

To: Lectori Salutem  
From: Mr Pjotr Schade  
Evenpar General Partner b.v. (EP)  
The Netherlands

CC: International Climate Finance Accelerator (ICFA)  
9, Rue du Laboratoire, L-1911 Luxembourg  
Luxembourg

Date: 22 November 2023  
Description: Request for proposal for a Dutch Legal Adviser

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### **Introduction**

Evenpar is a Dutch-African investment fund manager that engages in renewable energy, WASH and recycling projects in emerging markets in Africa. Evenpar builds on its experience and expertise to invest in cashflow stable projects with high returns.

In these emerging markets resources are available but technologies are not used effectively. Evenpar therefore invests in decentralized solutions, using available feedstock in regulated markets allowing for infrastructure projects with stable cash-flow and value spikes between scale-up and operational stability.

Typical Evenpar investors are development finance institutions, foundations, high-net worth individuals (HNWI), pension funds, corporates, family offices and impact investors. EP is in the process of closing its first close of the fund.

To close the fund Evenpar is seeking proposals from legal and tax advisors to provide Dutch law based legal and tax advice on our fund documentation.

### **Scope of Services**

EP is seeking proposals for legal advice for the Fund, focussing on:

- Primary: Review the fund contracts by way of a legal sanity/red flag check. Contracts include a.o. Member Agreement, Subscription, Side letters, Management Agreement
- Primary: Dutch Tax review and sanity check
- Secondary: If required, also advice on:
  - Review/drafting of eventual marketing materials and accompanying disclaimers (e.g. SFDR)
  - Regulatory review/registration (e.g. 'light' manager registration)
  - review/drafting of eventual marketing materials and accompanying disclaimers (e.g. SFDR)
  - regulatory review/registration (e.g. 'light' manager registration)
  - support in investor DD process
  - negotiating of fund documentation including investor side letters

Pro-active interaction with EP is essential, executed in:

- (2) Weekly progress call
- Ad hoc calls when required for negotiating and advice

### **Proposal submission**

Please note that only service providers with relevant expertise in the Dutch law, fund structuring and Dutch A(I)FM registration regulations and processes are eligible to provide proposals. Furthermore a profound understanding of the EP Fund and its challenges is needed to persuade the potential LP to join. The services offering is to start as soon as possible.

Please provide a proposal that includes the following components:

#### **a) Technical proposal**

- A brief summary of the firm
- Names and bios of people who will work on the assignment
- Relevant experience of fund structuring and documentation
- Workplan, targets and timeline for completing work

#### **b) Financial proposal**

- Fixed Fee estimate based around the Scope of Work. (expressed in ‘number of hours’ x ‘hourly rate’ per month).

Interested service providers shall submit their proposal in writing to [info@evenpar.nl](mailto:info@evenpar.nl), copying [info@icfa.lu](mailto:info@icfa.lu), by 17h00 CET Dec 6<sup>th</sup> 2023.

#### **Contact Evenpar:**

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