

ANNEX 1 APPLICATION FORM FOR SIGNING ON TO THE STATEMENT OF INTEREST FOR THE PROGRAMME

APPLICATION TO SIGN ON TO THE STATEMENT OF INTEREST FOR THE BARCELONA INVESTMENT FUND PROGRAMME

1 . Identification details

IDENTIFICATION OF THE MANAGEMENT COMPANY OR SELF-MANAGED VCE	
Name of the management company / Self-managed VCE	
Address	
Legal form	
Tax identification number (NIF)	
Authorisation from the CNMV or equivalent authority and registration number with the CNMV or equivalent authority	
Contact person's full name	
Position	
Contact details (Telephone, e-mail)	

IDENTIFICATION OF THE VCE	
VCE name	
Address	
Legal form	
Tax identification number (NIF)	
Authorisation, if necessary, and registration with the CNMV or equivalent authority	

2 . Basic characteristics of the VCE

The VCE shall complete the following table with the basic characteristics in accordance with the requirements of the Terms and Conditions, and will voluntarily include any other information that may be of interest.

Target size of the VCE	
Firm commitments as of the date of application	
Commercialisation period	
Closing or termination period of the VCE	
Planned investment period	
Brief description of the investment policy	
Impact and Sustainability: Article 6, Article 8, Article 9 SFDR, EuSEF or similar	
Observations or additional information of interest	

3. Investment ticket requested: to be chosen from the following:

- €500,000
- €1,000,000
- €1,500,000
- €2,000,000

- €3,000,000
- €5,000,000

4. Applicant's Declaration

Mr/Ms _____ with Spanish national identity document _____, on behalf of _____ with tax number (CIF) _____ (the "**Management Company**"), and in accordance with the requirements and Terms and Conditions of the call for Statements of Interest for the selection of VCEs to manage the funds available under the BARCELONA INVESTMENT FUND Programme,

hereby DECLARES that, at the time of submitting this application, he/she/they accept(s) the Terms and Conditions of the call for proposals and meets and fully and unreservedly accept(s) the following eligibility criteria described in the Terms and Conditions approved on [**] [**] [**] and summarised below, for illustrative purposes only (with the provisions of the Terms and Conditions prevailing in all cases):

Requirements for the Management Company (Point 4.1 of the Terms and Conditions)	100% private share capital and registered address in an EU Member State.
	Registered office in Spain or in another member state of the European Union. If its registered office is not in Barcelona, the Management Company shall maintain a permanent establishment in the Barcelona area, with personnel linked to it during the investment period.
	At least one member of the management team must have the necessary experience, in accordance with the Terms and Conditions.
	The management team or the Management Company has committed 1% of the total assets committed to the VCE, or a minimum of €250,000, if the total amount of investment commitments to the VCE is less than €25,000,000.
	The management fee during the investment period must be a maximum of 2.5% per year of the total assets committed to the VCE.
Requirements for the VCE (Point 4.2. of the Terms and Conditions)	Private origin of funds: investment in the VCE by public investors and Barcelona City Council does not exceed 50% of the VCE (for the purposes of the limit established in this paragraph, public institutions, companies or organisations that are usually considered private investors shall not be considered public investors).
	The VCE has committed, firm and binding private capital equivalent to 25% of the planned target or size.
	Existing commitments from private capital (minimum 25% of the planned target).
	<u>Geographical and Sectoral Multiplier</u> : investment commitment (general of 3x or reduced to 1x for EuSEF or similar as established in the Terms and Conditions of the call for proposals) in Target Companies: <ul style="list-style-type: none"> - <u>Geographical scope</u>. Investment in companies with their registered office in the Barcelona Metropolitan Area, or which demonstrate that the destination of the investment received will be in the Barcelona Metropolitan Area, or which move their registered office to the Barcelona Metropolitan Area. - <u>Sectoral scope</u>. Investment in companies in the 'Strategic Sectors'.
	<u>Gender Multiplier</u> : 1x investment commitment in companies where a woman is on the founding team.
	<u>Types of financial instruments</u> : equity investments, debt convertible into equity, similar or analogous instruments or quasi-equity instruments.
	<u>SME</u> : commitment to invest in SMEs and micro-enterprises.
	<u>Destination of the investment</u> : commitment to allocate the City Council's funds, as far as possible, to investments in new investee entities.
	<u>Excluded sectors</u> : express prohibition on investing directly or indirectly in companies engaged in the excluded sectors.

Conditions for Barcelona City Council's acquisition of holdings in VCEs (Point 5 of the Terms and Conditions)	Basic conditions.
	Rights of the Barcelona City Council:
	- Representation and participation.
	- Information.
	- Availability.
	- Most favoured nation.
	- Principle of equity or <i>pari passu</i> .
	Capital Calls.
	Publicity.
Penalties for non-compliance.	
Duration of the investment and custody mechanism.	
Volume or size of the VCE.	
Tickets.	

and furthermore DECLARES that he/she/they has/have documents to prove the authenticity of the information contained herein to Barcelona City Council.

5 . Documentation to be submitted together with the application

5.1. Documentation relating to the Management Company

- a) Authorisation from the entity to act as a Management Company or self-managed VCE in accordance with the LECR or applicable legislation (authorisation and registration with the CNMV or the relevant national authority, in the case of a foreign management company).
- b) Deed of incorporation of the management company or self-managed VCE, which includes the company's articles of association.
- c) Information on the identity of the partners or members of the management company or self-managed VCE, as well as its administrative and management bodies.
- d) Documentation proving fulfilment of the basic requirements regulated in these Terms and Conditions (e.g. curriculum vitae of the management team with sufficient details of their experience, evidence of the management team's commitments, etc.), duly signed.
- e) Duly signed Side Letter template (Annex 2 of the Terms and Conditions).
- f) Duly signed sponsorship or reference letter (Annex 3 of the Terms and Conditions).

5.2. Documentation relating to the VCE

- a) Instrument of incorporation for the VCE, duly authorised and/or registered by the relevant authorities (e.g.: CNMV).
- b) Equity or capital of the VCE at the time of its incorporation and at the present time.
- c) Management regulations, articles of association and, where applicable, VCE operating agreements (e.g. shareholders' agreement and operating agreement, conversion agreements, etc.).
- d) Documentation relating to side letters or individual agreements signed by the management company, the self-managed VCE or the VCE with any of the unitholders or members of the VCE.
- e) VCE prospectus.
- f) Documentation relating to the geographical and sectoral investment policy (e.g.: Executive Summary, Investor Deck, etc.).
- g) Proposed subscription agreement, investment contract or standard-form contract in the VCE.

This application must be signed with a digital certificate and registered at Barcelona City Council together with the documents required in the Terms and Conditions.

Further information, applications and forms are available at empreses.barcelonactiva.cat/barcelona-investment-fund.
If you have any queries, please e-mail us at ecr@barcelonactiva.cat.

Date and digital signature of the Management Company representative.