

BOARD OF DIRECTORS

Minutes of the meeting held in Luxembourg on 5 February 2018

Parts of this document may have been redacted if, at the time of the Board's decision, falling under the exceptions for disclosure defined by the EIF Transparency Policy, notably under articles 5.4, 5.5 and 5.6.*

* http://www.eif.org/news_centre/publications/EIF_Transparency_policy.htm?lang=-en

BOARD OF DIRECTORS

Meeting held in Luxembourg on 5 February 2018

13:30 - Seminar: Impact Assessment - Equity

Updated agenda

- A. Quorum
- B. For decision
1. Adoption of the agenda Doc. 18/014
 2. Approval of minutes dated 11 December 2017 BD/MIN/292/2017
 3. Approval of minutes of written procedure dated 10 January 2018 BD/WP/MIN/293/2018

AGENDA A

Equity

4. Prime Ventures V C.V. Doc. 18/015
EIB-EIF SME Funds Investment Facility, Risk Capital Resources, own resources
5. Initiative for Industrial Innovators GmbH & Co. KG Doc. 18/016
InnovFin Equity Facility for Early Stage
6. Fraunhofer Tech Transfer Fund Doc. 18/017
InnovFin Equity Facility for Early Stage, ERP-EIF Facility, LfA-EIF Facility
7. Ananda Impact Fund III GmbH & Co. KG Doc. 18/018
Social Impact Accelerator

Guarantees

8. AutoHellas (Greece) Doc. 18/019
(EFSI Infrastructure Investment Window)
Credit Enhancement (EIF fronted transaction)
9. Item withdrawn
10. Mediocredito Italiano (Italy) Doc. 18/021
InnovFin SME Guarantee Facility
11. Caixa Geral de Depósitos (Portugal) Doc. 18/022
InnovFin SME Guarantee Facility
12. Fibabanka A.S. (Turkey) Doc. 18/023
EaSI Microfinance Guarantee Facility

Mandates and Products

13. Increase of LfA-EIF Facility Doc. 18/024

AGENDA B

Equity

14. [...]

Mandates and Products

15. EFSI SME Window Increase – EFSI 2 Doc. 18/026

C. Corporate and Institutional Matters

1. EIF Annual Report 2017: first reading (text only) – *late dispatch* Doc. 18/027
2. EIF Risk Appetite Framework – *late dispatch* Doc. 18/028

D. For information

1. Unaudited Statement of Financial Position and Unaudited Statement of Comprehensive Income at 31 December 2017 – *late dispatch* Doc. 18/029
2. Pan-European Venture Capital Fund of Funds Programme - update Doc. 18/030
3. Deal Allocation Policy for Equity Investments Doc. 18/031
4. Quarterly Report Q4 2017 – *late dispatch* Doc. 18/032
5. Memorandum of Understanding between EIB and EIF establishing a Framework for Cooperation between the Compliance Functions Doc. 18/033
6. EIB Group communications strategy update Doc. 18/034*

E. Miscellaneous / Statements

F. Confidential

1. 2017 Performance Award envelope – *late dispatch* Doc. 18/035
2. Confidential

G. Date of next meeting: 14 March 2018 at 15:00 in Luxembourg

* Presentation to be made available at the meeting.

BOARD OF DIRECTORS

Those attending

<u>Members:</u>	D. SCANNAPIECO, Chairman A. FAYOLLE M. DESCHEEMAECCKER E. MASSÉ B. ANGEL ¹ H. WIRTH
<u>Alternate Members:</u>	M. HEIPERTZ J.C. LALOUX F. CARTAXO
<u>Chief Executive:</u>	P. L. GILIBERT
<u>Deputy Chief Executive:</u>	R. HAVENITH
<u>Secretary:</u>	M. LEANDER
<u>Absent:</u>	P. DELSAUX

¹ Power of attorney issued by Mr. DELSAUX to Mr. ANGEL. Present up to and including section E.

The meeting of the Board of Directors ("Board") formally opened at 14:50 having been preceded by a seminar presenting an impact assessment of EIF's venture capital operations.

A. QUORUM

The CHAIRMAN noted that Mr. DELSAUX had issued a power of attorney to Mr. ANGEL.

The SECRETARY noted that there was a quorum.

B. FOR DECISION

1. Adoption of the agenda

The Board of Directors adopted the agenda as presented in document 18/014, including the withdrawal of item 9, as previously communicated to the Board.

2. Approval of minutes dated 11 December 2017

The Board of Directors approved the minutes of the Board meeting dated 11 December 2017, ref. BD/MIN/292/2017 and took note of the forthcoming publication on EIF's website.

3. Approval of minutes of written procedure dated 10 January 2018

The Board of Directors approved the minutes of the written procedure dated 10 January 2018, ref. BD/WP/MIN/293/2018 and took note of the forthcoming publication on EIF's website.

AGENDA A

EQUITY

4. Prime Ventures V.C.V.

*EIB-EIF SME Funds Investment Facility,
Risk Capital Resources, own resources*

Venture capital fund focusing on early growth stage ICT companies in Western Europe, with a focus on the Netherlands.

The Board of Directors approved an investment in Prime Ventures V C.V., on the terms and conditions set out in document 18/015.

5. Initiative for Industrial Innovators GmbH & Co. KG *InnovFin Equity Facility for Early Stage Technology transfer grant and equity co-investment programme with selected family offices in the form of a partnership targeting entrepreneurial activities from students from European technical universities initially in Germany (Munich/Bavaria), to be potentially expanded to additional family offices in other European regions.*

[...]

The Board of Directors approved an investment in Initiative for Industrial Innovators GmbH & Co. KG, on the terms and conditions set out in document 18/016.

6. **Fraunhofer Tech Transfer Fund**

*InnovFin Equity Facility for Early Stage,
ERP-EIF Facility, LfA-EIF Facility*

Technology transfer fund focusing on proof of concept, (pre-) seed, start-up and other early stage investments primarily in Germany.

The Board of Directors approved an investment in Fraunhofer Tech Transfer Fund, on the terms and conditions set out in document 18/017.

7. **Ananda Impact Fund III GmbH & Co. KG**

Social Impact Accelerator

Generalist social impact fund focusing on start-up, early stage and expansion stage impact companies active primarily in Germany and the DACH region.

The Board of Directors approved an investment in Ananda Impact Fund III GmbH & Co. KG, on the terms and conditions set out in document 18/018.

GUARANTEES

8. **AutoHellas (Greece)**

*Credit enhancement – EIF fronted transaction
(EFSI Infrastructure Investment Window)*

Securitisation transaction of auto leases to SMEs in Greece.

The Board of Directors approved a principal guarantee amount, on the terms and conditions set out in document 18/019.

9. Item withdrawn.

10. **Mediocredito Italiano (Italy)**

InnovFin SME Guarantee Facility

Direct portfolio guarantee to enhance access to finance for innovative SMEs and small mid-caps in Italy.

The Board of Directors approved a principal guarantee amount, on the terms and conditions set out in document 18/021.

11. **Caixa Geral de Depósitos (Portugal)**

InnovFin SME Guarantee Facility

Direct portfolio guarantee to enhance access to finance for innovative SMEs and small mid-caps in Portugal.

The Board of Directors approved a principal guarantee amount, on the terms and conditions set out in document 18/022.

12. **Fibabanka A.S. (Turkey)**

EaSI Microfinance Guarantee Facility

Direct guarantee to enhance access to finance for financially excluded micro-borrowers in Turkey.

[...]

The Board of Directors approved a principal guarantee amount, on the terms and conditions set out in document 18/023.

MANDATES AND PRODUCTS

13. Increase of LfA-EIF Facility

Third increase of the existing mandate focusing on venture capital funds providing SME finance with a partial geographical focus on the federal state of Bavaria, Germany, with resources from LfA, Risk Capital Resources, own resources and other EIF-managed resources.

The Board of Directors approved an increase of the existing facility, on the terms and conditions set out in document 18/024.

AGENDA B

EQUITY

14. [...]

MANDATES AND PRODUCTS

15. EFSI SME Window Increase – EFSI 2

Increase of the existing mandate to further mobilise investments in EU Member States to the benefit of SMEs and mid-caps, leveraging on existing EIF-managed EU programmes and including an extension of the EFSI-EU guarantee.

The Board of Directors approved an increase of the existing mandate with EU and EIB resources, on the terms and conditions set out in document 18/026.

C. CORPORATE AND INSTITUTIONAL MATTERS

1. EIF Annual Report 2017: first reading (text only)

An example of a formatted extract of the report was made available at the meeting, to illustrate the artistic direction which was being considered as a means to increasing the report's visibility and to appeal to a wider audience.

The Board discussed the level of prominence to be given to the EIF's belonging to and role within the EIB Group, as well as its close relationship with the European Commission, and the need to remove the reference to "direct" investments in SMEs through the new EIB-EIF Co-investment Facility.

The Board of Directors took note of the text section of the Annual Report, as presented for first reading in document 18/027, and was invited to provide any additional feedback by 7 February, prior to the submission of the full report, including the financial section, for a second reading at the Board meeting of 14 March 2018.

2. EIF Risk Appetite Framework

The Board was presented with the key developments since the previous framework.¹

[...]

The Board of Directors agreed that the EIF Risk Appetite Framework, as presented in document 18/028, would be revised, taking account of comments made at the meeting, and submitted for decision by written procedure.

¹ "EIF Risk Appetite Framework II", document 18/041, presented at the meeting.

D. FOR INFORMATION

1. Unaudited Statement of Financial Position and Unaudited Statement of Comprehensive Income at 31 December 2017

The Board of Directors took note of the Unaudited Statement of Financial Position and Unaudited Statement of Comprehensive Income at 31 December 2017, as presented in document 18/029.

2. Pan-European Venture Capital Fund of Funds Programme - update

The Board of Directors took note of the Pan-European Venture Capital Fund of Funds Programme - update, as presented in document 18/030.

3. Deal Allocation Policy for Equity Investments

The Board of Directors took note of the Deal Allocation Policy for Equity Investments, as presented in document 18/031, and noted that a more detailed presentation would take place at a forthcoming Board meeting.

4. Quarterly Report Q4 2017

The Board of Directors took note of the Quarterly Report Q4 2017, as presented in document 18/032.

5. Memorandum of Understanding between EIB and EIF establishing a Framework for Cooperation between the Compliance Functions

The Board of Directors took note of the Memorandum of Understanding between EIB and EIF establishing a Framework for Cooperation between the Compliance Functions, as presented in document 18/033.

6. EIB Group communications strategy update

The Board discussed the importance of continuing to develop the EIF's overall strategy alongside the EIB, reinforcing actions to promote the visibility of the EIF's added value for European SMEs in partnership with the EIB and the European Commission, and developing quantifiable Key Performance Indicators.

The CHAIRMAN recommended an increased focus on tailoring communications towards target audiences in order to adapt the information to be conveyed to stakeholders, key counterparts or more widely to EU citizens.

The Board of Directors took note of the EIB Group communications strategy update, as presented at the meeting in document 18/034.

E. MISCELLANEOUS / STATEMENTS

The Board of Directors was briefed on a number of relevant issues.

F. DATE OF NEXT MEETING

The Board of Directors agreed that the next meeting would take place in Luxembourg on 14 March 2018.

The main meeting was closed at 16:55 and was followed by a confidential session.

Luxembourg, 5 February 2018.

The CHAIRMAN (signed)

Dario SCANNAPIECO

The SECRETARY (signed)

Maria LEANDER