Matanataki

PUBLIC NOTICE · INVITATION TO EXPRESS INTEREST

Legal Advisory Services

Drafting, negotiation and finalisation of a bilateral agreement between Matanataki Pte Ltd and a Singapore-based, MAS-licensed fund manager

Issued by	**Matanataki Pte Ltd (Fiji)**
Date of notice	Wednesday, 26th August 2026
Deadline to request the RFP	5.00pm Fiji time, Friday, 28th August 2026
Indicative proposal deadline	Thursday, 3rd September 2026 (confirmed in the RFP)
Contact	sybil@matanataki.com

1. About Matanataki

Matanataki General Partners Pte. Ltd (MGPPL) is a Singapore-registered General Partner and Matanataki Pte Ltd (MPL) is a Fiji-registeredPortfolio Advisor, collectively referred to as "Matanataki". Matanataki is establishing and raising Matanataki Pacific Fund 1 (MPF1 or the Fund), a private equity impact fund to be domiciled in Singapore. The Fund is at an advanced stage of fundraising, with due diligence underway by several prospective Limited Partners.

2. Purpose of this notice

Matanataki invites expressions of interest from suitably qualified law firms for a discrete legal advisory engagement relating to the Fund's management arrangements.

Because the Fund will be domiciled in Singapore, its fund manager must hold the requisite licence from the Monetary Authority of Singapore (MAS). Matanataki is therefore appointing a licensed Singapore fund manager to act as platform manager for the Fund. That same entity will also act as an accredited entity through which a prospective investor's commitment will be channelled. Matanataki wishes to put in place a bilateral agreement with that entity documenting and governing both roles.

Matanataki is seeking a law firm to advise on, draft, negotiate and finalise that agreement. **This notice is an invitation to register interest and to request the Request for Proposal (RFP) – it is not itself the RFP, and no proposal should be submitted in response to this notice.**

3. Indicative scope of services

In broad terms, the appointed firm will be asked to:

- Advise on the appropriate legal structuring of the arrangements between Matanataki and the licensed fund manager, including whether they are best documented in a single agreement or in separate instruments;
- Draft a bilateral agreement (or agreements) covering the fund manager's engagement as platform manager for the Fund - including the scope of delegated functions, the interface with Matanataki's role as General Partner and Portfolio Advisor, and the flow, calculation and payment of management fees;
- Draft the terms governing the counterparty's role as accredited entity, including its responsibilities and reporting obligations to Matanataki, the use of the associated fee, cost allocation, and procurement of any outsourced services;
- Address regulatory compliance, term and termination, liability, indemnity, dispute resolution, confidentiality, data protection and conflicts of interest as between the parties;
- Identify and advise on material legal and regulatory risks arising from the counterparty's dual role, and recommend mitigations;
- Support Matanataki in negotiation of the agreement through to execution.

The full scope of work, deliverables, commercial parameters and the identity of the counterparty are set out in the RFP, which will be released to interested respondents on the basis described in section 5 below.

4. Who we are looking for

Matanataki welcomes expressions of interest from firms able to demonstrate:

- Qualification to advise on Singapore law, and current capacity to act on Singapore fund management and MAS regulatory matters;
- Demonstrated experience with fund management and platform manager (or equivalent hosting/umbrella) arrangements, including fee-flow and delegation structures;
- Familiarity with climate or impact finance accreditation structures and the obligations they impose on accredited entities;
- Experience acting for emerging managers and first-time funds, and comfort working across the Pacific, Singapore and European fund structures;
- Capacity to deliver within a short timeframe and to support negotiation through to execution;
- Absence of conflicts of interest, or a workable proposal for managing any that exist.

Both single firms and consortia (for example, a Singapore firm working with counsel in another relevant jurisdiction) may respond. Proposals from firms able to offer flexible or blended fee arrangements are welcome.

5. How to express interest

Firms wishing to receive the RFP should email **sybil@matanataki.com** and and CC **programme@icfa.lu** by 5.00pm Fiji time, Friday, 28th August 2026, with the subject line **"EOI – Legal Advisory Services – Bilateral Agreement"**, stating:

a. The name of the firm and the jurisdictions in which it is qualified to advise;
b. A single named contact for the process, with email and telephone details;
c. A brief statement (no more than one page) of relevant experience against section 4 above; and
d. Confirmation that the firm is willing to receive the RFP subject to confidentiality.

The RFP will be issued directly and privately to respondents. Matanataki may ask a respondent for further information before releasing it.

6. Terms of this notice

- The RFP contains commercially sensitive information. It will be released subject to confidentiality, and Matanataki may require execution of a non-disclosure agreement before release.
- This notice is not an offer, and neither this notice nor the issue of the RFP creates any obligation on Matanataki to appoint any firm, to proceed with the engagement, or to conduct a competitive process in any particular manner.
- Matanataki may amend, suspend or withdraw this process at any time, and may vary the timetable.
- Respondents bear their own costs of participating. No costs will be reimbursed by Matanataki.
- Matanataki will not be liable for any expression of interest that is delayed, lost or received after the deadline.