

駐紐西蘭台北經濟文化辦事處暨紐西蘭商工辦事處關於設  
定共同投資創業投資基金策略合作協議

1：締約雙方

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駐紐西蘭台北經濟文化辦事處及紐西蘭商工辦事處（以下稱“雙方”）

認可本協議以建立共同投資創業投資基金之策略合作機制。

2：執行機構

執行本協議之機構為行政院國家發展基金及紐西蘭創業投資基金（以下稱“執行機構”）。

3：策略合作

為促進臺灣與紐西蘭共同利益，執行機構將建立共同投資創業投資基金之策略合作機制（以下稱“共同基金”）。為建立上述共同基金之機制，執行機構就下列事項共同決定：

(i) 執行機構之投資金額。

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(ii) 投資範圍。

(iii) 審議委員會之組成及對創業投資案件審核之決議程序。

(iv) 對共同基金之創業投資申請者之標準。

(v)經由創業投資基金與其投資事業之連結促進臺灣與紐西蘭之經濟發展。

#### 4：程序

4.1 雙方執行機構將盡全力在本協議生效後六個月內完成下列程序：

(i)就共同基金之機制草案進行討論。

(ii)雙方執行機構管理會就建立共同基金之核准與認可。

(iii)派任共同基金之審議委員會成員並公告。

(iv)共同基金開始營運。

4.2 雙方執行機構亦將建立適宜之商業契約協議，包含在共同基金下

所衍生對於執行機構所應分配之財務或法律責任。

#### 5：其他合作事項

雙方執行機構亦將促成臺灣與紐西蘭創業投資產業就市場投資訊息

之交流與傳播。

#### 6：生效、檢討與終止

6.1 本協議自最後簽署日起生效。

6.2 本協議之一方得隨時以書面要求檢討內容，並且可於雙方書面同

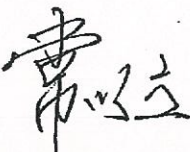
意下進行修改。任一方得於 6 個月前以書面通知對方終止本協議。惟上述相關之修正須獲致雙方執行機構之共識，並須特別確保已存在之契約責任與投資承諾之履行。


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本協議分別以中文與英文簽署並各繕兩份，兩種文字約本同一作準；惟就中文及英文版本間之文義解釋倘存有歧異時，以英文版本為主。

駐紐西蘭台北經濟文化辦事處

紐西蘭商工辦事處

代表姓名 

代表姓名 

全銜 代表

全銜 代表

西元 2012 年 3 月 5 日

西元 2012 年 3 月 5 日

地點 臺北市

地點 台北市

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Arrangement

**to establish Strategic Cooperation on Joint Investments**

**in Venture Capital Funds**

**between**

**the Taipei Economic and Cultural Office in New Zealand**

**and**

**the New Zealand Commerce and Industry Office**

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### **Paragraph 1: Participants**

The New Zealand Commerce and Industry Office and the Taipei Economic and Cultural Office in New Zealand (the "Participants") have approved this Arrangement to establish a mechanism for strategic cooperation on joint investments in venture capital funds.

### **Paragraph 2: Implementing Authorities**

The authorities implementing this Arrangement will be the New Zealand Venture Investment Fund Limited and the National Development Fund, Taiwan (the "Implementing Authorities").

### **Paragraph 3: Strategic Cooperation**

The Implementing Authorities will establish a mechanism for the strategic cooperation on joint investments (the "Co-Fund") in venture capital funds for the mutual benefit of New Zealand and Taiwan. In establishing the mechanism for the Co-Fund, the Implementing Authorities will mutually determine:

- (i) The amount of investments by the Implementing Authorities;
- (ii) The scope of investments;
- (iii) The composition and procedures of a steering committee for review and decisions on venture capital investments;

- (iv) The criteria for applications by venture capitals for the Co-Fund; and
- (v) The connection of portfolio investment by the venture capitals to the economic development of New Zealand and Taiwan.

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#### **Paragraph 4: Procedures**

- 4.1 Both Implementing Authorities will use best efforts to carry out the following procedures in a timely manner with the intention to achieve this within six months following the Arrangement coming into effect:
  - (i) Commence a discussion over a draft mechanism of the Co-Fund;
  - (ii) Authorise and approve the establishment of the Co-Fund by the boards of both Implementing Authorities;
  - (iii) Designate the members of the steering committees and announce to the public the Co-Fund; and
  - (iv) Initiate the Co-Fund operation.
- 4.2 The Implementing Authorities will also establish appropriate commercial contractual arrangements, including allocating any financial or legal liability arising under the Co-Fund to the Implementing Authorities.

#### **Paragraph 5: Other activities**

The Implementing Authorities will also share market information on venture capital investments in New Zealand and Taiwan; including by disseminating market information on venture investment to the venture capital industries in New Zealand and Taiwan.

#### **Paragraph 6: Coming into Effect, Review and Termination**

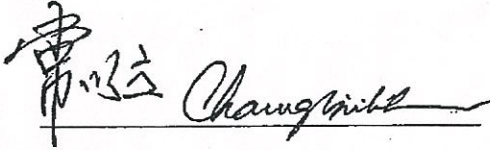
- 6.1 This Arrangement will come into effect on the date of the last signature.
- 6.2 The Arrangement may be reviewed at any time at the written request of either Participant, and may be changed at any time by written consent of both Participants. Either Participant may terminate this Arrangement by giving six months written notice to the other Participant. Such changes would be subject to the mutual consent of the Implementing Authorities and in particular to ensure that existing contractual obligations and investment commitments could be fulfilled.

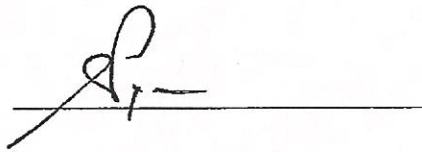
Signed in duplicate in the Chinese and English languages, each text having equal validity. In the case of any divergence of meaning between the two texts, the English text will prevail.

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For the Taipei Cultural and  
Economic Office in  
New Zealand:

For the New Zealand Commerce  
and Industry Office:

  
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Signed at Taipei  
this 5<sup>th</sup> day of March 2012

Signed at Taipei  
this 5 day of March 2012

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