

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

**MINUTES OF THE BOARD MEETING OF
13 MARCH 2012**

Meeting of the Board of Directors – 13 March 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

Alternate Directors

Virginia Gheorghiu
Eran Pollak
Eoin Ryan
Jérôme Baconin
Nobuyuki Oyama
Artem Shevlev

Stefka Slavova

Autumn Longley
Ole Hovland
András Kármán
Gianluca Grandi
Peter Basch
Anthony Bartzokas
In-chang Song
Enrique Bal
Sergey Verkashanskiy

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

Herbert Junk
Irena Sodin
Kalle Killar

Secretariat

Nigel Carter
Colm Lincoln

Stefano Bertozzi

Staff

Manfred Schepers
Betsy Nelson
Jan Fischer

Gavin Anderson

Joe Eichenberger
David Klingensmith
Hans Peter Lankes
Alan Rousso
Jonathan Charles

Masaru Honma
Sylvia Gansser-Potts
Jean-Marc Peterschmitt
Sylvia Gansser-Potts
Jean-Patrick Marquet
Denis Gaiovy
Sue Barrett
Richard Jones
Alexander Auboek
Nandita Parshad
Philip Lam
Joest Bunse

1. Opening of the Meeting and Adoption of the Agenda

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

On 29 February:

- The Policy Review of Fees for Donor Funds and Arrangements for Cost Sharing Between Donors and Clients.

On 7 March:

- An operation change to Project Black, a Strictly Confidential Polish project.

On 12 March:

- The Special Fund Financial Statements and the corresponding report by the Chair of the Audit Committee.

On 12 March:

- Revisions to Russian Federation: Smart Card Framework - sub project Kursk.

2. Minutes of the Board Meeting of 14 February 2012 Minutes of the Board Meeting of 28 February 2012

- The Board approved the minutes of 14 and 28 February 2012.

3. Use of Cooperation Funds in Jordan: Review of Compatibility with the Bank's Purpose and Functions - Report by the Chairman of the Financial and Operations Policies Committee

- The Board approved the use of cooperation funds in Jordan.

4. Strategy for Tajikistan

- The Board approved the Strategy for Tajikistan.

5. Poland: Bank Zachodni WBK S.A. Equity Investment

- The Board approved today an equity investment of up to PLN 332 million in Bank Zachodni WBK S.A., through a capital increase, to support the merger with Kredyt Bank S.A.

6. Bulgaria: Energy Efficiency for Competitive Industry Financing Facility

The Board approved:

- The Bulgarian Energy Efficiency for Competitive Industry Financing Facility of up to EUR 150 million for on-lending to SMEs for energy efficiency projects;
- Loans under the Facility to the following participating banks:
 - ProCredit Bank (Bulgaria) for up to EUR 20 million;
 - DSK Bank for up to EUR 10 million;
 - UniCredit Bulbank for up to EUR 10 million;
 - Raiffeisenbank (Bulgaria) for up to EUR 5 million;
 - MKB Unionbank for up to EUR 5 million;
 - Allianz Bank Bulgaria for up to EUR 2 million.

7. Ukraine: Crimea Municipal Infrastructure Loan

- The Board renewed approval for a loan of EUR 10 million to the Communal Water and Wastewater Management Utility of the South Coast of Crimea, guaranteed by the Autonomous Republic of Crimea. The loan will be used to finance the investments into rehabilitation and modernisation of water and wastewater infrastructure operated by the Company.

8. Ukraine: Yugreftransflot (“YTF”)

- The Board approved a loan of USD 10 million (EUR 7.6 million) to two Maltese subsidiaries ultimately owned by Yugreftransflot (“YTF”). The loan will be used to finance the acquisition of two newly built dry cargo vessels.

9. Azerbaijan: Shareholder Special Fund – Azeri Roads Institutional Strengthening

- The Board approved the TC allocation of EUR 500,000 for the Shareholder Special Fund – Azeri Roads Institutional Strengthening Programme.

10. Mongolia: Salkhit Wind Farm

- The Board approved a senior secured loan in the amount of up to USD 42.8 million to Clean Energy LLC (the Company), a special purpose vehicle established to develop, construct, and operate the 50MW Salkhit wind farm located approximately 70km outside Ulaanbaatar. The proceeds of the loan will be used to finance the implementation and operation of the wind farm.
- The Board also approved a further equity investment of up to USD 4.5 million in the Company to finance the implementation and operation of the wind farm.

11. Other Business

- No decisions were taken under Other Business.