TERMS OF REFERENCE OF THE SOCIAL ENTERPRISE FUND ("SEF")

1. PURPOSE

These guidelines aim to define the governance structure, objectives, and operational processes for the Social Enterprise Fund ("SEF") under MyCreative Ventures ("MyCV"). SEF is designed to empower Malaysian social enterprises through targeted financial instruments, capacity-building programs, and ecosystem support mechanisms to drive inclusive and sustainable impact.

2. BACKGROUND

The SEF initiative was established in alignment with national policies such as SEMy2030 and the Social Enterprise Accreditation ("SEA") guidelines. It focuses on supporting enterprises that address social, environmental, and cultural challenges within the creative economy.

Key pillars of SEF includes:

- i. **Social Impact:** Benefiting marginalized communities, women, and youth.
- ii. **Sustainability:** Promoting environmental practices and cultural continuity.
- iii. **Ecosystem Development:** Fostering skill-building, market access, and mentorship.

3. OBJECTIVE

3.1 Primary Objective - Sustainable Growth & Scalability

- i. Build enterprise capacity in:
 - a. Financial literacy and strategic planning;
 - b. Market access and partnership.
- ii. Help SEs scale their operations sustainably and independently.

3.2 Secondary Objective – Social & Environmental Impact

- i. Enable measurable impact including:
 - a. Job and income generation;
 - b. Waste and emission reduction; and
 - c. Preservation of cultural and traditional assets.
- ii. Support alignment with the United Nations Sustainable Development Goals ("SDG")
- iii. Ensure at least 20% of grants benefits marginalized groups.

4. SEF FUNDING CATEGORY & DEFINITION

The SEF offers funding under the following categories:-

NO.	CATEGORY	FACILITY TYPE	MAXIMUM FUNDING
1	Pilot or Early-Stage Social Enterprise (E1)	Grants only	Up to RM100,000.00
2	Scaling or Growth-Stage Social Enterprise (G2)	1. Revenue Sharing Rights (80%) 2. Grants (20%)	Up to RM1,000,000.00

^{*} Any category other than those stated above will **NOT** be accepted

4.1 Categories Definition

i. Early-Stage (E1) Social Enterprise

- i. 1 to 3 years in operations.
- ii. Historical monthly revenue less than RM75k.
- iii. Limited or no profitability.
- iv. Pilot-stage or unproven business model.
- v. Small team (less than 20 personnel).
- vi. Market validation, product development or early traction.

ii. Growth-stage (G2) Social Enterprise

- i. More than 5 years in operations.
- ii. Historical monthly revenue more than RM75k.
- iii. Proven product-market fit and revenue model.
- iv. Structured organization.
- v. Big team (more than 20 personnel).

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5. ELIGIBILITY CRITERIA FOR APPLICANTS

Each applicant must meet the established criteria to be considered and assessed as follows:-

NO.	CRITERIA
1	A registered business entity or social enterprise in Malaysia. (Sole proprietorship, partnership, limited liability partnership, private limited or limited liability company established in Malaysia)
2	Registered under the Companies Commission of Malaysia (SSM).
3	Not bankrupt, not subject to a winding-up order and not blacklisted by any applicable agency or department.
4	Actively operating for at least one (1) year at the time of application.

6. APPLICATION CHECKLIST

Each applicant must submit their Project Proposal to MyCV and include the following information and documents for pre-screening and evaluation:-

1. Enterprise Information

- A. General discussion in relation to the enterprise including the history, how it operates, business model, key personnel (team structure), management plans and key business risks
- B. Company Profile / Brief history of the Enterprise / Products / Services
- C. Business Model or Proposed Project Details.
- D. Team Structure / Key Personnel (Min 3 CV's of top personnel)
- E. Enterprise's current shareholding structure / organisation chart (including partnerships, subsidiaries, etc.)
- F. Enterprise incorporation certification and other details on Enterprise information. i.e. Form 9 (Section 14), Section 58, Section 51, Section 68, Enterprise Profile (SSM).

2. Financial & Impact Information

A. Historical Financials

- I. Audited or management financial statement for the last 3 years
- II. Monthly Revenue (current year average)
- III. Top 3 Revenue Sources (Revenue drivers)
- IV. Detailed project costing model i.e. product, project, service, etc.
- V. Detailed key expenditure breakdown.

B. Project Fund Utilisation

- I. Detailed purpose of funding of Project and budget allocation.
- II. Expected Social Development Goals from the Project.

C. Supporting Documents

- I. Details on Environmental Social Governance / Social Development Goal alignment statement.
- II. Bank Account Details (Last 3 month bank statement)
- III. Details of any outstanding litigation(s) against the Enterprise and related contingencies
- IV. Details on licenses, accreditation or application to any certification bodies, i.e., ISO, SIRIM, KKM.

3. Industry Information – Industry Information/ Enterprise Profile

- I. Details of the size of the market.
- II. Any Industry Outlook overview / Report
- III. What are the key business risks?

All financial documents should preferably be provided in Excel format, where possible

7. PROJECT PROPOSAL CRITERIA ASSESSMENT

All Project Proposals submitted to MyCV will be assessed by the Investment Committee based on the following key criteria. Applicants are strongly encouraged to address each area clearly and comprehensively in their submissions.

No.	Scope Assessment	Criteria Assessment
1.	Background of the Potential Investee	Assesses the investee's overall credibility and capability to deliver by evaluating its company profile, ownership structure, management team experience, financial standing, and track record of relevant projects or achievements.
2.	Scalability of The Project	Evaluates the project's potential for operational expansion, market reach, and scaled social or environmental impact, including the scalability of its business model, replication feasibility, and strategic growth plans.
3.	Project Budget	Assesses the project's financial feasibility by evaluating the clarity and realism of the budget, efficiency of cost allocations, alignment with milestones, and the likelihood of achieving intended outputs within the proposed funding, emphasising prudent and transparent financial planning.
4.	ESG Initiatives	Considers the extent to which the project integrates Environmental, Social, and Governance principles such as climate action, gender equality, inclusion of marginalised groups, good governance practices, and SDG alignment.

8. PROJECT PROPOSAL SCORING

Each eligible application will be evaluated based on the following criteria. The total base score is 100 points, with a potential bonus of up to 10 points for strong ESG alignment.

No.	Assessment Criteria	Weightage (%)
1.	Background of the Potential Investee	30%
2.	Scalability of the Project	30%
3.	Project Budget	40%
	TOTAL BASE SCORE	100%
4.	Bonus: ESG Initiative	10%

^{*}Note: Proposal must score 60% and higher on the base criteria to be shortlisted. ESG points will only be added for companies with integrated ESG practices.

9. MONITORING PROCESS

To ensure accountability, transparency and effective implementation of the funded projects, the SEF requires all approved recipients to participate in a structured monitoring process. This process will be led by the SE (Social Enterprise) team, with oversight from the Investment Committee and includes regular check-ins and progress reporting.

9.1 Monthly/Quarterly Check-Ins

- The SE team will conduct monthly or quarterly check-ins with beneficiaries via video call or in-person, depending on the nature and stage of the project.
- ii. During each check-in, beneficiaries are required to provide updates on:
 - a) Previous meeting outcomes and follow-up actions
 - b) Key activities and outputs delivered
 - c) Impact stories or testimonials
 - d) Financial summaries and expenditure tracking
 - e) Risks, challenges and mitigation strategies
 - f) Timeline adherence and milestone completion

9.2 Progress Reporting

- i. Following each check-in, the SE team will prepare a Progress Report that consolidates the beneficiary's updates.
- ii. The report will document key achievements, identify concerns or delays and record any commitments or tasks for the next check-in.

9.3 Internal Review

- i. The SE team will present the Progress Report to the Investment Committee.
- ii. The Investment Committee will review the report and recommend follow-up actions or areas of concern to be monitored in subsequent engagements.
- iii. The Investment Committee may also provide strategic input to support the beneficiary's progress or flag high-risk developments.

10. COMMITTEE PANEL FOR SOCIAL ENTERPRISE FUND

The following are the committees for SEF:

10.1 Investment Committee ("IC")

10.1.1 Core Functions

- a) To review the Project Proposal;
- b) To approve the projects that meet the criteria assessment score;
- c) To recommend any improvements for each project to ensure that the project objectives are achieved and the conditions outlined in the Agreement are fulfilled;
- d) To decide on the terms and fund amount.

10.1.2 Committee Members

INVESTMENT COMMITTEE

Chairperson: Board of Director, MyCV

Acting Chairperson: Group Chief Executive Officer, MyCV

Committee Members:

- 1. Board of Director, MyCV
- 2. Board of Director, MyCV
- 3. Board of Director, MyCV

Meeting Quorum:

One (1) chairperson and two (2) committee members

11. DISBURSEMENT SCHEDULE

11.1 Early Stage ("E1")

a) Funding Less Than RM50,000

- i. First Disbursement 50%
- ii. Second Disbursement 50%

b) Funding RM50,000 and Above

- i. First Disbursement 40%
- ii. Second Disbursement 40%
- iii. Third Disbursement 20%

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11.2 Growth Stage ("G2")

- a) Grant (20% of the total Funding)
 - i. First Disbursement 40%
 - ii. Second Disbursement 40%
 - iii. Third Disbursement 20%

b) Revenue Rights (80% of the total Funding)

i. Tranches will be based on IC's decision/recommendation

SOCIAL ENTERPRISE FUND PROCESS

Process Owner Investment Process 3.1/4.1 Deal Origination SE 3.1.1/4.1.1 Identify Potential Investees as either E1 or G2 based on criteria Early Stage (E1) **Growth Stage (G2)** SE, GRM, Legal, 3.2 Pre-screening Evaluation 4.2 Pre-screening Evaluation IC 3.2.1 Brief Investment Proposal 4.2.1 Brief Investment Proposal 3.2.2 Approval to Issue LO 4.2.2 Approval to Issue LO **E1** G2 4.3 Full Evaluation 3.3 Full Evaluation 4.3.1 Evaluation with Internal Due SE, GRM, Legal, 3.3.1 Evaluation with only Internal Diligence IC, Consultant Due Diligence *External due diligence on ESG is subjected to case-to-case basis* 3.4 Investment Approval 4.4 Investment Approval 3.4.1 Approval and Endorsement of 4.4.1 Approval and Endorsement of SE, IC, BOD Full Investment Paper by IC Full Investment Paper by IC 3.4.2 Notification to the BOD 4.4.2 Notification to the BOD **E1** 3.5 Disbursement 4.5 Disbursement 3.5.1 Disbursement with One 4.5.1 Disbursement with Multiple SE, Credit Tranche or Multiple Tranches Linked Tranches Linked to Milestones and Admin, GCEO to Milestones and Progress Report RSA repayment schedule G2 E1 3.6 Monitoring 4.6 Monitoring SE, GRM, Legal, 3.6.1 Monthly Check-Ins 4.6.1 Mentorship Check-Ins IC 3.6.2 Progress Reporting 4.6.2 Progress Reporting SE, IC, Legal G2 **E1** 3.7 Change Request 3.7 Change Request GRM, GCEO E1 4.8 Exit **3.8 Exit** 4.8.1 Graduation (Grant Agreement) SE, GRM, Legal, 3.8.1 Graduation IC, BOD 4.8.2 Exit from Revenue Rights Agreement