

NON DISCLOSURE AGREEMENT (FURTHER REFERRED TO AS: "NDA")

between Croatian Private Equity and Venture Capital Association (further referred to as: "CVCA")

and

(Name) _____
(Company / Institution) _____
(Address) _____
(further referred to as: "Evaluation Committee Member")

(CVCA and Evaluation Committee Member together referred to as: "Parties")

1. General provisions

1.1. CVCA is appointing Evaluation Committee Member for the purpose of providing an expert opinion and evaluation of the proposals submitted for the VentureXchange South East Europe 2010 Competition.

2. Definitions

2.1. Terms provided hereunder shall have the following meaning, unless otherwise agreed between the Parties:

Competition Documentation Set – set of documents defined by Specifications and Submission Set of the VentureXchange South East Europe 2010 Competition publicly available at the CVCA website (www.cvca.hr) including the following forms:

- I. Cover Page of the Submission Set
- II. Application Form completed (Form A/1 of the Submission Set)
- III. Executive Summary Template completed (Form A/2 of the Submission Set)
- IV. Exclusion Criteria Form (Form E of the Submission Set)
- V. Business Plan Template completed (Form B of the Submission Set)
- VI. Financial Plan Template completed (Form C of the Submission Set)
- VII. Management Team Resumes in the Europass CV format (Form D of the Submission Set)

Exceptionally, CVCA will also accept such proposals that include Business Plan, Financial Plan and Management Team Resumes in other formats and in any official language of South East European Countries as specified by the Competition Documentation Set.

Confidential Information - Completed and executed Competition Documentation Set and other documents submitted for the VentureXchange South East Europe 2010 Competition, with the exception of the Application Form (Form A/1 of the Submission Set) for the selected Finalists.

Deadline – Wednesday, 10 February 2010 at 17:00 (Zagreb time) hours delivery by courier, post or hand.

Disclosees – Evaluation Committee Members.

Finalists – selected proposals by the Evaluation Committee Members.

Permitted Purpose – use of Confidential Information for the purpose of evaluating the projects and selecting the finalists of the VentureXchange South East Europe 2010 Competition.

Proposal – completed and executed Competition Documentation set received at Submission Location before the Deadline.

Submission Location - Public Notary Mrs. Anica Hukelj, Mrazovićeva 6/1, HR-10000 Zagreb, Croatia.

3. Access to Information

3.1. Evaluation Committee Member will have access to full information with regards to Proposals.

4. Obligations of the Evaluation Committee Member

4.1. Evaluation Committee Member hereby undertakes and agrees as follows:

- (i) to hold Confidential Information in confidence and not to disclose and permit it to be made available to any person, firm or company except to other Disclosees;
- (ii) to use the Confidential Information for Permitted Purpose;
- (iii) to ensure that each person to whom disclosure of Confidential Information is made is fully aware in advance of your obligations under this NDA

4.2. Upon written demand the Evaluation Committee Member shall:

- (i) return all the Confidential Information and any copies of it; or
- (ii) to confirm in writing that, save as required by law, the Confidential Information has been destroyed.



4.3. Nothing in paragraph 4.1. of this NDA shall apply to any information of Confidential Information:

- 4.3.1. which at the time of its disclosure is in public domain;
- 4.3.2. which after disclosure comes into the public domain for any reason except failure of the Evaluation Committee Member, or failure of any Disclosee, to comply with the terms of this NDA;
- 4.3.3. which is disclosed by CVCA on a non – confidential basis; or
- 4.3.4. to the extent that any of Parties is required to disclose, retain or maintain by law or any regulatory or government authority.

5. Governance

5.1. This NDA shall be governed and construed in accordance with Croatian law and the parties irrevocably submit to the non-exclusive jurisdiction of the Croatian courts in respect of any claim, dispute or difference arising out of or in connection with this NDA.

6. Agreement

6.1. This NDA is made in two identical copies whereby each Party retains one copy.

Signatures:

CVCA

Evaluation Committee Member

Date:
