

Combined Financial Instrument for Energy Efficiency and Renewable Energy for Malta
("EERE Malta" or "Financial Instrument")
First Loss Portfolio Guarantee ("FLPG") and Interest Rate subsidy ("IRS")

OPEN CALL FOR EXPRESSION OF INTEREST
TO SELECT FINANCIAL INTERMEDIARIES UNDER EERE
(Reference number: Call for EoI – EERE -MT 2020/001)

Published on **27/01/2020**

The objective of this Call for Expression of Interest (the "Call"), launched by the European Investment Fund ("EIF"), is to select eligible financial institutions to become Financial Intermediaries ("Financial Intermediaries") under the Energy Efficiency and Renewable Energy for Malta fund of funds (the "EERE"), as further described below.

All applications under EERE -MT 2020/001 (each an "Expression of Interest") to be submitted to the EIF should conform to the Call.

In addition to this explanatory document, the Call contains the following documents:

- Annex I: Expression of Interest to be completed by applicants, including Appendices 1-4;
- Annex II: Financial Intermediaries' Selection Criteria;
- Annex III: Indicative term-sheet of the Financial Instrument, including Appendices A – C;
- Annex IV: Terms of Confidentiality.

1. Background

According to the conclusions of the ex-ante assessment entitled "Assessing the potential use of financial Instruments in the low carbon economy in Malta in the 2014/2020 programming period" dated 23 November 2018, there is a market gap in the provision of finance for both private individuals and corporates for Energy Efficiency ("EE") and Renewable Energy ("RE") projects in the Republic of Malta. Consequently, utilisation of financial instruments in the form of guarantee products is considered justified in order to fill the financing gap. The financial gap assessed by the Ex-ante amounts to EUR 98m (according to hypothetical demand method) for the 2018-2023 period.

The results of i) the Ex-ante assessment, as well as ii) the market testing exercise conducted by the EIF to assess the market demand for the envisaged products and resulting absorption capacity of the foreseen volume, subject to further information on the applicable rules and the eligibility criteria,

justify the roll-out of products that will improve access to finance for EE and RE projects for both Maltese private individuals and enterprises.

As an instrument to address the market failure evidenced in the Ex-ante Assessment, the Government of Malta (the “**Member State**” or the “**MS**”), represented by the Maltese Managing Authority, has entrusted the EIF under a funding agreement entered into on 19 December 2018 (the “**Funding Agreement**”) with the creation of a fund-of-funds, the EERE, within the meaning of Article 2 (27) of the CPR (as defined below) with the object of addressing the above market failure by facilitating access to finance to Final Recipients in cooperation with selected Financial Intermediaries active in the Malta and improving funding conditions for private individuals and corporates in Malta through a first loss portfolio guarantee (“**FLPG**”) instrument. An Interest Rate Subsidies (“**IRS**”) component is attached to the EERE in order to facilitate the deployment of the FLPG instrument and applicants will be selected to implement a financial instrument that will combine both an FLPG and an IRS component (the “**Financial Instrument**”). Applicants will deploy EERE in line with article 37 paragraph 7 of regulation 1303/2013 and the IRS component will follow the eligibility rules of the FLPG component.

The EERE shall target Measure 4.a and 4.b within Priority Axis IV “Shifting towards a low carbon economy” of the Operational Programme I 2014-2020, which aim to increase access to the external sources of finance for EE and RE projects in Malta.

In conclusion, the EERE will aim at:

- Addressing in general the financing gap faced by private individuals and corporates in Malta for the purpose of supporting their investments in EE and RE;
- Facilitating the access to debt finance by private individuals and corporates in Malta through the portfolio guarantee instrument.

The EERE has a total amount of EUR 15,000,000 which is financed by the European Structural and Investment Fund (“**ESIF**”) from Operational Programme I (ERDF-CF), in an amount of EUR 12,000,000 and is co-financed by the MS out of its national budget and resources in an amount of EUR 3,000,000.

Compliance with applicable regulations (in particular the Common Provisions Regulation and the ERDF Regulation and their implementing and delegated acts, as amended from time to time) shall be observed, as relevant, by the various parties according to their roles and responsibilities set out in the relevant agreements. Relevant references will be included in the Guarantee Agreements with Financial Intermediaries.

This Call is addressed to credit or financial institutions, whether public or private, which are interested in receiving resources out of the EERE, as Financial Intermediaries for the implementation of the Financial Instrument, which shall be carried out in accordance with the contractual agreements to be entered into by the EIF and the selected Financial Intermediaries (the “**Guarantee Agreement(s)**”).

On a continuous basis until the Deadline (as described below), the EIF will select eligible financial institutions to become Financial Intermediaries under the EERE.

The objectives and main indicative terms of the Guarantee Agreements to be entered into between EIF and the Financial Intermediaries pursuant to the EERE are further described in Annex III to this Call.

2. Eligible Financial Intermediaries

The EIF shall select one or more Financial Intermediaries to implement the Financial Instrument in accordance with the procedure described in section 6 below. The selection of Financial Intermediaries shall be made on a continuous basis, taking into account the above as well as the resources available from time to time, and shall be based on a specific set of criteria.

This Call is addressed and restricted to public or private credit or financial institutions, including investment funds or other financial intermediaries, in each case, duly authorised to carry out lending activities and deploy the IRS component according to the applicable legislation, and shall be in all cases established and/or operating in Malta.

Financial Intermediaries shall comply with relevant standards and applicable legislation on the prevention of money laundering, the fight against terrorism and tax fraud to which they may be subject, shall not be in any Exclusion Situation.

Financial Intermediaries shall acknowledge the EIF Anti-Fraud Policy which sets out the policy of the EIF for preventing and deterring corruption, fraud, collusion, coercion, obstruction, money laundering and terrorist financing (please refer to http://www.eif.org/news_centre/publications/anti_fraud_policy.htm?lang=-en) and shall take appropriate measures (as may be further specified in the Guarantee Agreements) to (i) facilitate implementation of such policy as well as to (ii) undertake to support investigations performed by the EIF in connection with actual or suspected prohibited conduct.

3. Language and governing laws

The Expression of Interest (in the form attached in Annex I to this Call) shall be prepared in English.

The terms of the Guarantee Agreements shall be in English. The Guarantee Agreements shall be governed by the laws of Luxembourg.

Financial Intermediaries acknowledge that they may be requested to use a digital signature for the purpose of signing Guarantee Agreement(s).

4. The Expression of Interest procedure

Financial institutions or other financial intermediaries interested (the “**Applicants**”) in applying under this Call should submit an Expression of Interest to the EIF by the Deadline to be considered as a potential Financial Intermediary under the Financial Instrument, depending, inter alia, on the availability of the budgetary resources for the Financial Instrument, as described below.

In accordance with Annex I to this Call, the Expressions of Interest should include the Applicant’s (and each of the Participating Entity’s, in case of joint Expressions of Interest) identification and has to provide the information requested in Appendix 3 to the Annex I to this Call (the “**Information Requirements**”), together with supporting documents.

Any personal data provided by the Applicants shall be processed by the EIF in compliance with its Data Protection Statement (the EIF statement on the processing operations of Applicants and Financial Intermediaries’ personal data, as published on the EIF’s website) and the Regulation (EC) 2018/1725 on the protection of individuals with regard to the processing of personal data by the Union institutions and bodies and on the free movement of such data, as amended from time to time

(http://www.eif.org/attachments/eif_data_protection_statement_financial_intermediaries_due_diligence_en.pdf).

The information provided under Appendix 3 to Annex I to this Call - Information Requirements should place particular emphasis on:

- Envisaged actions for the successful implementation of the Financial Instrument, particularly with regard to its launch (timing, target customers, promotional activities, type of products, changes to the underlying legal documentation, etc.);
- Estimated absorption capacity in terms of expected volumes of Final Recipient Transactions to be included in the Portfolio;
- Proposed improvements to the terms offered as compared to standard financing conditions. This transfer of benefit will be in the form of reduced interest rates, reduced collateral (or other similar arrangement) requirements, capped or reduced fees, other forms of better terms of financing, or a combination of these elements;
- Composition and characteristics of the proposed Portfolio (details to be provided in accordance with Section 5.2 of Appendix 3 of Annex I to this Call), taking explicitly into account the Eligibility Criteria set out in Appendix A to Annex III of this Call;
- Historical data on performance and track-record in lending in the EE and RE sector, or as regards similar products and client segment, if such data is limited (details to be provided in accordance with Section 5.3 of Appendix 3 of Annex I to this Call).

Note on joint Expressions of Interest:

Financial institutions may group together as Participating Entities and submit a joint Expression of Interest. In this case, the Expression of Interest has to specify which of the Participating Entities will act as the Applicant. The Applicant shall apply in its own name and on behalf of the Participating Entities and shall indicate to the EIF the basis for the joint Expression of Interest. Following the selection of such joint Expression of Interest and an agreement on all terms and conditions, one Guarantee Agreement may be signed with the selected Applicant acting in its own name and on behalf of the other Participating Entities; alternatively, separate Guarantee Agreements may be signed with the selected Applicant and each of the Participating Entities. The ultimate decision on the form of the Guarantee Agreement(s) shall be made by the EIF. Participating Entities shall typically be the financial institutions that will issue Final Recipient Transactions, often part of the same group.

All information required under Appendix 3 to the Annex I to this Call must be provided for the Applicant and each and every Participating Entity covered by the joint Expression of Interest.

5. Submission of Expression of Interest

The Expression of Interest must be submitted before the Deadline by email. The Deadline refers to the date of receipt of the e-mail by the EIF.

The Deadline for submission of the Expression of Interest is **30 April 2020** provided that the EIF may, at its sole discretion, determine that the Deadline will end on an earlier date or will be extended, depending, inter alia, on the availability of budgetary resources for the Financial Instrument. Any change in the Deadline will be announced officially in the EERE dedicated web page on the EIF's website.

Submission by e-mail

An electronic version of the Expression of Interest should be sent to: Info.EEREMALTA@eif.org stating in the subject of the email "EERE Malta – Expression of Interest: [name of the Applicant]". The requested annual reports may be provided via a link to the Applicant's website or, if preferable, as an attachment to the email.

Receipt of Expressions of Interest by the EIF

Following the submission of an Expression of Interest, an acknowledgement of receipt will be sent to the relevant Applicants by the EIF via e-mail, which shall state the following:

- Unique application identifier (Expression of Interest number), to be used in all subsequent communications relating to the Expression of Interest;
- Confirmation that the Expression of Interest was received/submitted (as applicable) by the Deadline.

The acknowledgement of receipt shall not be construed as a declaration of completeness of the Expression of Interest and the documents submitted therewith, nor any kind of assessment or acceptance of the same.

The Applicants may withdraw their Expression of Interest at any stage of the Selection process, by sending an email to the above-mentioned e-mail address.

6. Selection procedure

Financial Intermediaries shall be selected on the basis of EIF's policies, rules, procedures and statutes and in conformity with best practices with an open, transparent, proportionate, non-discriminatory and objective selection procedure, avoiding conflicts of interest, taking into account the criteria and principles underpinning the program and the experience and financial capacity of the Applicants, with a view to maximising the efficient use of the resources made available to the EERE.

Following the receipt of the Expression of Interest(s), the EIF shall select the Applicants pursuant to the selection process outlined herewith. This process comprises:

1. Pre-selection
2. Due diligence
3. Selection

Following the pre-selection based on the Expression of Interest, the EIF shall perform a due diligence process of the pre-selected Applicant, as a result of which the EIF will decide whether or not to propose to the relevant decision making-bodies a request for the approval of a transaction under the EERE with the pre-selected Applicant. The decision to perform a due diligence visit shall be at the discretion of the EIF. The contractual negotiation process will not be concluded prior to the approval from the EIF's relevant decision making bodies, and will not, in any case, be concluded until the EIF and the Applicants have agreed on all relevant terms and conditions. Each of these three steps is described in more detail below in section 6.1.

In any phase of the selection process before entering into a legally binding agreement with an Applicant, the EIF reserves full discretion to consider or not Applicants (and Participating Entities, in case of joint Expressions of Interest), in accordance with the criteria for the selection, and no Applicant has any claim or other right or may expect to be ultimately selected as Financial Intermediary. Any negotiation of terms and conditions of Guarantee Agreements by no means entails any obligation for the EIF to enter into such Guarantee Agreement with the relevant Applicant. EIF shall also have sole discretion to decide on the allocation of available amounts to Financial Intermediaries, including proposing a reduction of the volumes requested by the Financial Intermediary.

EIF will send a rejection notice to Applicants whose Expression of Interest was rejected during any stage of the selection process. EIF may, but shall not be obliged to provide reasons for such rejection.

Those Applicants, whose Expression of Interest is rejected, shall have the right to submit a written complaint about selection process by e-mail to the same e-mail address used for the submission of the Expressions of Interest above, within thirty (30) days of receipt of the rejection notice. Any complaints will be dealt with within the framework and in accordance with the EIB Group complaints policy (for further information visit <http://www.eib.org/infocentre/publications/all/complaints-mechanism-policy.htm>).

6.1. Pre-selection

Expressions of Interest received by the Deadline will be assessed by the EIF for pre-selection on a comparative basis. Expressions of Interest received by the Deadline shall be processed by the EIF in accordance with the provisions of this section 6.1 and sections 6.2 and 6.3 below.

When assessing the Expression of Interest, the EIF will use its professional analysis and judgment.

The pre-selection comprises:

1. **Pre-selection stage 1: Formal assessment** of the Expression of Interest (as set out in section 6.1.1 below);
2. **Pre-selection stage 2: Quality assessment** of the Expression of Interest (as set out in sections 6.1.2 and 6.1.3 below);

Only Expressions of Interest that pass pre-selection stage 1 will go through pre-selection stage 2.

During stage 2 of the pre-selection, the EIF will evaluate the overall quality of the Expression of Interest. All criteria listed under section 6.1.2 and 6.1.3 are assessed at the discretion of the EIF, giving a pre-defined weight to each one of these criteria, as specified in Annex II hereto.

EIF will assess the quality criteria listed under section 6.1.2. Based on this assessment, the EIF shall assign the “quality score” to the Expression of Interest, being A, B or C (A representing the highest score).

EIF will also assess the risk profile of the expected Portfolio indicated in the Expression of Interest, according to the section 6.1.3. Based on this assessment, the EIF shall assign the “portfolio profile score” to the Expression of Interest, being 1, 2 or 3 (1 representing the highest score).

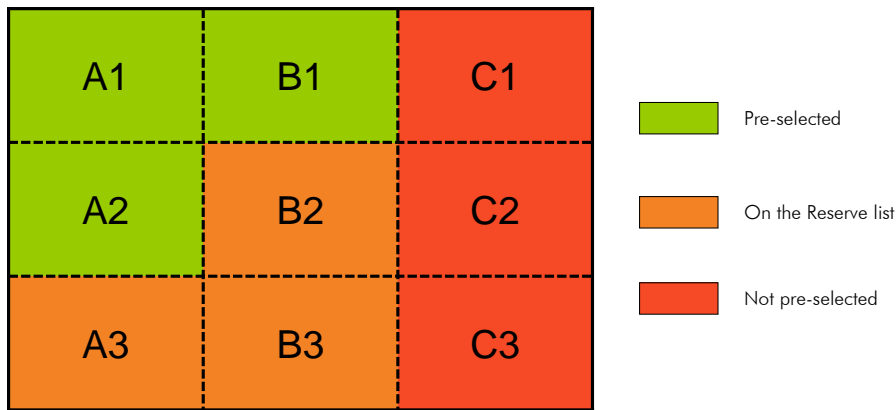
Only Expressions of Interest with combined “quality” and “portfolio” scores A1, A2 or B1 are pre-selected and carried forward to the Due Diligence stage.

Expressions of Interest with combined scores A3, B2 or B3 are included in a reserve list, which remains valid until 31 December 2020. Further details on the reserve list are being provided below.

Expressions of Interest with combined scores C1, C2 or C3 are not pre-selected.

A summary of the pre-selection final scorings resulting from the combination of the scores (i.e. A, B or C and 1, 2 or 3) assigned by the EIF at the end of the pre-selection process is set out in the classification table 1 below:

Table (1)



EIF will communicate the outcome of the pre-selection to each Applicant via e-mail. All Applicants will be sent a notification about the result of the pre-selection process which can be either:

1. Pre-selection for the Due Diligence phase;
2. Placement of the Expression of Interest on the reserve list; or
3. Rejection of the Expression of Interest for not fulfilling the pre-selection criteria.

Pre-selected Applicants are advanced to the Due Diligence phase (see section 6.2). Applicants on the reserve list may be further considered for pre-selection.

Reserve List

For pre-selected Applicants, if no agreement could be found with the Applicant as to how a transaction, meeting the Financial Instrument requirements, would be structured, the EIF reserves the right to consider such Expression of Interest as reserve listed.

In addition to the placement of Applicants on a reserve list on the basis of the outcome of the assessment process described above, the EIF reserves the right to also place Applicants on a reserve list in case that the aggregate demand expressed from already pre-selected Applicants is equal to or exceeds the funds available under the Call. The reserve list will remain valid until 31 December 2021. EIF reserves the right to announce that the validity of the reserve list will end on an earlier date or will be extended, inter alia, on the availability of the funds for EERE.

During this period of time, and in case the EIF does not proceed further with any of the pre-selected Applicant(s) or if additional funding is made available, Applicants on the reserve list may be considered for pre-selection depending upon the availability of the budgetary resources.

EIF may suspend or abandon the pre-selection process at any time and no Applicant may claim any right to be pre-selected or included on the reserve list as described above.

6.1.1 Formal assessment

EIF shall assess whether the Expression of Interest for the Financial Instrument has been submitted and prepared in accordance with the provisions of this Call according to the following formal criteria:

1. The Applicant (and each Participating Entity in case of joint Expressions of Interest):

- i. has the necessary client base in Malta to deploy the Financial Instrument, with relevant track record and branch network coverage therein;
 - ii. has the legal capacity and is authorised to carry out lending business in Malta under the applicable regulatory framework;
 - iii. is not established, and does not maintain business relations with entities incorporated, in territories whose jurisdictions are Non-Cooperative Jurisdictions; and
2. The Expression of Interest has been submitted and prepared in accordance with the Call, has been duly signed, and all required representations, information and supporting documentation required thereunder have been provided (in the form requested, where specified).

If needed for the assessment of the above formal criteria, the EIF may require the Applicants to provide additional information or clarifications. EIF has the right to reject the Expressions of Interest that do not conform to the formal criteria. In case of joint Expressions of Interest, if the Applicant or any Participating Entity covered by the Expression of Interest does not comply with the formal criteria, EIF has the right to reject the entire Expression of Interest.

6.1.2 Quality assessment

After successful assessment of the formal criteria, and after having obtained any additional information or clarifications from Applicants, if and as needed, the EIF will perform a quality assessment of the Expression of Interest (and any Participating Entities in case of joint Expressions of Interest) according to the evaluation criteria set out below, in no particular order of priority:

SUSTAINABILITY

- i. Operational capability of the Applicant (and any Participating Entities in case of joint Expressions of Interest) to assess and manage risk;

QUALITY AND MATURITY

- ii. Ability to provide the required data for the EIF to properly conduct its analysis and assessment of the Applicant's (and any Participating Entities in case of joint Expressions of Interest) track record and future activity;
- iii. Experience and ability of the Applicant (and any Participating Entities in case of joint Expressions of Interest) to generate the Portfolio within a predefined timeframe. This shall be assessed by the EIF based inter alia on: the track record of financing Final Recipients and the business plan for building a Portfolio;
- iv. Proposed improvements to the terms offered to Final Recipients (e.g. pricing reduction, reduction of the requested level of collateral, etc.) as compared to standard conditions offered for Final Recipients.

6.1.3 Quality assessment of the risk profile of the envisaged Portfolio and the Applicant (and any Participating Entities in case of joint Expressions of Interest)

EIF will also consider, inter alia, the impact of the Expression of Interest in terms of:

1. The expected composition of the proposed Portfolio, including its granularity and diversification; and
2. Financial standing and financing capacity of the Applicant (and any Participating Entities in case of joint Expressions of Interest), based on the credit rating and capital ratio.

The Benchmarking process

Expressions of Interest in Pre-Selection stage 2 shall be assessed under the Benchmarking process

and shall be examined on a comparative and equal basis to assess the pre-selection criteria under 6.1.2 and 6.1.3 above, with a view of establishing a ranking of the benchmarked Expressions of Interest.

6.2. Due diligence

Applicants whose Expressions of Interest are pre-selected will be followed up with the due diligence process which will be carried out promptly after the pre-selection of an Applicant.

The due diligence is carried out in accordance with the EIF's internal rules and procedures, where financial and operational matters relating to the Financial Instrument's implementation shall be analysed in more detail. The aim of the due diligence is to assess *inter alia*, the ability to build up the envisaged Portfolio, the favourable lending conditions to Final Recipients suggested by the Applicant, the composition and risk profile of the envisaged Portfolio, the quality of origination, marketing and publicity of the Financial Instrument, strategy of the distribution network (including incentives to sell for sales force), risk management, collection recovery/workout processes, systems and ability to comply with the reporting requirements. An Environmental, Social and Governance questionnaire shall also form part of the due diligence agenda, aimed at understanding how the Applicant implements Environmental, Social and Governance factors into its business decisions (focusing on the relevant business segments covered by the Expression of Interest). The due diligence process may comprise an on-site visit, which shall be at the discretion of the EIF. The due diligence process does not comprise legal negotiations, however the EIF may negotiate the Applicant's commercial terms of the proposal as regards the Financial Instrument's implementation.

6.3. Selection

Based on the results of the pre-selection and the outcome of the due diligence process, the EIF will either:

1. select the Expression of Interest;
2. place the Expression of Interest on the reserve list; or
3. reject the Expression of Interest.

EIF may proceed with requesting the approval of the relevant decision making bodies for an Guarantee Agreement to be entered into with the selected Applicant under EERE. EIF has no obligation to enter into a Guarantee Agreement with a selected Applicant.

6.4. Allocations / re-allocations / increases during the implementation of the Financial Instrument

During the implementation of the Guarantee Agreement(s), and with a view to maximising the efficient use of the EERE resources and maximising EERE's impact, the EIF shall have sole discretion to allocate any available amounts, including any additional budget being allocated to the Financial Instrument.

In addition, Portfolios may be increased and/or reduced and funds re-allocated between Financial Intermediaries in order to target an efficient use of the Financial Instrument during the build-up of the relevant Portfolios.

Following the signature of a Guarantee Agreement, the Financial Intermediary may request an increase of the Maximum Portfolio Volume by e-mail to Info.EEREMALTA@eif.org, outlining the proposed key changes to the initial application, in particular with respect to the implementation and rollout strategy. The EIF will consider such requests, subject to available budgetary resources, in line with the steps and criteria set out in 6.1 and 6.3 above, as applicable, and taking into account the current progress in the implementation of the Guarantee Agreement by the Financial Intermediary.

7. Publishing of information on the Financial Intermediaries, Participating Entities and Final Recipients

EIF may publish, from time to time, on their websites, a list of Financial Intermediaries and Participating Entities, which may include the name and the registered addresses, types of the contract entered into and the respective amounts. EIF and/or Managing Authority, as the case may be, may also publish a list of Final Recipients benefiting from the Financial Instrument.

8. EIF Transparency Policy

Within the framework of the EIF's Transparency Policy (the "**EIF Transparency Policy**"), the 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 EIB Group approach and undertakings to promote transparency and good administrative practice, the 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 the EIF to balance transparency with confidentiality undertakings and the protection of commercially sensitive or personal data, with a view to the 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's internal authorisation for submission to the 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 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 in the Board minutes, EIF will consider that it is acceptable to the Applicant and each Participating Entity, if applicable, and will proceed with the publication on the EIF's website as indicated above.

9. Definitions and Interpretations

In this Call, capitalised terms and expressions shall have the meaning attributed to them below or as elsewhere defined in this document and its Annexes, unless the context requires otherwise.

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| Anti-Fraud Policy | means the policy of the EIF for preventing and deterring corruption, fraud, collusion, coercion, obstruction, money laundering and terrorist financing, as published on EIF's website. (http://www.eif.org/news_centre/publications/anti_fraud_policy.htm?lang=-en) |
| Applicant | means an entity applying to this Call as a potential Financial Intermediary; |
| Common Provision Regulation or CPR | means Regulation (EU) No 1303/2013 of the European Parliament and of the Council of 17 December 2013; |
| Data Protection Statement | means the EIF statement on the processing operations of Applicants' and Financial Intermediaries' personal data, as published on the EIF's website (http://www.eif.org/attachments/eif_data_protection_statement_financial_intermediaries_due_diligence_en.pdf); |
| Deadline | means 30 April 2020; |
| Delegated Act | means the Commission Delegated Regulation (EU) No 480/2014 of 3 March 2014 supplementing the CPR; |
| EIB Group | means the European Investment Bank ("EIB") and the European Investment Fund ("EIF"); |
| Eligibility Criteria | means the eligibility criteria with which Final Recipients, Final Recipient Transactions and the Portfolio must comply, as set out in Appendix A to Annex III to this Call; |
| ERDF Regulation | Regulation (EU) No 1303/2013 of the European Parliament and of the Council of 17 December 2013; |
| Expression of Interest | means an application in response to this Call, submitted to the EIF within the Deadline and drafted in accordance with the template included in Annex I to this Call; |
| Final Recipient | means a private individual, an SME or a Mid-Cap, which falls within the category of eligible beneficiaries defined in Appendix A to Annex III of this Call; |
| Final Recipient Transaction | means loans, leases or any other type of debt financing specified in the Guarantee Agreement, entered into between the Financial Intermediary and Final Recipients which comply with the relevant Eligibility Criteria; |
| Financial Intermediary | means a financial or credit institution, whether public or private, duly authorised to carry out lending activities in Malta according to the applicable legislation. Financial Intermediaries shall comply with relevant standards and applicable legislation on the prevention of money laundering, the fight against terrorism and tax fraud to which they may be subject, shall not be in any exclusion situation and shall not be established in a Non-Cooperative Jurisdiction; |

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| EERE | means, as defined by Article 2 (27) of the CPR and established through the Funding Agreement, the Energy Efficiency and Renewable Energy fund of funds for Malta, set up with the objective of contributing support from the Maltese Managing Authority to the Financial Instrument; |
| Implementing Regulation | means the Commission Implementing Regulation (EU) No 821/2014 of 28 July 2014 laying down rules for the application of the CPR; |
| Inclusion Period | means the period during which Final Recipient Transactions to be included in the Portfolio may be entered into with Final Recipients; |
| Non-Cooperative Jurisdictions | Means a jurisdiction (i) listed in the Annex I of the European Council conclusions on the revised EU list of non-cooperative jurisdictions for tax purposes, adopted by the European Council at its meeting held on 12 March 2019, and/or (ii) listed in the Annex of the Commission Delegated Regulation (EU) 2016/1675 of 14 July 2016 supplementing Directive (EU) 2015/849 of the European Parliament and of the Council by identifying high-risk third countries with strategic deficiencies, and/or (iii) rated as “partially compliant”, “provisionally partially compliant” or “non-compliant” by the Organisation for Economic Cooperation and Development and its Global Forum on Transparency and Exchange of Information for Tax Purposes and/or (iv) included in the Financial Action Task Force “Public Statement” (i.e. countries or jurisdictions with such serious strategic deficiencies that the Financial Action Task Force calls on its members and non-members to apply counter-measures or for which the Financial Action Task Force calls on its members to apply enhanced due diligence measures), and/or (v) included in the Financial Action Task Force statement “Improving Global AML/CFT Compliance: On-Going process”(i.e. countries or jurisdictions with strategic weaknesses in their AML/CFT measures but that have provided a high-level commitment to an action plan developed with the Financial Action Task Force), in each case as such statement, list, directive or annex may be amended and/or supplemented from time to time; |
| Guarantee Agreement | means an agreement entered into between a Financial Intermediary and the EIF regarding a Financial Instrument on the basis of this Call, in accordance with the CPR and the Delegated Act; |
| Portfolio | means the portfolio of eligible Final Recipient Transactions originated directly by each Financial Intermediary and covered by the Financial Instrument. |

