

Guides and Notes for the Applicants – Cyberport Macro Fund (“CMF”)

The Applicants are required to:

- To study this Guides and Notes to related to the Cyberport Macro Fund (“CMF”) before submitting your application.
- To Contact Hong Kong Cyberport Management Company Limited (“Cyberport”) by email when you have any queries in the application.
 - Email:cmf_enquiry@cyberport.hk

1 Investment Eligibility

- 1.1 CMF provides seed to Series A stage and beyond co-funding to Cyberport digital entrepreneurs. Term Sheet from the lead investor is required.
- 1.2 Eligible applicants are scalable digital technology companies with operations based in Hong Kong, which also bear one of the following identities:
 - 1.2.1 Incubatees or graduates or participants of Cyberport’s programmes and affiliates
 - 1.2.2 Cyberport Smart-Space companies
 - 1.2.3 Cyberport office tenants

2 Investment Amount

- 2.1 The accumulative investment of CMF shall be between HK\$1M to HK\$20M per new investee.
- 2.2 Total equity from the CMF shall be less than 20% post investment throughout the life cycle of the digital entrepreneur.

3 Assessment Criteria

The Macro Fund Investment Committee, comprises experts from the financial and tech industries in the region to oversee the CMF. Investment decisions are made upon an in-depth study of the applicant, including but not limited to:

- 3.1 Thorough business assessment including, but not limited to, compliance, governance, financial position and business viability;
- 3.2 Potential return on investment;
- 3.3 Proven involvement in the Cyberport community.

4 Application Procedures

- 4.1 Applicants of CMF shall submit the online CMF Application Form via HKCMCL website at https://www.cyberport.hk/en/about_cyberport/cyberport_macro_fund.
- 4.2 An acknowledgement of receipt will be sent to the applicant once the submission of application is successful.
- 4.3 CMF team may, from time to time, request for additional information to supplement the applications, if needed.
- 4.4 Due diligence on the information provided by the applicants shall be carried out when necessary. The applicants may also be invited to attend meetings or interviews with CMF team and/or the MFIC.
- 4.5 All applicants will be informed via email of the application status, when available.

5 Important Notes to the Applicants

- 5.1 HKCMCL is not in any way bound to make any funds available from the CMF to the applicant or its company.
- 5.2 Any decisions made to fund or not to provide funding from the CMF will be made entirely within HKCMCL's discretion. The decision of HKCMCL is final. HKCMCL is not required to give the applicant any reasons why HKCMCL will or will not want to make any funds available to the applicant from the CMF.
- 5.3 The applicant participates in this process at its own cost and risk. HKCMCL is not liable to the applicant under any circumstances for any loss, damage or expense incurred by the applicant in connection with the application whether or not funding is made available from the CMF.
- 5.4 The applicant represents that all information sent to HKCMCL in relation to the application is true and accurate and not misleading in any way. In the event that mistakes are identified in the information submitted, HKCMCL reserves the right to reject the application. HKCMCL also reserves the right to allow the applicants to correct the mistake if in its discretion HKCMCL considers that the mistake was as a result of a genuine mistake.
- 5.5 The applicant represents that the applicant has not engaged, is not engaging, or is not reasonably believed to have engaged or be engaging in acts or activities that are likely to cause or constitute the occurrence of offences endangering national security or otherwise the exclusion is necessary in the interest of national security, or is necessary to protect the public interest of Hong Kong, public morals, public order or public safety;
- 5.6 HKCMCL reserves the right, if it so wishes, to make enquiries to verify, investigate, substantiate or supplement the information the applicant has provided to HKCMCL and the applicant consents to HKCMCL making such enquiries of any relevant third parties.

- 5.7 HKCMCL reserves the right at any time in the process to reconsider the eligibility of the application.
- 5.8 Any information submitted will not be returned to the applicant (unless HKCMCL chooses to return such information).
- 5.9 The applicant should keep all correspondence between HKCMCL confidential and it should only disclose such correspondence to those in the organisation who need to know for the purpose of this application and the dialogue between HKCMCL and the applicant regarding the application. HKCMCL may, in its discretion, agree to enter into a confidentiality agreement with the applicant or may, in its discretion, require the applicant to enter into a confidentiality agreement with HKCMCL in each case on terms acceptable to HKCMCL.
- 5.10 The applicant warrants that the applicant is the original creator of its project and its project is original. As far as the applicant is aware, the applicant's project and the product(s) and/or service(s) to be developed as a part of the project are not under development or available anywhere in the world;
- 5.11 The applicant warrants that the development, completion and use of the project and the product(s) and/or service(s) to be developed as a part of the project will not infringe the rights or intellectual property rights of any other party (whether registered or not), including but not limited to patent rights, trade mark rights, and copyright;
- 5.12 The applicant will abide by the principles of openness, fairness and competitiveness in the procurement of any goods/services in connection with any entity which benefits with funding from the CMF; and
- 5.13 The applicant will take all necessary measures (including by way of a code of conduct or contractual provisions) to ensure that its personnel are aware of and comply with the requirements under these Guides, any information supplied as part of its application and any other relevant agreement(s) to be entered into between the applicant and HKCMCL (or its nominee).

6 Probity Policy for Applicants/ CMF Recipients

To ensure openness, fairness and integrity of the CMF, the applicants and successful applicants are reminded of the following which may be relevant:

- 6.1 Observe the Prevention of Bribery Ordinance (Hong Kong Legislation – Cap. 201) and shall advise its employees, agents, subcontractors and other personnel who are in any way involved in its application/project (the "Personnel") that they shall observe the same and that they are not allowed to offer to or solicit or accept from any person any advantages as defined in the Prevention of Bribery Ordinance in relation to the application/project;
- 6.2 When doing business overseas and/or set up legal entities in foreign locations to support local operations, all applicants/recipients are required to comply with anti-bribery laws and regulations in other jurisdictions when conducting business there or where applicable;
- 6.3 Not offer or give or agree to give any person employed by HKCMCL, the members of the MFIC, or any individuals acting on its or their behalf, any gift or consideration of any kind as an inducement or reward for doing or forbearing to do or for having done or forborne to

do any act in relation to the CMF or for showing or for bearing to show favour or disfavour to any person in relation to the CMF;

- 6.4 Promptly declare and notify HKCMCL in writing of any potential or actual conflict of interests upon becoming aware of the same. "Conflict of interests" shall include (but are not limited to) any situation where the private interest of an applicant/recipient or its Personnel, conflict or compete, or may be expected to conflict or compete, with the role, duties and/or impartiality of such applicant/recipient or Personnel under the CMF (e.g. Any relative of any directors and/or employees working in HKCMCL);
- 6.5 Apply CMF prudently, efficiently and solely for the purpose of any CMF approved project;
- 6.6 Abide by the principles of openness, fairness and competitiveness in the procurement of any goods/services in connection with any CMF approved project; and
- 6.7 Take all necessary measures (including by way of a code of conduct or contractual provisions) to ensure that its Personnel are aware of and comply with the requirements as set out in this provision.

7 Expenses

- 7.1 All costs and expenses incurred for or in connection with any enquiry in relation to this notice, including the preparation of any submission, shall be borne entirely by the party concerned without recourse to HKCMCL.

8 Specific Disclaimers

- 8.1 Please note that any requests for information are being invited on a non-committal basis and this invitation does not constitute any part of an offer by HKCMCL. HKCMCL is not bound to award any funding or contract to any parties which have replied to this notice.
- 8.2 Investment by the CMF is restricted to HKCMCL and its affiliated entities. Accordingly, nothing contained in this notice constitutes, nor should it be read as being, an invitation, or an offer, by the CMF to invest.

9 General Disclaimers and Privacy Policy Statement

- 9.1 Please note the contents of the general disclaimers and privacy policy statement at
 - <http://www.cyberport.hk/en/disclaimer> (General Disclaimers)
 - https://www.cyberport.hk/en/privacy_policy (Privacy Policy)