



澳門大學
UNIVERSIDADE DE MACAU
UNIVERSITY OF MACAU

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創新創業中心公司入駐細則

1. 每間公司的創始股東上限最多為 5 人，其中至少有一人必須來自澳門大學(以下簡稱為澳大)，包括在讀學生，校友，教職員工(以下簡稱為澳大成員)；以體現澳大培育創新人材的宗旨。
2. 申請人在入駐期間必須於澳門設立及登記成為公司(入駐公司)，且在入駐期間，澳大成員在入駐公司所持有的股權須最少維持在公司資本的百分之二十。日後可能獲得的任何資助或投資(包括但不限於增加公司資本額時)，其資助往來均須經以入駐公司名義開立的本澳銀行帳戶進行。
3. 每一間公司的入駐期間一般為 18 個月，期間可進行延長。延長程序由公司以書面方式說明理由申請後批准。每次延長期間為 6 個月，最多連續延長兩次。
4. 公司須按商業計劃書訂立的里程碑按季度提交進度報告，具體報告的必要內容及提交日期由中心公佈(進度報告應至少包括：入駐公司的股東人數、始創人姓名、客戶人數、業務範圍、項目內容、僱員人數、境外業務、過去 3 個月的營業額以及相關公司帳目及債務等文件等)。如報告內容出現不足或不準確之處，則需在創新創業中心的指定期限內提交補充報告。
5. 公司必須積極踴躍參與中心活動並充分利用中心提供空間。如積極度及配合度不高或項目進度不良的公司，將收到創新創業中心發出的書面警告，獲第三次書面警告時即被停止進駐。
6. 以下任一情況均需取得創新創業中心的許可：
 - a) 入駐公司需以創新創業中心的推薦，對外申請政府及有關創業基金的支持；
 - b) 入駐公司與基金公司、機構以及投資人作投資對接後，接受其他機構的投資或資助。為取得上述的許可，入駐公司須一併提供對外申請政府及有關創業基金的支持、與基金公司、機構以及投資人作投資對接之有關文件，當中包括：項目申請計劃和預算取得資助金額等，以便中心適時作出分析。
7. 倘在入駐的任何時候發現並確定公司涉及作出任何不當行為，澳大可無須在給予預先通知的情況下，立即終止公司入駐，且有權要求公司無條件歸還已發放之資助(若有)及/或因受資助而取得之資產等。
8. 在入駐期內，公司在任何對外之連繫中，必須清晰及主動向第三人交待入駐公司為「澳門大學創新創業中心的入駐公司」、公司成員為「澳門大學之教授、職員、學生或校友之身份」以及知識產權歸屬等事實，包括但不限於參加創業比賽、路演、展覽、交流、合作/投資洽談。如有違者，一經發現並查明屬實，創新創業中心立即



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終止公司入駐，且相關人士於兩年內不得再獲入駐。

9. 在項目的發展進程上，創新創業中心擔當輔助角色，公司有絕對責任及義務積極發展申請入駐的項目，期望於入駐後一年半投入市場。
10. 澳大以推動社會的創新創業為己任，向入駐公司投入各種資源，入駐公司之股東承諾在無償的方式轉讓入駐公司股權最少百分之五且票面價值不低於1,000澳門元予澳門大學或其全資公司。而股權轉讓所產生的一切費用，包括公證、登記費及印花稅，均由入駐公司及全體公司股東承擔。
11. 入駐公司在進行轉讓上述股權時，入駐公司之股東須於轉讓股權前清償公司的一切債務。否則，入駐公司之股東應完全承擔於轉讓股權前，澳大完成審閱公司進度報告後，一切除澳大書面同意的債務，以及進度報告超出及虛假的部份所衍生的一切責任、債務及費用（包括但不限於在財務、稅務、勞資不動產事務、訴訟爭議及對公共及/或私人實體任何其他方面之責任）。
12. 在入駐期間，入駐公司視為獲得澳大許可，使用澳門大學協同創新研究院創新創業中心作為入駐公司的公司住所。倘入駐公司完成孵化、停止營業、變更公司住所或其他原因離開中心時，需依法向有關機構辦理相應的手續，且由入駐公司承擔倘有因辦理手續之一切費用。
13. 為澳大或其全資公司履行其審查及監察之職責及義務，入駐公司及其股東承諾在入駐及持股期間積極配合澳大或其全資公司之相關工作。
14. 倘有任何爭議，一切以澳大的最終決定為準。



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Rules for Incubation Company at Centre for Innovation and Entrepreneurship

1. The maximum number of founding shareholders is five for each company including at least one having a connection with the University of Macau (UM), which includes current students, alumni and staff (hereinafter referred to as UM members), in order to reflect the purpose of cultivating innovative talents of the University.
2. A applicant has to constitute and register as a company in Macau at the time of starting the incubation, and the share held by the UM member in this incubation company shall individually maintain at least 20% during the entire period of incubation. In the future, all funding or external investment transactions (including but not limited to the increase of the company's capital) shall be processed through a local bank account opened in the name of the incubation company.
3. The duration of incubation for each company is generally 18 months, the duration can be extended. The extension procedure shall be approved upon application by the company stating the reasons in writing. Each extension period is 6 months, with a maximum of two consecutive extensions.
4. The company is required to make progress reports quarterly based on the milestones established in the business proposal, and the Centre will announce the main content of the report and detail submission dates (the progress report should include at least: the numbers of shareholders, the name of founder, the number of customers, the scope of business, the content of project, the numbers of employees, oversea business, turnover of the past 3 months and related company accounting records, debts records and other relevant documents, etc.). If the progress report presents insufficiencies or inaccuracies, the company has to submit an additional report within the period which is specified by the Centre for Innovation and Entrepreneurship.
5. The company must actively participate in the activities of the Centre for Innovation and Entrepreneurship and make full use of the incubation space provided. Inactive companies or companies have project progress much behind schedule will receive a written warning for the first time, a written warning and termination of incubation for the third time.
6. Permission from Centre for Innovation and Entrepreneurship is needed for the following situations:
 - a) External application for government and venture-related fund's support which



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require the recommendation from Centre for Innovation and Entrepreneurship;

- b) Accepting investments or subsidies from other institutions, after investment matching or connecting with fund companies, institutions and investors.

In order to obtain the mentioned permission, the incubation company should provide the supporting documents related to applying for the support from government and related venture fund, and related documents of investment matching with fund companies, institutions, and investors. The mentioned documents including but not limited to the project application plan and estimated fund receiving should be provided to the Centre for Innovation and Entrepreneurship timely for further analysis.

7. At any time during the incubation, if there is any misconduct found and confirmed regarding a company, UM may immediately terminate the incubation without notice. Moreover, UM reserves the right to request the company to return any released funding (if any) and/or items purchased by the funding granted unconditionally.
8. During the incubation period, in any external connections and occasions, the company must clearly and actively make known to all parties and acknowledge such facts related to the status of the incubation company as “the company is now under incubation of the Centre for Innovation and Entrepreneurship of the University of Macau”, “the company members are professors, staff, students or alumni of the University of Macau” and “the ownership of intellectual property”. Such external connections and occasions include but are not limited to entrepreneurial competitions, roadshows, exhibitions, exchanges, collaboration/investment negotiations. Any violation once found and confirmed will lead to immediate termination of incubation and of startup funding, and the persons involved will be suspended from this incubation programme for two years.
9. In the development process of the project, the Centre for Innovation and Entrepreneurship plays a supporting role, the incubation company is fully responsible and obliged to actively develop the project, expecting to enter the market one and a half years after the incubation starts.
10. One of the missions of UM is to promote innovation and entrepreneurship by inputting various resources and startup funding. Therefore, the shareholders of the incubation company should transfer at least five percent equity with the face value is not less than MOP1,000.00 of the incubation company to the University of Macau or its wholly-owned company free of charge. All expenses related to the equity transfer, including notarization fee, registration fee and stamp duty need to be bear by the incubation company’s shareholders.
11. When the incubation company transfers the mentioned equity, the shareholders of the company should pay off all the debts of the company before transferring the equity.



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Otherwise, the shareholders of the company should be fully responsible for all debts before the transaction of equity and after the review of company's progress report, excluding the debts that are consented written by UM. The liabilities, debts and expenses derived from the excess and false parts of the progress report also need to be fully responsible (including but not limited to financial, tax, the affairs of labor and real estate, litigation disputes and any other liabilities of public and / or private entities) by the incubation company's shareholders.

12. During the incubation, the incubation company is deemed to obtain the permission for the use of address of the Centre for Innovation and Entrepreneurship under Institute of Collaborative Innovation of the University of Macau. If the incubation company finish the incubation, ceases to operate, changes the address, or leaves the Centre for whatever reason, the company must apply for the changes at the relevant entities according to law, and the company shall bear all the costs for handling the formalities.
13. For the purpose of performing the inspection and monitoring duties and obligations by the University of Macau or its wholly-owned company, the incubation company and its shareholders shall commit to actively cooperate with the University and its wholly-owned company during the incubation period and while the equity is being held by the University or its wholly-owned company.
14. If there is any controversy, all the final decisions of UM shall prevail.