

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

**MINUTES OF THE BOARD MEETING OF  
26 FEBRUARY 2013**

**Meeting of the Board of Directors – 26 February 2013**  
**List of Attendance**

**Chairman**

President

**First Vice President**

Varel Freeman

**Secretary General**

Enzo Quattrocioche

**General Counsel**

Emmanuel Maurice

**Directors**

Memduh Akçay

Claire Dansereau

Alain de Cointet

Toshiyuki Furui

Michel Grilli

Zbigniew Hockuba

Ole Hovland

James Hudson

András Kármán

Giorgio Leccesi

Vassili Lelakis

Abel Mateus

Pedro Moriyón

Denis Morozov

Jonathan Ockenden

Johannes Seiringer

Jean-Louis Six

In-chang Song

Eva Srejber

Paul Vlaanderen

**Alternate Directors**

Virginia Gheorghiu

Jérôme Baconin

Nobuyuki Oyama

Artem Shevlev

Stefka Slavova

Jorma Korhonen

Klára Król

Anthony Bartzokas

Enrique Bal

Sergey Verkashanskiy

Tom Edmondston-Low (TAD)

Joachim Steffens

Eran Pollak

Irena Sodin

Bob McMullan

Kalle Killar

Jan Maas

**Secretariat**

Colm Lincoln

Stefano Bertozzi

**Staff**

Manfred Schepers

Hans Peter Lankes

Olivier Descamps

Jean-Marc Peterschmitt

Riccardo Puliti

Josué Tanaka

Nick Tesseyman

Jonathan Charles

Alistair Clark

Enery Quinones

Alan Rousso

Jane Ross

Natasha Treloar

Kevin Bortz

Matteo Colangeli

Daniel Berg

Iliyana Tsanova

Matthew Jordan-Tank

Frederic Lucenet

Hande Islak

**Deloitte:**

Mike Lloyd

Ifada Mahroof

Chris Sandhu

Kate Keogh

## **1 Adoption of the Agenda**

- The Agenda was approved.
- Following the last Board meeting, the following items had been approved on a no-objection basis:

On 13 February:

- Timing of decisions regarding the remuneration of the President
- Regional: EBRD – Local Enterprise Facility (“LEF”) - Fourth Capital Increase and Extension to SEMED - Activity Report for 2011-2012
- Establishment of TFP limit of USD 20 million for CJSC National Factoring Company (Russian Federation)
- Establishment of TFP limit of USD 75 million for Banque Marocaine du Commerce

On 18 February:

- An operation change report for Croatia Port Of Šibenik Infrastructure Rehabilitation Project - Proposal to use ‘Direct Contracting’ Procedures – Addendum to Operation Change Report

On 19 February:

- On operation change for FYR Macedonia: Corridor X
- An operation change for FYR Macedonia: Regional and Local Roads Programme
- A Proposal to use ‘Direct Contracting’ Procedures for Albania: Regional and Local Roads Project
- EUR 110,000 from the Shareholder Special Fund for Romania: EGP Romania programme – SMEs : SC Ciserom SA and TBD

## **2 Minutes of the Board Meeting of 29 January 2013 Minutes of the Board Meeting of 12 February 2013**

- The Board approved the minutes of the meetings of 12 February 2013. Consideration of the minutes and addendum of 29 January 2013 was postponed.

## **3 Annual Financial Report for the Year Ended 31 December 2012**

- The Board approved the Annual Financial Report for the year ended 31 December 2012.

**4 Institutional Performance Report: Fourth Quarter 2012**

- **Quarterly Risk Report: Fourth Quarter 2012**
- **Report by the Chair of the Budget and Administrative Affairs Committee**
- **Report by the Chair of the Audit Committee**

- The Board approved the Institutional Performance Report: Fourth Quarter 2012, and took note of the Quarterly Risk Report: Fourth Quarter 2012.

**5 President's Recommendation on Release of the 2012 Performance Based Compensation Pool**

- **Report by the Chair of the Budget and Administrative Affairs Committee**

- The Board approved the release of a performance based compensation pool for 2012 of £11.9 million, for payment of awards in respect of performance during 2012, for prudent allocation in accordance with the Bank's specific guidelines for differentiation and limits for individual awards.

**6 Annual Report 2012**

- **Report by the Chair of the Financial and Operations Policies Committee**

- The Board approved the Annual Report 2012.

**7 Political Methodology Procedures**

- Report by the Chair of the Financial and Operations Policy Committee

- The Board approved the paper on *Procedures to Implement the Political Aspects of the Mandate of the EBRD* and took note of the related *Staff Guidelines*. The Board confirmed that the earlier paper, *Political Aspects of the Mandate of the EBRD in Relation to Ethnic Minorities*, should now be viewed as having been incorporated into and overtaken by the updated *Procedures* and *Staff Guidelines*.

**8 Mongolia: Oyu Tolgoi**

- The Board approved a loan of up to USD 1.4 billion (EUR 1.037 billion) to Oyu Tolgoi LLC. The loan will comprise an "A Loan" portion of up to USD 400 million (EUR 296 million) for the Bank's own account, and a "B Loan" portion of up to USD 1 billion (EUR 741 million) for the account of participants. The loan will be used to support the development of the Oyu Tolgoi copper and gold deposit in the Gobi region of Mongolia.

**9 Bulgaria: Varna Integrated Urban Transport Project**

- The Board approved a loan of EUR 7.9 million to the City of Varna. The loan will be used to implement a package of complimentary components focusing on the development of sustainable urban transport in the City.

**10 Turkey: Befesa Silvermet Steel Dust Recycling**

- The Board approved a loan of USD 49 million (EUR 36.4 million) to Befesa Silvermet Adana Celik Tozu Geri Donusumu A.S. The loan will be used for the construction of an advanced steel dust recycling and waelz oxide production plant in Adana, in the southeast of Turkey.

**11 Other Business**

No decisions were taken under Other business