MEMORANDUM OF COOPERATION

(Memorandum of Understanding)

concluded by and between:

Ministry of Education, Science, Research and Sport of the Slovak Republic

MINISTRY
OF EDUCATION, SCIENCE,
RESEARCH AND SPORT
OF THE SLOVAK REPUBLIC

and

KIC InnoEnergy SE

eit InnoEnergy

Co-funded by the
European Union

Concluded in Bratislava by and between:

Ministry of Education, Science, Research d Sport of the Slovak Republic, Stromová 1, 813 30 Bratislava, represented by: Daniel Bútora, minister, hereinafter referred to as "**Ministry**"

and

KIC InnoEnergy S.E., a European company (Societas Europaea) incorporated and existing under the laws of the Netherlands, having its registered office at Kennispoort 6th floor, John F. Kennedylaan 2 (5612 AB) Eindhoven, the Netherlands, registered with the trade register with the Dutch Chamber of Commerce under number 51418886, represented by: Diego Pavia, Chief Executive Officer, hereinafter referred to as "**EIT InnoEnergy**"

-hereinafter also referred to individually as the "**Party**" and jointly the "**Parties**"

1. Warranties of the Parties

1.1. This Memorandum constitutes the expression and effect of the talks that have been held so far between the Parties regarding the establishment and start of cooperation based on the following assumptions:

(1) KIC InnoEnergy SE in Eindhoven was established by European entities and organizations, and the European Institute of Innovation and Technology ("EIT") gave it the status of a Community of Knowledge and Innovation. KIC InnoEnergy SE's activities are supported by the EIT.

(2) In order to create a fully sustainable energy industry, KIC InnoEnergy SE, Eindhoven together with a subsidiary InnoEnergy Central Europe Sp. z. o.o ("InnoEnergy Central Europe") and other subsidiaries from various European countries (including InnoEnergy SE and InnoEnergy Central Europe: "InnoEnergy"), set up a pan-European network of business, academic and research partners to establish and consolidate cooperation in the field of exchange of ideas, resources and skills.

(3) The key activities of the InnoEnergy partnership network, led by KIC InnoEnergy SE, there are activities aimed at sharing the knowledge and experience, by:

a. Facilitating establishing contacts between people, opening markets and other activities aimed at creating cooperation on an international scale,
b. Presenting products to clients and ideas to their recipients,
c. Help in filling skills gaps and raising qualifications, as well as increasing the chances of success by indicating market niches ("**InnoEnergy Innovation Ecosystem**")

(4) The InnoEnergy Innovation Ecosystem currently brings together about 900 partners, including 32 shareholders of KIC InnoEnergy SE. These partners are the best European industrial companies, research institutes, universities which play a key role in the energy sector. The InnoEnergy Innovation Ecosystem Network is open to new partners who can

contribute to it in the form of the knowledge and skills acquired by them, as well as take advantage of the opportunities it offers.

(5) The position of the Authority as the central body of state administration in the field of education, science and research under Act No. 575/2001 Coll. on the organization of government activities and the organization of central state administration, as amended, is competent in relation to KIC InnoEnergy SE, through it's InnoEnergy Skills Institute in Eindhoven to provide cooperation and ensure the promotion and implementation of training programmes in the field of competences and skills at national level required by companies of the Slovak Republic in the battery value chain and their implementation through the by the InnoEnergy Skills Institute (formerly known as EBA250 Battery Academy© model), as proposed by the European Commission1.

(6) Assistance in filling skills gaps and improving qualifications, as well as in increasing the chances of success on the market within the Slovak Republic in the interest of the Ministry on the basis of partnership contractual cooperation is provided by the Slovak University of Technology in Bratislava, Faculty of Mechanical Engineering, acting on behalf of the created association Slovak University and Industrial Educational Platform of the European Battery Academy abbreviated as "SKEBA".

(7) SKEBA currently brings together 7 top highly qualified entities in the Slovak Republic from the academic, public and non-profit sectors, is open to new partners interested in generating cooperation at the national level and creating a network of partners in supporting and implementing training programs in the field of battery competences and skills in order to create an environment and conditions for accelerating secondary school training, higher education and lifelong learning, fundability of staff and graduates. In doing so, it helps to locate existing and future knowledge and makes it more accessible to practice. It makes it possible to use the available resources to locate and implement training courses covering relevant areas of expertise, knowledge and skills required by electromobility sectors throughout the value chain.

(8) The Ministry, in cooperation with the SKEBA partner network, carries out activities aimed at exchanging knowledge and experience, coordinating mutual relations and commitments for creating conditions and concentrating top educational, research, technical and implementation capacities for the implementation of the training and education program focused on batteries in the Slovak Republic.

(9) The parties assume that the implementation of their cooperation will take place based on the existing institutional and legal framework of each Party and with respect to the internal regulations of each Party.

2. Subject of Memorandum

2.1. The Parties confirm that the purpose of concluding this Memorandum is to open the talks and negotiations related to Parties' cooperation for the promotion and execution of training programs in the competences and skills required by companies in the Battery Value Chain for the period 2023 - 2030, and to implement them through the InnoEnergy Skills Institute formally known as EBA250 Battery Academy© model, as proposed by the European Commission[1], aiming at increasing the competitiveness of the industry and the employability of the workforce in Slovak republic.

2.2. The objective of this Memorandum is to jointly launch and gradually upscale a battery industry - oriented training and education program in Slovak republic via creating a framework for collaboration between the Parties. The goal is to accelerate the transformation of the Slovak republic and to meet the skills challenge in automotive industry, representing up to 17 000 – 35 000 employees for the period 2023 - 2030. This partnership will accelerate the training and higher education of 3 500 workers and graduates by helping to localize existing and future knowledge and making it available for local workforce. It is also about to co-finance the localization and execution of training courses covering the relevant areas of expertise, knowledge and skills required by the battery and electromobility sectors throughout the value chain.

This workforce will have to be able to design, develop and exploit the industrial transformation of the Slovak republic automotive and energy sectors, and the establishment of an industrial battery sector, from mining to recycling.

2.3. As part of the objective mentioned above, and in the framework of subsequent potential cooperation of the Parties shall

(a) dedicate special attention for the long-term knowledge infusion for the benefit of the ... battery industry by kick-starting the National Battery Training Program in cooperation with InnoEnergy Skills Institute under the EBA250 Battery Academy© framework,

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1 https://ec.europa.eu/commission/commissioners/2019-2024/sefcovic/announcements/main-takeaways-vice-president-maros-sefcovic-following-meeting-high-level-industrial-actors-under_en Paragraphe 6.5

(b) aim to secure contribution for the battery related re-and upskilling programs, primarily focusing on A) for the localization of relevant know-how and training materials B) for the training and education of required personnel in order to execute the local re-skilling and up- skilling of the up to 3 500 workers between 2023 – 2030 period,

(c) promote InnoEnergy Skills Institute formally known as EBA250 Battery Academy© as a strategic resource of knowledge for local training providers.

2.4. As part of the objective mentioned above, and in the framework of subsequent potential cooperation **EIT InnoEnergy** shall

(d) design the training services platform and act as a content provider but not as a local trainer.

(a) act in a way and to make it possible that the InnoEnergy Skills Institute formally known as EBA250 Battery Academy© knowledge will be available in Slovak republic and local training providers will have the skillset and will be capable of providing trainings for the Slovak industry stakeholders.

2.5. As part of the objective mentioned above, the Parties

(a) shall dedicate special attention towards local suppliers and SMEs to support their growth strategies, therefore actively contribute to the evolution of the European battery industry and its leadership position on international markets

(b) will make their best efforts to identify higher education and other academic parties in Slovak republic with outstanding excellence in battery industry related R&D&I and educational skills to involve to the future development of the InnoEnergy Skills Institute formally known as EBA250 Battery Academy© framework and knowledge base

2.6. The actions implemented shall be part of EU policies and the achievement of the objective of the Recovery and Resilience Mechanism (Regulation (EU) 2021/241 of 12 February 2021), in particular that of Article 4.[2] It is also a contribution to the EU flagship project "Up-skill and Re- skill – Equipping the workforce of today and tomorrow with the skills needed in the labour market", as recommended by the European Commission.[3]

2.7. The Parties mutually emphasize that they will work on a long-term strategic cooperation agreement to jointly offer and regularly update a comprehensive portfolio of trainings covering areas of expertise, competences and skills demanded by the Slovak stakeholders of battery and electromobility sectors along the whole value chain.

2.8. The Parties indicate that the benefits referred to in points 2.3., 2.4, 2.5, are intended to be joint initiative based on the experience and knowledge of each Party.

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[2] Including «by supporting the green transition, by contributing to the achievement of the Union's 2030 climate targets and by complying with the objective of EU climate neutrality by 2050 and of the digital transition, thereby contributing to the upward economic and social convergence, restoring and promoting sustainable growth and the integration of the economies of the Union, fostering high quality employment creation, and contributing to the strategic autonomy of the Union alongside an open economy and generating European added value."

[3] https://ec.europa.eu/info/sites/info/files/examples_of_component_of_reforms_and_investment_reskill_and_upskill_en.pdf

2.9. The Parties commit to cooperate openly, fully, and constructively, and to develop and search for solutions that can be commonly accepted.

2.10. The Parties ensure that they will not take any factual or legal actions that would make their cooperation difficult or impossible.

2.11. If deemed necessary, other third parties might be incorporated to this strategic cooperation on the basis of mutual agreement of the current parties.

3. Deployment Strategy

The Parties agree that their goal is to secure a long-term collaboration for the future in order to supply the Slovak republic economy's demands considering the battery sector and all other sectors that are affected by the use of batteries. Parties agree to carry out the following steps:

3.1. Phase 1 and Phase 2 – Implementation of the project (2023 - 2030)

(a) Implementation of the project is detailed in Annex 1 to this MEMORANDUM OF COOPERATION.

4. European Context

Europe's economy is undergoing a major transformation with the support of green and digital technologies of the future with a view to achieving climate neutrality, preserving the long-term competitiveness of European industry, and succeeding in open strategic autonomy. **Europe's emerging battery ecosystem is at** the forefront of the transition, as batteries are the key technology for the shift to zero-emission mobility and for energy storage in the electricity system.

Green and digital transformation will reshape labour markets creating opportunities **for new green jobs**, but also will put risks on traditional job profiles, especially in sectors with a strong climate footprint. Current labour policy should aim to prepare a dynamic and flexible labour market that provides the highly skilled and specialized workers needed for new production processes and new strategic value chains. **Skills gaps, if left unaddressed, will not only slow down the development of critical new industrial ecosystems, but may also hinder structural change in the economy at the heart of the transition. The EU's ability to skill workers will be a factor in the success of the European Green Deal and the EU's economic recovery after COVID-19.**

On 12 March 2021, at the online **inter-ministerial meeting on the European Battery Alliance,** the 14 Ministers, the 4 Commissioners (Vice-Presidents Sefcovic, Breton, Schmidt, and Ferreira) and the EIB Vice-Presidents unanimously recognized the need to address the challenge (upgrading and recycling 800,000 workers between 2021 and 2025) and launched a call for concerted action. At his press conference, **Vice-President Sefcovic** stated *"**I have mandated EIT InnoEnergy to** partner with interested*

Member States to prepare their country-specific project proposals. InnoEnergy will soon launch the so- called EBA250 Academy, which will develop curricula and training content based on the qualification needs of the sector and in collaboration with local training professionals".

5. National context

In order to create a system of support for research, development, innovation and education related to the battery industry and the need to create and develop its system framework and knowledge base, the Ministry established cooperation and partnership on a contractual basis at the national level in association with the Slovak Platform of University and Industrial Education of the European Battery Academy "SKEBA".
The aim of SKEBA is to create a nationwide network of partners, launch and gradually raise the level of the battery-focused educational program in the Slovak Republic through the creation of a unified framework in the field of skills of employees in industry in a critical horizon and accelerate vocational training, secondary and higher education, Financing of workers and graduates by localizing existing and future knowledge and making their experience in the battery and electromobility sector available in its entirety ovo chain. SKEBA pays special attention to the long-term transfer of knowledge for the benefit of the battery industry with an effort to implement the National Battery Training Programme within the network of Slovak business, academic and research partners with an approach to ensuring this state of affairs in a sustainable way, openness of SKEBA towards future potential partners.

6. Other provisions

6.1. This Memorandum is only a confirmation of the general intentions of the Parties in terms of their cooperation. Therefore, none of the provisions of the Memorandum can be interpreted or treated as an obligation of the Parties to undertake any actions or make any statements, except for conducting activities aiming at implementing cooperation in good faith. In particular, this Memorandum does not constitute a financially binding commitment, promise, offer preliminary contract or other binding promise of any of the Parties, nor is it a claimable one.

6.2. The Parties undertake to keep confidential and not disclose to third parties any documents, data or other information regarding the conclusion, content and implementation of the Memorandum and planned cooperation, except when disclosure of this information is necessary for its implementation, including in particular in the context of talks and negotiations.

6.3. All terms set out in the Memorandum are only postulated and not definitive deadlines.

6.4. The Memorandum shall remain in force for the period of five years from the date of its conclusion.

6.5. The Memorandum has been signed in accordance with Dutch law and will be implemented within its framework. Potential disputes arising in connection with the Memorandum, shall be amicably settled among the Parties. Where that is not possible, the Parties shall submit disputes arising in connection with or at the time of performance of the Memorandum to the competent court in Amsterdam

6.6. Amendments to the Memorandum require, under pain of nullity, a written form in the form of an annex, signed by both Parties.

6.7. The Memorandum has been signed in two (2) counterparts, one for each of the Parties.

The Signatories hereby undertake to comply with their respective obligations in good faith and to complete all negotiations necessary for them to comply satisfactorily with the objectives of this Memorandum.

IN WITNESS WHERE OF, the parties have signed this Memorandum on the date of final signature below. Each Party undertakes to provide any supporting documents relating to the authorities of its representatives if such documents are required by the other Party.

.....[redacted]....

Ministry of Education, Science, Research and Sport of the Slovak Republic

Daniel Bútora
minister

[redacted].....

EIT InnoEnergy

[redacted]

Diego Pavia
Chief Executive Officer

Annex 1

Implementation Strategy for the National Battery Training Program

1. The Parties agree to jointly launch and gradually upscale battery industry-oriented training and education in Slovak Republic .

   The relevant Parties are:
   a. Ministry of Education, Science, Research d Sport of the Slovak Republic, Stromová 1, 813 30 Bratislava
   b. KIC InnoEnergy S.E., hereinafter referred to as "EIT InnoEnergy" represented by InnoEnergy Skills Institute formally known as EBA250 Battery Academy©, hereinafter referred to as "ISI"

2. The cooperation detailed in the MoU **is applicable between 2023 – 2030 in** two Phases**. The cooperation**
   has two objectives:

   a. **Support the development of national battery curricula for vocational education and higher education by learning material and online learning contents.**

   b. **Provide access to learning programs via the** InnoEnergy Skills Institute formally known as **EBA250 Battery Academy© model for local adult education and adaptation qualification.**

3. **PHASE 1**

3.1 'Phase 1' of this cooperation will run between 2023-2026. The specific actions of the cooperation are

3.2 The already selected 8 ISI certificates and blended programs will quick start the training programmes by a selected group of experts considering EBA recommendations.

   a. ONLINE PROGRAMS OFF-THE-SHELF **for objective 2. a) and 2. b)**
      i. a. Fundamentals on batteries
      ii. Battery management connection and control
      iii. Battery Storage Applications
      iv. Battery storage value chain
      v. Battery storage and the energy transition
      vi. Battery storage: Business models, market and regulation
   b. Blended programs **exclusively for Objective 2. b)**
      i. Battery Storage Expert Program
      ii. Battery Storage Technicians Program

3.3 InnoEnergy Skills Institute agrees to provide access / demo to experts to review the pre-selected set of EBA training products, offering free of charge 50 licenses

3.4 joint localization of the selected training programs.

3.5 joint delivery of the following training programs:

3.5.1 Train the Trainer programs: Training course for vocational school trainers of the "Battery technician" specialisation.

3.5.2 Train the Trainer programs: Trianing course for higher vocational schools and academic
institution staff (trainers) of the "battery expert" specialisation.

3.5.3 In regards of objective **2.a**
to achieve the local curriculum for vocational education and higher education so that the participating vocational education and higher education institutes can launch their courses by the end of the year 2023 (*Milestone 1*);

3.5.4 In regards of objective **2.b.**
to set up network of local training providers in adult education facilitating the launch of:

a. (Starting 2024) ISI off the shelf Online-Trainings as education tools in training packages for
   - Academic institutions as add-on options for already graduated engineers
   - onboarding of workers and unemployed workers

b. (Starting 2025) ISI Blended Training Programs for three dedicated target audiences, provided by EBA, executed in collaboration with local training providers in Slovak republic, for
   - Academic staff: Battery Storage Expert program
   - Battery storage technicians' programs

c. Short and midterm training courses for highly qualified employees and experts to lead the batteries industry deployment.

d. Short and midterm training courses for skilled and semi-skilled employees of battery manufacturing and car manufacturing companies.

e. Training course for car mechanics on electric vehicles batteries.

f. Awareness trainings for several target audiences related to battery value chain topics

Regarding objective 2.b, it is planned to use primarily and mainly a "digital first" education strategy, where training solutions by ISI developed on European level will become core parts of all trainings under this collaboration. This is well aligned with the demand of re- and upskilling on and next to the job, as well as with the scale and speed of the upcoming transformation challenges related to batteries and electrification of mobility

3.6 Scale the number of adult education learners from 2025 onwards.

3.7 The Parties agree to jointly evaluate the cooperation and make a proposal about 'Phase 2' of the cooperation period with the intention to upscale training activities. The official evaluation phase shall be concluded no later than 2027.

4. **PHASE 1 - CONDITIONS – OBJECTIVE 2a** (Utilization of online programs; off-the-shelf content for curriculum development in vocational education and higher education)

4.1. As the interest expressed by Ministry of Education, Science, Research and Sport of the Slovak Republic, it is of strategic importance to develop a new, adequate curricula in Slovak republic for higher education; and vocational education.

4.2. EIT InnoEnergy offers an access to the ISI training and learning services as framed in point 3.2.a, with the joint understanding and agreement of all parties that all used and future material provided via the ISI model might be also of central relevance within the Phase 2 of the collaboration, against a license fee.

4.3. EIT InnoEnergy aims to support the evolution of the necessary workforce in Slovak republic. ISI will make available the new curricula for students only in Slovak republic.

4.4. The off-the-shelf materials referred to in point 3.2.a. with unlimited access for 50 licenses, will be selected from officially 2023 product catalogue, available no later than 30st of September 2023 .

4.5. All training courses and content is and will remain in the property of EIT InnoEnergy. The content license as described above gives the right to use, reproduce, distribute, perform, and display the training courses in the Country solely in connection with the current and future collaboration under this Agreement.

4.6. The license for the mentioned reasons shall be available between 2023-2030 with the potential for extension upon the conditions agreed during the official project review period, mentioned in Section 5.

5. **PHASE 1 - CONDITIONS – OBJECTIVE 2b**

Phase 1 cooperation will include the following activities and partners:

5.1. EIT InnoEnergy to provide access to the selected ISI training programmes for a prospective Slovak training provider, for a maximum of 50 licences

5.2. The localization of the training materials by a selected group of experts, in close collaboration with ISI. Translation services will be provided and executed by ISI.

5.3. Localization should be carried out so that training participants can gain ISI certification.

5.4. Provide Blended learning with a license per user fee, where each learner can gain the ISI Certificate, however these certificates have to be obtained directly at EBA outside of this contract.

5.4.1. Battery Storage Expert Program

5.4.2. Battery Storage Technicians Program

5.5. Learners will be mainly employees to be reskilled and upskilled, but also students (academic and vocational) as well as unemployed workforce might be a target audience.

5.6. Conditions described in 4.5 and 4.6 apply.

6. PHASE 2

6.1. 'Phase 2' of this cooperation will start based on the agreement of the parties after assessing the achievements of Milestone 1 (referred to at point 3.5.3). If agreed upon, 'Phase 2' will run between 2027-2030 period.

6.2. The aim of the cooperation shall be

6.2.1. to jointly update and extend the set of trainings with newly developed content under ISI on European level since the beginning of this cooperation and execute localization, depending on the availability of resources

6.2.2. For the parties to agree to join forces for creating a top-level Slovak battery education concept, which is aligned with local industry demands, while fundamentally connected to the European battery skill strategy, provided by the ISI and mandated by the European Commission;

6.2.3. ISI becomes central part of the Slovak republic battery education strategy.

6.2.4. ISI will develop new courses and programs to serve the full battery chain's education demands from 2025 onwards and as such primary partner for the battery education curriculum design in Slovak republic.

6.3. Phase 2 cooperation will include the following activities and partners

6.3.1. Selection of further training modules by a selected group of experts considering ISI recommendations, from the current catalogue of ISI relevant for the according years.

6.3.2. ISI agrees to provide access / demo to review the pre-selected set of EBA training products, for a limitated number of licenses

6.3.3. Updating previously licensed training materials and the localization of newly selected training materials.

6.3.4. Localization should be carried out so that training participants can gain certification.

6.3.5. Conditions described in point 4.5, 4.6 apply to the updated and newly localised training materials.

6.4. 'Phase 2' will be launched subject to the mutual agreement of the Parties and the availability of funding.

End notes

EIT InnoEnergy

EIT InnoEnergy is a European public-private partnership dedicated to facilitating innovation, entrepreneurship, and education in the field of sustainable energy, with the aim of accelerating the energy transition. This is achieved by creating, accelerating, and driving innovative products and services to market; and by educating and training the human capital needed for the energy transition.

The **EIT InnoEnergy** Ecosystem currently incorporates more than 500 partners. The list of stakeholders consists of European industry leaders, entities from education and investment bodies - all of whom are essential part of the European energy sector.

Mission under the framework of the Memory of Understanding

A) In October 2017, at the launch of the **European Battery Alliance under the** patronage of Vice-President Maros Sefcovic, **EIT InnoEnergy** was mandated to lead the industrial dimension of the Alliance. Since then, EIT InnoEnergy has collaborated with industry, academia, the Commission, the EIB, Member States, regions and different stakeholders across the Union to accelerate the industrial development of a complete and balanced battery value chain across Europe.

B) Skills being one of the key dimensions of success, as identified in the Commission's strategic action plan in spring 2018, EIT InnoEnergy has developed **the** InnoEnergy Skills Institute formally known as **EBA250 Battery Academy©,** a **platform of learning services** by industry for industry covering the entire battery value chain, from raw materials to applications and recycling. The platform now has more than 30 different learning packages and is constantly updated and extended thanks to continuous feedback and demands from companies in the value chain.