|  |
| --- |
|  **Check List of Application Documents for NDC Letter of Qualification** **(Applicable to Limited Partnership PE funds)**  |
| Name of Limited Partnership: | Application date: \_\_\_\_\_\_\_\_\_ (yymmdd) |
| **Item** | **Compliance Yes/No Self-check** | **Remarks** |
| 1. Letter of Application (see Annex 1)
 | □ Y | □ N |  |
| 1. Basic information of limited partnership (see Annex 2)
 | □ Y | □ N |  |
| 1. List of partners; listing existing and intended general/limited partners
 | □ Y | □ N |  |
| 1. Name list of main management team:

Resume of limited partnership’s principal manger (i.e. general partner) (see Annex 3)  | □ Y | □ N |  |
| 1. Draft limited partnership contract or agreement
 | □ Y | □ N |  |
| 1. Investment decision-making mechanism and post-investment risk-management system
 | □ Y | □ N |  |
| 1. Commissioned management contract (if applicable)
 | □ Y | □ N | □ Not applicable |
| 1. Basic information of commissioned management company (if applicable), including:
2. Basic information of commissioned management company (or partner) (see Annex 4)
3. Commissioned management company’s articles of association
4. Photocopy of commissioned management company’s registration certificate
5. Resume of commissioned management company’s principal manager (see Annex 5)
 | □ Y | □ N | □ Not applicable |
| 1. Fund-raising plan
 | □ Y | □ N |  |
| 1. Partners’ letters of intent for investment (see Annex 6)
 | □ Y | □ N | Please verify and provide proof of partners’ capital or financial ability. |

Remarks:

1. The above-listed documents must be submitted by a limited partnership to apply to the NDC for a letter of qualification, as specified in Point 5 of the Directions for Guiding and Managing the Promotion of Industrial Investment by Private Equity Funds.

2. All application documents must be presented in Chinese. Please prepare one original and one photocopy to present for review.

3. If the space for items 2-4 is insufficient, please feel free to expand.

4. English translation of all application forms and documents is provided herewith for applicants’ reference. In case of any inconsistency between the English translation and the Chinese original, the Chinese original shall prevail.

**Annex 1**

**Letter of Application
from Limited Partnership Preparatory Office**

Address:

Telephone:

Email:

Contact person:

**Recipient: National Development Council**

Date: \_\_\_\_\_\_\_\_\_\_\_(yymmdd)

Document No.:

Priority: Ordinary

Confidentiality classification & release condition or confidentiality period: None

Attachment:

Subject:: Request for a Letter of Qualification issued by National Development Council for the establishment of Limited Partnership.

Explanation:

1. The application is submitted in accordance with the provisions of Point 4 of the Directions for Guiding and Managing the Promotion of Industrial Investment by Private Equity Funds.
2. We are attaching herewith the following information pertaining to the preparation and registration of Limited Partnership, as stipulated in Points 4 and 5 of the Directions for Guiding and Managing the Promotion of Industrial Investment by Private Equity Funds :
3. Basic information of Limited Partnership.
4. Name list of partners; listing intended general/limited partners.
5. Names of main management team: Resume of Limited Partnership’s principal manager.
6. Draft limited partnership contract or agreement.
7. Investment decision-making mechanism and post-investment risk management system.
8. Commissioned management contract.
9. Basic information of commissioned management company (or partner), if applicable, including:
	1. Commissioned management company’s basic information and articles of association.
	2. Photocopy of commissioned management company’s registration certificate.
	3. Resume of commissioned management company’s principal manager.
10. Fund-raising plan.
11. Partners’ letters of intent for investment, in which the investment commitments shall constitute at least 20% of the agreed total capital contribution.
12. The National Development Council is respectfully requested to examine the attached information, and to consider and approve the issuance of a Letter of Qualification accordingly.

 Limited Partnership Preparatory Office

　　　　　　　　　　　　　　　　　　　　Representative:

**Annex 2**

**Basic Information of Limited Partnership**

|  |
| --- |
| 1. Name of limited partnership:  |
| 2. Intended address: |
| 3. Fund-raising scale (total of agreed capital contributions): NT$ |
| 4. (Intended) representative: |
| 5. Partnership structure (No. of general partners: \_\_\_\_; No. of limited partners: \_\_\_\_) |
| General/Limited Partners | Subscribed Capital Contribution | Subscribed Capital Contribution Ratio |
| 1. |  | ％ |
| 2. |  | ％ |
| 3. |  | ％ |
| 4. |  | ％ |
| 5. |  | ％ |
| 6. Areas of investment | Domestic | ％ | Overseas | ％ |
| 7. Important and strategic industries targeted for investment: |
| 8. Whether to engage in M&A: □ Y □ N |
| 9. Self-management or commissioned management:  □ Self-management □ Commissioned management |
| 10.Name of independent auditor: |

**Annex 3**

**Resume of Limited Partnership’s Principal Manager (i.e General Partner)**

|  |  |  |  |
| --- | --- | --- | --- |
| **Name** |  | **Job title** |  |
| **Address:** |
| **1. Education (please specify degrees, departments, names of schools, and periods of study, including university and above)**  |
|  |
| **2. Experience (please specify company name, job title, job responsibilities and service period)**  |
|  |
| **3. Expertise (please specify industry fields and specialist skills)** |
|  |
| **4. Investment management experience** |
| 1. Have invested or managed domestic or overseas equity funds of NT$\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, in a cumulative number of \_\_\_\_\_ cases.
2. Specific examples of participation in investment management and performance:
 |
| **5. Declaration**I hereby declare that the contents entered on this form are true and correct. |
| Signed：Date： |

**Annex 4**

**Basic Information of Commissioned Management Company (or Partner)**

(Only fill in if applicable)

|  |
| --- |
| **1. Company name:** |
| **2. Company address:** |
| **3. Registered capital: NT$** | **Paid-in capital: NT$** |
| 1. **Company (intended) chairman & general manager:**

**（chairman \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, general manager\_\_\_\_\_\_\_\_\_\_\_\_）** |
| **5. Current commissioned management cases and commissioners** |
| Commissioner | Date | Amount |
|  |  |  |
|  |  |  |
|  |  |  |
|  |  |  |
| **6. Cumulative investment amount or number of management cases**  |
| Investment amount | Number of management cases |
|  |  |
| **7. Average investment amount in the last three years** |
| Year | Investment amount |
|  |  |
|  |  |
|  |  |
| 1. **Number of personnel with expertise in investing or managing domestic or overseas equity funds:**

**Specialization (industries)** |

**Annex 5**

**Resume of the Principal Manager of Company (i.e. Commissioned Management Company)**

(Only fill in if applicable)

□ All the company’s full-time staff is identical to the general partners of Limited Partnership.

□ More full-time managers are detailed below:

|  |  |  |  |
| --- | --- | --- | --- |
| **Name** |  | **Job title** |  |
| **Address:** |
| 1. **Education (please specify degrees, departments, names of schools, and periods of study, including university and above)**
 |
|  |
| 1. **Experience (please specify company name, job title, job responsibilities, and service period)**
 |
|  |
| 1. **Expertise (please specify industry fields and specialist skills)**
 |
|  |
| **4. Investment management experience** |
| 1. Have invested or managed domestic or overseas equity funds of NT$\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, in a cumulative number of \_\_\_\_\_ cases.
2. Specific examples of participation in investment management and performance:
 |
| **5. Declaration**I hereby declare that the contents entered on this form are true and correct. |
| Signed：Date： |

**Annex 6**

**Partner’s Letter of Intent for Investment**

 agrees to subscribe to Limited Partnership, subscribing an amount of NT$ to be paid proportionally in accordance with fund-raising progress.

This Letter of Intent is hereby submitted to Limited Partnership Preparatory Office by:

　　　　　　　　　　　　　　 Company (seal)

　　　　　　　　　　　　 Representative (seal)