

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

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

Meeting of the Board of Directors – 26 November 2013
List of Attendance

Chairman
Secretary General
General Counsel

Phil Bennett
Enzo Quattrociocche
Emmanuel Maurice

Directors

Sang Goo Byun
Claire Dansereau
Alain de Cointet
Evren Dilekli
Seán Donlon
Toshiyuki Furui
Michel Grilli
Werner Gruber
Zbigniew Hockuba
Ole Hovland

András Kármán
Giorgio Leccesi
Vassili Lelakis
Abel Mateus

Jonathan Ockenden
Antonio Oporto
Joachim Schwarzer
Johannes Seiringer
Jean-Louis Six
Eva Srejber
Paul Vlaanderen

Secretariat

Colm Lincoln
Tom Edmondston-Low

Staff

Betsy Nelson

Gavin Anderson
Olivier Descamps
Alain Pilloux
Riccardo Puliti
Nick Tesseyman
Hans Peter Lankes

Alternate Directors

Bob McMullan
Brian Parrott
Jérôme Baconin
Virgina Gheorghiu
Ole Blöndal
Nobuyuki Oyama
Heinz Olbers
Artem Shevalev
Stefka Slavova
Jorma Korhonen
Christina Segal-Knowles
Klára Król
Dante Brandi
Peter Basch
Anthony Bartzokas
Sergey Verkashanskiy
Gary Roberts
Enrique Bal
Joachim Steffens
Eran Pollak
Irena Sodin
Anna Björnermark
Ronald Elkhuisen

Frederic Lucenet
Mehmet Ilkin
Anne Fossemalle
Andrew Kilpatrick
Anne Hutton
Nandita Parshad
Mihnea Craciun
Ekaterina Miroshnik
Vitaly Kuznetsov
Jean-Patrick Marquet
Sue Barrett
Nikolas Drude
Noel Edison
George Orlov
Tarek El Sherbini
Botja Carsi
Michael Bastholt
Dariusz Prasek
Heike Harmgart

1. Adoption of the Agenda

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

On 12 November 2013

- Albania: Fier and Vlore Bypass Roads Project

On 18 November 2013

- Lithuania: Shareholder Special Fund – Lithuania Market Demand Study for ESCO Energy Efficiency Projects in the Public Sector

On 19 November 2013

- Serbia: Intesa Leasing Serbia
- Regional: Trade Facilitation Programme OJSC OTP Bank, Russian Federation – Establishment of TFP limit of USD 40 million

On 22 November 2013

- Croatia: Shareholder Special Fund – Rijeka District Heating Project - Financial and Operational Performance Improvement Programme (“FOPIP”)
- Kyrgyz Republic: Shareholder Special Fund – Kyrgyz Republic Water and Wastewater Framework – Tokmok Water Sub-Project – Corporate Development and Stakeholder Participation Programmes

2. Minutes of the Board Meeting of 16 October 2013

- The Board approved the revised minutes of 16 October 2013.

3. Offshore Jurisdictions in EBRD Projects

Extension of Policy on Offshore Jurisdictions to Treasury Operations Treasury and Treasury Risk Management Authority Suspension Periods Report by the Chairman of the Financial and Operations Policies Committee

- The Board approved an ad hoc exceptional suspension of specific sections of the Offshore Jurisdictions Policies.

4. Russian Federation: Far East Distribution Loan

- The Board approved a loan of up to RUB 4.4 billion (EUR 100 million) to OJSC “RusHydro”. The loan will be used to finance the purchase and installation of smart meters and associated infrastructure and support optimization of the balance sheet of RusHydro’s subsidiary JSC “Far Eastern Distribution Company”.

5. Romania: Crucea North Wind Farm

- The Board approved a loan of up to EUR 50.2 million to Crucea Wind Farm S.R.L. The loan will be used to support the construction, commissioning and operation of a 108 MW wind farm in Dobrogea region of Romania.

6. Russian Federation: Alpha Rail

- The Board approved the project. Disclosure delayed in accordance with Section E.2 of the Public Information Policy.

7. Kazakhstan: Kyzylorda CNG Bus

- The Board approved a loan of up to USD 18.8 million (EUR 14.4 million) to Avtobusnyi Park Kyzylorda LLP, an urban transport management company in the city of Kyzylorda, Kazakhstan. The loan will be used to finance purchase of up to 100 new compressed natural gas public transport buses, establishment of a proper bus depot with bus maintenance equipment and refuelling station and development of an integrated bus ticketing system in the city of Kyzylorda.

8. Ukraine: Luhansk District Heating Project

- The Board approved a loan of up to EUR 20 million to the Luhansk Municipal Communal Enterprise “Teplokomunenergo”, guaranteed by the City of Luhansk. The loan will be used to finance investments to rehabilitate and modernise the district heating infrastructure operated by the Company.

9. Azerbaijan: Roads Reconstruction and Upgrading Project

- The Board approved the commitment of the second tranche of the Bank’s loan for the Azerbaijan, Road Reconstruction and Upgrading Project in the amount of up to USD 120 million (EUR 88 million) for the upgrading of the R42 regional road.

10. Poland: Project Epsilon

- The Board approved the project. Disclosure delayed in accordance with Section E.2 of the Public Information Policy.

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11. Russian Federation: Russia Sustainable Energy and Carbon Finance Facility (“RSECF”) - OEB EE Loan II (Industrial) - EB EE Loan III (Residential)

- The Board approved a loan of Russian Roubles 750 million (EUR 17.1 million) to Orient Express Bank. The loan will be used to support the expansion of the company’s lending to industrial energy efficiency projects under EBRD’s Russian Sustainable Energy and Carbon Finance Facility framework.
- The Board approved a loan of Russian Roubles 450 million (EUR 10.3 million) to the same bank. The loan will be used to support the development of the company’s lending to private individuals and private sector enterprises with energy efficiency and renewable energy investments in residential buildings under EBRD’s Russian Sustainable Energy and Carbon Finance Facility framework

12. Russian Federation: Da Vinci Private Equity Fund II

- The Board approved an equity investment of up to USD 30 million (EUR 22 million) in favour of Da Vinci Private Equity Fund II. The Fund will be focused on equity and equity-related investments, primarily in small and medium sized enterprises that are part of the financial infrastructure in Russia and the CIS, with the objective of achieving long term capital growth.

13. Regional: Integrated Approach for the Further Development of the Venture Capital and Private Equity Ecosystem in the Baltic States

- The Board approved the Integrated Approach for the Further Development of the Venture Capital and Private Equity Ecosystem in the Baltic States. Under this Integrated Approach, the Bank will engage in policy dialogue and targeted sector engagements and will make investments into a number of venture capital and private equity funds targeting the Baltic States. The key objective of the Integrated Approach is to assist the ultimate emergence of a sustainable venture capital and private equity sector in the Baltic States.

14. Regional: BaltCap Private Equity Fund II

- The Board also approved an equity investment of up to EUR 20 million in BaltCap Private Equity Fund II L.P., a limited partnership established in England. The Bank’s participation will enable the Fund to invest in equity and equity-related securities of small or medium sized enterprises and small mid-cap enterprises primarily in Estonia, Latvia and Lithuania with the objective of achieving long-term capital growth. This is the first project to be approved under the Integrated Approach for the Further

Development of the Venture Capital and Private Equity Ecosystem in the Baltic States.

15. Regional: Project Media

- The Board approved the project. Disclosure delayed in accordance with Section E.2 of the Public Information Policy.

16. Regional: Hikma Pharmaceuticals

- The Board approved a loan of up to USD 50 million (EUR 37 million) to Hikma Pharmaceuticals PLC. The loan will be used to finance Hikma's operations in Jordan, Morocco and Tunisia.

17. Egypt: Juhayna

- The Board approved a senior loan of EGP 500 million to the Egyptian Company for Dairy Products, International Company for Modern Food Industries and Tiba for Trading and Distributing in Egypt. The loan will be applied to support financing of the Borrowers' 2013/2014 investment programme, including (i) increasing dairy production capacity of the Egyptian Company for Dairy Products; (ii) increasing fruit juice production capacity of International Company for Modern Food Industries; and (iii) expansion of distribution capacity of Tiba for Trading and Distribution.

18. Other Business

No decisions were taken under Other business.