

**European Bank  
for Reconstruction and Development**

**The EBRD GEF Investment Special Fund**

**Annual Financial Report  
31 December 2016**

# The EBRD GEF Investment Special Fund

## Contents

|   |    |
|---|----|
| Income statement.....                                 | 1  |
| Statement of comprehensive income .....               | 1  |
| Balance sheet .....                                   | 1  |
| Statement of changes in contributor's resources ..... | 2  |
| Statement of cash flows .....                         | 2  |
| Accounting policies .....                             | 3  |
| Risk management .....                                 | 9  |
| Notes to the financial statements .....               | 13 |
| Independent Auditor's report to the Governors .....   | 16 |

# The EBRD GEF Investment Special Fund

## Income statement

For the year ended 31 December 2016

|   | Note | Year to<br>31 December<br>2016<br>€ 000 | Year to<br>31 December<br>2015<br>€ 000 |
|---|------|---|---|
| Interest income                         |      | 59                                      | 5                                       |
| Interest income refunded                |      | (59)                                    | (5)                                     |
| Disbursements for technical cooperation | 3    | (12)                                    | (118)                                   |
| Foreign exchange movements              |      | (53)                                    | (6)                                     |
| Management fee expense                  | 10   | (1,236)                                 | (1,761)                                 |
| Impairment charge on loan commitments   | 4    | (53)                                    | -                                       |
| Concessional loan discount              | 5    | (342)                                   | -                                       |
| <b>Net loss for the year</b>            |      | <b>(1,696)</b>                          | <b>(1,885)</b>                          |
| Attributable to:                        |      |   |   |
| <b>Contributor</b>                      |      | <b>(1,696)</b>                          | <b>(1,885)</b>                          |

## Statement of comprehensive income

For the year ended 31 December 2016

|  | Note | Year to<br>31 December<br>2016<br>€ 000 | Year to<br>31 December<br>2015<br>€ 000 |
|--|------|---|---|
| Net loss for the year  |      | (1,696)                                 | (1,885)                                 |
| <b>Other comprehensive expense</b>   |      |   |   |
| Foreign exchange movement between functional and presentational currencies |      | (62)                                    | (34)                                    |
| <b>Total comprehensive expense</b>   |      | <b>(1,758)</b>                          | <b>(1,919)</b>                          |
| Attributable to:   |      |   |   |
| <b>Contributor</b>   |      | <b>(1,758)</b>                          | <b>(1,919)</b>                          |

These items will not subsequently be reclassified to profit or loss.

## Balance sheet

At 31 December 2016

|   | Note | 31 December<br>2016<br>€ 000 | 31 December<br>2015<br>€ 000 |
|---|------|------------------------------|------------------------------|
| <b>Assets</b>                                 |      |                              |                              |
| Placements with credit institutions           |      | 23,146                       | 24,028                       |
| Contributions receivable                      | 6    | 3,810                        | -                            |
| <b>Total assets</b>                           |      | <b>26,956</b>                | <b>24,028</b>                |
| <b>Liabilities</b>                            |      |                              |                              |
| Management fee payable                        | 10   | 1,236                        | 1,772                        |
| Disbursements for technical cooperation       |      | -                            | 9                            |
| Interest refundable                           |      | 32                           | 4                            |
| Concessional loan discount                    | 5    | 343                          | -                            |
| Provisions for impairment of loan commitments | 4    | 53                           | -                            |
| Contributor's resources                       |      |                              |                              |
| Contributions                                 | 6    | 29,148                       | 24,341                       |
| Reserves and accumulated loss                 |      | (3,856)                      | (2,098)                      |
| <b>Total contributor's resources</b>          |      | <b>25,292</b>                | <b>22,243</b>                |
| <b>Total liabilities</b>                      |      | <b>26,956</b>                | <b>24,028</b>                |
| <b>Memorandum items</b>                       |      |                              |                              |
| Undrawn loan commitments                      |      | 1,704                        | -                            |

# The EBRD GEF Investment Special Fund

## Statement of changes in contributor's resources

For the year ended 31 December 2016

|                                       | Contributions | General reserve | Accumulated    | Total         |
|---------------------------------------|---------------|-----------------|----------------|---------------|
|                                       | € 000         | € 000           | loss<br>€ 000  | € 000         |
| At 31 December 2014                   | 2,072         | (2)             | (177)          | 1,893         |
| Contributions received and receivable | 22,139        | -               | -              | 22,139        |
| Revaluation of contributions          | 130           | -               | -              | 130           |
| Total comprehensive expense           | -             | (34)            | (1,885)        | (1,919)       |
| At 31 December 2015                   | 24,341        | (36)            | (2,062)        | 22,243        |
| Contributions received and receivable | 4,113         | -               | -              | 4,113         |
| Revaluation of contributions          | 694           | -               | -              | 694           |
| Total comprehensive expense           | -             | (62)            | (1,696)        | (1,758)       |
| <b>At 31 December 2016</b>            | <b>29,148</b> | <b>(98)</b>     | <b>(3,758)</b> | <b>25,292</b> |

## Statement of cash flows

For the year ended 31 December 2016

|   | Year to     |                | Year to     |               |
|---|-------------|----------------|-------------|---------------|
|   | 31 December |                | 31 December |               |
|   | € 000       | 2016<br>€ 000  | € 000       | 2015<br>€ 000 |
| <b>Cash flows used in operating activities</b>                |             |                |             |               |
| Net loss for the year   |             | (1,696)        |             | (1,885)       |
| Adjustment for:   |             |                |             |               |
| Interest income   |             | (59)           |             | (5)           |
| Foreign exchange movement                                     |             | 53             |             | 6             |
| Provisions and concessional loan discount                     |             | 395            |             | -             |
| Interest income refunded                                      |             | 59             |             | 5             |
| Management fee expense  |             | 1,236          |             | 1,761         |
|   |             | (12)           |             | (118)         |
| Interest income received                                      |             | 59             |             | 5             |
| Interest refunded   |             | (32)           |             | (2)           |
| Management fees paid  |             | (1,735)        |             | -             |
| (Decrease)/Increase in operating liabilities:                 |             |                |             |               |
| Disbursements for technical cooperation                       |             | (9)            |             | 9             |
| <b>Net cash used in operating activities</b>                  |             | <b>(1,729)</b> |             | <b>(106)</b>  |
| <b>Cash flows from financing activities</b>                   |             |                |             |               |
| Contributions received  |             | 303            |             | 22,139        |
| <b>Net cash from financing activities</b>                     |             | <b>303</b>     |             | <b>22,139</b> |
| <b>Net (decrease)/increase in cash and cash equivalents</b>   |             | <b>(1,426)</b> |             | <b>22,033</b> |
| <b>Cash and cash equivalents at the beginning of the year</b> |             | <b>24,028</b>  |             | <b>1,894</b>  |
| Effect of foreign exchange rate changes                       |             | 544            |             | 101           |
| <b>Cash and cash equivalents at 31 December</b>               |             | <b>23,146</b>  |             | <b>24,028</b> |

# The EBRD GEF Investment Special Fund

## Accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

### A. Basis of preparation

These financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). The financial statements have been prepared under the historical cost convention, as modified by the revaluation of financial assets held at fair value through profit or loss. The financial statements have been prepared on a going concern basis.

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the policies of the EBRD GEF Investment ("the Fund"). The areas involving a higher degree of judgement or complexity, or areas where judgements and estimates are significant to the financial statements, are disclosed in "Critical accounting estimates and judgements" within the section for Accounting Policies.

#### *New and amended IFRS mandatorily effective for the current reporting period*

There are a number of amendments to standards effective for the current reporting period which have no or negligible impact on the Fund's financial statements, namely:

- IFRS 11: Joint Arrangements
- IAS 1: Presentation of Financial Statements
- IAS 16: Property, Plant and Equipment
- IAS 38: Intangible Assets

#### *IFRS not yet mandatorily effective but adopted early*

IFRS 9: Financial Instruments is the IASB's replacement project for IAS 39. The Standard has developed in phases and was completed in July 2014 with a mandatory application date for annual reporting periods beginning on or after January 1, 2018. The Fund adopted the first phase 'recognition and measurement of financial assets' (November 2009) in its 2010 financial statements. See the accounting policy for financial assets for more details.

#### *IFRS not yet mandatorily effective and not adopted early*

The following standards are not yet effective and have not been adopted early.

| Pronouncement                                    | Nature of change  | Potential Impact   |
|--|---|--|
| Amendments to:<br>IFRS 2: Share-based<br>Payment | Accounting for a modification of a share-based payment transaction that changes its classification from cash-settled to equity-settled.<br><br>Effective for annual reporting periods beginning on or after 1 January 2018.   | The Fund considers that this standard is not applicable to its operations. |
| Amendments to:<br>IFRS 4: Insurance<br>Contracts | Provides guidance for insurers in applying IFRS 9: Financial Instruments with IFRS 4: Insurance Contracts.<br><br>Effective for annual reporting periods beginning on or after 1 January 2018.  | The Fund considers that this standard is not applicable to its operations. |
| IFRS 9<br>Financial Instruments                  | Classification and measurement of financial liabilities (October 2010).<br><br>Hedge accounting (November 2013).<br><br>Impairment methodology and introduction of 'fair value through other comprehensive income' measurement category for financial assets represented by simple debt | The Fund is yet to assess the potential impact of adopting this standard.  |

# The EBRD GEF Investment Special Fund

|  |  |   |
|--|--|---|
|  | instruments (July 2014).   |   |
|  | IFRS 9 to be adopted in its entirety for annual reporting periods beginning on or after January 1, 2018.   |   |
| Amendments to:<br>IFRS 10:<br>Consolidation<br>Financial Statements<br>and<br>IAS 28: Investments in<br>Associates and Joint<br>Ventures | Provides guidance for accounting for the loss of control of a subsidiary as a result of a transaction involving an associate or a joint venture that is accounted for using the equity method.<br><br>Effective for annual reporting periods beginning on or after a date to be determined by the IASB.      | The Fund considers that this amendment has no applicability to its existing operations.   |
| IFRS 15: Revenue<br>from Contracts with<br>Customers   | Establishes principles for reporting useful information to users of financial statements about the nature, amount, timing and uncertainty of revenue and cash flows arising from an entity's contracts with customers.<br><br>Effective for annual reporting periods beginning on or after 1 January 2018.   | The Fund is yet to assess the potential impact of adopting this standard.                 |
| IFRS 16: Leases  | Sets out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract, ie the customer ('lessee') and the supplier ('lessor').<br><br>Effective for annual reporting periods beginning on or after 1 January 2019.                                  | The Fund considers that this amendment has no applicability to its existing operations.   |
| Amendments to:<br>IAS 7: Statement of<br>Cash Flows  | An entity shall provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes.<br><br>Effective for annual reporting periods beginning on or after 1 January 2017. | This is a disclosure requirement only which the Fund will comply with in 2017.            |
| Amendments to:<br>IAS 12: Income Taxes   | Clarifies the requirements on recognition of deferred tax assets for unrealized losses on debt instruments measured at fair value<br><br>Effective for annual reporting periods beginning on or after 1 January 2017.  | The Fund is exempt from all forms of direct taxes and so this Standard is not applicable. |

## B. Significant accounting policies

### Financial assets - Classification and measurement

The Fund early adopted the first instalment of IFRS 9: Financial Instruments, concerning the classification and measurement of financial assets, with effect from 7 May 2014. Pursuant to that adoption, the Fund classifies its financial assets in the following categories: those measured at amortised cost and those measured at fair value. This classification depends on both the contractual characteristics of the assets and the business model adopted for their management.

#### *Financial assets at amortised cost*

An investment is classified as 'amortised cost' only if both of the following criteria are met: the objective of the Fund's business model is to hold the asset to collect the contractual cash flow; and the contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal outstanding, interest being consideration for the time value of money and the credit risk associated with the principal amount outstanding.

Investments meeting these criteria are measured initially at fair value plus transaction costs that are directly attributable to the acquisition of the financial assets. The initial fair value of a financial asset is normally represented by the transaction price exchanged for its acquisition or origination as the price is assumed to reflect the market conditions that an entity would normally have taken into consideration in determining the transaction price. The Fund makes loans to its borrowers at concessional rates and therefore each loan is

# The EBRD GEF Investment Special Fund

priced at a discount to normal market rates. This discount to fair value is accounted for as a "day one" loss through the Fund's income statement, with a corresponding liability. The day one loss is recognised upon signing the loan.

Subsequently, these loans are measured at amortised cost using the effective interest method, less any impairment that may be necessary. The initial fair value discount applied to each loan is therefore recovered in the effective interest rate at which income is recognised in the income statement over the tenor of the loan.

The Fund's financial assets at amortised cost are recognised at settlement date.

## *Financial assets at fair value*

If either of the two criteria above is not met, the debt instrument is classified as 'fair value through profit or loss'. The Fund does not currently have any such assets in this category.

## **Financial liabilities**

The Fund has not adopted early that part of IFRS 9 which relates to financial liabilities and therefore applies IAS 39: Financial Instruments.

All financial liabilities are measured at amortised cost.

## **Impairment of financial assets**

The Fund has not adopted early that part of IFRS 9 which relates to impairments and therefore still applies IAS 39: Financial Instruments.

Where there is objective evidence that an identified loan asset is impaired, specific provisions for impairment are recognised in the income statement. Impairment is quantified as the difference between the carrying amount of the asset and the net present value of expected future cash flows discounted at the asset's original effective interest rate where applicable. The carrying amount of the asset is reduced through the use of an allowance account and the amount of the loss is recognised in the income statement. The carrying amount of the asset is reduced directly only upon write-off. Resulting adjustments include the unwinding of the discount in the income statement over the life of the asset, and any adjustments required in respect of a reassessment of the initial impairment.

The criteria that the Fund uses to determine that there is objective evidence of an impairment loss include:

- delinquency in contractual payments of principal or interest;
- cash flow difficulties experienced by the borrower;
- breach of loan covenants or conditions;
- initiation of bankruptcy proceedings;
- deterioration in the borrower's competitive position; and
- deterioration in the value of collateral.

Provisions for impairment of classes of similar assets that are not individually identified as impaired are calculated on a portfolio basis (the general provision). The methodology used for assessing such impairment is based on a risk-rated approach for non-sovereign assets. The Fund's methodology calculates impairment on an incurred loss basis. Impairment is deducted from the asset categories on the balance sheet.

Impairment, less any amounts reversed during the year, is charged to the income statement. When a loan is deemed uncollectible the principal is written off against the related impairment provision. Such loans are written off only after all necessary procedures have been completed and the amount of the loss has been determined. Recoveries are credited to the income statement if previously written off.

Loans and advances are generally renegotiated in response to an adverse change in the circumstances of the borrower. Depending upon the degree to which the original loan is amended, it may continue to be recognised or will be derecognised and replaced with a new loan. To the extent the original loan is retained, it will continue to be shown as overdue if appropriate and individually impaired where the renegotiated payments of interest and principal will not recover the original carrying amount of the asset.

# The EBRD GEF Investment Special Fund

## **Contributor's resources**

The Fund recognises contributions received from the contributor as a liability on the basis that the Fund is obligated to return such contributions, upon request of the contributor, to the extent these are not needed to meet existing commitments and obligations of the Fund.

## **Statement of cash flows**

The statement of cash flows is prepared using the indirect method. Cash and cash equivalents comprise balances with less than three months maturity from the date of the transaction, which are available for use at short notice and that are subject to insignificant risk of changes in value.

## **Disbursements for technical cooperation**

Disbursements for technical cooperation, which represent payments for consultancy services provided to the Fund over a period of time, are recorded as expenditure over the period during which the services are received.

## **Foreign currencies**

The functional currency of the Fund is the United States dollar (USD) as this reflects the transactions, events and conditions under which the Fund conducts its business. For financial statement reporting purposes the unit of measurement is the euro (EUR).

For functional currency reporting, transactions in currencies other than USD are translated into USD at exchange rates ruling at the time of the transaction. All assets and liabilities in currencies other than USD are re-translated into USD at spot rates ruling at 31 December 2016 with the resultant exchange gains or losses taken to the income statement.

For financial statement reporting, income and expenses (excluding exchange gains or losses) are translated from the functional currency to euro using exchange rates ruling at the time of the transaction. Exchange gains or losses are translated from the functional currency to euro at 31 December 2016 using the average exchange rate for the year. Assets and liabilities denominated in the functional currency are re-translated to euro at spot rates ruling at 31 December 2016 with the resultant exchange gains and losses taken to other comprehensive income.

## **Contributions**

Contributions received in currencies other than USD are translated into USD at the exchange rates ruling at the time of the transaction. Currencies are then subsequently re-translated to euro at the year-end exchange rate.

Contributions are recognised as receivable on the balance sheet on the date of project approval by the Board of Directors ("the Board") of the European Bank for Reconstruction and Development ("the Bank") following receipt of a letter of commitment from the Contributor. Contributions receivable have not been discounted on a present value basis as there is no indication as to their precise payment date. The Fund is satisfied that they will be realised for the amounts stated in the financial statements.

## **General reserve**

The general reserve represents foreign exchange movements on translation from functional currency to presentational currency.

## **Interest**

Interest is recorded on an accruals basis. All interest income is recognised within 'interest income' in the income statement.

# The EBRD GEF Investment Special Fund

## Taxation

In accordance with Article 53 of the Agreement Establishing the European Bank for Reconstruction and Development (“the AEB”) (“the Bank” or “the EBRD”) within, the scope of its official activities, the Bank, its assets, property and income are exempt from all direct taxes and all taxes and duties levied upon goods and services acquired or imported, except for those parts of taxes or duties that represent charges for public utility services. As described in note 1, this exemption is extended to the Fund.

## C. Critical accounting estimate and judgements

Preparing financial statements in conformity with IFRS requires the Fund to make estimates and judgements that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts included in the income statement during the reporting period.

The Fund’s critical accounting estimates and judgements are as follows:

### *Provisions for the impairment of loan commitments*

The Fund’s method for determining the level of impairment of loan commitments is described within the accounting policies section of the report and further explained under credit risk within the risk management section of the report. As described in the risk management section the Fund participates in investments jointly with the Bank and credit risk is jointly managed. Accordingly, the risk management disclosures are based on the Bank’s risk processes and procedures.

Portfolio provisions for the unidentified impairment of loan commitments at 31 December 2016 were €53,000 (2015: nil).

During 2016 the Bank carried out its regular annual review of the loss parameters underpinning estimates of unidentified impairment, with the aim of better reflecting the Bank’s loss experience. This review resulted in a modest reduction in the level of portfolio provisions. The key revision to these estimates was:

### **Probability of default**

- In determining the probabilities of default for each risk rating, the historical datasets used to calibrate the rates were updated to include 2015. This was carried out for both the internal and external data used to determine the final probability of default rates.

There would be no change to the portfolio provisions for the unidentified impairment of loan investments if this change to loss parameter estimates had been applied at 31 December 2015, as the Fund did not have a provision. No estimate of the effect these changes may have on future periods has been undertaken on the grounds of impracticability.

The sensitivity of portfolio provisions as at 31 December 2016 to the key variables used in determining the level of impairment is provided below.

### **Risk ratings**

- If all loan commitments were upgraded by three 'notches' or detailed ratings on the Bank’s probability of default rating scale, this would result in a reduction of €43,000 in portfolio provisions on loan investments.
- Conversely, if all loan commitments were downgraded by three 'notches' or detailed ratings on the Bank’s probability of default rating scale, this would result in no change to the income statement in relation to portfolio provisions for loans.

### **Probability of default rates**

- In determining the probabilities of default for each risk rating, the relative weighting applied to external data and the Bank’s own experience is reviewed annually. The 2016 general provisioning methodology applies a 67 per cent weighting to the Bank’s own experience and a 33 per cent weighting to external data. A +/- 10 percentage points change in the weighting assigned to the Bank’s own experience would lead to a change in portfolio provisions of +/- €5,000.

## **The EBRD GEF Investment Special Fund**

### **Loss emergence period**

- Provisions for unidentified impairment are made to reflect losses arising from events existing but not identified at the balance sheet date and which will emerge within a 12 month period from that date. If the loss emergence period was reduced to three months it is broadly estimated that this would result in a decrease in portfolio provisions charged to the income statement of approximately €39,000.

### **Loss given default rates**

- A change in loss given default rates by ten percentage points would lead to a change in portfolio provisions of +/- €12,000.

# The EBRD GEF Investment Special Fund

## Risk management

The Fund was established to provide financing to promote environmental and sustainable development and cover the incremental costs associated with introducing global environmental benefits to local and regional projects. To achieve this, the Fund will provide concessional loans alongside the Bank's market rate loans, as well as grants in support of technical cooperation and investment incentives.

As the primary purpose of the Fund is to provide concessional lending and grants rather than to generate a return on its assets, most financial risks are not actively managed by the Fund. As the Fund will participate in investments alongside the Bank, although under different terms, credit risk is jointly managed; however the Fund does not hedge against market risk and is hence exposed to interest rate and foreign exchange risk.

### Risk governance

The Fund follows the Bank's risk governance procedures as below:

The Bank's overall framework for identifying and managing risks is underpinned by the Banking Vice-Presidency being the first line of defence related to debt and equity operations and an independent second line of defence control functions, including the Risk Management department, Office of the Chief Compliance Officer, Environmental and Social Department, Finance Department, Evaluations Department and other relevant units. An Internal Audit Department acts as third line of defence and independently assesses the effectiveness of the processes within the first and second lines of defence. The Vice President, Risk and Compliance, Chief Risk Officer (CRO) is responsible for ensuring the independent risk management of the Banking exposures, including adequate processes and governance structure for independent identification, measurement, monitoring and mitigation of risks incurred by the Bank. The challenge of the control functions, review of their status and assessment of their ability to perform duties independently falls within the remit of the Audit Committee of the Board.

Matters related to Bank-wide risk and associated policies and procedures are considered by the Risk Committee. The Risk Committee is accountable to the President. It oversees all aspects of the Banking portfolio across all sectors and countries, and provides advice on Risk Management policies, measures and controls. It also approves proposals for new products submitted by Banking. The membership comprises senior managers across the Bank including representatives from Risk Management, Finance, Banking and the Office of the General Counsel.

The Risk Committee is chaired by the VP Risk and Compliance, CRO.

The Managing Director, Risk Management reports to the VP Risk and Compliance, CRO and leads the overall management of the department. Risk Management provides an independent assessment of risks associated with individual investments undertaken by the Bank, and performs an ongoing review of the portfolio to monitor credit, market and liquidity risks and to identify appropriate risk management actions. It also assesses and proposes ways to manage risks arising from correlations and concentrations within the portfolio, and ensures that adequate systems and controls are put in place for identifying and managing operational risks across the Bank. It develops and maintains the Risk Management policies to facilitate Banking and Treasury operations and promotes risk awareness across the Bank.

In exercising its responsibilities, Risk Management is guided by its mission to:

- Provide assurance to stakeholders that risk decision-making in the Bank is balanced and within agreed appetite, and that control processes are rigorously designed and applied; and
- Support the Bank's business strategy including the maximisation of transition impact through provision of efficient and effective delivery of risk management advice, challenge and decision making.

# The EBRD GEF Investment Special Fund

## A. Credit risk

Credit risk is the potential loss to a portfolio that could result from the default of a counterparty or the deterioration of its creditworthiness. The Fund may also be exposed to concentration risk, which is the risk arising from too high a proportion of the portfolio being allocated to a specific country, industry sector or obligor, or to a particular type of instrument or individual transaction.

The Fund is exposed to credit risk as borrowers and counterparties could default on their contractual obligations, or the value of the Fund's investments could become impaired.

The carrying amounts of financial assets presented on the balance sheet, together with the undrawn commitments as shown under memorandum items, best represents the Fund's maximum exposure to credit risk at 31 December 2016 and 31 December 2015, without taking account of any collateral held or other credit enhancements.

### **Credit risk management and measurement**

As previously stated, the Fund participates jointly with the Bank in the financing of investments in the Bank's countries of operations. It therefore benefits from the same governance process employed by the Bank in the measurement and management of credit exposures, which is described below.

#### *Underlying principles and procedures*

The Board of Directors ("the Board") approves a document that defines the principles underlying the credit process for the approval, management and review of Banking exposures. The Audit Committee periodically reviews these principles and its review is submitted to the Board for approval.

#### *Individual projects*

The Operations Committee reviews all Banking projects prior to their submission for Board approval. The Committee is chaired by the First Vice President and Head of Client Services Group and its membership comprises senior managers of the Bank, including the VP Risk & Compliance, CRO and the Managing Director, Risk Management. A number of frameworks for smaller projects are considered by the Small Business Investment Committee or by senior management under a delegated authority framework supervised by the Operations Committee. The project approval process is designed to ensure compliance with the Bank's criteria for sound banking, transition impact and additionality. It operates within the authority delegated by the Board, via the President, to approve projects within Board-approved framework operations. The Operations Committee is also responsible for approving significant changes to existing operations.

Risk Management conducts reviews of all exposures within the Banking portfolio. At each review, Risk Management assesses whether there has been any change in the risk profile of the exposure, recommends actions to mitigate risk and reconfirms or adjusts the risk rating.

#### *Portfolio level review*

Risk Management reports on the development of the portfolio as a whole on a quarterly basis to the Audit Committee of the Board. The report includes a summary of key factors affecting the portfolio and provides analysis and commentary on trends within the portfolio and various sub-portfolios. It also includes reporting on compliance with all portfolio risk limits including an explanation of any limit breaches.

To identify emerging risk and enable appropriate risk mitigating actions Risk Management also conducts regular Bank-wide (top-down) and country level (bottom-up) stress testing exercises and comprehensive reviews of its investment portfolios. The Bank recognises that any resulting risk mitigation is constrained by the limited geographical space within which the Bank operates.

### **EBRD internal ratings**

#### *Probability of default (PD)*

The Bank assigns its internal risk ratings to all counterparties, including borrowers, investee companies, guarantors and sovereigns in the Banking portfolio. Risk ratings reflect the financial strength of the counterparty as well as consideration of any implicit support, for example from a major shareholder. The sovereign rating takes into consideration the ratings assigned by external rating agencies. For non-sovereign operations, probability of default ratings are normally capped by the sovereign rating, except where the Bank

## The EBRD GEF Investment Special Fund

has recourse to a guarantor from outside the country which may have a better rating than the local sovereign rating.

The table below shows the Bank's internal probability of default rating scale from 1.0 (lowest risk) to 8.0 (highest risk) and how this maps to the external ratings of Standard & Poor's (S&P). References to risk rating through this text relate to probability of default ratings unless otherwise specified.

| EBRD risk category | EBRD risk rating | External rating equivalent | Category name     | Broader category |
|--------------------|------------------|----------------------------|-------------------|------------------|
| 1                  | 1.0              | AAA                        | Excellent         | Investment Grade |
| 2                  | 1.7<br>2.0       | AA+<br>AA                  | Very Strong       |                  |
|                    | 2.3/2.5          | AA-                        |                   |                  |
| 3                  | 2.7              | A+                         | Strong            |                  |
|                    | 3.0              | A                          |                   |                  |
|                    | 3.3              | A-                         |                   |                  |
| 4                  | 3.7              | BBB+                       | Good              | Risk class 5     |
|                    | 4.0              | BBB                        |                   |                  |
|                    | 4.3              | BBB-                       |                   |                  |
| 5                  | 4.7              | BB+                        | Fair              |                  |
|                    | 5.0              | BB                         |                   |                  |
|                    | 5.3              | BB-                        |                   |                  |
| 6                  | 5.7              | B+                         | Weak              | Risk class 6     |
|                    | 6.0              | B                          |                   |                  |
|                    | 6.3              | B-                         |                   |                  |
| 7                  | 6.7              | CCC+                       | Special Attention | Classified       |
|                    | 7.0              | CCC                        |                   |                  |
|                    | 7.3              | CCC-/CC/C                  |                   |                  |
| 8                  | 8.0              | D                          | Non-performing    |                  |

### *Loss given default (LGD)*

The Bank assigns loss given default percentages on a scale of 0 to 100 determined by the seniority of the instrument in which the Bank invested.

### *Non-performing loans (NPL)*

#### *NPL definition*

An asset is designated as non-performing when either the borrower is more than 90 days past due on payment to any material creditor, or when Risk Management considers that the counterparty is unlikely to pay its credit obligations in full without recourse by the Bank to actions such as realising security, if held.

#### *Provisioning methodology*

A specific provision is raised on all NPLs accounted for at amortised cost. The provision represents the amount of expected loss, being the difference between the outstanding amount from the client and the expected recovery amount. The expected recovery amount is equal to the present value of the estimated future cash flows discounted at the loan's original effective interest rate.

#### *General portfolio provisions*

In the performing portfolio, provisions are held against losses incurred but not identified at the balance sheet date. These amounts are based on the PD rates associated with the rating assigned to each counterparty, the LGD parameters reflecting product seniority and the Exposure at Default (EAD). EAD is calculated based on outstanding operating assets and the expected disbursement of committed but not yet drawn amounts.

## **Credit risk exposures**

#### *Placements with credit institutions*

The Fund's placements with credit institutions were all classified at the internal risk rating category of 2 (approximately AA+ to AA- in terms of S&P equivalent).

#### *Undrawn loan commitments*

The Fund's undrawn loan commitments were internally risk rated at 7.

#### *Concentration of credit risk exposure*

The Fund's credit risk exposure is concentrated in a single geographical region, Ukraine and a single industry sector, infrastructure.

# The EBRD GEF Investment Special Fund

## B. Market risk

Market risk is the potential loss that could result from adverse market movements. The drivers of market risk for the Fund are interest rate and foreign exchange risk.

### Market risk management and measurement

As discussed at the beginning of the risk management section, the Fund does not actively monitor or hedge against market risk.

#### *Interest rate risk*

Interest rate risk is the risk that the value of a financial instrument will fluctuate due to changes in market interest rates. The length of time for which the rate of interest is fixed on a financial instrument indicates to what extent it is exposed to interest rate risk.

The Fund's placements are repriced to market interest rates within one month, therefore the exposure to interest rate risk is considered to be minimal.

#### *Foreign exchange risk*

Foreign exchange risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

The Fund's net exposure to foreign exchange risk is considered to be minimal, at 31 December 2016 as outlined in the table below.

|  | United States |                | <b>Total</b> |
|--|---------------|----------------|--------------|
|  | Euro          | dollars        |              |
|  | 2016          | 2016           | 2016         |
|  | € 000         | € 000          | € 000        |
| <b>Total assets</b>                                  | 1,835         | 25,121         | 26,956       |
| <b>Total liabilities and contributor's resources</b> | -             | (26,956)       | (26,956)     |
| <b>Net currency position at 31 December 2016</b>     | <b>1,835</b>  | <b>(1,835)</b> | <b>-</b>     |

|  | United States |                | Total    |
|--|---------------|----------------|----------|
|  | Euro          | dollars        |          |
|  | 2015          | 2015           | 2015     |
|  | € 000         | € 000          | € 000    |
| <b>Total assets</b>                                  | 1,835         | 22,193         | 24,028   |
| <b>Total liabilities and contributor's resources</b> | -             | (24,028)       | (24,028) |
| <b>Net currency position at 31 December 2015</b>     | <b>1,835</b>  | <b>(1,835)</b> | <b>-</b> |

Based on the average five year absolute rolling average movement in the USD to euro exchange rate, the potential impact on other comprehensive income due to presentational currency movement, from a 5 per cent strengthening or weakening is €0.1 million (2015: €0.1 million).

## C. Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset.

The Rules of the Fund require that operations are financed from the resources of the Fund which comprise of contributions received. Accordingly, the Fund cannot commit more than the available resources and cannot borrow funds to finance operations. The Fund recognises contributions received as a liability, which will be returned to the contributor either upon termination of the Fund, or to the extent that funds remain uncommitted, upon request from the contributor. As a result, the Fund's exposure to liquidity risk is considered to be minimal.

# The EBRD GEF Investment Special Fund

## Notes to the financial statements

### 1. Creation of the Special Fund

The creation of the Fund was approved by the Board of Directors (“the Board”) of the Bank at its meeting of 7 May 2014 and is administered, inter alia, in accordance with the AEB and under the terms of the Rules and Regulations of the Fund and the Financial Procedures Agreement (“the FPA”).

The FPA was signed between the EBRD and the International Bank for Reconstruction and Development as the Trustee of the Global Environment Facility (“the Trustee”) on 6 November 2006. A new FPA was signed on 30 September 2009 superseding the previous version, and further amended on 9 March 2014.

The Fund became operational upon approval of the Rules on 7 May 2014.

The Fund’s principal office is located in London at One Exchange Square, EC2A 2JN.

The Fund was established in accordance with Article 18 of the AEB. The Fund is not part of the ordinary capital resources of the Bank, but any privileges and immunities available to the Bank are extended to the Fund. The objective of the Fund is to finance lending, guarantee or investment operations and provide financing for technical cooperation and investment incentives.

The FPA was extended on 3 December 2015 to a termination date of 30 December 2019. The FPA allows either the Bank or the Trustee to terminate the Fund by giving 60 days’ notice. The Rules allow the Board of Directors to terminate the Fund after consultation between the Bank and the Trustee.

### 2. President’s responsibilities

The President is responsible for preparing the financial statements in accordance with IFRS issued by the IASB.

### 3. Disbursements for technical cooperation

|                            | Commitments<br>approved<br>€ 000 | Disbursements<br>€ 000 | Undrawn<br>commitments<br>€ 000 |
|----------------------------|----------------------------------|------------------------|---------------------------------|
| <b>Total projects</b>      |                                  |                        |                                 |
| At 31 December 2014        | -                                | -                      | -                               |
| Movement in the period     | 118                              | (118)                  | -                               |
| At 31 December 2015        | 118                              | (118)                  | -                               |
| Movement in the period     | 12                               | (12)                   | -                               |
| <b>At 31 December 2016</b> | <b>130</b>                       | <b>(130)</b>           | <b>-</b>                        |

### 4. Provisions for impairment of loan commitments

|  | 2016<br>€ 000 | 2015<br>€ 000 |
|--|---------------|---------------|
| <b>Charge for the period</b>   |               |               |
| Portfolio provisions for the unidentified impairment of loan commitments | (53)          | -             |
| <b>Impairment charge on loan investments</b>                             | <b>(53)</b>   | <b>-</b>      |
| <b>Movement in provisions</b>  |               |               |
| Charge for the year to the income statement                              | (53)          | -             |
| <b>At 31 December</b>  | <b>(53)</b>   | <b>-</b>      |
| Representing:  |               |               |
| Portfolio provisions for the unidentified impairment of loan commitments | (53)          | -             |
| <b>At 31 December</b>  | <b>(53)</b>   | <b>-</b>      |

# The EBRD GEF Investment Special Fund

## 5. Concessional loans

|   | 2016         | 2015         |
|---|--------------|--------------|
|   | € 000        | € 000        |
| Day one concessional loan fair value discount | (342)        | -            |
| Foreign exchange movements                    | (1)          | -            |
| <b>At 31 December</b>                         | <b>(343)</b> | <b>-</b>     |
|   | <b>2016</b>  | <b>2015</b>  |
|   | <b>€ 000</b> | <b>€ 000</b> |
| Day one fair value adjustment                 | (342)        | -            |
| <b>Net loan discount movement</b>             | <b>(342)</b> | <b>-</b>     |

## 6. Contributions

|   | 2016          | 2015          |
|---|---------------|---------------|
|   | € 000         | € 000         |
| Cumulative contributions received         | 25,338        | 24,341        |
| Contributions receivable                  | 3,810         | -             |
| <b>Total contributions at 31 December</b> | <b>29,148</b> | <b>24,341</b> |

## 7. Analysis of current and non-current assets and liabilities

The table below provides the classification of current and non-current assets and liabilities in the balance sheet.

|   | Current         | Non-current  | Total           | Current         | Non-current | Total           |
|---|-----------------|--------------|-----------------|-----------------|-------------|-----------------|
|   | 2016            | 2016         | 2016            | 2015            | 2015        | 2015            |
|   | € 000           | € 000        | € 000           | € 000           | € 000       | € 000           |
| <b>Assets</b>                           |                 |              |                 |                 |             |                 |
| Placements with credit institutions     | 23,146          | -            | 23,146          | 24,028          | -           | 24,028          |
| Contributions receivable                | 3,810           | -            | 3,810           | -               | -           | -               |
| <b>Total assets</b>                     | <b>26,956</b>   | <b>-</b>     | <b>26,956</b>   | <b>24,028</b>   | <b>-</b>    | <b>24,028</b>   |
| <b>Liabilities</b>                      |                 |              |                 |                 |             |                 |
| Other financial liabilities             | (32)            | -            | (32)            | (4)             | -           | (4)             |
| Disbursements for technical cooperation | -               | -            | -               | (9)             | -           | (9)             |
| Management fee payable                  | (1,236)         | -            | (1,236)         | (1,772)         | -           | (1,772)         |
| Concessional loan discount              | -               | (343)        | (343)           | -               | -           | -               |
| Provisions for impairment               | -               | (53)         | (53)            | -               | -           | -               |
| Total contributor's resources           | (25,292)        | -            | (25,292)        | (22,243)        | -           | (22,243)        |
| <b>Total liabilities</b>                | <b>(26,560)</b> | <b>(396)</b> | <b>(26,956)</b> | <b>(24,028)</b> | <b>-</b>    | <b>(24,028)</b> |

## 8. Fair value of financial assets and liabilities

The carrying amounts of financial assets and liabilities presented on the balance sheet approximate to their fair value.

## 9. Events after the reporting period

There have been no material events since the reporting date that would require disclosure or adjustment to these financial statements.

## 10. Related parties

The Fund's related parties are the Bank and the Trustee.

Fees are paid to the Bank based on a fixed fee per contribution as approved by the Trustee. The fees paid during the year are disclosed in the income statement. As at 31 December 2016 there are accrued fees of €1.24 million payable to the Bank (2015: €1.76 million).

External auditor's remuneration of €6,700 (2015: €7,700) is payable by the Bank from the management fee. In 2014 the Bank approved an extension of the term of appointment from four year to five with a maximum of two consecutive terms. Deloitte LLP (UK) completed its first four year term in 2014 and has been re-appointed for the five year period 2015 – 2019.

## **The EBRD GEF Investment Special Fund**

The fall in the fee for the audit services paid to the Fund's external auditor from 2015 to 2016 is attributable to movements in the value of pound sterling. The pound sterling equivalent of these fees was £5,800 (2015: £5,700).

# **INDEPENDENT AUDITOR’S REPORT TO THE GOVERNORS OF THE EUROPEAN BANK FOR RECONSTRUCTION AND DEVELOPMENT (“THE BANK”)**

## **Report on the financial statements**

### **Opinion**

We have audited the financial statements of EBRD GEF Investment Special Fund (“the Fund”) for the year ended 31 December 2016 which comprise the income statement, the statement of comprehensive income, the balance sheet, the statement of changes in contributors’ resources, the statement of cash flows, the accounting policies, the risk management statement and the related notes 1 to 10.

In our opinion the Financial Statements present fairly, in all material respects, the financial position of the EBRD GEF Investment Special Fund as at 31 December 2016 and its financial performance and cash flows for the year then ended in accordance with International Financial Reporting Standards issued by the International Accounting Standards Board (IASB).

### **Basis for Opinion**

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor’s Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Fund in accordance with the International Ethics Standards Board for Accountants’ Code of Ethics for Professional Accountants (IESBA Code) together the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **President’s responsibility for the financial statements**

The President is responsible for the preparation and fair presentation of the Financial Statements in accordance with the International Financial Reporting Standards issued by the International Accounting Standards Board, and for such internal control as the President determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the President is responsible for assessing the Fund’s ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Fund or to cease operations, or has no realistic alternative but to do so.

The President is responsible for overseeing the Fund’s financial reporting process.

### **Auditor’s Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Fund’s internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the President.

- Conclude on the appropriateness of the President's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Fund's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Fund to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

#### **Report on other legal and regulatory requirements**

We also report to you if, in our opinion, the financial statements are not in agreement with the accounting records, if the proper accounting records have not been kept, or if we have not received all the information and explanations we require for our audit. We have nothing to report in connection with these matters.

#### **Other matters**

This report, including the opinion, has been prepared for, and only for, the Bank in accordance with Article 24 of the Agreement Establishing the Bank dated 29 May 1990, and for the use of the contributor and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this Report is shown or into whose hands it may come, save where expressly agreed by our prior consent in writing.



Deloitte LLP  
Chartered Accountants London,  
United Kingdom  
5 April 2017