



Request for proposals

Investment Bank

EIT InnoEnergy

Company KIC InnoEnergy SE

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EIT InnoEnergy is the trading brand of KIC InnoEnergy SE



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2. General overview of EIT InnoEnergy

EIT InnoEnergy is a European company fostering the integration of education, technology, business and entrepreneurship and strengthening the culture of innovation. The challenge is big, but our goal is simple: to achieve a sustainable energy future for Europe. Innovation is the solution. New ideas, products and services that make a real difference, new businesses and new people to deliver them to market. At EIT InnoEnergy we support and invest in innovation at every stage of the journey – from classroom to end-customer. With our network of partners we build connections across Europe, bringing together inventors and industry, graduates and employers, researchers and entrepreneurs, businesses and markets.

We work in three essential areas of the innovation mix:

- Education to help create an informed and ambitious workforce that understands the demands of sustainability and the needs of industry.
- Innovation Projects to bring together ideas, inventors and industry to create commercially attractive technologies that deliver real results to customers.
- Business Creation Services to support entrepreneurs and start-ups who are expanding Europe's energy ecosystem with their innovative offerings.

Bringing these disciplines together maximises the impact of each, accelerates the development of market-ready solutions, and creates a fertile environment in which we can sell the innovative results of our work.

For more information about our company please visit the following website:

<http://www.innoenergy.com/about-innoenergy/>

2.1. Subject information of EIT InnoEnergy

“We have created a unique ecosystem and an investment engine for early stage companies that accelerate the energy transition. In addition, we invest in the creation of new industrial value chains and the companies resulting from it. The performance and value of our portfolio proves that this approach works and that this is a new model worth investing in.

The unique operating model of InnoEnergy, the engine, has a very strong focus on de-risking and accelerating sustainable energy innovations across all dimension of the business in a trusted ecosystem : Regulation, market creation, EU access, access to finance & markets, human capital and governance”

Last year InnoEnergy decided on a growth strategy. This growth strategy aims to double the annual budget of InnoEnergy from its current run rate of approx. 90M€ to 200M€ in 2023.

The growth strategy foresees different steps of which InnoEnergy would now like to launch the first; raising 200M€ in a private placement round from a targeted defined cluster of strategic investors, in Q4 2022. For avoidance of doubt, in this round we are **NOT** seeking pure financial investors (i.e. PE, VCs, Markets at large).



3. Scope of work

EIT InnoEnergy is looking for an Investment bank that can support us in:

- support in **setting the valuation and financial model**: The valuation by this third party should be done by this summer 2022, and presented to the shareholders ahead of the 30th September 2022 General Assembly.
- complete the list of **potential investors**
- finalize the “fit for purpose” **equity story** for this round
- create the pitchbook
- create the private placement memorandum
- **build the book**: roadshow, Term Sheets, ...

Expected timeline of deliverables.

1. **Valuation** & financial model of InnoEnergy (portfolio and engine):
 - a. Preliminary by 15th July 2022
 - b. Final by September 2022
2. List of EU (And US) **targeted strategic investors**, building on the initial list of InnoEnergy.
 - a. Preliminary list by 15th June 2022
 - b. Final list by 15th July 2022
3. **Equity story** & pitch book (IM, presentation, ...) for the 200M€ round:
 - a. Initial version by 30th June 2022
 - b. Final version by 30th September 2022
4. **PPM** by 15th July 2022
5. **Build the book**:
 - a. Market sounding on a core of potential strategic investors, by end August 2022
 - b. 200M€ book built by December 2022 (TS, ...).

4. Proposal Process

4.1. Participation

Participation in this proposal procedure is open for all tenderers.



4.2. *Submission of proposal*

	DATE (Calendar dates)
Sending out RFP invitations to the potential supplier	Thursday May 19
Clarification session (see details below, upon registration)	7 and / or 10 June 2022
Deadline for submitting proposals	Tuesday June 14
Intended date of notification of award	Friday June 17
Intended date of contract signature	Tuesday June 28

Proposals must be emailed in **English** to the following address until the deadline June 14 2022:

Contact name: for the attention of Mr. Jaouad El Yazidi

E-mail: jaouad.el.yazidi@innoenergy.com

The proposal shall contain:

- **the technical response to the service requested (point 3).**
- **the financial offer (the price for the services.)** The Financial offer must be presented in **Euro**. Prices must be indicated as net amount + VAT.
- **Any proposed changes to the submitted contract template**
- **an indication of supplier's insurance coverage.** The proposal must specify whether the supplier has taken out a company liability insurance and/or professional liability insurance including the maximum amount of coverage in **Euro** per event per insurance.

Response should be concise and clear. The tenderer's proposal will be incorporated into any contract that results from this procedure. Tenderers are, therefore, cautioned not to make claims or statements that they are not prepared to commit to contractually. Subsequent modifications and counter-proposals, if applicable, shall also become an integral part of any resulting contract.

The tenderer represents that the individual submitting the natural or legal entity's proposal is duly authorized to bind its entity to the proposal as submitted. The tenderer also affirms that it has read the instructions to tenderers and has the experience, skills and resources to perform, according to conditions set forth in this proposal and the tenderers' proposal.

4.3. *Validity of the proposals*

Tenderers are bound by their proposals for 60 days after the deadline for submitting proposals or until they have been notified of non-award.

The selected winner must maintain its proposal for a further 30 days to close the contract.

Proposals not following the instructions of this Request for Proposal can be rejected by EIT InnoEnergy.

4.4. *Requests for additional information or clarification*

The request for proposal should be clear enough to avoid tenderers having to request additional information during the procedure. In case the tenderers are in need of additional information, please address it to the address below. Answers will be provided during an on-site clarification



session to be organized at Schiphol WTC (Amsterdam) on the 7th and / or 10th of June 2022. Exact date & place will be announced on the linked tender: <https://www.innoenergy.com/about/eit-innoenergy-team/work-with-us/support-from-an-investment-bank/>

Due to the importance of this assignment, EIT InnoEnergy organize a clarification session on-site. Any interested tenderer is welcome to register for these 1 on 1 sessions. In these sessions EIT InnoEnergy will further explain our mission, vision and strategy, further scoping & framing this assignment and a Q&A session. Registration by e-mail to jaouad.el.yazidi@innoenergy.com mention: company name, name of attendees (max. 5 persons per company) and questions if already applicable. Please be aware that attending this session remotely is not possible. After registration, EIT InnoEnergy will contact you for planning the suitable timeslot.

Information on clarification session (registration required):

Date:	(To be planned) 7 June 2022 and / or 10 June 2022
Time:	(To be planned) between 09.00 – 17.00
Most up to date info can be found on:	https://www.innoenergy.com/about/eit-innoenergy-team/work-with-us/support-from-an-investment-bank/
Place:	Schiphol WTC (Amsterdam)
Room:	TBD
Registration & Contact details:	E-mail: jaouad.el.yazidi@innoenergy.com
	Phone: +31 6 143 628 74

Contact name: for the attention of Mr. Jaouad El Yazidi

E-mail: jaouad.el.yazidi@innoenergy.com

EIT InnoEnergy has no obligation to provide clarification.

4.5. Costs for preparing proposals

No costs incurred by the tenderer in preparing and submitting the proposal are reimbursable. All such costs must be borne by the tenderer.

4.6. Ownership of the proposals

EIT InnoEnergy retains ownership of the proposal received under this tendering procedure. Proprietary information identified as such, which is submitted by tenderer in connection with this procurement, will be kept confidential.

The potential or actual supplier should accept that during the implementation of the contract and for four years after the completion of the contract, for the purposes of safeguarding the EU's financial interests, EIT InnoEnergy may transfer the proposal and the contract of the supplier to internal audit services, to the EIT, to the European Court of Auditors, to the Financial Irregularities Panel or to the European Anti-Fraud Office.



4.7. Clarification related to the submitted proposals

After submission of the proposals, they shall be checked if they satisfy all the formal requirements set out in the proposal dossier. Where information or documentation submitted by the tenderers are or appears to be incomplete or erroneous or where specific documents are missing, EIT InnoEnergy may request the tenderer concerned to submit, supplement, clarify or complete the relevant information or documentation within an appropriate time limit.

All information requested or answered may only be done through written communication – email only.

4.8. Negotiation about the submitted proposal

After checking the administrative compliance of the tenderers, EIT InnoEnergy can negotiate the contract terms with the tenderers. In this negotiation EIT InnoEnergy will ask all tenderers to adjust the proposal or specific sections of the proposal within an appropriate time limit.

4.9. Evaluation of proposals

The quality of each proposal will be evaluated in accordance with the below mentioned award criteria. The award criteria will be examined in accordance with the requested service indicated in Section 3 of the document.

Evaluation criteria

1. Relevant track record / Project experience and competences of the members of the proposed project teams / CV based (maximum points: 30)
2. Previous similar assignments / comparable client portfolio in the energy sector (maximum points: 30)
3. Methodology approach of project and proposed project implementation (maximum points: 10)

Total technical score: 70 points maximum

4. Price or total cost: lowest offered expert unit price shall receive the highest score, other shall be calculated in relation to that in linear equation (maximum points: 30)

Total financial score: 30 points maximum

Total maximum score: 100.

4.10. Signature of contract(s)

The successful and unsuccessful tenderers will be informed in writing (via email) about the result of the award procedure.

For the contract the Service Agreement in Annex 1 shall apply. Any change desired by the tenderer in the provisions contained in the body of this Service Agreement needs to be communicated to EIT InnoEnergy as part of the proposal of such tenderer. Background for this is that such desired changes need to be taken into account in the evaluation of the proposal. Significant changes are likely to lengthen the negotiation process, making it less likely that the Service Agreement can be signed in time.



Within 10 days of receipt of the contract from EIT InnoEnergy, the selected tenderer shall sign and date the contract and return it to EIT InnoEnergy. Upon receipt, EIT InnoEnergy shall also sign and send back to the winner one signed copy. In case the winning tenderer is unable to enter into the contract within the above mentioned time period, EIT InnoEnergy may decide to contract the second best.

4.11. Cancellation of the proposal procedure

In the event of cancellation of the proposal procedure, EIT InnoEnergy will notify the tenderer of the cancellation. In no event shall EIT InnoEnergy be liable for any damages whatsoever including, without limitation, damages for loss of profits, in any way connected with the cancellation of a proposal procedure, even if EIT InnoEnergy has been advised of the possibility of damages.

4.12. Appeals/complaints

In case the tenderer believes that he/she has been harmed by an error or irregularity during the award process may file a complaint. Appeals should be addressed to EIT InnoEnergy. The tenderer has 3 days to file the complaints from the receipt of the letter of notification of award.

4.13. Ethics clauses / Corruptive practices

EIT InnoEnergy reserves the right to suspend or cancel the procedure, where the award procedure proves to have been subject to substantial errors, irregularities or fraud. If substantial errors, irregularities or fraud are discovered after the award of the Contract, EIT InnoEnergy may refrain from concluding the Contract.

The supplier shall take all measures to prevent any situation where the impartial and objective implementation of the contract is compromised for reasons involving economic interest, political or national affinity, family or emotional ties or any other shared interest ('conflict of interests'). He should inform EIT InnoEnergy immediately if there is any change in the above circumstances at any stage during the implementation of the tasks.

4.14. Annexes

Annex 1: Tenderers' Declaration form.

Annex 2: Draft Contract Template.