

Request for Proposal (Re-advertisement)

Re-advertisement number: 1

Reference Request for Proposal Number: RFP-CATALYZE-217772-Ethiopia-2022-0301

Effective date: July 21, 2022

Revised Proposals Due Date: Starting from August 5, 2022 up to September 30, 2022

Description:

1. This section serves to explain the changes made on the RFP as detailed below:
 - a. The RFP is readvertised as a rolling Tender with bid submission starting from August 5, 2022 up to September 30, 2022, at 11:59 PM, Nairobi time (UTC +3)
 - b. **Proposal evaluations:** After August 5, 2022 received bid proposals will be evaluated on a weekly basis and awarded to qualified bidders.
 - c. **Questions deadline dates:**
 - i. **First round:** until July 28, 2022, at 11:59 PM, Nairobi time (UTC +3) accepted at EthiopiaMS4G.procurement@thepalladiumgroup.com
 - ii. **Second round:** until September 08, 2022, at 11:59 PM, Nairobi time (UTC +3) accepted at EthiopiaMS4G.procurement@thepalladiumgroup.com
 - iii. Questions received after July 28, 2022 to September 08, 2022 will be posted on CATALYZE website on a weekly basis. Bidders are advised to access the website at their convenience to get updated information related to this RFP.
 - d. **Virtual Bidders' conference:**
 - i. July 29, 2022, 10:00 AM – 11:00 AM Nairobi time (UTC +3)

All other terms and conditions remain the same with the RFP issued on June 10, 2022.

Request for Proposal (RFP)

Subject RFP #:	RFP-CATALYZE-217772- -Ethiopia-2022-0301 (Re-advertised)
RFP Issue Date:	July 21, 2022
Terms of Reference / Specifications:	Transaction Advisory Services
Project	USAID CATALYZE Ethiopia:MS4G
The Company	Palladium International, LLC
Country of Performance	Ethiopia
Closing Date and Time	Rolling starting from August 5, 2022 up to September 30, 2022, at 11:59 PM, Nairobi time (UTC +3)
Questions Deadline	<ul style="list-style-type: none"><input checked="" type="checkbox"/> Accepted at EthiopiaMS4G.procurement@thepalladiumgroup.comii. First round: until July 28, 2022 at 11:59PM, Nairobi time (UTC +3)iii. Second round: until September 08, 2022 at 11:59 PM, Nairobi time (UTC +3)iv. Questions received after July 28, 2022 to September 08, 2022 will be posted on CATALYZE web site on a weekly basis.
Bidders' Conference	<input checked="" type="checkbox"/> July 29, 2022 10:00 AM- 11:00 AM Nairobi time (UTC +3)
Details for Submission	Submissions will be accepted: <ul style="list-style-type: none"><input checked="" type="checkbox"/> Electronically: email to EthiopiaMS4G.procurement@thepalladiumgroup.com<input checked="" type="checkbox"/> In hard copy (sealed bids) at Noah Building, Bole Road, 2nd Floor (Next to Boston Spa)
Offer Validity Period	6 months

Palladium International, LLC is the implementing contractor of the MS4G, an activity funded by USAID. Throughout this Tender, reference is made to MS4G, which is the activity located in Addis Ababa, Ethiopia. Any reference made to MS4G is for the benefit of identifying the Addis Ababa-based team implementing the activity (or project).

If you are a small Transaction/Business Advisory Services Provider (TASP) operating in Ethiopia and have core capabilities in supporting the mobilization of debt capital for enterprises operating in the agriculture and WASH sectors, you are hereby invited to apply for consideration under the terms and conditions of this Tender as described herein.

A small Transaction Advisory Service Provider (TASP) is defined as individuals or small firms (staff of 3 or less) who have the experience and or capacity to facilitate access to debt or equity financing. As an example, applicants can be former bank and/or advisory firm employees or others with related experience, and those individuals who have received Transaction Advisory training from MS4G or similar institutions in the past.

This RFP is not intended for larger consulting firms or transaction advisory firms. MS4G reserves the right to accept or reject any application at its sole discretion.

Advisors for Women- or Youth-owned SMEs or advisors operating in secondary cities in the Amhara, Oromia, SNNPR, and Tigray regions, are highly encouraged to apply.

You are encouraged to submit your proposals anytime within the open period. Evaluation of Tender submissions will be conducted immediately upon receipt. A response will be communicated to each respondent and will be contacted if they have been shortlisted for subcontracting.

Please submit your proposal in accordance with the details for submission above by the Closing Date and Time. This RFP in no way obligates Palladium to award a contract nor does it commit Palladium to pay any cost incurred in the preparation and submission of a proposal. Palladium bears no responsibility for data errors resulting from transmission or conversion processes.

Yours sincerely,

CATALYZE MS4G - Procurement Team

Terms and conditions

1. Proposal Conditions

By submitting a proposal, potential suppliers are bound by these terms and conditions. Potential suppliers must submit offers with all details provided in English and with prices quoted in a single currency.

2. Proposal Lodgement

The Company may grant extensions to the Closing Time at its discretion. The Company will not consider any quotes received after the Closing Time specified in the RFP unless the Company determines to do so otherwise at its sole discretion.

3. Evaluation

The Company may review all proposal to confirm compliance with this RFP and to determine the best proposal in the circumstances.

4. Alterations

The Company may decline to consider a proposal in which there are alterations, erasures, illegibility, ambiguity or incomplete details.

5. The Company's Rights

The Company may, at its discretion, discontinue the RFP; decline to accept any proposal; terminate, extend or vary its selection process; decline to issue any contract; seek information or negotiate with any potential supplier that has not been invited to submit a proposal; satisfy its requirement separately from the RFP process; terminate negotiations at any time and commence negotiations with any other potential supplier; evaluate proposals as the Company sees appropriate (including with reference to information provided by the prospective supplier or from a third party); and negotiate with any one or more potential suppliers.

6. Amendments and Queries

The Company may amend, or clarify any aspect of the RFP prior to the RFP Closing Time by issuing an amendment to the RFP in the same manner as the original RFP was distributed. Such amendments or clarifications will, as far as is practicable be issued simultaneously to all parties.

Any queries regarding this RFP should be directed to the Contact Person identified on the cover page of this RFP.

7. Clarification

The Company may, at any time prior to execution of a contract, seek clarification or additional information from, and enter into discussions and negotiations with, any or all potential suppliers in relation to their proposals. In doing so, the Company will not allow any potential supplier to substantially tailor or amend their proposal.

8. Confidentiality

In their proposal, potential suppliers must identify any aspects of their proposal that they consider should be kept confidential, with reasons. Potential suppliers should note that the Company will only agree to treat information as confidential in cases that it considers appropriate. In the absence of such an agreement, potential suppliers acknowledge that the Company has the right to disclose the information contained in their proposal.

The potential supplier acknowledges that in the course of this RFP, it may become acquainted with or have access to the Company's Confidential Information (including the existence and terms of this RFP and the TOR). It agrees to maintain the confidence of the Confidential Information and to prevent its unauthorised disclosure to any other person. If the potential supplier is required to disclose Confidential Information due to a relevant law or legal proceedings, it will provide reasonable notice of such disclosure to the Company. The parties agree that this obligation applies during the RFP and after the completion of the process.

9. Alternatives

Potential suppliers may submit proposals for alternative methods of addressing the Company's requirement described in the RFP where the option to do so was stated in the RFP or agreed in writing with the Company prior to the RFP Closing Time. Potential suppliers are responsible for providing a sufficient level of detail about the alternative solution to enable its evaluation.

10. Reference Material

If the RFP references any other materials including, but not limited to, reports, plans, drawings, samples or other reference material, the potential supplier is responsible for obtaining the referenced material and considering it in framing their proposal. And provide it to the Company upon request.

11. Price/Cost Basis

Prices or costs quoted must show the tax exclusive price, the tax component and the tax inclusive price.

The contract price, which must include any and all taxes, supplier charges and costs, will be the maximum price payable by the Company for the Goods and/or Services.

12. Financial information

If requested by the Company, potential suppliers must be able to demonstrate their financial stability and ability to remain viable as a provider of the Goods and/or Services over the term of any agreement.

If requested by the Company, the potential supplier must promptly provide the Company with such information or documentation as the Company reasonably requires in order to evaluate the potential supplier's financial stability.

13. Referees

The Company reserves the right to contact the potential supplier's referees, or any other person, directly and without notifying the potential supplier.

14. Conflict of interest

Potential suppliers must notify the Company immediately if any actual, potential or perceived conflict of interest arises (a perceived conflict of interest is one in which a reasonable person would think that the person's judgement and/or actions are likely to be compromised, whether due to a financial or personal interest (including those of family members) in the procurement or the Company).

15. Inconsistencies

If there is inconsistency between any of the parts of the RFP the following order of precedence shall apply:

- (a) these Terms and Conditions;
- (b) the first page of this RFP; and
- (c) the Schedule

so that the provision in the higher ranked document will prevail to the extent of the inconsistency.

16. Collusion and Unlawful Inducements

Potential suppliers and their officers, employees, agents and advisors must not engage in any collusive, anti-competitive conduct or any other similar conduct with any other potential supplier or person or quote any unlawful inducements in relation to their proposal or the RFP process.

Potential suppliers must disclose where proposals have been compiled with the assistance of current or former the Company employees (within the previous 9 months and who was substantially involved in the design, preparation, appraisal, review, and or daily management of this activity) and should note that this may exclude their proposal from consideration.

Potential suppliers warrant that they have not provided or offered any payment, gift, item, hospitality or any other benefit to the Company, its employees, consultants, agents, subcontractors (or any other person involved in the decision-making process relating to this RFP) which could give rise to a perception of bribery or corruption in relation to the RFP or any other dealings between the parties.

17. Jurisdiction

This RFP shall be subject to the laws of the District of Columbia, United States of America. The language of the arbitration will be English.

The Potential Supplier and the Company will use their best efforts to settle amicably any dispute, controversy, or claim arising out of, or relating to this RFP or the breach, termination, or invalidity thereof. If no agreeable settlement can be found, any dispute, controversy, or claim arising out of or relating to this RFP or the breach, termination, or invalidity thereof, shall be settled by mediation through the American Arbitration Association by filing a request for mediation with the AAA and the other party. The Parties will be bound by any arbitration award rendered as a result of such arbitration as the final adjudication of any such dispute.

Company Information

Palladium is a global leader in the design, development and delivery of Positive Impact — the intentional creation of enduring social and economic value. We work with corporations, governments, foundations, investors, communities and civil society to formulate strategies and implement solutions that generate lasting social, environmental and financial benefits.

Project Background

The CATALYZE Blended Finance Mechanism is a \$250 Million, 8-year contract (5-year base period, with a single 3 year option period) which uses a facilitated partnership model to craft solutions to crowd in \$2 Billion in blended finance (i.e. blended concessional and commercial finance) to USAID partner countries and initiatives. CATALYZE allows USAID Bureaus and Missions to efficiently deploy investment facilitation solutions that respond to the needs of specific sectors, issues, and geographies. Initial programs focus on education finance to implement sustainable education business models serving low-income communities, and achievement of the W-GDP objectives, but the mechanism can be applied to any development challenge or region.

USAID CATALYZE Ethiopia: MS4G is designed to benefit the Ethiopian people, build community resilience, and strengthen rural-urban linkages in the areas of food security, and Water, Sanitation, and Hygiene (WASH). MS4G invests in developing relationships with private sector players, co-investing in inclusive business models, advisory services, digital solutions, and market-based initiatives that increase the resilience and sustainability of Ethiopian enterprises and employment for women and youth. The project supports activities in Addis Ababa and the secondary cities of Ethiopia.

Purpose

The purpose of this RFP is to engage Transaction Advisory Service Providers (TASPs) under a Pay-for-Results (P4R) incentive program that encourages increased access to finance through investment facilitation and capital mobilization for enterprises in Ethiopia.

To unlock the potential of private capital to strengthen the resilience of Ethiopian Small and Medium Sized Enterprises (SMEs), MS4G engages foreign investors, domestic financial institutions, and financial advisory service providers to mobilize private capital to finance high growth potential SMEs in the food security and WASH sectors to enable them to become resilient, create sustainable jobs, and improve Ethiopian people's livelihoods through the stabilizing impact of income and job security.

MS4G seeks to engage multiple TASPs to meet the need of the private sector enterprises in the food security and WASH sectors in accessing financing more effectively. Under this RFP, TASP's are individuals and or small firms who have the experience and capacity to facilitate access to debt or equity financing. As an example, applicants can be former bank and or advisory firm employees or others with related experience, and those individuals who have received Transaction Advisory training from MS4G or similar institutions in the past.

To be eligible under this Tender, TASPs must demonstrate a track record of successfully assisting enterprises to secure debt financing in the targeted sectors and geographic regions (secondary cities) as highlighted in Sectors and Geographic Scope section below. The objective is to create a vibrant network of TASPs working with enterprises to close capital and financing opportunities. Therefore, we intend to engage multiple TASPs through this procurement.

A complete scope of work is attached as Annex A.

Type of Contract

Palladium intends to issue a Fixed Price subcontract to the selected offeror.

Anticipated Contract Period of Performance

The period of performance will be for 12 months, with the option for renewal based on performance and the availability of funding, at the sole discretion of MS4G. Renewals, extensions, or modifications may be up to an additional 12 months.

Place of Performance

The activities to be performed under this contract will take place in Ethiopia.

Sectors and Geographic Scope

TASPs will be eligible to receive success fee commissions for supporting one or more of the following categories of transactions under this subcontract.

- **Food Security** – TASPs may provide investment and credit facilitation services for success fee commission for transactions that support USAID’s Feed the Future initiatives in Ethiopia. At least 50% of the approved enterprises must be active in secondary cities across Ethiopia¹. Enterprises supported by TASPs to access finance and investment under this category must be conducting business in the food security value chains (VCs). A VC is the process or activities by which a company adds value to an article, including production, marketing, and distribution. Examples of value chain actors eligible for support include but are not limited to input dealers, farmers/producers, processors, aggregators, storage service providers, traders, retailers, exporters, agriculture logistics firms, and agriculture technology providers.
- **Water, Sanitation, and Hygiene (WASH)** - TASPs may provide transaction support for success fee commissions to mobilize capital for the Water, Sanitation, and Hygiene sector to improve services, innovations, and/or access to safe drinking water, sanitation solutions, and hygiene in Ethiopia.

CATALYZE MS4G will provide incentive payments to participating TASPs throughout Ethiopia, including Addis Ababa. However, based on MS4G’s geographic focus, at least 50% of qualified SMEs for which participating TASP receive an incentive payment under this initiative must be located within secondary cities; defined as cities with a population size of 300,000 or greater.

The Pay-for-Results incentive payments for qualified SME financing under this RFP/subcontract will pay a commission no higher than 2% of the financing approved and received by qualified enterprises per the schedule below. In an incentive payment contract, the TASP will be compensated based on the results it delivers. The TASP must show and demonstrate desired results (mobilize capital) to receive incentives. In this instance, a TASP must raise capital for an enterprise and provide proof of disbursement of financing to the supported SME to receive incentive payments.

Types of Qualified SMEs	Incentive fee
Qualified women-owned SME	2.0%
Qualified SME in WASH sector	1.5%
Other qualified SMEs	1.0%

Explanation of Deliverables

1. Client Engagement Letter – The engagement letter will be a signed document by the TASP and the client being supported for services. The deliverable will include the client’s name and description of the enterprise, the sector activity, and number of employees, amount and size of financing needed, the terms and conditions of the enterprise payment arrangement with TASP.

¹ Secondary city is defined as those with a population size of 300,000 or greater.

2. Once the TASP receives the pre-qualification approval from MS4G, the TASP may proceed with advisory services to the client firm and shall provide the deliverables (as outlined in the annexed SoW, section 1.3) to receive payment under Deliverable 1.
3. Proof of transaction close will be marked by a signed loan agreement and proof of capital injection/disbursement including:
 - a. a written or electronic financing commitment (a legally binding loan agreement) from a finance provider and accepted by the finance seeker

Financing for Private Capital

Financing or private capital is broadly defined as financing provided by non-state established private finance providers of new loans or financing, including debt instruments for the purposes of refinancing, restructuring, lines of credit, letter of credit, promissory notes, invoice and receivable financing (factoring), export financing, and recoverable grants, or any other financial or investment product or mechanism (including digital) supporting private enterprises in Ethiopia.

Separate from this procurement, but important to note, MS4G will also be awarding pay-for-performance subcontracts to Ethiopian Financial Institutions (FIs) to incentivize increased lending and investment for SMEs in MS4G’s target value chains. MS4G will provide a list of FIs to subcontracted TASP’s to target these sources of financing for enterprises and to leverage this additional support. TASP’s are not limited to working with only these FIs. Debt or equity financing may be secured for client enterprises from any financing sources either within or outside of Ethiopia.

Payment for Deliverables

The payment will be made for closed transactions that have been verified by MS4G and will be distributed through a Success-Fee Commission Structure, and after the Company has verified all required documents. The Pay-for-Results incentive payments for qualified SME financing under this RFP/subcontract will pay a commission no higher than 2% of the financing approved and received by qualified enterprises per the schedule below.

Sample Pay-out Table by Deliverables for Year-1

Description	Initial Loan	Secondary Loan
Transaction Amount of \$500,000	\$500,000 transaction	\$500,000 transaction
Signed engagement letter and Approval by MS4G as a qualified transaction	No Fee	No Fee
Loan Disbursed	\$5,000 success fee	\$2,500 success fee
Loan Disbursed with Special Fee for women-owned SMEs	\$10,000 success fee (\$5,000 + \$5,000)	\$5,000 success fee (\$2,500 + \$2,500)

Instructions to Offerors

A technical and proposal must be submitted by email no later than the time and date specified on the cover page.

1. Technical Proposal

For the technical proposal, the offeror must submit:

- (a) Cover letter with the following information:
 1. Applicants contact info and address
 2. Type of company or organization (if applicable)
 3. Unique Entity Identification (UEI) Number (Company must have a UEI number or obtain one within 5 days of being notified of selection)
 4. Signed by the applicant or an authorized representative of the company
- (b) Background on the applicant and relevant expertise (max 2 pages)
- (c) Past Experience Information/Capability Statement
- (d) Technical Proposal & Management Approach

- (e) Proposed work plan showing how the applicant would execute this project including a timeline (max 2 pages)
- (f) Description of relevant projects previously performed by the applicant, demonstrating expertise in detail (max 4 pages)
- (g) Contact details for three referees (max 1 page)
- (h) Executive summary of project reports for investment facilitation and capital mobilization (max 3 report submissions, max 2 pages each)
- (i) All supporting documentation specified below in the pass/fail evaluation criteria.

Note: GSA has developed a useful interactive PDF tool that guides through the most common scenarios about UEI (https://www.fsd.gov/sys_attachment.do?sys_id=af05f8fb1b44851006b09796bc4bcb6d)

- Offerors who already have the **Unique Entity Identified (UEI)** number, should submit the UEI number with proposal submission.
- Offerors who have no **Unique Entity Identified (UEI)** are required to apply following the UEI guideline and submit with the proposal if they secure the number.
- Offerors who applied and waiting to receive the **Unique Entity Identified (UEI) number**, should attach proof of application (application screenshot) with proposal submission.
- **All offerors are required to complete, sign, and submit the Due Diligence Questionnaire (attachment 2) with their technical proposal.**

Submission of Offers

Electronic proposals must be submitted by sending two separate emails, one for technical proposal and one for cost proposal with the RFP number in the subject lines. If submitting in hard copy, the technical proposal and cost proposal must be in separate sealed envelopes. Mark envelopes with the RFP number and offeror’s name. Ensure all required documents are attached. The RFP number can be found on the cover page.

Offers received past the deadline stated on the cover page will be deemed non-responsive and will not be considered for award.

Evaluation and Award Process

Proposals will be evaluated using a best value trade off methodology. This is a three-stage process.

- (1) The first set of criteria is graded on a pass/fail basis. Offerors must meet the following minimum eligibility qualification criteria and provide supporting documentation:

	Requirement	Supporting Documentation
(a)	Must be a registered legal entity in Ethiopia or have a TIN number, if an individual that is providing a Transaction/Business Advisory Services (consultancy).	Business license or copy of certificate or articles and memorandum of association, a TIN certificate, VAT certificate (if applicable), and or a Consulting License from the relevant authorities.
(b)	Must not have any active exclusions from the working with the US government (www.sam.gov), the UN (Sanctions List), or the US Department of the Treasury Office of Foreign Asset Control	NA

- (2) If these minimum criteria are met, the offer’s technical proposal will be evaluated as follows:

Evaluation Criteria	Documents Evaluated	Points
Proposed key personnel (team or individual) Experience in mobilizing capital and providing TA services. Existing relationships with diverse financial institutions (including MFIs), investors, institutions, funds, and other players.	List of personnel with proposed CV(s) demonstrating suitability and experience CV(s) demonstrating suitability and experience in raising financing Training or certifications of related activities	20
Past performance with demonstrated experience and success in closing of facilitating access to finance	Demonstrated experience and success in closing of transactions including evidence and description of these assignments. List transactions closed (enterprise, lender / investor, and general terms of the transactions ² .	40
Technical approach Technical Approach with an overall access to finance facilitation approach demonstrating strong knowledge of the banking sector and approach to leveraging network and building pipeline.	Technical Proposal - Provide an estimate of anticipated capital to be mobilized (closed transactions) during the contract period. Applicants can provide estimates for either category or both depending on capability and interest. Estimates should be based on the TASP's existing pipeline, track record, and understanding of market opportunities.	40
TOTAL		100

The offerors are encouraged to offer their best and final offer in accordance with the Scope of Work (SOW).

PROCUREMENT INTEGRITY AND ETHICS

It is Palladium's Policy that no gifts of any kind and of any value be exchanged between vendors/contractors and Palladium personnel. Discovery of the same will be grounds for disqualification of the vendor/contractor from participation in any Palladium's procurements and may result in disciplinary actions against Palladium personnel involved in such discovered transactions.

Resulting Award

This RFP in no way obligates Palladium to award a contract. Palladium may opt to select multiple offers in response to this RFP.

Any contract/purchase order resulting from this solicitation must be signed by both parties in order to be considered valid and in force. All costs associated with, but not limited to, production, preparation and/or delivery of goods or services, including deliveries, accepted by Palladium staff, without a fully executed (signed by both parties) contract/purchase order, are at the vendor's risk only. Palladium shall not pay for any costs, without limitation, associated with production, preparation or delivery of goods and/or services under this or any other contract/purchase order, which has not been signed by both parties.

If your proposal is successful, you will be required to enter into the Company's standard contract for the types of goods or services being provided. In the provision of the Goods and Services, you will be required to comply with the Company's policies, including (without limitation) its Business Partner Code of Conduct and any relevant client terms and conditions. Potential suppliers must also comply with the Company's Business Partner Code of Conduct in the submission of any proposals pursuant to this RFP.

² MS4G will keep details of all transactions in strict confidentiality

If you are bidding as part of a joint venture, partnership or similar, please make this clear in your submission. Likewise, if you propose to subcontract any part of the goods or services provision, then disclose this fact within your submission. The Company may require additional information from you and approval for subcontracting will not be automatic as subcontractors will be subject to Palladium's Due Diligence process.

Attachments

Please review the additional documentation and proposed contracts terms and conditions which should be given consideration when preparing your proposal. By submitting your proposal you will certify that that you are in agreement with the contract terms and conditions as included in this solicitation and that all prices include all aspects of the required compliance with the terms and conditions of the proposed contract.

Attachment 1- FFP Template

Attachment 2- Due Diligence Questionnaire

Palladium Business Partner Code of Conduct and Child Protection Guidelines can be downloaded in full at: <http://www.thepalladiumgroup.com/policies> or request through email from Catalyze.procurement@thepalladiumgroup.com

Annex A: Scope of Work

1. Scope of Work

1.1. Objective

Transactional Advisory Service Providers (TASPs) provide **private enterprises** with investment facilitation support in order to unlock access to debt or equity financing. MS4G's overall goal is to unlock the potential of private capital to strengthen enterprise resilience by mobilizing financing per year. MS4G will work directly with several TASPs whose responsibility will be to provide services to enterprises in Ethiopia to support the financing and investment approval and disbursement process within MS4G's target sectors of WASH and Agriculture. The TASP will work with the enterprises throughout the entire transaction process.

1.2. Specific Tasks

1.2.1. Educate businesses about debt and equity financing options in the market, including requirements to access financing, rates, and of the landscape of the financial industry including general rates, requirements, and preferences.

1.2.2. Independently identify investment opportunities and build or develop a pipeline of potential businesses that are seeking external capital with detail of potential information regarding the capital need and specific services required from the business, its investment goals and use of capital.

1.2.3. Sign service agreements including a cost-share component for TASP support.

1.2.4. Arrange credit and/or investments from investors or financial institutions for approved enterprises within the agriculture, and WASH sectors. Financial facilitation support may include, but is not limited to:

- Identification of financial intermediaries potentially interested in financing or investing in targeted enterprises;
- Business plan development (where applicable) and activation of debt or equity application processes on behalf of client firms;
- Develop a business plan valuation document if applicable. A business valuation indicating the economic value of the business of a company or the business value using internationally acceptable standard acceptable methods.
- Preparation and submission of proposals to each investor or financial institutions interested in financing the enterprise;
- Arranging meetings with investors and/or the CEOs and Credit Officers/Credit Committees of financial institutions, and negotiating loan terms with the investors or financial institutions.
- Following through to obtain the investors' and financial institutions' Terms Sheets and ensure advancement of credit and/or equity to the client enterprise;
- Follow up with enterprise's utilization of financing received, and monitoring for repayment (if debt financing).

1.2.5. Link enterprises to private equity investors, social or impact investors and grant making institutions and facilitate negotiation of financing into client enterprises on their behalf.

1.3. Deliverables

1.3.1. Client engagement letter signed by TASP and supported enterprise along with the enterprise profile with details related to sector, location, employee size, required financing, the proposed technical assistance to be provided, the estimated size and type of financing sought, and the terms of enterprise payment to the TASP, including but not limited to amounts, structure of payment spread, form of payment, and timeline for payment and other relevant information.

The negotiation of the terms of engagement is between the TASP and the client SME only, and the TASP will solely be responsible for the collection of fees. MS4G requires TASP to be paid for services by the enterprise, separate from any success fee that might be paid by MS4G; evidence of enterprise

payment must be presented by the TASP to MS4G. MS4G is under no obligation to pay, subsidize, support or collect any fee or cost of any kind agreed upon between the client firm and the TASP.

- 1.3.2. Proof of application for financing for any form of financing submitted to a financial institution, investor, lender, etc.
- 1.3.3. Proof of financing approval and disbursement marked by a signed loan agreement and financial disbursement.
- 1.3.4. Monthly report briefs on the status of each pending transaction being supported by the TASP, due 7 business days after the end of each month. The reports shall be submitted in a format that will be shared by MS4G after award.

Expected Deliverables	Activity Description / Acceptance Criteria	Timeline
Investment facilitation approach	The TASP shall develop and provide a framework for the approach to identify, facilitate and close investment deals, in a report format.	10 days from award of contract
Pipeline list	The TASP is expected to provide list of at least 5 pipeline companies that they will provide advisory services for.	20 days from award of contract
Executed service provision agreement	A signed contract relating to services to be provided to the client. Subsequent agreements shall be submitted on monthly basis.	30 days from award of contract
Executed term sheet / or loan approval letter	Executed term sheets (equity transactions) and loan approval letters (debt transactions) between a potential investor and the client highlighting the terms and conditions of the deal shall be submitted to MS4G.	As available from financier / client.
Signed Investment / Financing agreement	A final signed term sheets and /or loan agreements for each deal they closed.	As available from financier / client
Monthly and quarterly reports	A professional report, success stories and learnings on work completed on a monthly basis, including deals sourced and supported, term sheets signed and closed investments, and copies of loan agreements	7 business days after the end of each month

Additional Requirements

TASPs will be expected to participate in networking, trainings, and lessons learned activities held or supported by MS4G. The TASPs will also be required to provide information to the MS4G communications team to enable the creation of success and lessons learned stories. MS4G will obtain enterprise approval to release firm names in publicly reported success stories, lessons learned, and other reports. TASPs will also be required to participate in impact data collection activities, which will include an initial baseline/midline survey and subsequent annual surveys.