

## ALEXANDRIA LAUNCHLABS® – CAMBRIDGE INNOVATION PRIZES 2019 OFFICIAL COMPETITION RULES

Welcome! The following Official Rules govern your participation in the Alexandria LaunchLabs® -- Cambridge Innovation prizes competition 2019 (the "Competition"). By submitting an application or nomination, accepting a nomination, or otherwise participating in the Competition, your company or institution agrees to be bound by these Official Rules and by the decisions of the Sponsor and Competition judges appointed by Sponsor. The decisions of the Sponsor regarding the interpretation of these Official Rules and the administration of the Competition shall be final in all respects.

### Sponsor

- The Competition is sponsored by LaunchLabs MA No. 1 Operator, LLC in connection with Alexandria LaunchLabs-Cambridge, One Kendall Square, Building 200, Suite 001, Cambridge, MA 02139. For questions regarding the Competition, please e-mail [info-MA@alexandrialaunchlabs.com](mailto:info-MA@alexandrialaunchlabs.com)

### Eligibility

- No purchase, payment or entry fee is required to enter the Competition. The Competition is subject to all applicable federal, state and local laws, rules and regulations and is void where prohibited.
- The Competition is open only to early-stage U.S. corporations, LLCs or similar legal business entities that: (1) were incorporated or duly organized in their state of formation prior to the submission of their application or nomination; (2) pursue a business plan primarily focused on life sciences research & development; and (3) are headquartered in the commonwealth of Massachusetts. Companies affiliated with Sponsor or that are founded by any officer, director or employee of Sponsor, are not eligible to enter or win.
- The Competition is open to two (2) categories of competitors – an Entrepreneur Category and an Academic Category. Competitors in each category will compete for a separate innovation prize package. The same company cannot compete in more than one category.
- To be eligible for the Academic Category, (1) your company cannot be a LaunchLabs member as of the time of its nomination) (2) your company must be nominated by an authorized representative of the technology licensing office (TLO) of a Qualifying Institution (as defined below), (3) one or more of your company's founders must be affiliated with your company's nominating Qualifying Institution through a faculty, student or alumni relationship, and (4) your company must have completed its spin-off from your nominating institution on or after July 1, 2018 or have a credible plan to complete its spin-off no later than December 31, 2019.
- Universities, teaching hospitals and research institutes eligible to nominate companies for the Academic category prize (collectively, the "Qualifying Institutions") are limited to: Boston Children's Hospital, Boston University, Brandeis University, Brigham & Women's Hospital, Broad Institute, Dana Farber Cancer Institute, Harvard Medical School, Harvard University, Massachusetts Eye & Ear Institute, Massachusetts General Hospital, MIT, MIT Institutes (Koch, McGovern, Picower), Northeastern University, Tufts University, UMASS Medical School, Whitehead Institute, Worcester Polytechnic Institute and Wyss Institute. Each Qualifying Institution may nominate a maximum of two (2) companies.
- To compete in the Entrepreneur Category, your company must satisfy the general eligibility requirements described in the second bullet point of this section above. Additionally, if your company was incubated at a university, hospital, research institute or other institution, it must either have completed its spin-off from its sponsoring institution on or after July 1, 2018 or must

have a credible plan to complete a spin-off from its sponsoring institution not later than December 31, 2019.

### **Entry Requirements and Deadlines**

- All applications for the Entrepreneur category and nominations for the Academic category must be received by 11:59:59 p.m. EST on May 31, 2019. Sponsor's computer is the official time-keeping device for the Competition. Proof of submission will not be deemed to be proof of receipt by Sponsor.
- Applications for the Entrepreneur category must be completed by the applicant company's chief executive officer (or equivalent officer). Nominations for the Academic category must be submitted by an authorized representative of a TLO for a Qualifying Institution.
- The application form for Entrepreneur category competitors is available at <https://www.alexandrialaunchlabs.com/prize>. The nomination form for Academic category entrants will be emailed to TROs for the Qualifying Institutions and can also be obtained upon request by eligible TLO representatives by e-mailing [info-MA@alexandrialaunchlabs.com](mailto:info-MA@alexandrialaunchlabs.com). All fields on the applicable forms must be completed accurately according to Sponsor's instructions and the forms must be submitted with a non-confidential pitch deck for your company together with any other requested information.
- Sponsor does not guarantee confidential treatment of any application information, pitch decks or other materials relating to entries, irrespective of whether such materials are marked as proprietary or confidential or with any similar legend. Do **NOT** submit information that you consider to be confidential or proprietary. All submitted entry materials become the Sponsor's property and none will be returned.

### **Selection of Finalists and Winners**

- Five (5) finalists for each Competition category will be selected by a panel of Competition judges appointed by Sponsor. Entries will be judged according to the following criteria:
  - (1) Quality of science – is the science on which the company bases its product or service model groundbreaking, innovative and compelling? (30%);
  - (2) Quality of leadership team – does the company's founder and management team have the demonstrated experience, knowledge, expertise and motivation to succeed? (30%);
  - (3) Quality of business plan – How realistic are the company's experimental, development and fundraising plans? Has the company demonstrated a strong demand for its product or service model in a well-defined target market? (30%);
  - (4) Financial need and impact of prize – has the company demonstrated a financial need for the prize and would the award of the prize to the company be likely to strongly impact its trajectory? (10%)
- Finalists will be notified of their selection by email on or about June 10, 2019. As a condition of advancing in the Competition, each Finalist company must cause its founder, CEO or a comparable officer to attend and participate in a public pitch presentation event on about June 27, 2019 at LaunchLabs Cambridge (the "Pitch Event") by delivering a 10 minute presentation on the Company and its business plan and answering related questions from the Competition judges. Each Company's presentation and answers at the Pitch Event will be evaluated by the Competition judges using the same criteria applied in the selection of Finalists. Presentations will occur in a public setting and should not contain any proprietary or confidential information.
- One (1) winner in each category will be determined and announced by the Competition judges at the conclusion of the Pitch Event. If your Company is selected as a winner, your Company's

representative must be present at the time of announcement in order to win. Sponsor reserves the right to change the date and or location of the Pitch Event with prior notice to the Finalists. Failure of a Finalist to participate in the Pitch Event will result in that Finalist's disqualification and the forfeiture of all interest in prizes.

## **Prizes**

- One (1) Competition winner will be selected from among the companies competing in the Entrepreneur category and one (1) winner will be selected from among the companies competing in the Academic category. Each category winner will receive an innovation prize package consisting of a \$100,000 cash grant to be used exclusively to defray research and development or other costs directly related to the advancement of the winner's business plan presented in the Competition. Each category winner will also receive the option to receive a free one-year license of space at Alexandria LaunchLabs Cambridge. The free LaunchLabs space license component of the prize package is limited to one (1) work station, one (1) bench and one (1) membership, all for one (1) year, with a total approximate value of \$25,000. Sponsor does not guarantee the availability of additional LaunchLabs space for winners and should they desire additional space, such space shall be provided, if available, on ordinary commercial terms.
- The winners are free to decline the free workspace license component of the prize package while accepting the cash grant but there will be no substitute value provided for the free space license component of the prize package, if declined. Any prize or component of a prize package not accepted by a selected winner will remain the Sponsor's property and will not be awarded to a substitute winner.
- The prizes and components of each prize package are nontransferable and no cash or other substitutions are permissible, except that all prizes are subject to availability and Sponsor reserves the right to substitute a prize or any prize component with a prize or component of equal monetary value.
- As a condition of receiving a prize, each winner must execute an affidavit of eligibility, a liability release and an agreement in a form prepared by sponsor restricting the winner's use of prize funds to the purposes specified in these Official Rules. Winners must also provide valid tax identification numbers and any other information reasonably requested by Sponsor for tax reporting purposes. As a condition of accepting the free space license component of the prize package, winners must also execute Sponsor's standard license, occupancy and other agreements for LaunchLabs members and each winner's use of the free space license prize component will be subject to such agreements and to all Sponsor policies applicable to paying LaunchLabs members.
- Winners are solely responsible for all taxes on prizes and for all costs and expenses relating to their acceptance or use of the prizes.
- Each prize package offered has a total approximate value of \$125,000 and the total approximate value of all prizes offered in the Competition is \$250,000. All prize values are stated in U.S. dollars.
- Sponsor reserves the right to verify each winner's eligibility and compliance with these Official Rules prior to awarding any prize. Subject to the foregoing, Sponsor expects to fulfill the prize packages within sixty (60) days of the winners' selection. For a list of winners, send your request to Sponsor using the contact addresses above after June 30, 2019.

## **Other Important Terms**

- Sponsor reserves the right to modify the terms of the Competition and update these Official Rules at any time. Sponsor's failure to enforce any term of these Official Rules shall not constitute a waiver of that or any other provision.
- By participating in the Competition, your company or institution agrees to release the Competition judges, Sponsor, its affiliated companies (including, without limitation, Alexandria Real Estate Equities, Inc.), and all of its and their respective officers, directors, employees, agents, representatives and contractors (collectively, the "Competition Parties") from all claims, liabilities, damages, costs, losses or expenses whatsoever arising out of the Competition, the award or failure to award any prize, the disclosure of any entry-related information, the use or misuse of any prize, or participation in any Competition-related event or activity. Without limiting the foregoing release, under no circumstances will the Competition Parties be liable for: any (i) incorrect or inaccurate entry information; (ii) theft, tampering, destruction, disclosure or alteration of entries or related information; (iii) malfunction of any computer, telephone, network, satellite, hardware, software, or communications line; (iv) unauthorized human intervention; (v) damage to any person's computer or mobile device; (vi) errors in these Official Rules, Winner notifications, or other announcements or communications relating to the Competition, or (vii) the acts or omissions of any participant in the Competition.
- All issues and questions concerning the construction, validity, interpretation and enforceability of these Official Rules shall be governed by, and construed in accordance with, the laws of the Commonwealth of Massachusetts without giving effect to any choice of law or conflict of law rules.

**Good Luck!**