

BOARD OF DIRECTORS

Minutes of the meeting held in Luxembourg on 16 July 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](http://www.eif.org/news_centre/publications/EIF_Transparency_policy.htm?lang=-en)

## BOARD OF DIRECTORS

Meeting held in Luxembourg on 16 July 2018

### Agenda

A. Quorum

B. For decision

- |    |   |                    |
|----|---|--------------------|
| 1. | Adoption of the agenda                                      | Doc. 18/190        |
| 2. | Approval of minutes dated 11 June 2018                      | BD/MIN/302/2018    |
| 3. | Approval of minutes of written procedure dated 27 June 2018 | BD/WP/MIN/303/2018 |

### AGENDA A

#### Equity

- |    |  |             |
|----|--|-------------|
| 4. | Axxess Capital III - extension of period for the validity of approval<br>EFSI – SME Equity Product Sub-window 1, own resources | Doc. 18/191 |
| 5. | Healthequity II<br>InnovFin Equity Facility for Early Stage  | Doc. 18/192 |
| 6. | iAngels iNgenuity LP<br>InnovFin Equity Facility for Early Stage   | Doc. 18/193 |
| 7. | 360 POLIMI TT Fund<br>ITATech (EIF – Cassa Depositi e Prestiti), Risk Capital Resources<br>Future Stars Window, own resources  | Doc. 18/194 |
| 8. | Usaldusfond Change Ventures Fund II<br>Baltic Innovation Fund, InnovFin Equity Facility for Early Stage                        | Doc. 18/195 |
| 9. | Vault Impact Fund I Ky<br>Social Impact Accelerator  | Doc. 18/196 |

#### Guarantees

- |     |   |             |
|-----|---|-------------|
| 10. | [...]   |             |
| 11. | Alpha Bank S.A. (Greece) - increase<br>COSME Loan Guarantee Facility  | Doc. 18/198 |
| 12. | Českomoravská záruční a rozvojová banka, a.s.<br>("CMZRB") (Czech Republic) – second agreement<br>COSME Loan Guarantee Facility | Doc. 18/199 |
| 13. | Finnvera plc (Finland)<br>COSME Loan Guarantee Facility   | Doc. 18/200 |
| 14. | Macedonian Bank for Development Promotion AD Skopje<br>(Former Yugoslav Republic of Macedonia)<br>COSME Loan Guarantee Facility | Doc. 18/201 |

#### Mandates and Products

- |     |                                    |             |
|-----|------------------------------------|-------------|
| 15. | Baltic Innovation Fund 2 ("BIF 2") | Doc. 18/202 |
|-----|------------------------------------|-------------|

## AGENDA B

### Equity

16. Nauta Sidecar Fund FCR  
Risk Capital Resources, own resources Doc. 18/203
17. Mid-Europa Fund V  
EIB-EIF MidCap Funds Investment Facility, Risk Capital Resources, own resources Doc. 18/204
18. Vesalius Biocapital III S.C.A., SICAR  
Risk Capital Resources, ERP-EIF Facility, LfA-EIF Facility, own resources Doc. 18/205
19. Environmental Technologies Fund 3  
EFSI – SME Equity Product Sub-window 1, own resources Doc. 18/206
20. F2 Capital Partners (Israel)  
InnovFin Equity Facility for Early Stage Doc. 18/207

### Equity divestments and secondaries

21. Portfolio Divestment Transaction EAST-18 Doc. 18/208

### Guarantees

22. CaixaBank SME Synthetic Securitisation 2018 (Spain)  
Credit enhancement (EIF fronted transaction) (EIB EFSI Hybrid Window) Doc. 18/209
23. [...]
24. [...]
25. [...]
26. Qredits Microfinanciering Nederland (the Netherlands) – second agreement  
COSME Loan Guarantee Facility Doc. 18/212
27. Banca Intesa a.d. Beograd (Serbia)  
Western Balkans Enterprise Development and Innovation Facility -  
Guarantee Facility Serbia Doc. 18/213

28. [...]

### Mandates and Products

29. [...]
30. ESIF EAFRD Nouvelle-Aquitaine Fund of Funds Doc. 18/216
31. Initiative Nationale pour l'Agriculture Française ("INAF") Doc. 18/217

## **C. Corporate and Institutional Matters**

1. Corporate Operational Plan 2018 mid-year review – second reading Doc. 18/218
2. Delegation of powers to the Chief Executive - update Doc. 18/219

## **D. For information**

1. Quarterly Report Q2 2018 Doc. 18/220
2. [...]
3. EIB Operations Evaluation Report: Evaluation of the European Fund  
for Strategic Investments Doc. 18/222
4. InnovFin SME Guarantee Facility implementation update Doc. 18/223

## **E. Miscellaneous / Statements**

- F. **Date of next meeting: 17 September 2018 in Bucharest, Romania**

BOARD OF DIRECTORS

Those attending

|                                |  |
|--------------------------------|--|
| <u>Members:</u>                | D. SCANNAPIECO <sup>1</sup><br>A. FAYOLLE <sup>2</sup><br>E. MASSÉ <sup>3, 4</sup><br>I. SCHWIMANN<br>J.-D. MALO <sup>5</sup><br>P. LAGARDE <sup>2</sup> |
| <u>Alternate Members:</u>      | J.-C. LALOUX <sup>2</sup><br>E. KREIVI<br>M. HEIPERTZ <sup>6</sup><br>M. SCICLUNA BARTOLI  |
| <u>Deputy Chief Executive:</u> | R. HAVENITH  |
| <u>Secretary:</u>              | M. LEANDER   |
| <u>Absent:</u>                 | M. DESCHEEMAECKER <sup>3</sup><br>B. ANGEL <sup>5</sup>  |

- <sup>1</sup> Chairman from the start of the meeting, up to and including item B.18.  
Power of attorney issued to Mr. FAYOLLE, taking effect thereafter.
- <sup>2</sup> Present from item B.21.
- <sup>3</sup> Power of attorney issued by Mr. DESCHEEMAECKER to Mr. MASSE.
- <sup>4</sup> Elected Chairman with effect as of item B.19.
- <sup>5</sup> Power of attorney issued by Mr. ANGEL to Mr. MALO.
- <sup>6</sup> Present from item B.23.

The meeting of the Board of Directors ("Board") opened at 10:05.

**A. QUORUM**

The CHAIRMAN noted that Mr. DESCHEEMAECCKER and Mr. ANGEL were unable to participate and had issued powers of attorney to, respectively, Mr. MASSÉ and Mr. MALO.

The CHAIRMAN recalled that, as foreseen, the CHIEF EXECUTIVE was unable to attend due to his presence at the 20th EU-China Summit in Beijing, where the China-EU Co-Investment Fund ("CECIF") was being officially launched. He congratulated the EIF on its achievements in this respect.

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 18/190.

**2. Approval of minutes dated 11 June 2018**

The Board of Directors approved the minutes of the Board meeting dated 11 June 2018, ref. BD/MIN/302/2018 and took note of the forthcoming publication on the EIF's website.

**3. Approval of minutes of written procedure dated 27 June 2018**

The Board of Directors approved the minutes of the written procedure dated 27 June 2018, ref. BD/WP/MIN/303/2018 and took note of the forthcoming publication on the EIF's website.

**AGENDA A**

**EQUITY**

**4. Axxess Capital III - extension of period for the validity of approval**

*EFSI – SME Equity Product Sub-window 1, own resources*

*Generalist private equity fund focusing on lower mid-market SMEs and small mid-caps in South-East Europe, primarily in Romania.*

The Board of Directors approved an extension of the period for the validity of the approval of Axxess Capital III, on the terms and conditions set out in document 18/191.

**5. Healthequity II**

*InnovFin Equity Facility for Early Stage*

*Technology transfer fund focusing on proof-of-concept, pre-seed and seed stage life sciences investments primarily in Spain.*

The Board of Directors approved an investment in Healthequity II, on the terms and conditions set out in document 18/192.

**6. iAngels iNgenuity LP**

*InnovFin Equity Facility for Early Stage*

*Venture capital fund focusing on seed to series A stage ICT investments in Israel.*

The Board of Directors approved an investment in iAngels iNgenuity LP, on the terms and conditions set out in document 18/193.

7. **360 POLIMI TT Fund** *ITATech (EIF – Cassa Depositi e Prestiti),  
Risk Capital Resources Future Stars Window, own resources*

*Technology transfer fund focusing on proof-of-concept, pre-seed and early stage investments in the field of advanced manufacturing primarily in Italy.*

The Board of Directors approved an investment in 360 POLIMI TT Fund, on the terms and conditions set out in document 18/194.

8. **Usaldusfond Change Ventures Fund II** *Baltic Innovation Fund,  
InnovFin Equity Facility for Early Stage*

*Venture capital fund focusing on pre-seed, seed and up to series A stage ICT investments primarily in Estonia, Latvia and Lithuania.*

The Board of Directors approved an investment in Usaldusfond Change Ventures Fund II, on the terms and conditions set out in document 18/195.

9. **Vault Impact Fund I Ky** *Social Impact Accelerator*

*Social impact fund focusing on start-up to expansion stage technology-enabled impact companies primarily in Finland and Sweden.*

The Board of Directors approved an investment in Vault Impact Fund I Ky, on the terms and conditions set out in document 18/196.

## **GUARANTEES**

10. [...]

11. **Alpha Bank S.A. (Greece) - increase** *COSME Loan Guarantee Facility*

*Direct guarantee to enhance access to finance for SMEs in Greece.*

The Board of Directors approved an increase in the budgetary allocation, on the terms and conditions set out in document 18/198.

12. **Českomoravská záruční a rozvojová banka, a.s. ("CMZRB") (Czech Republic) –  
second agreement**

*COSME Loan Guarantee Facility*

*Counter-guarantee to enhance access to finance for SMEs in the Czech Republic.*

The Board of Directors approved a budgetary allocation, on the terms and conditions set out in document 18/199.

13. **Finnvera plc (Finland)** *COSME Loan Guarantee Facility*

*Counter-guarantee to enhance access to finance for SMEs in Finland.*

The Board of Directors approved a budgetary allocation, on the terms and conditions set out in document 18/200.

14. **Macedonian Bank for Development Promotion AD Skopje  
(Former Yugoslav Republic of Macedonia)**

*COSME Loan Guarantee Facility*

*Counter-guarantee to enhance access to finance for SMEs in the Former Yugoslav Republic of Macedonia.*

The Board of Directors approved a budgetary allocation, on the terms and conditions set out in document 18/201.

## MANDATES AND PRODUCTS

### **15. Baltic Innovation Fund 2 ("BIF 2")**

*New mandate, successor to the Baltic Innovation Fund, focusing primarily on later stage venture capital investments in the Baltic region.*

The Board of Directors approved the Baltic Innovation Fund 2 mandate, including an EIF commitment under Risk Capital Resources and own resources, on the terms and conditions set out in document 18/202.

## AGENDA B

### EQUITY

### **16. Nauta Sidecar Fund FCR**

*Risk Capital Resources, own resources*

*Venture capital fund targeting growth stage ICT investments primarily in EU Member States with a partial focus on the UK.*

The Board of Directors approved an investment in Nauta Sidecar Fund FCR, on the terms and conditions set out in document 18/203.

### **17. Mid-Europa Fund V**

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

*Generalist private equity fund focusing on expansion capital and buy-out investments primarily in Central and Eastern Europe.*

[...]

The Board of Directors approved an investment in Mid-Europa Fund V, on the terms and conditions set out in document 18/204.

### **18. Vesalius Biocapital III S.C.A., SICAR**

*Risk Capital Resources, ERP-EIF Facility,  
LfA-EIF Facility, own resources*

*Venture capital fund focusing on late stage life sciences investments primarily in Belgium, Germany and Portugal.*

[...]

The Board of Directors approved an investment in Vesalius Biocapital III S.C.A., SICAR, on the terms and conditions set out in document 18/205.

### **19. Environmental Technologies Fund 3**

*EFSI – SME Equity Product Sub-window 1,  
own resources*

*Pan-European venture capital fund focusing on early growth to expansion stage environmentally sustainable investments.*

[...]

The Board of Directors approved an investment in Environmental Technologies Fund 3, on the terms and conditions set out in document 18/206.

The CHAIRMAN, Mr. SCANNAPIECO, left the meeting. In accordance with Article 14(2) of the Statutes, the Board elected Mr. MASSÉ as Chairman.

20. **F2 Capital Partners (Israel)** *InnovFin Equity Facility for Early Stage Venture capital fund focusing primarily on pre-seed and seed stage ICT investments in Israel.*

[...]

The Board of Directors approved an investment in F2 Capital Partners (Israel), on the terms and conditions set out in document 18/207.

#### **EQUITY DIVESTMENTS AND SECONDARIES**

21. **Portfolio Divestment Transaction EAST-18** *Risk Capital Resources, own resources Auction process for the sale of a portfolio of 25 tail-end funds in the secondary market.*

[...]

The Board of Directors approved the portfolio divestment transaction EAST-18, on the terms and conditions set out in document 18/208.

#### **GUARANTEES**

22. **CaixaBank SME Synthetic Securitisation 2018 (Spain)** *Credit enhancement (EIF fronted transaction) (EIB EFSI Hybrid Window) Risk transfer transaction on a portfolio of loans, credit lines and leases to SMEs and small mid-caps in Spain.*

The Board of Directors approved a guarantee amount, on the terms and conditions set out in document 18/209.

23. [...]

24. [...]

25. [...]

26. **Qredits Microfinanciering Nederland (the Netherlands) – second agreement** *COSME Loan Guarantee Facility Direct guarantee to enhance access to finance for financially underserved SMEs established and operating in the Netherlands and Dutch overseas countries and territories.*

[...]

The Board of Directors approved a budgetary allocation, on the terms and conditions set out in document 18/212.

27. **Banca Intesa a.d. Beograd (Serbia)** *Western Balkans Enterprise Development and Innovation Facility - Guarantee Facility Serbia Direct guarantee to enhance access to finance for SMEs in Serbia.*

The Board noted the importance of pursuing the mandate's objectives, in particular the diversification of intermediaries benefitting from the facility and the support of innovative and start-up companies.

The Board of Directors approved a budgetary allocation, on the terms and conditions set out in document 18/213.

28. [...]



## MANDATES AND PRODUCTS

29. [...]

### **30. ESIF EAFRD Nouvelle-Aquitaine Fund of Funds**

*New mandate to enhance access to finance for farmers and agri-businesses active in the Nouvelle-Aquitaine region in France.*

The Board of Directors approved the new mandate, including resources from Rural Development Plan programmes and from the region's own resources, and a possible additional contribution under the EFSI SME Window, as presented in document 18/216.

### **31. Initiative Nationale pour l'Agriculture Française ("INAF")**

*New mandate to enhance access to finance for farmers active in France with a view to modernising and supporting their competitiveness.*

The Board of Directors approved the new mandate from national resources, and a possible additional contribution under the EFSI SME Window, as presented in document 18/217.

## **C. CORPORATE AND INSTITUTIONAL MATTERS**

### **1. Corporate Operational Plan 2018 mid-year review – second reading**

[...]

The Board of Directors approved the Corporate Operational Plan 2018 mid-year review, as presented in document 18/218.

### **2. Delegation of powers to the Chief Executive - update**

The DEPUTY CHIEF EXECUTIVE emphasized the EIF's prudent approach under the delegation of powers to the Chief Executive, particularly with respect to the compliance-related criteria determining whether proposals were to be considered eligible. He confirmed that operations only qualified when no compliance or tax-related concerns had been identified.

In order to further extend that approach, Ms. SCHWIMANN requested the submission to the Board of any operation proposed for financing with EU-mandated resources for which tax-related compliance aspects had been identified, even when those aspects were deemed to be adequately mitigated.

The Board of Directors approved the updated delegation of powers to the Chief Executive, as presented in document 18/219.

## **D. FOR INFORMATION**

### **1. Quarterly Report Q2 2018**

The Board of Directors took note of the Quarterly Report Q2 2018, as presented in document 18/220.

2. [...]

3. **EIB Operations Evaluation Report:  
Evaluation of the European Fund for Strategic Investments**

The Board welcomed the evaluation report on EFSI and expressed satisfaction with the considerable success which EFSI had achieved in its first phase and congratulated the EIF on its important contribution to the EIB Group's implementation. It was highlighted that southern and eastern European Member States had particularly benefitted, as indicated by expected mobilised investments per EURm of GDP in the Quarterly Report Q2 2018 (item D.1).

With reference to the ICF Consulting Services Ltd independent evaluation sponsored by the Commission, published the previous month, the conclusions were deemed to be broadly comparable, including the observation that good additionality had been achieved although, with hindsight, certain additionality criteria could have been better defined. [...]

The Board of Directors took note of the EIB Operations Evaluation Report: Evaluation of the European Fund for Strategic Investments, as presented in document 18/222.

4. **InnovFin SME Guarantee Facility implementation update**

The Board of Directors took note of the InnovFin SME Guarantee Facility implementation update, as presented in document 18/223.

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 Bucharest, Romania on Monday 17 September 2018.

The meeting was closed at 12:55.

Luxembourg, 16 July 2018.

The CHAIRMAN (signed)

Emmanuel MASSÉ

The SECRETARY (signed)

Maria LEANDER