processing of relevant personal data is in breach of data protection legislation, the data subject may lodge a complaint with a



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Supervisory Authority of the Member State or normal residence reside, work or in the place where the alleged breach occurred or may initiate legal action with the competent authorities.

The data subject can exercise rights by sending a request to the email address privacy@terna.it or to the DPO at the email address dpo@terna.it.

Cariplo Factory S.r.l. Benefit Corporation privacy policy

Cariplo Factory S.r.l. Benefit Corporation, with registered office at via D. Manin, 23 (20121) Milan, Italy, is a controller of personal data of Participants in the Call for Applications for NEXT ENERGY 5 and can be contacted at the following email address: info@cariplofactory.it.

Cariplo Factory has appointed a data protection officer (“DPO”), who can be contacted at the following email address: alice.pisapia@coleurope.eu.

Cariplo Factory will process the following personal data of Participants:

- Identification data (name, surname, etc.)
- Contact details (email address, telephone number, etc.)
- Information regarding education and professional experience, as well as other information included in the CVs provided
- Any other personal data sent by Participants at the time of enrolment for the Call for Applications.

Cariplo Factory will process the personal data of Participants in order to:

1. enrolment in Next Energy, the programme promoted by Terna and the Cariplo Foundation and realised by Cariplo Factory which aims to promote appreciation of talent and support the development of innovative projects in fields related to the electricity system
2. enrolment and participation in activities/initiatives reserved for Next Energy participants
3. use and management of content (documents, information, images, etc.) for the purposes of the Next Energy programme, which users may choose to upload to the website <https://nextenergy.cariplofactory.it/> in order to participate in the programme.

Furthermore, data provided will be processed by Cariplo Factory, in addition to the purposes strictly connected with the programme managed by Terna (enrolment, participation and promotion) as indicated above, also for the following purposes:

1. enrolment with Cariplo Factory, the programme managed by the Cariplo Foundation in the context of its institutional activity, with the goal of contributing to the improvement of conditions and promotion of young talent in the labour market through i) increased employability, ii) establishment of favourable conditions for the generation of young enterprise





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2. enrolment and participation in activities/initiatives reserved for Cariplo Factory participants
3. the data provided by users may be used for the organisation of events offered by Cariplo Factory directly or in partnership with other companies.

The provision of personal data is optional, however, in its absence it will not be possible to participate in the Call for Applications.

The personal data will be stored only for the period of time strictly necessary to the purposes for which it is gathered and processed, in accordance with the principal of minimising and limiting storage pursuant to Art. 5, para. 1, letter c) and e) of the GDPR.

The personal data may be shared with:

- personnel authorised for data processing pursuant to Art. 29 of the GDPR and Art. 2-*quaterdecies* of the Privacy Code (Italian Legislative Decree 196/2003)
- Terna S.p.A. for activities connected to management of the Call initiative
- suppliers of services typically acting as data processors pursuant to Art. 4 section 8 and Art. 28 of the GDPR
- parties, entities or authorities that are independent data controllers with whom it is mandatory to share personal data as part of legal or regulatory provisions or orders from the authorities.

The candidates selected by the Call for Talents and the companies selected by the Call for Solutions will be published on the website for the entire duration of the initiative.

Your personal data shall not be transferred outside the European Union.

The data subject may, at any time, exercise the following rights, where the legal conditions apply:

- Right of access (art. 15 of the GDPR) - the data subject has the right to obtain confirmation as to whether or not relevant personal data is being processed, and the right to receive any information relating to such processing.
- Right to rectification (art. 16 of the GDPR) - the data subject has the right to rectification of personal data, where it is incomplete or inaccurate.
- Right to erasure (art. 17 of the GDPR) - in certain circumstances, the data subject has the right to have relevant personal data deleted from our files.
- Right to restriction of processing (art. 18 of the GDPR) - under certain conditions, the data subject has the right to the restriction of processing of relevant personal data.
- Right to data portability (art. 20 of the GDPR) - the data subject has the right to the transfer of relevant personal data to a different data controller, as well as the right to obtain relevant data in a structured, commonly used format that is readable by an automatic device.
- Right to object (art. 21 of the GDPR) – the data subject has the right to formulate a request to object to the processing of relevant personal data, in which proof must be provided of the reasons that justify the objection. Cariplo Factory reserves the right to review this request, which



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may be rejected if there are legitimate reasons to proceed with the processing that prevail over the interests, rights and freedoms of the data subject

- Right to lodge a complaint with a Supervisory Authority or to take appropriate legal action (arts 77 and 79 of the GDPR) - if the data subject considers that the processing of relevant personal data is in breach of data protection legislation, the data subject may lodge a complaint with a Supervisory Authority of the Member State or normal residence reside, work or in the place where the alleged breach occurred or may initiate legal action with the competent authorities.

The data subject can exercise rights by sending a request to the email address info@cariplofactory.it or to the DPO at the email address alice.pisapia@coleurope.eu.

Confidentiality

All persons involved in any stage of this Call for Applications and afterwards guarantee the confidentiality of the information concerning the ideas and projects presented. In this regard, candidates selected for the PoC operational phase of the “Call for Solutions” must sign a confidentiality agreement with Terna S.p.A.

Article 10. Limitation of liability

Terna S.p.A. and Cariplo Factory S.r.l. Benefit Corporation do not accept any responsibility for technical malfunctions, hardware or software faults, network connection failures, failed, incorrect, incomplete, inaccurate, illegible, damaged, lost, incorrectly addressed or intercepted registrations, or applications that, for any reason, were not received, delayed electronic or other communications, or any other technical issues concerning the registration and uploading of content in the context of this initiative.

Terna S.p.A. and Cariplo Factory S.r.l. Benefit Corporation decline any form of partial or total reimbursement or compensation for any damages to property and/or persons caused by the participants or by third parties in the course of the various stages of the Call for Applications.

Article 11. Guarantees, indemnities and liability

Participants in the NEXT ENERGY 5 initiative guarantee that the submitted content:

- does not contain unlawful material which is prohibited by law or goes against the indications of this Call for Applications
- does not contain material in violation of the rights, positions or claims of third parties (with reference to copyright law, industrial property law and other applicable laws or regulations)



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- is freely and legitimately usable in accordance with the provisions of this Call for Applications, as the participant is the owner of the rights to use it, or has acquired the appropriate consent from all other entitled parties, having ensured the full compliance and/or fulfilment of the rights, also of an financial nature, due to the authors of the contents and/or the works from which such content is derived and/or extracted, or due to other entitled parties, or otherwise due as a result of the use of related rights pursuant to law.

All participants in the NEXT ENERGY 5 initiative declare that they are aware of the liability, including criminal liability, which they may become subject to in the case of non-veracity of the contents of the projects submitted and/or in the event of false declarations concerning the requirements of said project for the purposes of participation in the initiative regulated by the Call for Applications, indemnifying Terna S.p.A. and Cariplo Factory S.r.l. Benefit Corporation against any third-party claim.

Article 12. Intellectual property and confidentiality

The intellectual property presented with the applications submitted by Participants remains the exclusive property of the respective owners. Terna S.p.A. and Cariplo Factory S.r.l. Benefit Corporation have the right to use said property exclusively in reference to the NEXT ENERGY 5 initiative.

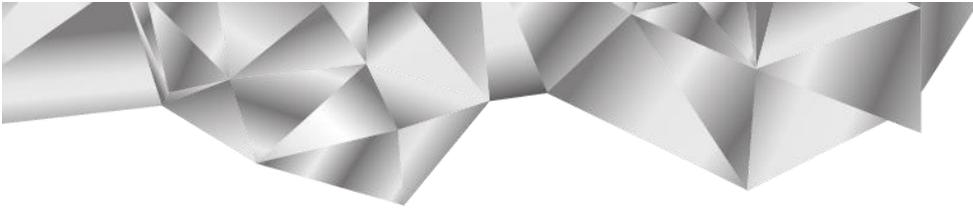
The intellectual property rights for any new developments deriving from the PoC, during the operational phase of the “Call for Solutions”, shall be governed in the context of any subsequent agreements established by Terna and the Selected Company/Companies involved.

All Participants in NEXT ENERGY 5 undertake to keep the information acquired as part of the initiative strictly confidential.

In any case, all Finalists selected during the “Call for Solutions” undertake to inform Terna of any relations with other parties, including where such relations concern activities and/or projects not included in the initiative regulated by this Call for Applications.

Without prejudice to the provisions established above, with submission of the application, each Participant authorises Terna to:

1. use its name, company name and image, as well the name, image and trademarks of the proposal, for promotional and advertising purposes
2. publish the proposal and related materials on any website attributable to Terna or on third-party websites authorised by Terna



Call for Applications for:

3. display and present the proposal and related materials at conferences, conventions, seminars and similar events
4. divulge information to third parties potentially interested in investing or contributing in any way to the development, commercialisation and economic use of the proposal.

Regarding the provisions of this paragraph, each Participant shall undertake to hold harmless and indemnify Terna against any claim, demand for reimbursement or request for damages.

Article 13. Acceptance of the Call for Applications

Participation in the initiative implies the total and unconditional acceptance of this Call for Applications, which the Participants declare to have read, understood and accepted.

Failure to accept the Call for Applications and/or the incomplete, inaccurate or false completion of the Application Form by applicants shall result in disqualification from NEXT ENERGY 5 and the loss of all rights to compensation.

Article 14. Updates to the Call for Applications

Any updates to the Call for Applications shall be published on the website nextenergy.cariplofactory.it and shall become binding upon publication.

Article 15. Applicable law and jurisdiction

This Call for Applications is regulated by Italian law. All disputes are under the exclusive jurisdiction of the Court of Milan.

