

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

**MINUTES OF THE BOARD MEETING OF  
31 JANUARY 2012**

**Meeting of the Board of Directors – 31 January 2012**  
**List of Attendance**

**Chairman**  
**First Vice President**  
**Secretary General**  
**General Counsel**

President  
Varel Freeman  
Enzo Quattrocioche  
Emmanuel Maurice

**Directors**

Memduh Akçay  
Kurt Bayer  
Ole Blöndal  
Alain de Cointet  
Toshiyuki Furui  
Werner Gruber  
Thomas Hackett  
Zbigniew Hockuba  
James Hudson  
Suzanne Hurtubise  
Tapani Kaskeala  
Klára Król  
Giorgio Leccesi  
Vassili Lelakis  
Abel Mateus  
Bob McMullan  
Pedro Moriyón  
Denis Morozov  
Jonathan Ockenden  
Joachim Schwarzer  
Jean-Louis Six  
Eva Srejber  
Paul Vlaanderen

**Alternate Directors**

Virginia Gheorghiu  
Eran Pollak  
Eoin Ryan  
Jérôme Baconin  
Nobuyuki Oyama  
Artem Shevlev  
  
Stefka Slavova  
  
Ole Hovland  
András Kármán  
Gianluca Grandi  
Peter Basch  
Anthony Bartzokas  
In-chang Song  
Enrique Bal  
Sergey Verkashanskiy  
  
Herbert Junk  
Irena Sodin  
Kalle Killar  
Jan Maas

**Secretariat**

Colm Lincoln

Nikola Milushev  
Stefano Bertozzi

**Staff**

Jan Fischer  
Erik Berglöf  
  
Thomas Maier  
Alain Pilloux  
Jean-Marc Peterschmitt  
Riccardo Puliti  
  
Alistair Clark  
Joe Eichenberger  
David Klingensmith  
Hans Peter Lankes  
Alan Rousso  
Josué Tanaka

Kanako Sekine  
Richard Jones  
Jean-Patrick Marquet  
Jane Kieran  
Kevin Bortz  
Enrico Grassi  
Tuul Natsag  
Claudio Viezzoli  
Donald Mishaxhi  
Nikolay Angelov  
Sylvia Gansser-Potts  
Alex Tanase  
Mihail Scvortov  
Anne Fossemalle  
Alessandra Pasian  
Meltem Ankara  
Daniel Berg  
Frederic Lucenet  
Borislava Gabrovska

**1. Opening of the Meeting and Adoption of the Agenda**

- The agenda was approved, subject to the postponement of item 6: *Regional: Direct Investment Facility, Regional: Direct Lending Facility and Regional: Medium-Sized Co-Financing Facility – Operational Amendments.*

- The Secretary General reported that the following items had been approved by the Board on a no-objection basis:

On 25 January:

- Termination of the Technical Cooperation Special Fund

On 27 January:

- Release of Positions for the SEMED Region: Third Phase of Recruitment

**2. Minutes of the Board Meeting of 17 January 2012**

- The Board approved the minutes of the meeting of 17 January 2012.

**3. Evaluation Department: Final Work Programme 2012 and Management Comments  
- Report by the Chairman of the Audit Committee**

- The Board approved the Evaluation Department Final Work Programme for 2012.

**4. Shareholder Special Fund: Proposal for the Work Plan  
January - December 2012  
- Report by the Chair of the Budget and Administrative Affairs  
Committee**

- The Board approved the annual Work Plan January - December 2012 of the Shareholder Special Fund.

**5. Russian Federation: Shareholder Special Fund – Nizhny Novgorod Water –  
Project Implementation Support**

- The Board approved the allocation of EUR 700,000 from the Shareholder Special Fund (Work Plan January – December 2011) to finance the Nizhny Novgorod Water – Project Implementation Support TC assignment.

**6. Regional: Direct Investment Facility, Regional: Direct Lending Facility and Regional: Medium-Sized Co-Financing Facility – Operational Amendments**

- This item was postponed until the meeting of 14 February.

**7. Mongolia: Project Bronze**

- The Board approved a term loan of up to USD 30 million (EUR 23 million equivalent) to Altain Khuder LLC to develop the Tayan Nuur iron mine. The Board also approved an equity investment of up to USD 15 million (Tranche 1) for the purchase of a minority stake in the company's yet to be listed parent holding company, and a USD 10 million (Tranche 2) additional facility to avoid potential future dilution of the Bank's stake.

**8. Regional: Western Balkans Sustainable Energy Direct Financing Facility – First Replenishment**

- The Board approved a EUR 50 million replenishment of the Western Balkans Sustainable Energy Direct Financing Facility. The funding will be used for providing loans to local enterprises for the implementation of renewable energy and energy efficiency projects.

**9. Romania: SME Sustainable Energy Financing Facility (“RoSEFF”) and Regional: EU/EBRD Municipal Finance Facility - Romania – (i) BRD - SME Energy Efficiency loan and (ii) BRD – Municipality Energy Efficiency loan**

- The Board approved two loans amounting to up to EUR 30 million to BRD Romania. The loans will be used for on-lending to private Romanian SMEs and municipalities implementing projects to save energy.

**10. Regional: SEAF Caucasus Growth Fund**

- The Board approved an equity investment of up to USD 10 million (EUR 7.8 million) in favour of SEAF Caucasus Growth Fund. The Fund will provide debt and equity financing, improve corporate governance, and demonstrate to other players the viability of private equity investment in Georgia, Armenia and Azerbaijan.

**11. Turkey: Turkven Private Equity Fund III**

- The Board approved an equity investment of USD 35 million (EUR 27 million) in favour of Turkish Private Equity Fund III. The Fund will provide

equity investment and operational support to Turkish mid-market companies with the objective of achieving long term capital growth.

**12. Bulgaria: ESCO Fund II**

- The Board approved a loan of EUR 10 million to the Fund for Energy and Energy Savings. The loan will be used to support the expansion of the company's portfolio of receivables from Energy Performance Contracts.

**13. Other business**

- No decisions were taken under Other Business.