

Innovation Fund

MATCHING GRANTS Program

GRANT MANUAL

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DEFINITIONS.....	1
1. PROGRAM DESCRIPTION.....	2
1.1. PROGRAM OBJECTIVES	2
1.2. AMOUNT AND TYPE OF FINANCING	2
1.3. ROYALTY PAYMENTS.....	3
2. RULES FOR THIS CALL FOR PROPOSALS	4
2.1. ELIGIBILITY OF APPLICANTS.....	4
2.2. TYPES OF PROJECTS THAT CAN BE FINANCED.....	5
2.3. ELIGIBILITY OF COSTS	6
3. HOW TO APPLY AND WHICH PROCEDURES TO FOLLOW	7
3.1. REGISTRATION PROCEDURE INSTRUCTIONS.....	8
3.2. APPLICATION SUBMISSION INSTRUCTIONS	8
3.3. PROCESS FLOW AND TIMELINE	10
4. PROJECT EVALUATION AND FINANCING DECISION	12
4.1. ADMINISTRATIVE AND ELIGIBILITY CHECK.....	12
4.2. PRE-SELECTION OF APPLICATIONS	12
4.3. ENVIRONMENTAL REVIEW	13
4.4. FINANCING DECISION	13
5. IMPLEMENTATION AND MONITORING OF THE PROJECT	14
5.1. GENERAL IMPLEMENTATION PRINCIPLES.....	14
5.2. PAYMENTS AND DISBURSEMENT OF PROJECT FUNDS	14
5.3. PROCUREMENT PROCEDURES.....	15
5.4. REPORTING.....	17
5.5. MONITORING OF THE PROJECT	18
5.6. MASTER FILE	21
5.7. VISIBILITY REQUIREMENTS.....	21
5.8. INFORMATION REQUIREMENTS DURING AND AFTER PROJECT IMPLEMENTATION	21
5.9. TERMINATION OF FINANCING.....	22

Dear Applicant,

The MATCHING GRANTS Program aims to encourage established and profitable micro, small and medium-sized companies in the Republic of Serbia to engage in development and commercialization of technological innovations in the form of new and improved products, services, technologies and technological processes, in order to generate new market value, create high paying jobs, increase revenue and export growth and improve competitiveness. This will help Serbian companies become more attractive to strategic partners (e.g. private sector industry, R&D organizations and venture capital/private equity funds), with the broader goal of increasing private sector investment in R&D (technology development) and commercialization projects in Serbia.

Applicants are private micro, small and medium sized enterprises incorporated in Serbia that have a technological innovation or potential for creation of new intellectual property (IP) with competitive global/domestic position and a clear market need.

The financing awarded by the Innovation Fund (IF) under the MATCHING GRANTS program will cover a maximum of seventy percent (70%) of Approved Project Budget for micro and small enterprises and a maximum of sixty (60%) percent of total project costs for medium sized enterprises, but the total IF financing cannot exceed more than **EUR 300,000** per project. The minimum of thirty percent (30%) of the total Approved Project Budget for small and micro enterprises and forty percent (40%) for medium sized enterprises of the co-financing is to be secured by the Applicant from other, private sector sources, independently of the IF.

Upon successful commercialization of the innovation developed with the IF's support, the revenue (and not just the profits) derived from the sales of the product/service and any or subsequent products/service based on the technology developed in the project financed by the IF, will become the basis for the royalty payments in compensation for the IF financing under the MATCHING GRANTS Program. Any such royalty payments will be made at a rate of five percent (5%) of annual revenue derived from sales of product or service or 15% of licensing revenue derived from such product/service up to 120% of financing received from the IF for a period of up to five (5) years after Project completion, whichever is achieved first.

Financing decisions will be made on a competitive basis by the IF's independent Investment Committee (IC). The number of awards will be determined by the quality of the applications and is subject to the total funds available or allocated to the MATCHING GRANTS Program. In addition, if and where applicable, this Program will also provide support for financial management, IP protection and business development training, as well as mentoring to the Awardees to enable them to prepare for the next stage of development. State aid regulation is applied to the financing received by the Awardee from the IF through his Program in accordance with the Innovation Fund's Rulebook on applying state aid rules.

This Grant Manual provides information about the Program and its application procedures, while keeping in mind international best practices adapted to suit Serbian business conditions. We hope the information will help Applicants navigate easily through the process. Please do not hesitate to contact us with any questions.

This Grant Manual and associated procedures are subject to modification based on the specific requirements of the Program's sources of financing (state budget of the Republic of Serbia, EU IPA funds, other donor sources, etc.) and may be changed at any time.

Additional information and the timetable with the application deadlines will be available through the IF website (www.innovationfund.rs).

Wishing you success,



MATCHING GRANTS Program

Ivan Rakonjac, PhD
Managing Director

DEFINITIONS

Applicant	A company applying for the MATCHING GRANTS Program.
Approved Project Budget	Project budget approved by the Innovation Fund, integral part of the Financing Agreement.
Awardee	An eligible Applicant that has received a notice from the Innovation Fund that it has been awarded financing and subsequently signed the Financing Agreement with the Innovation Fund.
Application	The package of all necessary documents and data submitted by the Applicant.
Financing Agreement	A document signed by the Awardee and the Innovation Fund, governing the terms and conditions of the financing under the MATCHING GRANTS Program.
Final Settlement	A legal document signed by the Innovation Fund and the Awardee at the end of the implementation of the project, defining the completion of the project implementation and the fulfillment of the obligations under the Financing Agreement.
Project	Development of the current business activity as described in the submitted Application.

1. PROGRAM DESCRIPTION

1.1. PROGRAM OBJECTIVES

The objectives of the MATCHING GRANTS Program are:

- To stimulate commercialization of R&D and further knowledge-based development of innovative enterprises;
- To incentivize existing Serbian micro, small and medium enterprises to engage in development of new high value-added products, services and technologies;
- To stimulate establishment of collaboration/partnerships between Serbian micro, small and medium enterprises and international companies/organizations;
- To increase the number of technology-based companies and prepare them for additional investment and growth opportunities.

1.2. AMOUNT AND TYPE OF FINANCING

The total amount and source of funds allocated by the Innovation Fund (IF) for the public call for proposals can be found on the IF's official internet website, available at <http://www.inovacionifond.rs/programs/matching-grants-program/public-call-for-the-matching-grants-program>.

The maximum amount of grant financing which the IF can award per each individual project is **EUR 300,000**.

The proposed total project cost is defined by the Applicant in the project budget template.

The grant financing awarded by the IF can cover:

- maximum of 70% of total project costs (Approved Project Budget) for projects submitted by micro or small company,
- maximum of 60% percent of total project costs (Approved Project Budget) for projects submitted by medium sized company.

Each Applicant must secure their own mandatory co-financing for the project in the following way:

- minimum of 30% of the total Approved Project Budget for projects submitted by micro or small company,
- minimum of forty 40% of the total Approved Project Budget for projects submitted by medium sized company.

Acceptable co-financing includes Applicant's own resources in cash contribution, existing or potential private investors/venture capital/private equity and private sector debt financing, strategic private sector industry and other private sector cash contributions and excludes any other financing from the IF or other public sector grants.

State aid regulation is applied to the financing received by the Awardee from the IF through this Program in accordance with the Innovation Fund's Rulebook on applying state aid rules.

The grant financing approved by the IF is based on specific needs of every project, as originally submitted by the Applicant through their proposed project budget. However, before approving an Application for financing, the Innovation Fund's independent Investment Committee reserves the

right to modify the proposed project budget to better reflect the Project's proposed activities or to align the proposed project budget with the Program's rules and requirements.

1.3. ROYALTY PAYMENTS

The IF shares the risk with the Awardee in case of unsuccessful product/service/technology development, and thus will not seek royalty payments in such case.

If the project is successful (i.e. generates revenue) the Awardee will be responsible for the payment of royalties of up to 120% of total financing received under the MATCHING GRANTS Program or for up to five (5) years from project completion, whichever is earlier¹.

Royalty payments are made at a rate of five percent (5%) of annual revenue derived from sales of product or service (or subsequent products or services based on the technology developed during the Project) or at a rate of fifteen percent (15%) of licensing revenue derived from such product/service up to 120% of total financing under the MATCHING GRANTS Program or for up to five (5) years after project completion, whichever is earlier. In case of the sale (or transfer) of the company or the technology developed using IF funds to a foreign entity, where the company operations and/or IP are transferred outside of Serbia, lump sum royalty payment of the 120% of the financing received under the MATCHING GRANTS Program is required.² Awardee is responsible to notify the IF about any sale of the rights to the technology, product or service developed using financing under the MATCHING GRANTS Program to third parties.

Following the completion of the project, the Awardee will be required to prepare and submit to the IF commercial sales reports every six (6) months, including data on revenue derived from sales and/or licensing of the product/service/technology financed under the MATCHING GRANTS Program and the required amount of royalties to be paid.

Royalties will not be charged past five (5) years of Project completion. The maximum total royalty payment obligation will not exceed 120% of the total financing received under the MATCHING GRANTS Program. The IF will accept early royalty payments.

¹ The royalty payments cannot exceed 120% of the total financing received from the IF under the MATCHING GRANTS Program. The royalty payments due are denominated in Euros and are to be made to IF in Serbian Dinars (RSD) at the official average exchange rate of the National Bank of Serbia on the date of the payment.

² Details regarding royalty payments can be found in the IF's Royalty Manual, available on the IF's website.

2. RULES FOR THIS CALL FOR PROPOSALS

There are three sets of eligibility criteria, relating to:

- (1) the Applicants;
- (2) the types of projects that can be financed;
- (3) the costs (types of cost that will be taken into account).

2.1. ELIGIBILITY OF APPLICANTS

Each Application received until the deadline for submission of Applications, will be reviewed for eligibility using the following criteria:

- The Applicant is a legal business unit, incorporated under applicable/current Serbian Company Law, registered at the Serbian Business Registration Agency (SBRA) and located in Serbia;
- The Applicant is a private sector (at least 51% privately owned), micro, small or medium sized company³;
- The Applicant has generated a minimum of EUR 200,000 in operating revenue in the previous or current business year and is profitable.

An Applicant that meets any of the following criteria are NOT eligible to apply for the MATCHING GRANTS Program:

- The Applicant has received financing from any other IF financing program for the same or similar activities;
- The Applicant had revenue over EUR 50,000,000 in any of the prior two years;
- The Applicant is under control and/or majority owned (greater than 50%) by a parent company that is an operating or holding company that had revenue, or is part of the group that had revenue over EUR 50,000,000 in any of the prior two years;
- The Applicant is considered to be an affiliated entity⁴ of a large company⁵ (domestic or foreign) or is 10% or more owned by a large company (domestic or foreign);

The Applicant cannot receive more than EUR 600,000 of grant financing from the IF under all of the IF programs (including Mini Grants Program, Matching Grants Program, Collaborative Grant Scheme Program, TTF Program and others) over the lifetime of the company applying for financing. This maximum amount includes the IF financing awarded to any past, present or future affiliated entity⁶ (including its subsidiaries, spinoffs or affiliated companies which have changed their trade name).

Modified and improved Applications which were previously rejected are allowed. **However, an Applicant can resubmit substantially the same Application only once (regarding all IF's financing programs: Mini Grants Program, Matching Grants Program and Collaborative Grant Scheme Program).** An Application which is substantially the same as any two Applications (i.e., based on the substantially same or similar innovative technology, product or service and business plan) previously submitted to the IF by the Applicant will NOT be considered for further evaluation.

³ In accordance with the current Law on Accounting of the Republic of Serbia, excluding newly founded companies as stipulated in the same law.

⁴ As defined by the Serbian Company Law.

⁵ In accordance with the current Serbian Law on accounting.

⁶ Affiliation is determined on the conditions stipulated in the applicable Serbian Company Law.

Any Applicant that is submitting a modified and/or improved Application which has already been submitted in the past calls for proposals needs to fill out the appropriate section for returning projects in the business plan and project presentation documents and to clearly illustrate the progress that was made since the time of the previous application.

Application submitted by an Applicant who is already implementing a project within the IF's Mini Grants, Matching Grants or the Collaborative Grant Scheme Program at the time of the submission **will not be taken into consideration.**

2.2. TYPES OF PROJECTS THAT CAN BE FINANCED

The IF will consider financing of **projects coming from all fields of science and technology and from any sector of the economy.**

However, please keep in mind that the MATCHUNG GRANTS Program is aligned with the Smart Specialization Strategy Serbia, which focuses on four main priority domains:

- Food for future;
- Information and communication technologies;
- Machines and production processes of the future;
- Creative industries.

At least 50% of IF's available funding for the call for proposals will be allocated for applications in the abovementioned priority domains, subject to availability of good quality projects.

The Smart Specialization Strategy Serbia can be found on the following link:
http://www.mpn.gov.rs/wp-content/uploads/2020/03/strategija_pametne_specijalizacije.pdf

The funding under the MATCHING GRANTS Program is suitable for projects that offer the propositions described below:

- A scalable and clearly defined business model and opportunity for stable growth;
- A competitive advantage that enables attaining a sustainable market position;
- A committed and competent management team coming from an enterprise with a proven track record in the market.

The IF is looking for projects that acquire, combine and use scientific, business and other relevant knowledge and skills with the goal of developing new or improved products, processes or services with a competitive advantage over existing solutions in the market.

The development activities undertaken within the project can include demonstrating, prototyping, piloting, testing and validation of new or improved products, processes or services where the primary objective is to make significant further improvements.

The minimum expected outcome for projects financed under the MATCHING GRANTS Program is a commercially usable prototype or pilot upon completion of the project. In case the Applicant already has a prototype at the time of applying, they are expected to be able to create a final product by the end of implementation period.

Projects that are focused on routine or periodic changes made to existing products, production lines, manufacturing processes, services and other already established operations (e.g. software version updates, product redesigns) which do not result in creation of tangible value and new intellectual

property are not encouraged to apply for financing under the Program, even if those changes may represent improvements for the Applicant's own portfolio or organization.

IP and know-how requirements

Any new IP and know-how which may be created during the implementation of the project must belong to the Applicant. To ensure this, the Applicant has to secure these IP and know-how rights in agreements concluded with any third party.

Duration

The project and the project budget must be designed for completion within a **maximum of 24 months**. The project may be extended only under exceptional circumstances for a period up to additional six (6) months subject to the review and approval of the IF's independent Investment Committee. The Awardee must submit the request for change with the description of change and the justification for change at latest 30 days before the original end date of the project. The circumstances in which the project may be extended are unforeseen delays in project implementation caused by administrative, financial or other procedural factors; force majeure events which include, but are not limited to floods, fires, earthquakes, draughts, power and water shortages or general shortages of basic resources necessary for project implementation, armed conflict, etc. The approved amount of financing is not subject to increase in any case.

Number of Applications per Applicant

The Applicant may not submit more than **one (1) Application** under the call for proposals.

2.3. ELIGIBILITY OF COSTS

The grant awarded by the IF can only be used to co-finance the expenses which are categorized as "eligible costs". The categories of costs that are eligible and non-eligible are indicated below. The Approved Project Budget for each project is both a cost estimate for the items listed in it and an overall ceiling for total "eligible costs".

Eligible costs

The following budget categories are eligible for financing under the MATCHING GRANTS Program:

- Human resources (inclusive of all social benefits for employees working on the project);
- R&D equipment and supplies;
- External R&D services, subcontracts;
- R&D experts/advisors;
- Business consultancy (maximum of 20% of Approved Project Budget, business development advisory, market research);
- Patent application and fees, certifications.

Taking into account the uniqueness of every Application, the percentages of the project budget that are allocated to each category may vary depending on the project goals, may be adjusted by the Investment Committee to better reflect the project goals and should be clearly justified by the Applicant in accordance with project objectives.

Only expenditures accrued during the project in accordance with the Approved Project Budget and completed by the end of the project are eligible for financing.

Ineligible costs

The following costs shall not be considered eligible but are not limited to:

- a) Debts and debt service charges (interest);
- b) Provisions for losses, debts or potential future liabilities;
- c) Costs declared by the Awardee and financed by another action or work program receiving other public sources of financing;
- d) Purchases of land or buildings, including any renovation;
- e) Currency exchange losses, fees and penalties;
- f) Credits to third parties;
- g) In-kind contributions;
- h) Salary costs of the personnel of national administrations;
- i) Taxes, including VAT, duties and charges;
- j) Marketing, sales and distribution costs for promoting the technology, product or service;
- k) Entertainment and hospitality expenses;
- l) Recruitment, relocation or subscription costs;
- m) Travel costs (including per diems);
- n) The procurement of second hand or refurbished goods;
- o) Any activities outlined in the Environmental and Social Management Framework (ESMF) as Exclusions published on <http://www.inovacionifond.rs/programs/matching-grants-program/matching-documentation-2020>;
- p) Cash payments from the dedicated project account.

3. HOW TO APPLY AND WHICH PROCEDURES TO FOLLOW

In order for any Application to be evaluated, it needs to be submitted as **a complete, structured documentation package within the given submission deadline electronically through the IF portal**. Only Applications submitted using the **IF online application portal and predefined document templates will be considered for financing**.

The complete set of necessary Application documentation can be found on the Innovation Fund's website (www.innovationfund.rs). Applicants are expected to download these documents and become closely acquainted with their content before beginning to prepare their Applications.

Only complete Applications will be accepted.

The Innovation Fund will provide advisory, non-obligatory and non-conclusive support to all interested Applicants via e-mail, phone, through frequently asked questions, information sessions and open doors that potential Applicants can require in regards to the administrative aspects of preparing Applications for the MATCHING GRANTS Program. Furthermore, following the closing of a project submission deadline, the IF will provide a period in the eligibility review phase during which the Applicants can rectify administrative deficiencies pertaining to the contents of their Application, but only in cases where the appropriate application templates provided by the IF were originally submitted by the Applicant. This information will be requested in writing, including the deadline for the submission of the necessary corrections. After the eligibility review is completed, there will be no more possibility for rectifying deficiencies. The complete Application documentation consists of two different types of documents:

Application documentation:

- Applicant Statement;

- Business Plan;
- Project Budget;
- Project Presentation;
- Financial Forecast (Projected income statements for the next 5 years);
- Environmental Screening Questionnaire (ESQ)⁷;
- CVs of the key personnel to be engaged in the project (maximum 5, free format, in English).

Financial documentation:

- Financial statements for the previous business year.

Note: Application documentation must be submitted in the exact same visual and structural format and style as it is provided on the IF website. Any attempt to modify the Application documentation by unlocking and/or altering the formulas or text will result in the Application being disqualified from further evaluation. Applicants are allowed to use style formatting options within the predefined text boxes in the business plan.

3.1. REGISTRATION PROCEDURE INSTRUCTIONS

In order to apply for this Program, the Applicants first need to register an account on the IF's portal, accessed via the IF website. The registration request is approved by the Innovation Fund staff after preliminary assessment of the information provided in the account registration request (corporate and tax ID, basic company information and contact person details).

Processing the Applicant's registration request may take up to three (3) business days. Applicants are advised to submit their registration requests in a timely manner and upload necessary Application documents to avoid being locked out of the deadline for calls for proposals.

Upon approval of the account registration request by the IF staff, the Applicant will receive a confirmation e-mail with the necessary login credentials. The account then becomes active and is used to submit the necessary Application documents in electronic form. The e-mail address of the contact person given in the Applicant registration form needs to be a valid e-mail address as it will be used for future communication with the Applicant.

Applicants can open several projects with their account, but can only submit one (1) Application within a Call for proposals. When registering their project, the Applicant needs to choose the appropriate industry area and sub-sector from the available list in the drop-down menu on the IF portal. Applicants with existing login credentials cannot register again due to corporate ID restrictions and can freely use their existing credentials to create new projects under the "MATCHING GRANTS" tab.

3.2. APPLICATION SUBMISSION INSTRUCTIONS

Applicants can freely create new projects and upload documents at all times, but the submission of Applications is disabled until a call for proposals is officially launched by the IF. Once enabled, the submission of Applications is possible until the deadline given within the details of the Call for Proposals and published on the IF website.

⁷ If applicable, the Applicant may be required to submit an Environmental Management Plan (EMP) at a later stage of Project Proposal evaluation.

When the Applicant has successfully activated their account on the IF portal and submission of Applications becomes allowed, the Applicant can upload all the necessary Application documents to the designated slots within their project and then submit the Application for evaluation.

Once uploaded, each document can be overwritten by simply repeating the upload procedure, if the Applicant needs to update or replace the file for whatever reason. Please keep in mind that the previously uploaded document is permanently removed and replaced in the process. Overwriting of previously uploaded documents is possible up until the expiration of the Application submission deadline.

Upon uploading all necessary documents, the Applicant must officially confirm the Application documents' validity by clicking the "Submit" button. This action informs the Innovation Fund that the Application is finalized and ready to be evaluated.

Applicants should keep in mind that the "Submit" button must be clicked before the expiration of the deadline in order for the Application to be taken into consideration for further evaluation. Furthermore, Applicants are free to make alterations or modifications to the submitted documents before the expiration of the Application submission deadline and have to validate the new refreshed Application documentation by clicking the "Submit" button.

It is the Applicant's responsibility to ensure the timely submission of the information/documents. The Applications submitted after the deadline will not be considered for the evaluation.

Acceptance of Terms of financing

By submitting an Application, the Applicant agrees to accept all relevant terms required by the IF in order for the Application to be considered and evaluated. Therefore, the Applicant agrees to accept the terms for the following:

- MATCHING GRANTS Program and its requirements;
- Applicant Statement;
- Financing Agreement;
- Environmental and Social Management Framework;
- Confidentiality Policy and Prevention of Conflict of Interest Policy;
- Intellectual Property and know-how requirements;
- Procurement procedures as described in Section 5.3 of this document.

Furthermore, the Applicant agrees to undertake all necessary actions in order to prevent possible Fraud and Corruption activities during the implementation of the project. In pursuance of this policy, the practices constituting Fraud and Corruption are defined as follows:

- (i) "corrupt practice" is the offering, giving, receiving, or soliciting, directly or indirectly, of anything of value to influence the actions of another party;
- (ii) "fraudulent practice" is an act or omission, including misrepresentation, that knowingly or recklessly misleads, or attempts to mislead, a party to obtain financial or other benefit or to avoid an obligation;
- (iii) "collusive practices" is an arrangement between two or more parties designed to achieve an improper purpose, including to influence improperly the actions of another party;

- (iv) “coercive practices” is impairing or harming, or threatening to impair or harm, directly or indirectly, persons or their property to influence their participation in a procurement process, or affect the execution of a contract;
- (v) “obstructive practice” is:
 - (a) deliberately destroying, falsifying, altering, or concealing of evidence material to the investigation or making false statements to investigators in order to materially impede an investigation into allegations of a corrupt, fraudulent, coercive, or collusive practice; and/or threatening, harassing, or intimidating any party to prevent it from disclosing its knowledge of matters relevant to the investigation or from pursuing the investigation, or
 - (b) acts intended to materially impede the exercise of inspection and audit rights.

Before applying for the Innovation Fund’s programs, the Applicant is advised to carefully read all relevant documents and contact the IF staff if any questions arise.

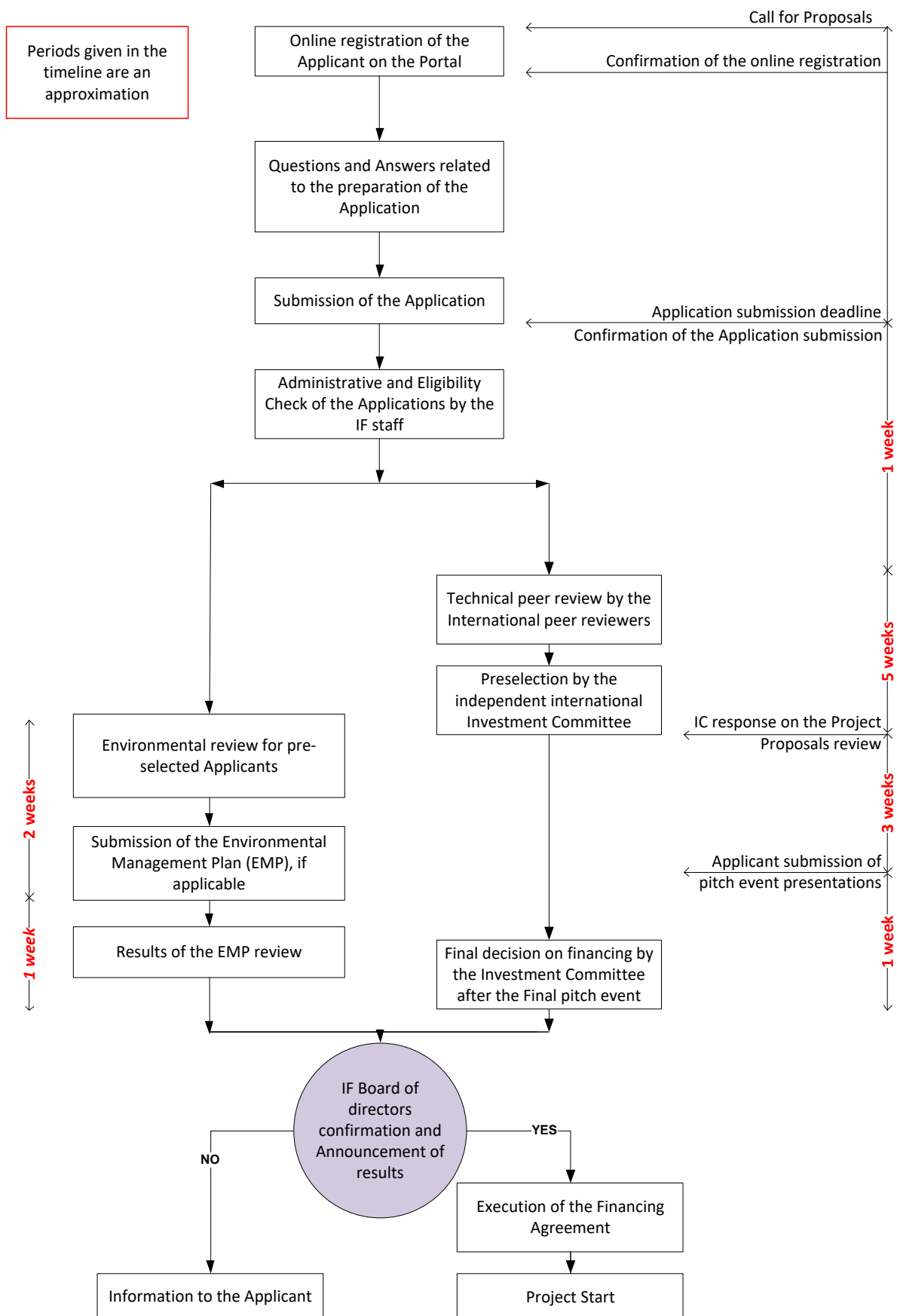
3.3. PROCESS FLOW AND TIMELINE

The application process is structured in the following manner:

1. Registration of the Applicant on the IF portal
2. Applicant’s creation of a new project by selecting the “MATCHING GRANTS” option
3. Upload and final submission of Application documents
4. Administrative and eligibility check by the IF staff including rectifying of data if necessary
5. International independent evaluation of submitted Applications
 - a. Technical review by international Peer-reviewers
 - b. Pre-selection by the Investment Committee
 - c. Environmental review for pre-selected Applications
 - d. Final pitch event
 - e. Final decision on financing by the Investment Committee
6. Signing of the Financing Agreement and beginning of project implementation

Applicants that have registered in the past are to use their previously received login credentials for any subsequent Application.

Figure 1: Application Procedure



4. PROJECT EVALUATION AND FINANCING DECISION

The evaluation procedure will include several steps:

- The administrative and eligibility check of all Applications received;
- Pre-selection of Applications (made by the Investment Committee supported by technical peer-review);
- Environmental review for all pre-selected Applications
- Financing decision (made by the Investment Committee after a live-pitch event).

Applications will be evaluated based on the following criteria:

- Management and key personnel credentials and ability of the company to deliver;
- Innovative technology, product or service; clear IP position and potential;
- Clear market need, competitive (preferably global) position and commercialization potential;
- Potential for generating revenue within two to three (2-3) years after the project start;
- Viable implementation methodology and capabilities;
- Use of funds and adequacy of the project budget;
- Technology and implementation risk management.

Only Applications excelling in all the above-mentioned criteria will be recommended for financing. Additional details regarding the evaluation process can be found in the Review Guidelines document, available at: <http://www.inovacionifond.rs/programs/matching-grants-program/matching-documentation-2020>

Each person taking part in any stage of the evaluation process is required to abide by the IF's Confidentiality Policy and Prevention of Conflict of Interest document.

4.1. ADMINISTRATIVE AND ELIGIBILITY CHECK

After the Application is submitted, the IF staff will conduct a desk review of the eligibility and completeness of the submitted Applications. Please observe that only fully completed, signed, and electronically submitted Applications will be considered for evaluation. During this stage, the IF will provide every Applicant whose Application was initially determined to be administratively deficient with a 72-hour window to rectify the identified deficiencies, **but only in cases where the appropriate templates provided by the IF were originally submitted by the Applicant**. Ineligible Applicants and Applicants whose Applications did not pass the administrative aspect of the check will be notified of their ineligibility by email, after the IF completes the administrative and eligibility check of all submitted Applications.

If an Applicant wishes to file a fact-based objection to the outcome of the administrative and eligibility check (citing evident omissions, oversights or mistakes made by the IF staff), they may submit a formal letter of objection to the IF, written in English with a recommended limit of around 500 words within 8 calendar days from the day of receiving the original eligibility review decision notification. The IF will provide an official response to the formal letter of the objection within 14 calendar days from receiving the objection.

4.2. PRE-SELECTION OF APPLICATIONS

The first phase of review of eligible Applications for the MATCHING GRANTS Program includes a technical peer-review by independent international peer reviewers. Following this step, based on its

own review of the complete Applications and taking into consideration the results of the peer-review, the IF's independent Investment Committee will preselect the most promising Applications for the second phase of review.

If an Applicant wishes to file a fact-based objection to the outcome of the preselection phase (citing evident omissions or mistakes made by the Investment Committee or the IF staff), they may submit a formal letter of objection to the IF, written in English with a recommended limit of around 500 words within 8 calendar days from the day of receiving the original preselection decision notification. The content of the letter must be limited to the clarification of the data already existing in the application and will not in any case change the quality and ranking of the application. The IF will provide an official response to the formal letter of objection within 14 calendar days from receiving the objection.

During the course of the evaluation of submitted Applications, the Applicant may be required to submit supplemental information.

4.3. ENVIRONMENTAL REVIEW

In regards to the Environmental Screening Questionnaire (ESQ) evaluation, the pre-selected Applicants will be informed about the results of the ESQ evaluation only if the Environmental Management Plan (EMP) is required. When the project requires the preparation of the EMP, it is the responsibility of the Applicant to prepare the EMP and submit it within two (2) weeks after feedback on the ESQ is provided. The guidance on the content of the EMP is provided in the Environmental and Social Management Framework (ESMF) available on-line (www.innovationfund.rs). Environmental and Social Management Framework specifies environmental and social procedures for implemented projects to adhere to, which are consistent with Serbian national legislation. In cases where the project requires an EMP and the Applicant does not prepare it, that Application would become ineligible for further evaluation⁶.

4.4. FINANCING DECISION

The final decision for financing under the MATCHING GRANTS Program is made by the IF's independent Investment Committee **after a live pitch event** which constitutes the second phase of review. During this event, all Applicants which have been pre-selected by the IF's Investment Committee and satisfied the Environmental review will present their projects in front of the independent Investment Committee in person. The Investment Committee will perform the necessary budget clearing for every pre-selected project to optimize the use of available financing in this public call. The Investment Committee reserves the right to modify the milestones (proposed by the Applicant) and to set specific conditions for each individual project. Based on the results of the live presentation, the Investment Committee will make its final decision. Following the Investment Committee's decision to award financing and accompanying statutory procedures, the Applicant will be notified via email about the positive decision on financing and subsequently offered to sign the Financing Agreement. The IF will also notify all pre-selected Applicants whose projects were not awarded about the outcome of the final phase of the evaluation process and they will receive the Investment Committee's comments for their project, for each evaluation criterion.

⁶ As per Environmental and Social Management Framework (ESMF) the Applicant is obliged to follow the environmental procedures.

5. IMPLEMENTATION AND MONITORING OF THE PROJECT

5.1. GENERAL IMPLEMENTATION PRINCIPLES

Before signing of the Financing Agreement, the Awardee is obliged to provide following documents to the IF: penalty records certificate, i.e. a certificate from the competent court and competent police administration of the Ministry of Internal Affairs that the Awardee and its legal representative/s have not been charged with any of criminal offences as the member of an organized criminal group; nor charged with any of criminal offences against economy, environment, active and passive bribery, or fraud. If the Awardee is listed in the Register of Tenderers in the Serbian Business Registration Agency, the above documents are not required to be submitted.

The Awardee is required to carry out the project diligently, timely and efficiently in accordance with the terms of the MATCHING GRANTS Program and the Financing Agreement and with sound technical, economic, financial, managerial, environmental and social standards and practices. The Awardee is required to maintain adequate policies, procedures and records to enable the IF (or its representatives) to monitor and evaluate the progress of the project and the achievement of its objectives, as well as financial transactions pertaining to the project.

The Awardee is required to carry out the project in accordance with the provisions of the Environmental and Social Management Framework and the Environmental Management Plan (where applicable) and to take in a timely manner all measures to enable the IF to monitor the provisions of the Environmental Management Plan.

The Awardee is required to implement the project in accordance with the signed Financing Agreement and the Application which represents one of the annexes of the of the Financing Agreement. Any significant deviation from the Application (e.g. project is not on schedule for completion within timeframes defined in the Project Proposal, proposed milestones are not achieved) requires prior written consent of the IF. The IF will examine the possible deviations respecting the content, quality and ranking of the project at the time it was approved for financing and deviations that receive the consent will not influence or alter the mentioned elements.

Any expenditures covered from the project funds may not be incurred before the start of the project.

5.2. PAYMENTS AND DISBURSEMENT OF PROJECT FUNDS

The Awardee must open a dedicated project bank account where project financing from the IF and co-financing from the Awardee is transferred. This account must not be used for any other purpose except for implementation of the approved project. The Awardee bears full legal responsibility for this account, documents all the payments made to and from it and reports them back to the Innovation Fund.

The project funds are disbursed on a quarterly basis. The disbursement amount will cover up to seventy percent (70%) of the Approved Project Budget for that particular quarter for micro or small company and up to sixty (60%) for medium sized company. However, prior to the quarterly disbursement, the Awardee must submit, along with the quarterly progress- and financial- report, a bank account statement showing that the Awardee has deposited in the dedicated account a minimum of thirty percent (30%) of the total amount of funds requested for the particular quarter for micro and small company and at least forty (40%) for medium sized company.

Prior to next quarterly disbursement, the Awardee must **submit quarterly progress- and financial-reports within two (2) weeks after the last calendar day of the project quarter** along with other required documentation and the reports must be approved by the IF.

Upon review and approval of the reports by the IF, the Awardee will be eligible for disbursement for the next quarter.

Disbursement for the last quarter (or the last two quarters, depending on the disbursement dynamics for the last two quarters) of the project will be reduced by an amount of 20% of the total IF financing as per Approved Project Budget for the second year of the project (or for the first year of the project, where applicable) until the monitoring of the project is completed as defined in Section 5.5 and the final report is approved. This retained amount will be disbursed to the Awardee only if the defined project milestones have been achieved by the Awardee and confirmed by the IF through the Investment Committee.

The final disbursement for eligible expenses will be made upon review and approval of the final progress report and the quarterly financial report for the last project quarter and upon completion of the project in accordance with the provisions of the Financing Agreement and signing of the Final Settlement. In case of any ineligible expenditures, the IF's pro-rata amount of these expenditures will be subtracted from the withheld amount.

The review and approval of the reports will take approximately two (2) weeks and will include desk-review (financial report and progress report) and may be subject to an on-site monitoring visit as described in Section 5.5.

All payments to the Awardees are made in Serbian Dinars at the official average exchange rate of the National Bank of Serbia on the date of the disbursement.

In special cases Awardee is allowed to request *changes of the approved Project budget within any budget category*. In order to implement the budget changes, the Awardee is obligated to send a written request for reallocation of funds to the IF and new Project budget proposal for approval via email. The final decision on approving these changes is made by the Internal Committee of the IF, which meets once a month. **The Awardee has the right to request a budget reallocation once in 6 months.**

5.3. PROCUREMENT PROCEDURES

Subject of procurement procedures are:

- I. Procurement of supply – includes the purchase or rental of supplies/equipment. The delivery of supplies/equipment may include sitting, installation and maintenance;
- II. Procurement of services – includes engagement of service providers, firms and/or individuals (experts). Service contracts are used for preparation of studies, evaluation reports, experts' or trainers' engagement, R&D research expertise, etc.

Awardee will conduct procurement procedures for **all budget categories**, except for:

- I. Human resources (does not include experts, subcontractors, advisers etc.);
- II. Proven previous professional collaboration (Awardee has named the supplier/service provider in the Project Budget as part of the Application and/or has submitted to the IF Portal contract/invoice or other proof of previous collaboration which was dated before Financing Agreement was signed with the IF).

Principles

The Awardee shall respect the principles of fair competition, transparency, proportionality, equal treatment, non-discrimination and economy, efficiency and effectiveness. All contracts shall be put

out to competition on the broadest possible basis. The estimated value of a contract may not be determined with a view to circumventing the applicable rules, nor may a contract be split up for that purpose.

The contract must be awarded to the **tenderer offering best value for money for service tenders** (i.e. the tenderer offering the best price-quality ratio) or, as appropriate, to the tenderer offering the lowest price for the fulfillment of the technical specifications for the supply contracts. In doing so, the Awardee shall avoid any conflict of interests and respect the following basic procurement principles:

The Awardee shall evaluate the offers received against objective and transparent criteria which enable measuring the quality of the offers and which take into account the price (the offer with the lowest price shall be awarded the highest score for the price criterion for service tenders).

The Awardee shall keep sufficient and appropriate documentation with regard to the procedures applied.

Participation in tender procedures managed by the Awardee is open on equal terms to all natural and legal persons.

Supplies may originate from any country.

The basic means of awarding contracts is competitive tendering. The purpose is twofold:

- to ensure that operations comply with the awarding principles; and
- to obtain the quality of services and supplies at the best possible price.

The **applicable financial thresholds** that further determine the use of standard procedures and templates are summarized in the table below. The thresholds are based on the maximum budget for the contract in question (including any co-financing). Where contracts are subdivided into lots, the value of each lot is taken into account when calculating the overall threshold.

All basic principles must be complied with, regardless of which procedure is used.

The applicable standard procedures are summarized in the table below.

SERVICE CONTRACTS	> EUR 20,000 – EUR 300,000 Competitive negotiated procedure	≤ EUR 20,000 Single tender
SUPPLY CONTRACTS		A payment may be made against invoice without prior acceptance of a tender if the expenditure is ≤ EUR 10,000

Single tender procedure: Awardees are strongly advised to invite at least 3 quotations to show that they got a good deal reflecting the current market prices. The Awardees need to obtain at least one valid quotation.

Competitive negotiated procedure: Awardees must invite at least 3 possible suppliers/service providers to submit quotations. The Awardees need to obtain at least one valid quotation.

For procurement of supplies and services **for contracts estimated to cost EUR 100,000 or more**, the Awardees will be required to provide procurement documentation to the IF for prior review and approval. Only after obtaining the IF's written consent the Awardee will be allowed to finalize the procurement procedure and make corresponding payments.

IF reserves the right to conduct **a sample desk-check** of completed procurements.

The physical inspection on sample basis will be part of monitoring visit.

5.4. REPORTING

The Awardee is obligated to provide the Innovation Fund with accurate, timely and coherent quarterly financial and progress reports pertaining to the project, in predefined intervals.

Two (2) weeks after the last calendar day of each **quarterly period (i.e. every 3 months)**, the Awardee needs to submit the quarterly progress and financial report (including all supporting documentation) to the IF for review. This is followed by the monitoring visit (where applicable) that may be conducted by the IF staff or its representatives. Upon review and approval of the reports and subject to positive outcome of the monitoring visit (where applicable), the Awardee will be eligible for disbursement for the next period.

Following the Innovation Fund's review of this reporting documentation, for any deviations in the quarterly progress- and/or financial report that are unintentional or technical mistakes and are not a result of the Awardee's mismanagement of financials or project activities, the Awardee will be required to update the quarterly progress and/or financial report and resubmit it to the IF as per IF written notice. Additional check-ups by the IF may be made. The payment will be made after the updated progress and/or financial report are approved by the Innovation Fund.

Once the reports have been approved by the IF, the Awardee needs to present a statement from the dedicated bank account which shows that the Awardee has secured and deposited necessary co-financing required for the next quarter. This supporting documentation is to be provided in electronic form only.

In addition to the reports required under the Financing Agreement, it is the Awardee's obligation to report significant project events to the IF, positive or otherwise. As a contributor to the project, the IF would like to be kept abreast of the project status. In the event of favorable variations or unforeseen problems, the IF's early awareness will enable the IF management to work with the project team in implementing any necessary changes to program activities, including re-scheduling and re-budgeting.

Any changes to the project (e.g. regarding project implementation, timelines, project budget, deliverables, project staff, etc.) should be communicated to the IF in writing as they require the IF's written consent. Such changes may not be effective before the written consent is issued to the Awardee.

Quarterly Progress Report

Within two weeks after the end of each reporting period, Awardees are required to submit quarterly progress reports pertaining to project progress (i.e. development activities), describing in detail all previously completed and currently on-going activities, as well as actions planned for the upcoming period. This progress report needs to compare results achieved during the reporting period to the list of activities, time table and indicators originally defined and approved in the Application.

Activities performed during a reporting period must correspond to the financial information that appears in the financial report.

If necessary, the Awardee can submit a revised development plan to reflect any modifications to the original plan of activities.

The progress report is to be signed by the authorized legal representative of the Awardee and submitted to the IF Portal. The template of the progress report can be downloaded from the IF's website and Portal.

Quarterly Financial Report

Within two weeks after the end of each reporting period, Awardees are required to submit financial reports for the previous period, supported by all relevant financial documentation related to project activities. The financial report must document all actual expenditures paid from the dedicated project account. These expenditures must be properly itemized and categorized in accordance with the Approved Project Budget as found in the Financing Agreement.

The purpose of the financial report is to enable the IF to monitor actual expenditures on the project and to assist in decisions relating to the continued financing of the project.

Supporting financial documentation needs to include (but is not limited to) invoices, delivery receipts, payroll calculations for personnel paid from the project, consultant reports on work performed, consultant deliverables (wherever applicable), delivery reports for all purchases and all bank statements from the dedicated project account.

No depreciation will be provided in these statements as per IF financial management requirements. Similarly, the Awardee will recognize salaries as an expense at the moment of payment (accruals will not be eligible for financing).

The Awardee is expected to keep financial records for the project separate from other existing and/or future projects for the period of the project duration.

The Awardee will permit the IF or persons or auditors appointed by the IF to inspect and audit its accounts and records and other documents relating to the project and performance under the Financing Agreement. Any failure to comply with this obligation may constitute a prohibited practice subject to Financing Agreement termination by the Innovation Fund.

Financial report is to be signed by the authorized legal representative of the Awardee and submitted to the IF Portal. The template of the financial report can be downloaded from the IF's website and Portal.

Final Progress Report

Within four weeks after the end of the final reporting period, Awardees are required to submit the final progress report pertaining to project progress (i.e. development activities), describing in detail all previously completed and currently on-going activities, as well as actions planned for the upcoming period. This final progress report needs to compare results achieved during the entire project implementation period to the list of activities, time table and milestones originally defined and approved in the Application.

Final progress report is to be signed by the authorized legal representative of the Awardee and submitted to the IF Portal. The template of the final progress report can be downloaded from the IF's website.

5.5. MONITORING OF THE PROJECT

Prior to disbursement of funds to the Awardee, monitoring of the project is required by the IF. The purpose of the monitoring is to assess the progress of the project in implementing the task activities

and to assure that financial expenditures are in accordance with the Approved Project Budget for the given period. Methods of monitoring include:

- A) Review of submitted quarterly progress- and financial- reports;
- B) On-site monitoring visits (at least once per year);
- C) Review of submitted final progress report;
- D) Review of visibility requirements;

The purpose of the monitoring visit by the IF staff is primarily to check that project development and financial activities are occurring as reported and as stated in the approved project documents. The IF will perform monitoring visits at least once per year or more often, if deemed necessary. The IF staff will notify the Awardee in writing by email in advance about the monitoring visit. The notification will outline the purpose of the visit, what is to be reviewed, and who should attend the visit and the meeting during the monitoring visit.

Monitoring visits will typically include a review of project implementation (e.g. procedures, milestones with measurable results, timelines, tasks, agreements, policies, and financial documentation) as well as in-person meetings with relevant project team members. At the end of each monitoring visit, the IF staff will discuss findings from the meeting with relevant project team members and clarify which corrective actions to pursue after the visit, if any. If the monitoring visit has identified any concerns, the Awardee will be required to correct these deficiencies within agreed timelines. Further payments depend on the severity of problem and it will be suspended until the deficiencies are corrected.

The representatives of institutions from which the IF receives financing for this Program may also take part in the IF's monitoring visit as observers, or perform a monitoring visit on their own.

For the comprehensive picture on the monitoring procedure, please see Figure 2.

Figure 2: Monitoring procedure



5.6. MASTER FILE

Awardee should create a master file at the beginning of the project period. This master file should include the following documentation:

- Application and supporting documentation as specified in Section 3 of this manual;
- Any official documentation exchanged between the Awardee and IF during the application period (e.g. response from the IF's independent Investment Committee, notifications from IF, etc.);
- Award notification;
- Any official documentation exchanged between the Awardee and the IF during project implementation;
- Copies of all reports required by and submitted to the IF;
- Copies of all invoices and supporting financial documentation related to proof of purchase and payments from the dedicated project account;
- Procurement documentation;
- Records including agreements with third parties, invoices and other payment records that are related to the project. During the monitoring visit the master file must be made available.

The Awardee needs to archive all project documentation in the master file for a period of at least 5 years following project completion.

All the contract files, including the signed contract and all the relevant documentation (master file), will be made available to the IF and any entities named by the IF upon request.

5.7. VISIBILITY REQUIREMENTS

The Awardees must take all necessary steps to publicize the fact that the Innovation Fund has co-financed the Awardee's project. As far as possible, projects that are funded by the Innovation Fund must incorporate information and communication activities designed to raise the awareness of specific or general audiences of the reasons for the IF's programs and the support of the Innovation Fund for the project in the country or region concerned, as well as the results and the impact of this support.

5.8. INFORMATION REQUIREMENTS DURING AND AFTER PROJECT IMPLEMENTATION

Should financing be received, the Awardee will be asked to provide the IF with certain standardized information to help the IF monitor information pertaining to: employment figures, revenue generation, taxable income, employee salaries, financial management, environmental management, additional financing and information regarding to the Awardee's operations and business affairs. Up to five years after the completion of the grant project, the Innovation Fund also reserves the right to request from its Awardees any corporate information deemed relevant to the IF's process of monitoring and evaluation of the MATCHING GRANTS Program. Awardees are obliged to make their best efforts to deliver the required information within one month following IF's request. The Innovation Fund will treat all received information in accordance with its Confidentiality Policy.

Following the completion of the project, the Awardee will be required to prepare and submit to the IF commercial sales reports every six (6) months, including data on revenue derived from sales, and revenue derived from licensing of the product/service/technology financed under the MATCHING GRANTS Program, as described in the Section 1.3. Royalty Payments.

5.9. TERMINATION OF FINANCING

In case of termination of financing due to the breach of any terms of the MATCHING GRANTS Program or the Financing Agreement, the Awardee will be required to refund all or any part of the amount disbursed by the IF as determined by the IF under the Financing Agreement.

If the Awardee terminates the Financing Agreement or abandons the project, the Awardee shall be obliged to refund to the IF the entire amount disbursed to the Awardee.

If, upon the termination of the Financing Agreement for any reason, the entire disbursed amount has not been expended, the Awardee shall return to the IF the IF's pro rata share of such unexpended portion and if not repaid forthwith, such sum shall bear interest.

The Innovation Fund will undertake its best effort to maintain timely disbursement of project funds to the Awardee, taking into account the Innovation Fund's access to and availability of said funds.