

InvestEU

Climate & Infrastructure

ANNEX I

EXPRESSION OF INTEREST

Applicant submitting the Expression of Interest:

_____, _____

(company name, registration
number)

Dear Sir or Madam,

Herewith we are submitting our Expression of Interest as – or on behalf of

in response to the Open Call for Expression of Interest in the framework of the InvestEU Climate & Infrastructure implemented by the EIF. Capitalised expressions utilised herein shall have the meaning attributed to them in the above mentioned Call for Expression of Interest.

The undersigned duly authorised to represent the Applicant and, by signing this form certifies/certify and declare(s) that the information contained in this Expression of Interest and its Appendices is complete and correct in all its elements.

The undersigned duly authorised to represent the Applicant and, by signing this form certifies and declares to have read the EIB Group Anti-Fraud Policy¹ and declares not to have made nor to make any offer of any type whatsoever from which an advantage can be derived under the fund agreement and not to have granted nor to grant, not to have sought nor to seek, not to have attempted nor to attempt to obtain, and not to have accepted nor to accept, any advantage, financial or in kind, to or from any party whatsoever, constituting an illegal practice or involving corruption, either directly or indirectly, as an incentive or reward relating to signing of the fund agreement.

To have read the EIB Group Statement on Tax Fraud, Tax Evasion, Tax Avoidance, Aggressive Tax Planning, Money Laundering and Financing of Terrorism².

Furthermore, the undersigned, duly authorised to represent the Applicant, by signing this form represents that, as at the date of this form:

1. The Applicant is not in any of the situations below:

- it is bankrupt, is subject to insolvency or is being wound up, is having its affairs administered by a liquidator or by the courts, in this context, is in an arrangement with creditors, is having its business activities suspended or a standstill (or equivalent) agreement has been signed with creditors and validated by the competent court when required by the applicable law, or is in any analogous situation arising from a similar procedure provided for in national legislation or regulations;
- in the past five (5) years, it has been the subject of a final judgment or final administrative decision for being in breach of its obligations relating to the payment of taxes or social security contributions in accordance with the applicable law and where such obligations remain unpaid unless a binding arrangement has been established for payment thereof;
- in the past five (5) years, it or any of the persons having powers of representation, decision-making or control over it has been convicted by a final judgment or a final administrative decision for grave professional misconduct, where such conduct denotes wrongful intent or gross negligence, which would affect its ability to implement the Agreement and which is for one of the following reasons:
 - i. negligently providing misleading information that may have a material influence or fraudulently misrepresenting information required for the verification of the absence of grounds for exclusion or the fulfilment of selection criteria or in the performance of a contract or an agreement;

¹ <https://www.eib.org/en/publications/anti-fraud-policy>

² <https://www.eib.org/en/about/compliance/tax-good-governance/index.htm#>

- ii. entering into agreements with other persons aimed at distorting competition;
 - iii. attempting to unduly influence the decision-making process of the contracting authority during the relevant ‘award procedure’ as such term is defined in of the Financial Regulation³;
 - iv. attempting to obtain confidential information that may confer upon it undue advantages in the relevant ‘award procedure’ as such term is defined in the Financial Regulation;
- in the past five (5) years, it or persons having powers of representation, decision-making or control over it has been the subject of a final judgment for:
 - v. fraud;
 - vi. corruption;
 - vii. participation in a criminal organisation;
 - viii. money laundering or terrorist financing;
 - ix. terrorist offences or offences linked to terrorist activities, or inciting, aiding, abetting or attempting to commit such offences;
 - x. child labour and other forms of trafficking in human beings;
 - it is subject to a decision on exclusion contained in the early detection and exclusion database (the EDES database available at the official website of the EU⁴) set up and operated by the European Commission;
 - it has been, in the past five years, subject to a final judgment or administrative decision by a national court or authority that it was created with the intent to illegally circumvent fiscal, social or any other legal obligations in the jurisdiction of its registered office, central administration or principal place of business;
2. The Applicant is established and operating in one or more of the Member States, OCTs linked to Member States, or in the territory of Other Participating Countries;
 3. The Applicant is duly authorised – if applicable - to carry out financing activities in accordance with applicable laws and regulations;
 4. The Applicant does not perform activities, which are illegal according to the applicable legislation;
 5. The Applicant complies with relevant international and EU standards and legislation, as applicable, on the prevention of money laundering, the fight against terrorism, tax fraud, tax evasion and artificial arrangements aiming at tax avoidance;
 6. The Applicant is not subject to Restrictive Measures, as defined in relevant Annexes.

³ “Financial Regulation” means Regulation (EU, Euratom) 2018/1046 of the European Parliament and of the Council of 18 July 2018 on the financial rules applicable to the general budget of the Union, amending Regulations (EU) No 1296/2013, (EU) No 1301/2013, (EU) No 1303/2013, (EU) No 1304/2013, (EU) No 1309/2013, (EU) No 1316/2013, (EU) No 223/2014, (EU) No 283/2014, and Decision No 541/2014/EU and repealing Regulation (EC, Euratom) No 966/2012 (OJ L 193, 30.7.2018, p. 1), as it may be amended, supplemented or modified from time to time.

⁴ https://ec.europa.eu/info/strategy/eu-budget/how-it-works/annual-lifecycle/implementation/anti-fraud-measures/edes/database_en

For the purpose of the EIF Transparency Policy, as further specified in Appendix 1, and subject to the approval of the relevant operation by the EIF, the Applicant, by signing this form:⁵

[Please tick as appropriate]

confirms that the Applicant agrees with the disclosure of summary information relevant to this transaction (the project name, the nature of the operation, the geographical focus and the relevant EIF-managed resources) in accordance with the EIF Transparency Policy, listed in Appendix 1;

OR

declares that (i) the Applicant requests the non-disclosure of summary information relevant to this transaction (the project name, the nature of the operation, the geographical focus and the relevant EIF-managed resources) and (ii) such disclosure would undermine the protection of commercial interests⁶ relevant to the operation.

and,

acknowledges and agrees (i) to the terms of the Terms of Confidentiality as provided under Annex III of this Call, and (ii) that each of the Applicant and the EIF shall process Confidential Information (as defined under the Terms of Confidentiality) in accordance with the terms thereunder.

Yours sincerely,

Signature(s):

Stamp of the Applicant (if applicable):

Name and position (in capital letters):

Applicant's name:

Place:

Date (day/month/year):

⁵ For the avoidance of doubt, this is without prejudice to any publication made by EIF in line with the Terms of Confidentiality

⁶ Including by reason of such information being covered by a confidentiality agreement.

Appendix 1

EIF Transparency Policy

Within the framework of the EIF's Transparency Policy⁷ (the "EIF Transparency Policy"), EIF is committed to the guiding principle of promoting transparency with respect to its operational and institutional activities.

Pursuant to this guiding principle, and in accordance with the EIF Group approach and undertakings to promote transparency and good administrative practice, EIF has adopted the practice of publishing the minutes of the Board of Directors ("Board minutes") on its website, following their approval and signature.

The published Board minutes only indicate those operations presented for decision which have been approved and, as a general rule, contain a summary indicating the project name, the nature of the operation, the geographical focus and the relevant EIF-managed resources.

The EIF Transparency Policy also recognises the need for EIF to balance transparency with confidentiality undertakings and the protection of commercially sensitive or personal data, with a view to EIF satisfying its legal obligations to, and maintaining the confidence and trust of, its business partners, investors and third parties.

Consequently, should an application receive the relevant EIF internal authorisation for submission to EIF's Board of Directors and be approved by the Board thereafter, and should an Applicant deem that the publication of such a summary would expose sensitive or confidential information, for which there would be a compelling reason not to disclose, the Applicant shall make a declaration to that effect in the submission of the Expression of Interest resulting in the information in question being edited out of the published Board minutes and, subject to any applicable confidentiality undertakings, only being made public in connection with the signature of the operation in question.

If the EIF has not received such declaration confirming that an Applicant does not agree to the publication of the aforementioned operational overview, EIF will consider that publication is acceptable to the Applicant, if applicable, and will proceed with publication.

⁷ https://www.eif.org/news_centre/publications/EIF_Transparency_policy

Appendix 2

Know Your Customer (“KYC”)

The EIB Group has in place a counterparty due diligence process⁸ which takes into account, among others, factors including the type of counterparty (including sector), business relationship, product, service or transaction and country(ies) of operation. Through the EIB Group NCJ Policy⁹ and its implementing procedures, the EIB Group takes into consideration jurisdictions classified by one or more Lead Organisations for not having made sufficient progress towards satisfactory implementation of EU and/or internationally agreed standards in connection with AML-CFT and/or tax transparency/tax good governance standards. The EIB Group entities apply the counterparty due diligence measures to an extent determined on a risk-sensitive basis.

Please attach as part of the initial counterparty due diligence (or “KYC”) measures (to be completed later during the application process) the following documents with your application:

1. An excel and pdf-copy of the signed and dated Integrity Questionnaire (including ownership structure) in the form of Annex [●]



Ownership and control structure char



EIF Integrity and Tax Questionnaire - Equit

2. Copy of extract of commercial register or equivalent
3. Copy of extract of beneficial ownership (“UBO”) register or equivalent

⁸ <https://www.eib.org/en/publications/eib-group-anti-money-laundering-and-combatting-the-financing-of-terrorism-policy>

⁹ <https://www.eib.org/en/publications/eib-policy-towards-weakly-regulated-non-transparent-and-uncooperative-jurisdictions>