***Public Invitation for*** ***Technology-Based Startup Support Program/Registration of Venture Capital Firms***

***Preparing the Application Form***

***The application form consists of the following items. Please prepare application form in accordance with the General Instructions on the next page.***

***Application form (cover page, text)***

***Item 1: Overview of the Corporation and the Like***

***Item 2: Investment Records***

***Item 3: Support Plan for STS Projects***

***Item 4: Code of Ethical Practice***

***Item 5: Confirmation of Interests***

***Attachment\_1a: Investment Records for startups in the Last Two Years***

***Attachment\_1b: Fund Performance Metrics***

***Attachment\_2: Funds to Be Used***

***Attachment\_3: Startup Sourcing Activities***

***Attachment\_4a: Hands-on Support Activities***

***Attachment\_4b: Hands-on Members***

***Attachment\_5: List of Existing Materials***

***Existing material 1******: Articles of Incorporation***

***Existing material 2: Prospectus, or equivalent materials***

***All other existing materials: All other existing materials including Existing material 3 and later***

***Please delete this page before submitting.***

***General Instructions***

1. When preparing your application form, please make sure to read the Application Guidelines carefully. They include instructions on how to prepare your application.

2. Please check the contents of your application using the check list. You need to submit the completed check list as well.

3. The size of application forms, including attachments, must be A4. When using existing materials in sizes other than A4, please resize them to A4.

4. Please do not amend or delete any items in the application form. (Please delete, however, pages that include an instruction to delete them including this page, and instructions on and examples for preparing your application in blue italics in the following pages.)

5. You may change line spacing between items, unless otherwise specified.

6. Description should be clear and concise. Please restrict the size of your application to within a reason

able size.

7. When preparing your application, please carefully read the instructions in blue italics to fill in the form. Please prepare your application form in accordance with the underlined points regarding filling in each item.

***Please delete this page before submitting.***

**I. Check List for Submitting Application Form (needs to be submitted)**

□ 1) Check List for Submitting Application Form

□ 2) Application Form (Cover page, Text (Items 1–5))

□ 3) Investment Records for startups in the Last Two Years (Attachment\_1a)

□ 4) Fund Performance Metrics (Attachment\_1b)

□ 5) Funds to Be Used (Attachment\_2)

□ 6) Startup Sourcing Activities (Attachment\_3)

□ 7) Hands-on Support Activities (Attachment\_4a)

□ 8) Hands-on Members (Attachment\_4b)

□ 9) List of Existing Materials (Attachment\_5)

□ 10) Articles of Incorporation (Existing material 1)

□ 11) Prospectus, or equivalent materials (Existing material 2)

□ 12) All Other Existing Materials (Existing material 3 and later)

□ 13) Letter of Recommendation (if any)

**II. Check List for Files to Be Created (needs to be submitted)**

□ Check list for application form: 1) to 9) (Checklist, Cover page/Text, Attachments 1–5) (PDF)

File name: VC22\_Applicant name (may be abbreviated) \_Application. pdf

\* Please consolidate all materials into one pdf file.

□ Check list for application form: 1) to 2) (Checklist, Cover page/Text) (word)

File name: VC22\_Applicant name (may be abbreviated) \_Application.docx

□ Check list for application form: 3) to 9) (Attachments 1–5) (excel)

File name: VC22\_Applicant name (may be abbreviated) \_Application.xlsx

□ Check list for application form: 10) (Existing material 1) (PDF)

File name: VC22\_Applicant name (may be abbreviated) \_Existing material 1.pdf

□ Check list for application form: 11) (Existing material 2) (PDF)

File name: VC22\_Applicant name (may be abbreviated) \_Existing material 2.pdf

□ Check list for application form: 12) (Existing material 3 and later) (PDF)

File name: VC22\_Applicant name (may be abbreviated) \_Existing material 3 and later.pdf

□ Check list for application form: 13) (Letter of Recommendation, if any) (PDF)

File name: VC22\_Applicant name (may be abbreviated) \_Letter of Recommendation.pdf

\*If you have a letter of recommendation authored by a domestic VC, please attach it (see Clause

V. Miscellaneous in the Application Guideline)

\* Please consolidate all materials into one pdf file.

III. Check List for Files to Be Uploaded via Website (needs to be submitted)

□ Zip file consolidating the six files listed in "Check List for Files to Be Created" (zip)

File name: VC22\_Applicant name (may be abbreviated).zip

Example: VC22\_NEDO.zip

\* The file must not exceed 14 MB.

(Note that over14MB file will be rejected due to our mail system restriction.).

* Submission: Attach this application form to an e-mail and submit it to: nedo-sug-entrypage@nedo.go.jp
* Please write (1) applicant name, (2) name of contact person, (3) phone number for contact person, and (4) e-mail address for contact person, in the e-mail.
* Submission documents are to be files combined in a zip file created in accordance with "III. Check List for Files
* Please do not password-protect any files.
* The mail title must be “Submission: + VC22 + the applicant’s name” excluding “Co., Ltd.,” “Inc.,” etc.

e.g., Submission:VC22\_NEDO

* If you are submitting the documents again because doing so cannot be avoided or for another reason, please add a digit denoting the number of times you have made a submission after the name of the zip file name (for example, for the second submission, add a "2" to the end of the file name), and submit all the documents again.
* In such cases, the mail title must be similar manner:

e.g., Submission:VC22\_NEDO2

Cover page

202Y/***MM***/***DD***

National Research and Development Agency

New Energy and Industrial Technology Development Organization

Chairman

Lead applicant ***Postal code Address***

***Organization name***

***Representative's title and name***

**Application for**

**Technology-Based Startup Support Program/Registration of Venture Capital Firms**

We hereby apply for the Technology-Based Startup Support Program/Registration of Venture Capital Firms in accordance with the Application Guidelines.

We fully understand all the matters specified in the Application Guidelines, meet all the terms set forth in "Best Efforts" and pledge that we will comply therewith.

Text

**Item 1: Overview of the Corporation and the Like**

(1) Overview of the Corporation and the Like

|  |  |  |
| --- | --- | --- |
| Overview of the corporation and the like | Name |  |
| Corporate number |  |
| Representative | Name |  |
| Title |  |
| Address |  |
| Date of incorporation |  |
| Number of employees |  |
| URL |  |
| Contact | Name |  |
| Address |  |
| Phone |  |
| E-mail |  |

(2) Organization Chart

***(Title, responsible area, role, and others)***

***(Please specify who are hands-on members.)***

***(If you copy text from the existing materials listed in Attachment\_5 and paste it here, please do so and then specify the name of the original existing material in Attachment\_5 that you copied from and the original text copied from that material.)***

(3) Stockholder Registry

***(If you copy text from the existing materials listed in Attachment\_5 and paste it here, please do so and then specify the name of the original existing material in Attachment\_5 that you copied from and the original text copied from that material.)***

(4) Distinguishing Features as a Ventures Capital Firm (VC)

***Please describe the distinguishing features of the applicant as a VC, focusing on startup support strategies.***

***Please describe using free text.***

***(If you copy text from the existing materials listed in Attachment\_5 and paste it here, please do so and then specify the name of the original existing material in Attachment\_5 that you copied from and the original text copied from that material.)***

***\* Please delete the examples and notes in blue italics and use black standard text.***

***\* Please state the matters required in this item using up to two pages or so of A4 paper.***

**Item 2: Investment Records**

(1) Investment Records for startups in the Last Two Years

In Attachment\_1a, please provide records of investments using funds you may utilize to support startups applying STS projects in accordance with the required form.

(2) Fund Performance Metrics

Please enter the IRR, DPI, and RVPI for each fund in (Attachment\_1b).

\* In principle, please enter these indicators for all the funds that you have used or have a plan to use for STS projects.

\* If there are any funds that are not included in the above but that recently supported seed-stage technology-based startups, please enter two (or so) of them.

\* Although you may use your own calculation method, please concisely describe that method, the calculation of corporate value, and other related items in the remarks column.

**Item 3: Support Plan for STS Projects**

Note 1: Funds to Be Used

\* The applicant is required to use the funds listed in Attachment\_2 when investing in the cases related to STS projects that you will support during the period in which you act as a registered VC.

\* In a case where you may need to use any funds not stated here to invest in cases related to STS projects, you are required to make a relevant application that may be subjected to a review process.

Note 2: Hands-on Members

\* The applicant is required to designate those persons listed in Attachment\_4b as primary hands-on members for cases related to STS projects that you will support during the period in which you act as a registered VC.

\* In a case where any member not listed in Attachment\_4b may need to handle cases related to STS projects, you are required to make a relevant application that may be subjected to a review process.

(1) Funds to Be Used

Please enter the funds that you may use for STS projects and are still within the investment period in Attachment\_2 in accordance with the required form.

* Please use one page per fund.
* Please provide information using the form Attachment\_2 also on funds that have yet to be established if their fund design has already proceeded to a stage that is good enough to be listed in Attachment\_2. (Undecided items should be stated as "undecided.")

(2) Future Plan

***Please list here those funds being planned but for which no specific progress has been made so far.***

***Example 1: Planning to establish No. 2 Fund as a successor to the current No. 1 Fund in 202X***

***Fund size: XXX million yen; considering investment mainly in companies at XXX stage having technology in the XXX area***

***Example 2: We have a policy of establishing a fund around every X years, although we have currently no specific plans.***

***\* Please delete the examples and notes in blue italics and use black standard text.***

***\* Please state*** ***the matters required in this item using up to two pages or so of A4 paper.***

(3) Startup Sourcing Activities Toward Seed-Stage Technology-Based Startups

➀ Startup Sourcing Activities

Please describe your sourcing activities in each column in Attachment\_3.

(4) Hands-on Structure for Seed-Stage Technology-Based Startups

* 1. Hands-on Support Activities

Please describe your hands-on activities for every item below in each column in the form Attachment\_4a

(1) Hands-on activities

* + - * In the column "1. Hands-on activities," please describe items relevant to your main hands-on activities.

(2) Average number of deals handled by one hands-on member

* + - * In the column “2. Average number of deals per hands-on member”, please enter the number of cases generally handled by one hands-on member.

(3) Number of hands-on members involved in STS program

* + - * In the column “3. Number of hands-on members planned for the STS program”, please enter the number of hands-on members belonging to your company who will be responsible for STS candidates during the registered period.
	1. Hands-on Members

For each hands-on member involved in STS projects, please describe a brief personal history for him or her on one A4 page for each using the form Attachment\_4b.

**Item 4: Code of Ethics**

Code of Ethics to be observed by registered VCs related to Technology-Based Startup Support Program / Seed-stage Technology-based Startups

The registered VCs must read the following Code of Ethics (hereinafter referred to as the “Code”) and check “I agree to the Code of Ethics” if they agree to comply with it.

|  |
| --- |
|[ ]  I agree to comply with the Code of Ethics |

1. The registered VCs shall agree to the purpose of industrialization and promotion of technologies in Japan, fully recognize the importance of the social responsibility of NEDO projects, refrain from acting only for their own profit, and strive to establish social trust through fair and faithful supporter activities (e.g., pre-investment sourcing, post-investment hands-on activities and other initiatives) in line with the social norms and ethics.
2. The registered VCs shall strictly comply with domestic and international laws and regulations, guidelines, social norms, research fraud prevention and all other applicable rules and shall make efforts to have their investees/investee candidates observe the same.
3. The registered VCs shall continue to deepen their understanding of ever-changing domestic and international target industries and technologies and self-initiate training and education.
4. The registered VCs shall fully understand the viewpoint of the NEDO project system concerning commercialization and industrial development, maintain social honor and trust, refrain from internal and external actions that may cause misunderstandings among third parties, and refrain from behavior that may suggest that being a registered VC ensures certain reliability of the relevant service provided by the VC.
5. In case an agreement has to be concluded with investees/investee candidates, the registered VC shall not conduct any unreasonable negotiations or include any unreasonable provisions by taking advantage of corrupt information and shall not obstruct opportunities to consult with third parties.
6. The registered VC shall cooperate with presentation of the Code and notifying investees/investee candidates of it.
7. Any trouble or dispute with investees/investee candidates shall be reported to NEDO without delay and shall be handled in good faith.
8. The registered VC shall not have been involved with any organized crime group or any antisocial force, nor in the future. The VC shall not engage in any unreasonable demands with the use of violence, threatening behavior, or act in a way that damages credibility or interferes with the operations of the other party by fraudulent or forcible means or other similar acts, and shall not use a third party to engage in such acts.
9. In case of discovery or risk of violation of the above Code or any act that may undermine the social reputation and credibility of NEDO projects, the registered VC shall respond to investigations conducted by NEDO in good faith.

**Item 5**

**Confirmation of Interest**

* NEDO holds meetings of the Registration Screening Committee consisting of external experts from universities, research institutes, companies and other organizations to perform registration screening. The committee conducts fair screening and is prohibited from using application information that becomes available to it for other purposes than screening.
* While NEDO is paying close attention to prevent stakeholders from being selected as committee members, it intends to further ensure fair and equitable screening by requesting confirmation of the members themselves.
* Therefore, the posts and names of the applicant and members shall be presented to the committee members using this form to ask them to determine if they are stakeholders and, in particular, sharing the same business as the applicant.
* If there are any matters that should be noted by NEDO when selecting screening committee members (e.g., parties that are considered as stakeholders), it may be stated in the statement column below as an option. If any committee member comments that he/she does not know whether he/she is a stakeholder or not, you may be requested to provide additional information. Your cooperation is appreciated.

|  |
| --- |
| ***Investors and the like that are other companies in the same business are not included in the screening committee in principle, but please state if there are any matters that should be noted by NEDO. If there are no such matters, please state “nothing in particular” on the form.*** |