

Beyond Finance – Request for Proposal

Legal Support

15 February 2024

Introduction :

Beyond Finance Consulting Ltd (Hong Kong) “Beyond Finance” is establishing a \$80 million private debt fund (“the Fund”) with aims to address the challenges posed by climate resilience by financing underserved sectors and empowering women in Saharan Africa and Asia.

The Fund will be set up as a RAIF SICAV with a GP/ LP structure domiciled in Luxembourg. Investors include development finance institutions, foundations, and institutional investors.

To accelerate and strengthen the fund set up, Beyond Finance is partnering with a well-established Foundation. This partnership contemplates the set up a joint GP structure.

The GP will be formed by companies registered in France, Luxembourg and Hong Kong.

The Foundation has an existing legal advisor which is drafting the terms of the partnership and the corporate governance structure.

Beyond Finance is seeking proposals from potential legal advisors to represent and advise BF in the negotiation of this partnership and review the proposal that will be drafted by the legal team of the foundation.

Scope of Services

Beyond Finance is seeking proposals to achieve the objective of representing its best interest in the negotiation with the Foundation, reviewing the proposal, advising on the next steps and reviewing the legal documentation.

This includes a minimum of the following list of service provision features:

Phase 1. In the negotiation period with the Foundation:

- Review of the proposed GP structure, organisational structure, corporate form and governance
- advice on the corporate governance
- representation of Beyond Finance in the negotiation

Phase 2. drafting of the partnership with the Foundation:

- Review of the partnership term sheet, and provision of standard clauses as required
- general Partnership Agreement
- Articles of incorporation of the General Partner (GP)
- Investment Advisory Agreement

Proposal submission

Please note that only service providers with expertise in Luxembourg and France ecosystem are eligible to provide proposals for the scope of work included in this RFP.

Please provide a proposal that includes the following components:

Technical proposal

- A brief summary of the firm
- Names and bios of people who will work on the assignment
- Workplan and timeline for completing work

Financial proposal

- Fee estimate based around the Scope of Work set out above ideally with a capped fee estimate up to first close (expressed in terms of 'max number of hours' x 'hourly rate').
- For any components of the Scope of Work that are not included in the capped fee estimate, an indication of the estimated time needed to perform the task and an hourly rate.

Interested service providers are encouraged to engage with the Beyond Finance team before submission and shall submit their proposal in writing to info@icfa.lu, copying msavarymornet@beyondfinancehk.org and churet@beyondfinancehk.org