

PUBLIC

**DOCUMENT OF THE EUROPEAN BANK
FOR RECONSTRUCTION AND DEVELOPMENT**

**MINUTES OF THE BOARD MEETING OF
29 NOVEMBER 2017**

PUBLIC

Meeting of the Board of Directors – 29 November 2017
List of Attendance

Chairman	President	
First Vice President	Phil Bennett	
Secretary General	Enzo Quattrocio	
Deputy General Counsel	Stephen Petri	
Directors	Alternate Directors	Temporary Alternate Directors
David Avarello	Milan Martin Cvikl	
Phillip Barresi		
Wioletta Barwicka-Lofthouse		
Raphaël Bello		
José Brito		
Harold Freeman	Robin Tasker	
Jörgen Frotzler	Arnar Másson	
Filippo Giansante	Dante Brandi	
Ove Jensen	Aloyzas Vitkauskas	
Heinz Kaufmann		
Yosuke Kawakami	Masaya Otsuka	
Johannes Koskinen	Dag Holler	
		Mário Virčík
	Brian McCauley	
	Sergey Verkashanskiy	
Doug Nevison		
Antonio Oporto	Pablo Gasós	
Horst Reichenbach		
Johannes Seiringer	Yael Mevorach	
Klaus Stein	Johann Ernst	
Taşkın Temiz	Dragoş Andrei	
Andris Vilks		
Frans Weekers	Jaap Rooimans	
Secretariat		
Colm Lincoln		
Ana Drašković		
Anna Samolis		
Staff		
András Simor		
Francis Malige		
Charlotte Ruhe		
Josué Tanaka		
Nick Tesseyman		
Oksana Pak		
George Orlov		
Anne Fossemalle		
Petr Konstantinov		
Dimitri Gvindadze		
Eric Rasmussen		
Sue Goeransson		
Natalya Zhukova		
Vlaho Kojakovic		
Graham Hutchison		
Agris Preimanis		
Sevki Acuner		
Mark Magaletsky		

1. Adoption of the Agenda

- The Agenda was approved.
- The Board of Directors noted that, since the previous meeting, the following items had been approved on a no-objection basis:

On 27 November 2017

- Azerbaijan: Roads Reconstruction and Upgrading Project – Renewal of Approval
- Regional: Taxim Capital Partners I

On 28 November 2017

- Kyrgyz Republic: Taza Koom (“Smart Society”) – Support to e-Governance Reforms in the Kyrgyz Republic (EUR 519,400)

2. Minutes of the Board Meeting of 1 November 2017

- The Board of Directors approved the Minutes and Addendum of 1 November 2017.

**3. Treasury Authority and Liquidity Policy
Report by the Chair of the Financial and Operations Policies Committee**

- The Board of Directors approved the Treasury Authority and Liquidity Policy.

4. Strategy for Moldova and Report on the Invitation to the Public to Comment

- The Board of Directors approved the four-year Country Strategy for Moldova.

5. Strategy for the Slovak Republic and Report on the Invitation to the Public to Comment

- The Board of Directors approved the four-year Country Strategy for the Slovak Republic.

6. Regional: Project Meadow

- The Board of Directors approved an investment of up to the lower of 5% of the total net asset value or USD 100 million (EUR 86 million) in favour of Emerging Green One, a fixed-income fund incorporated in Luxembourg. The investment objective of the fund is to invest in Green Bonds issued by financial institutions in IFC’s emerging market member countries over a seven year horizon. The Fund is expected to invest at least three times the EBRD investment amount in the form of Green Bonds and Other Bonds in the EBRD’s countries of operation.

- Through its participation in the Fund, the EBRD will work to establish harmonized best practice for emerging market Green Bond issuances in line with the Green Bond Principles, actively contribute to Green Bond supply in the EBRD's region via dedicated technical assistance and via IFI co-operation help develop a systematic approach towards Green Bond origination. The project will contribute to increasing availability of green finance in the EBRD's countries of operation, thereby raising awareness among domestic investors for green capital market products.
- 7. Turkey: TSKB (under Turkey: Mid-Size Sustainable Energy Financing Facility (MIDSEFF III))**
- The Board of Directors approved a EUR 75 million loan (or its USD equivalent) (the Facility) to Türkiye Sınai Kalkınma Bankası A.S. (TSKB), a listed private sector development and investment bank majority owned by IsBank incorporated in Turkey. The Facility is a sub-operation under the Turkey Mid-Size Sustainable Energy Financing Facility (MIDSEFF III) and integrates a technical co-operation (TC) programme in an amount of up to EUR 2.2 million. Funding for the TC programme is provided by the European Union under the action entitled *Enhancement of Turkish Energy Sector in line with EU Energy Strategies*.
- 8. Romania: Green Economy Financing Facility (GEFF) - UCBRO and UcFin Loan**
- The Board of Directors approved a senior loan of up to EUR 45 million to UniCredit Bank Romania SA (UCBRO), a commercial bank incorporated in Romania, and UniCredit Consumer Finance IFN SA (UcFin), a non-banking financial institution incorporated in Romania. The operation will enable UCBRO and UcFin to provide financing of green economy technologies and services in residential buildings to individual households, housing associations and private sector service providers.
- 9. Uzbekistan: Financial Intermediary Framework (FIF) - Hamkorbank MSME Loan and Regional: Trade Facilitation Programme (TFP) - Hamkorbank**
- The Board of Directors approved a loan of USD 20 million (EUR 17 million) for financing local private MSMEs and a trade finance limit of USD 10 million (EUR 8.5 million) to support international trade, in favour of Hamkorbank.

10. Uzbekistan: Financial Intermediary Framework (FIF) - Ipoteka Bank MSME Senior Loan and Regional: Trade Facilitation Programme (TFP)- Ipoteka Bank

- The Board of Directors approved a senior unsecured loan in the amount of up to USD 25 million (EUR 21.2 million) under the Financial Intermediaries Framework with the proceeds to be on-lent to MSMEs and a trade finance limit of up to USD 5 million (EUR 4.2 million) for guarantees and cash advances under the EBRD's Trade Facilitation Programme. The transactions will provide the Uzbek MSMEs with better access to finance, especially in regions outside of Tashkent, will improve IB's underwriting capacity and expand international trade finance business.

11. Uzbekistan: Financial Intermediary Framework (FIF) - Uzbek Leasing SME Senior Loan

- The Board of Directors approved a senior secured loan to Uzbek Leasing in the amount of USD 10 million (EUR 8.4 million). The loan will be used for granting finance leases to local private small and medium-sized enterprises for commercial vehicles, trucks and trailers and equipment.

12. Regional: Maghreb Private Equity Fund IV

- The Board of Directors approved an equity investment of up to EUR 25 million in favour of Maghreb Private Equity Fund IV LLC, a private equity fund incorporated in Mauritius. The EBRD's participation will enable the fund to make equity and quasi-equity investments in small and mid-cap companies in Tunisia, Morocco and Egypt with the objective of achieving long-term capital growth.

13. Kazakhstan: Shalkiya Zinc: Pre-Privatisation Loan (under Integrated Approach to Economic Inclusion in Natural Resources and Power)

- The Board of Directors approved an increase of the EBRD A-Loan to JSC Shalkiya Zinc Ltd by USD 55 million (EUR 47 million) out of which up to USD 40 million (EUR 34 million) will be mobilised from third parties via unfunded risk participations. The proceeds from the loan will finance the expansion and placing into operation the existing Shalkiya zinc-lead mine located in the Kyzylorda region of Kazakhstan and construction of a 4 million tonnes per annum processing plant at the site.

14. Moldova: Moldova-Romania Power Interconnection Phase 1

- The Board of Directors approved a sovereign loan of up to EUR 80 million to Moldova. The proceeds of the loan will be on-lent to the state-owned transmission system operator, Moldelectrica, on the same terms as the EBRD loan. The loan will be used to finance the construction of a high voltage interconnection electricity interconnection between Moldova and Romania.

15. Turkey: Project Maple

- The Board of Directors approved a senior project finance loan of up to USD 54 million (EUR 46 million) to Tümad Madencilik Sanayi ve Ticaret A.Ş., a subsidiary of Nuro Holding A.Ş. The loan will be used to support the development of Tümad's two gold mines in the provinces of Çanakkale (Lapseki) and Balıkesir (Ivrindi).

16. Ukraine: Kharkiv Metro Extension Project

- The Board of Directors approved a loan of up to EUR 160 million to Ukraine. The loan will be used to finance extension of the existing Metro Line III in the City of Kharkiv, construction of the new metro depot and acquisition of the rolling stock.
- The Board of Directors also provided an approval for the use of the EBRD Shareholder Special Fund to finance the project's technical co-operation assignments (Lender's Technical Monitor and Corporate Development Programme) in the total amount of EUR 550,000.

17. Turkey: Peyman

- The Board of Directors approved a loan of up to EUR 32 million to Peyman, a joint stock company incorporated in Turkey. The loan will be used to finance the construction of a new production facility, other capital expenditures and permanent working capital requirements.

18. Regional: Project Gauss

- Board of Directors approved an equity investment in the amount of EUR 75 million to Globalworth Real Estate Investment Limited. The proceeds from the equity investments will be used to fund the growth of Globalworth's operations in Romania and Poland through participating in the company's capital increases on the London Stock Exchange.

19. Other Business

- No decisions were taken.