"THE PIDG TRUST"

REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2014

| CONTENTS                                       | Page    |
|--|---------|
| Legal and administrative information           | 1 - 2   |
| Trustees' report                               | 3 - 5   |
| Auditors' report                               | 6       |
| Balance sheet                                  | 7       |
| Capital account                                | 8       |
| Statement of accumulated funds                 | 9       |
| Cash Flow statement                            | 10      |
| Notes forming part of the financial statements | 11 - 21 |
| Appendices                                     |         |

### LEGAL AND ADMINISTRATIVE INFORMATION

### FOR THE YEAR ENDED 31 DECEMBER 2014

### THE PRIVATE INFRASTRUCTURE DEVELOPMENT GROUP TRUST

The Private Infrastructure Development Group (PIDG) is a multi-donor arrangement established and directed by the Participating Donors (details below). PIDG aims to facilitate the provision of infrastructure needed to eliminate poverty in developing countries by encouraging private investment. PIDG has established the Private Infrastructure Development Group Trust (PIDG Trust) as a vehicle for its activities.

### TRUSTEES

SG Hambros Trust Company Limited – UK Resident Company Norfolk House 31 St James's Square London SW1Y 4JR

Minimax Limited – Mauritian Resident Company Les Cascades Building 33 Edith Cavell Street Port-Louis, Mauritius

Multiconsult Trustees Limited – Mauritian Resident Company (formerly MC Trust Limited)
Les Cascades Building
33 Edith Cavell Street
Port-Louis, Mauritius

### PARTICIPATING DONORS ("DONORS")

- The Austrian Development Agency ("ADA") (cancelled membership of PIDG of 15<sup>th</sup> July 2015)
- The Government of the United Kingdom of Great Britain and Northern Ireland acting through the Secretary of State for International Development at the Department for International Development ("DFID")
- The Government of the United Kingdom of Great Britain and Northern Ireland acting through the Secretary of State for the Department of Energy and Climate Change ("DECC")
- Swiss State Secretariat for Economic Affairs of the Government of the Confederation of Switzerland ("SECO")
- The Netherlands Ministry for Foreign Affairs ("DGIS")
- Federal Republic of Germany, represented by KFW ("KFW")
- The Government of Sweden represented by the Swedish International Development Co-operation Agency ("SIDA")
- The World Bank Group, represented by International Finance Corporation ("IFC")
- The Minister for Foreign Affairs of Ireland ("Irish Aid")
- The Australian Department of Foreign Affairs and Trade ("DFAT")
- Norwegian Ministry of Foreign Affairs (MFA)

### **ENFORCER**

**DFID** 

### **PROTECTOR**

MDY Legal LLP is acting as current protector of the PIDG Trust on behalf of the PIDG members.

### PROGRAMME MANAGEMENT UNIT ("PMU")

MDY Legal LLP and EY LLP

### LEGAL AND ADMINISTRATIVE INFORMATION (continued)

### FOR THE YEAR ENDED 31 DECEMBER 2014

### **AUDITORS**

haysmacintyre 26 Red Lion Square London WC1R 4AG

### **BANKERS**

SG Hambros Bank Limited Norfolk House 31 St James's Square London SW1Y 4JR

### **LEGAL ADVISORS**

MDY Legal St Nicholas House St Nicholas Road Sutton Surrey SM1 1EL

### TRUSTEES' REPORT

### FOR THE YEAR ENDED 31 DECEMBER 2014

The Trustees present the annual report and audited financial statements for the year ended 31 December 2014.

These financial statements have been prepared under the provisions of the Declaration of Trust defined below and in accordance with applicable International Financial Reporting Standards.

### **BACKGROUND SUMMARY**

PIDG is a multi-donor arrangement established and directed by the Participating Donors. PIDG aims to facilitate the provision of infrastructure needed to eliminate poverty in developing countries by encouraging private investment. PIDG has established the PIDG Trust as a vehicle for its activities. In general, this provides a vehicle for the Donors to pool, coordinate and administer funds in relation to all PIDG activities.

### **OBJECTS AND STRUCTURE**

The PIDG Trust was established by a Declaration of Trust dated 1 December 2001 as amended by an Amended and Restated Declaration of Trust dated 14 March 2003 (the "Declaration of Trust"). The PIDG Trust has three Trustees – two based in Mauritius and one in the United Kingdom. The Trustees act jointly for and on behalf of the PIDG Trust. The PIDG Trust was established for the purposes of:

- i. facilitating the provision of the infrastructure needed to eliminate poverty in developing countries by encouraging private investment;
- ii. making investments in accordance with the investment plan adopted by the Trustees;
- iii. exercising any rights of control and influence arising from its investments;
- iv. investing, applying or otherwise using its funds for the relief of poverty in developing countries in such manner as the Trustees with the consent of the Protector but otherwise in their discretion think fit;
- v. administering and paying PIDG general administration costs and project development costs.

### **OPERATIONAL PROCEDURES**

The Trustees carry out the following tasks, amongst others, in relation to the PIDG activities:

- i. reviewing and executing grant and loan agreements;
- ii. reviewing and executing contracts for services with consultants;
- iii. co-ordinating and authorising payments under the grant loan and consultancy agreements executed and in the case of the Principal Trustee recording income and expenditure in the records of the PIDG Trust and creating and monitoring rolling expenditure forecasts for all programmes;
- iv. acting as shareholder (as PIDG itself cannot); attending shareholder meetings and executing any documents relating to the PIDG Trust's capitalisation of investment vehicles; and
- v. receiving and administering funding from the Participating Donors.

In addition and in conjunction with the PMU, the PIDG Trust is responsible for the updating and monitoring of the budgets for general administration costs, project development costs and the Technical Assistance Facility ("TAF").

The Trustees are obliged to operate by unanimity, whether signing a grant agreement with a Participating Donor for the provision of funds, or acting as a shareholder of one of the investment vehicles.

Before acting, the Trustees require the approval of the PMU and the relevant Participating Donors. In particular, for certain acts in relation to investment vehicles, the Trustees cannot act without the prior written permission of the Protector of the PIDG Trust.

In particular, the Trustees act at the instruction of the PMU and in accordance with the Declaration of Trust.

TRUSTEES' REPORT (continued)

### FOR THE YEAR ENDED 31 DECEMBER 2014

### REPORTING RESPONSIBILITIES

The Declaration of Trust requires that the Trustees provide the Protector of the PIDG Trust with the following information:

- i. within 45 days after the end of each quarter unaudited financial statements for each quarter in respect of the funds it has held or holds;
- ii. within 45 days of the end of each quarter, progress reports on the status of the activities of all entities which the Trustees support and in the case of PIDG investment vehicles, any special reports relating to the investments of the vehicle in such form and detail as PIDG may require but in any event confirming that all investments during that quarter were made in compliance with the vehicle's investment policy;
- iii. reports on the activities of the PIDG Trust;
- iv. an annual management assertion, together with an attestation from the Trustees' external auditors of the satisfactory performance of the procedures and controls used by the Trustees in administering the funds it holds;
- v. annual audited accounts of the PIDG Trust and of each investment vehicle prepared in accordance with international accounting standards; and
- vi. any legal opinions and advice received by the Trustees.

The PMU co-ordinates the provision of ii) and iii) from PIDG investment vehicles. The PMU circulates all of the above reports to PIDG members. Additional reports may be required in relation to a particular investment vehicle. Any such requirements are set out in the relevant funding documentation.

The Trustees are responsible for the preparation of the non-consolidated financial statements and for being satisfied that they give a true and fair view.

### INVESTMENT POLICY

The PIDG Trust can only apply funds to an investment which is consistent with the "Ethical Policies" of the PIDG Trust as set out in Schedule 2 of the Declaration of Trust.

The PMU is responsible for confirming that an investment is consistent with the Ethical Policies.

### REVIEW OF ACTIVITIES

The PIDG Trust was involved in funding the following companies and programmes in the year ended 31 December 2014:

- The Emerging Africa Infrastructure Fund Limited ("EAIF")
- GuarantCo Limited ("GuarantCo Mauritius")
- InfraCo Asia Development Pte. Ltd. ("InfraCo Asia Devt")
- InfraCo Asia Investment Limited ("InfraCo Asia Inv")
- InfraCo Africa Limited ("InfraCo Africa")
- Technical Assistance Facility ("TAF")
- ICF Debt Pool LLP ("ICF-DP")
- Green Africa Power LLP ("GAP")

### RESULTS

The results for the period and movement in accumulated funds are set out on page 9 within the Statement of Accumulated

### **AUDIT INFORMATION**

So far as the Trustees are aware, there is no relevant audit information of which the Trust's auditors are unaware.

The Trustees have taken all the steps that they ought to have taken as Trustees in order to make themselves aware of any relevant audit information and to establish that the Trust's auditors are aware of that information.

### TRUSTEES' REPORT (continued)

### FOR THE YEAR ENDED 31 DECEMBER 2014

### **AUDITORS**

Messrs haysmacintyre have expressed their willingness to continue in office as auditors.

Approved by the Trustees and signed on their behalf!

SG Hambros Trust Company Limited

28th July 2015

Norfolk House 31 St James's Square London SW1Y 4JR

### INDEPENDENT AUDITORS' REPORT TO THE TRUSTEES OF

### THE PRIVATE INFRASTRUCTURE DEVELOPMENT GROUP TRUST

We have audited the non-consolidated financial statements of the Private Infrastructure Development Group ("PIDG") Trust for the year ended 31 December 2014 which comprise the Balance Sheet, the Capital Account, the Statement of Accumulated Funds, the Cash Flow Statement and the related notes on pages 11 to 21. These financial statements have been prepared under the historical cost convention and the accounting policies set out therein.

This report is made solely to the Trustees as a body. Our audit work has been undertaken so that we might state to the Trustees those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the PIDG Trust and the Trustees as a body, for our audit work, for this report, or for the opinions we have formed.

### Respective responsibilities of Trustees and auditors

As described in the Trustees' Report, the Trustees are responsible for the preparation of the non-consolidated financial statements and for being satisfied that they give a true and fair view.

Our responsibility is to audit the non-consolidated financial statements in accordance with relevant legal and regulatory requirements and International Auditing Standards (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

### Scope of the audit of the financial statements

A description of the scope of an audit of financial statement is provided on the Financial Reporting Council's website at www.frc.org.uk/auditscopeukprivate.

### Opinion on financial statements

In our opinion the non-consolidated financial statements give a true and fair view of the state of the PIDG Trust's affairs as at 31 December 2014 and of its results of operations and cash flows for the year then ended, have been properly prepared in accordance with applicable International Financial Reporting Standards and the information given in the Trustees' Report for the year which the financial statements are prepared is consistent with the financial statements.

### Matters on which we report by exception

We have nothing to report in respect of the following matters where we report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or

we have not received all the information and explanations we require for our audit.

Andrew Broome (Senior statutory auditor)

28th July 2015

for and on behalf of haysmacintyre, Statutory Auditor

26 Red Lion Square London

WC1R 4AG

### **BALANCE SHEET**

### AS AT 31ST DECEMBER 2014

|                           |         | 2014        | 1             | 201         | 3             |
|---------------------------|---------|-------------|---------------|-------------|---------------|
|                           | Note    | US\$        | US\$          | US\$        | US\$          |
| Non-current assets        |         |             |               |             |               |
| nvestments                | 2       |             | 705,012,576   |             | 544,657,831   |
| Current assets            |         |             |               |             |               |
| Debtors                   | 3       | 17,573,810  |               | 21,375,098  |               |
| Cash and cash equivalents | 4       | 29,703,310  |               | 96,017,653  |               |
|                           |         |             | 47,277,120    |             | 117,392,751   |
| TOTAL ASSETS              |         |             | \$752,289,696 |             | \$662,050,582 |
| CAPITAL, FUNDS AND LIAB   | ILITIES |             |               |             |               |
| Capital account           |         |             | 517,615,421   |             | 521,426,582   |
| Accumulated funds         | 6       |             | 26,260,050    |             | 32,628,550    |
| Capital and funds         |         |             | 543,875,471   |             | 554,055,132   |
| Non-current liabilities   |         |             |               |             |               |
| Loans                     | 5       | 206,638,017 |               | 103,710,000 |               |
| Current liabilities       |         |             |               |             |               |
| Expired grants refundable |         | 716,230     |               | 3,289,972   |               |
| Deferred income           |         | 412,502     |               | 421,588     |               |
| Other payables            |         | 647,476     |               | 573,890     |               |
|                           |         |             | 208,414,225   |             | 107,995,450   |
| TOTAL CAPITAL, FUNDS AN   |         | 30          | \$752,289,696 |             | \$662,050,582 |

The balance sheet was approved by the Trustees and signed on their behalf:

SG Hambros Trust Company Limited

28th July 2015/

The notes on pages 11 to 21 form part of these financial statements.

### CAPITAL ACCOUNT

### FOR THE YEAR ENDED 31 DECEMBER 2014

| ,     |               |   |
|-------|---------------|---|
| ote   | 2014          | 2013  |
|       | US\$          | US\$  |
|       | 521,426,582   | 341,237,778   |
|       | 137,097,752   | 213,882,307   |
| 5 (e) | (110,828,588) | -   |
| 5 (b) | (290,000)     | -   |
|       | -             | 312,108   |
|       | 547,405,746   | 555,432,193   |
| 2     | (55,390,751)  | (34,037,778)  |
| 2     | 17,231,105    |   |
| 5     | 8,190,571     |   |
|       | 178,750       | 32,167  |
|       | \$517,615,421 | \$521,426,582   |
|       |               | US\$  521,426,582  137,097,752  5 (e) (110,828,588) 5 (b) (290,000) |

### STATEMENT OF ACCUMULATED FUNDS

### FOR THE YEAR ENDED 31 DECEMBER 2014

|   | Year ended<br>2014 | 31 December 2014     | Year ended<br>2013 | 31 December 2013     |
|---|--------------------|----------------------|--------------------|----------------------|
|   | US\$               | US\$                 | US\$               | US\$                 |
| INCOME  |                    | 52 220 551           |                    | 40.050.500           |
| Contributions receivable to cover costs and fees<br>Bank deposit interest |                    | 52,339,771<br>18,563 |                    | 40,852,588<br>56,482 |
|   |                    | 52,358,334           |                    | 40,909,070           |
| EXPENDITURE   |                    |                      |                    |                      |
| Funding   |                    |                      |                    |                      |
| TAF Grants  | 1,131,949          |                      | 279,952            |                      |
| Grants to other facilities  | 47,503,915         |                      | 21,748,200         |                      |
| TAF project grants returned   | (443,253)          |                      | (942,955)          |                      |
| Return of grants  | (75,610)           |                      |                    |                      |
| Grant underspend refunded   | 9,076,799          |                      | 1,139,095          |                      |
| Expired grants renewed  | (2,573,742)        |                      | (7,178,405)        |                      |
|   | 54,620,058         |                      | 15,045,887         |                      |
| Administration  |                    |                      |                    |                      |
| SG Hambros Trust Company Limited  |                    |                      |                    |                      |
| Annual Management fee   | 280,166            |                      | 249,885            |                      |
| Multiconsult Trustees Management fee                                      | 28,695             |                      | 11,400             |                      |
| Minimax Management fee  | 0.055.046          |                      | 11,400             |                      |
| PIDG Programme Management Unit (PMU)                                      | 2,855,946          |                      | 2,785,992          |                      |
| Consultancy fees  | 894,991            |                      | 1,595,441          |                      |
| Legal fees Auditor's remuneration:-                                       | 97,305             |                      | -                  |                      |
| Auditor's remuneration  | 29,977             |                      | 28,850             |                      |
| Other   | 46,630             |                      | 21,547             |                      |
| Other expenses  | 3,582              |                      | 5,030              |                      |
| (Gain) on foreign currency exchange                                       | (130,516)          |                      | (115,300)          |                      |
|   | 4,106,776          |                      | 4,594,245          |                      |
| Total expenditure   | 4,100,770          | (58,726,834)         | 1,001,2.0          | (19,640,132)         |
|   |                    |                      |                    |                      |
| (Deficit)/surplus for the year  |                    | (6,368,500)          |                    | 21,268,938           |
| Transfer to capital account   |                    | -                    |                    | (312,108)            |
| (Deficit)/surplus for the year  |                    |                      |                    |                      |
| transferred to accumulated funds  |                    | (6,368,500)          |                    | 20,956,830           |
| Accumulated funds brought forward   |                    | 32,628,550           |                    | 11,671,720           |
| Accumulated funds carried forward   |                    | \$26,260,050         |                    | \$32,628,550         |

The notes on pages 11 to 21 form part of these financial statements.

### CASH FLOW STATEMENT

### FOR THE YEAR ENDED 31 DECEMBER 2014

|   | Year ended<br>31 December    | Year ended<br>31 December |
|---|------------------------------|---------------------------|
|   | 2014<br>US\$                 | 2013<br>US\$              |
| CASH FLOWS FROM OPERATING ACTIVITIES  |                              |                           |
| (Deficit)/surplus for the year  | (6,368,500)                  | 21,268,938                |
| Adjustments for:  |                              |                           |
| Interest income   | (18,563)                     | (56,482)                  |
| Decrease in debtors   | 3,801,288                    | 21,345,290                |
| (Decrease) in current liabilities   | (2,509,242)                  | (6,855,792)               |
| Exchange gain on funds advanced   | 178,750                      | 32,167                    |
| Net cash inflow from operating activities   | (4,916,267)                  | 35,734,121                |
| CASH FLOWS FROM INVESTING ACTIVITIES  |                              |                           |
| Acquisition of shares in EAIF   | (30,824,100)                 | (162,447,000)             |
|   | (72,168,100)                 | (59,191,000)              |
| Acquisition of shares in GuarantCo  | (29,111,000)                 | (39,191,000)              |
| Acquisition of shares in InfraCo Africa   |                              | (15 675 514)              |
| Acquisition of shares in InfraCo Asia Development   | (24,877,814)                 | (15,675,514)              |
| Acquisition of shares in InfraCo Asia Investment Member's capital contribution in GAP LLP | (22,080,650)<br>(19,452,727) | (100,000)<br>(312,108)    |
| Interest received   | 18,563                       | 56,482                    |
| Net cash outflow from investing activities  | (198,495,828)                | (237,669,140)             |
|   |                              |                           |
| FINANCING ACTIVITIES  |                              |                           |
| Proceeds from contributions to capital account  | 137,097,752                  | 213,882,307               |
| Net cash inflow from financing activities   | 137,097,752                  | 213,882,307               |
| (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS  | (66,314,343)                 | 11,947,288                |
| CASH AND CASH EQUIVALENTS AT THE  |                              |                           |
| BEGINNING OF THE YEAR   | 96,017,653                   | 84,070,365                |
| CASH AND CASH EQUIVALENTS AT THE  |                              | 110                       |
| END OF THE YEAR   | \$29,703,310                 | \$96,017,653              |
|   |                              |                           |

The notes on pages 11 to 21 form part of these financial statements.

### NOTES TO THE FINANCIAL STATEMENTS

### FOR THE YEAR ENDED 31 DECEMBER 2014

### 1. ACCOUNTING POLICIES

### (a) Basis of preparation

The non-consolidated financial statements have been prepared under the historical cost convention and in accordance with applicable International Financial Reporting Standards, with the exception of IAS27 which states that consolidated financial statements should include all subsidiaries of the parent undertaking.

The PIDG Trust invests in special purpose companies and LLPs in order to further its international development objectives. These subsidiary entities carry on activities distinct from the PIDG Trust and the Trustees consider that the consolidation of these special purpose entities and LLPs would not be appropriate and therefore consolidated accounts are not prepared.

### (b) Reporting currency

The financial statements are presented in United States Dollars. The majority of the funds received and transactions carried out by the Trustees are in US Dollars and therefore reporting in US Dollars better reflects the economic substance of the underlying events and circumstances of the PIDG Trust.

### (c) Foreign currency exchange differences

Transactions in currencies other than the reporting currency are translated at the exchange rates ruling at the date of such transactions. Monetary assets and liabilities denominated in currencies other than the reporting currency are retranslated at exchange rates ruling at the balance sheet date. All differences are dealt with in the fund from which they arose and therefore are included in the Statement of Accumulated Funds, except where exchange rate gains or losses derive from amounts advanced in respect of an issue of share capital, in which case they are taken to the capital account.

### (d) Investments in undertakings

Investments in undertakings are stated at cost less provision for impairment in value of investments. It is the Trustees' policy to write the cost of investments down to the value of the net assets of the special purpose companies held at each balance sheet date. Impairment provisions are charged to the capital account on the basis that capital has been invested for the purpose of acquiring share capital of special purpose companies.

### (e) Cash and cash equivalents

Cash and cash equivalents comprise cash on deposit with the PIDG Trust's bankers.

### (f) Capital account

The capital account represents funds received from donors on a non-refundable basis together with the impairment in value of special purpose companies established by the PIDG Trust in the furtherance of its objects.

### (g) Accumulated funds

The accumulated fund comprises general unrestricted and restricted funds. Restricted funds are those which have been set aside by the Trustees for a particular purpose in accordance with donors' conditions.

### (h) Income and expenditure included in the Core Trust Administration Fund

General Administration Costs will be borne by the Participating Donors on the basis of an agreed calculation. Where amounts are receivable with certainty at the year end, these are credited to "Contributions receivable to cover costs and fees".

## NOTES TO THE FINANCIAL STATEMENTS (continued)

### FOR THE YEAR ENDED 31 DECEMBER 2014

| 4   | INVESTMENTS   | EAIF<br>US\$  | GuarantCo<br>Limited<br>US\$ | InfraCo<br>Africa<br>Limited<br>US\$    | InfraCo Asia<br>Development<br>Limited<br>US\$ | InfraCo Asia<br>Investment<br>Limited<br>US\$ | ICF Debt<br>Pool LLP<br>US\$ | Green Africa<br>Power LLP<br>US\$ | TOTAL                                     |
|-----|---|---------------|------------------------------|---|--|---|------------------------------|-----------------------------------|---|
| (a) | Shares in PIDG special<br>purpose companies at cost                           |               |                              |   |  |   |                              |                                   |   |
|     | As at 1 January 2014<br>Additions at cost                                     | 357,245,600   | 171,050,227                  | 98,819,330 29,111,000                   | 42,721,642 24,877,814                          | 100,001                                       | 4 '                          | 312,108                           | 670,248,912                               |
|     | As at 31 December 2014  | \$388,069,700 | \$243,218,327                | \$127,930,330                           | \$67,599,456                                   | \$22,180,651                                  | \$                           | \$19,764,835                      | \$868,763,303                             |
|     | Impairment in value   |               |                              |   |  |   |                              |                                   |   |
|     | As at 1 January 2014<br>Impairment in year<br>Reversal of previous impairment | 28,679,535    | 20,372,554                   | 82,287,818<br>8,534,697<br>(17,231,105) | 22,567,961 4,138,264                           | 50,640 593,814                                | 1 1 1                        | 312,108 2,252,132                 | 125,591,081<br>55,390,751<br>(17,231,105) |
|     | As at 31 December 2014  | \$28,679,535  | \$31,564,863                 | \$73,591,410                            | \$26,706,225                                   | \$644,454                                     | 69                           | \$2,564,240                       | \$163,750,727                             |
|     | Net book value<br>As at 31 December 2014                                      | \$359,390,165 | \$211,653,464                | \$54,338,920                            | \$40,893,231                                   | \$21,536,197                                  | \$4                          | \$17,200,595                      | \$705,012,576                             |
|     | As at 31 December 2013  | \$357,245,600 | \$150,677,673                | \$16,531,512                            | \$20,153,681                                   | \$49,361                                      | \$4                          | <del>-</del>                      | \$544,657,831                             |

The above investments represent:

InfraCo Asia Development Limited - the entire share capital of 41,799,654 Ordinary £1 shares InfraCo Asia Investment Limited - the entire share capital of 22,180,651 Ordinary \$1 shares GuarantCo Limited 243,308,075 Ordinary US\$1 shares, being 87.74% of the share capital InfraCo Africa Limited - the entire share capital of 78,259,895 Ordinary £1 shares Green Africa Power LLP - a member's capital contribution of £12,572,547 EAIF - the entire share capital of 38,806,969 Ordinary US\$10 shares ICF Debt Pool - a member's capital contribution of 63

### NOTES TO THE FINANCIAL STATEMENTS (continued)

### FOR THE YEAR ENDED 31 DECEMBER 2014

### 2. INVESTMENTS (continued)

### (b) The Emerging Africa Infrastructure Fund Limited (EAIF)

### Constitution

The company was incorporated in the Republic of Mauritius on 18 December 2001. The principal activity of the company is that of providing long-term financing to private sector infrastructure projects in sub-Saharan Africa.

As at 31 December 2014, EAIF reported net assets of US\$359,390,165 (2013: US\$376,142,150) and a loss for the year to 31 December 2014 of US\$47,576,085 (2013: profit US\$11,221,275). Therefore the investment in EAIF as at 31 December 2014 is included in the accounts at US\$359,390,165 (2013: US\$357,245,600), representing the lower of cost and share of net asset value.

### (c) GuarantCo Limited

### Constitution

The company was incorporated in the Republic of Mauritius on 25 August 2005. The principal activity of the company is support of the establishment and operation of a local currency guarantee facility for infrastructure investments in developing countries.

The GuarantCo concept involves the establishment of a company that will offer partial guarantees on issues of paper (note and bonds) by private sector infrastructure companies and municipal entities, in lower income developing countries. GuarantCo's primary aim is to keep institutional funds within these markets, which cannot at the moment be accessed by infrastructure projects.

As at 31 December 2014, GuarantCo Limited reported net assets of US\$241,230,032 (2013: US\$180,612,473) and a loss for the year to 31 December 2014 of US\$11,550,541 (2013: loss US\$8,722,823). Therefore the investment in GuarantCo Limited as at 31 December 2014 is included in the accounts at US\$211,653,464 (2013:US\$150,677,673) representing the lower of cost and the PIDG Trust's proportional share of net asset value.

### (d) InfraCo Africa Limited (InfraCo Africa)

### Constitution

The company was incorporated in England on 4 August 2004. The principal activity of the company is to develop projects in the infrastructure sector of the poorer developing countries and endeavour to sell on the implementation of these projects to private investors.

The financial statements of InfraCo Africa Limited have been prepared under International Financial Reporting Standards ("IFRS") for the first time for the year ended 31 December 2014. On transition to IFRS the accounts include certain fair value adjustments to the prior year figures which have resulted in an increase of USD17,231,105 to the company brought forward net asset value. This has been reflected in the PIDG financial statements by a reversal of previous impairment losses.

As at 31 December 2014, InfraCo Africa reported company net assets of £34,929,058 or US\$54,338,920 (2013: US\$16,531,512) and a loss for the year to 31 December 2014 of £2,999,632 or US\$4,666,509 (2013: loss US\$19,033,038). Therefore the investment in InfraCo Africa as at 31 December 2014 is included in the accounts at US\$54,338,920 (2013: US\$16,531,512) representing the lower of cost and share of net asset value.

### NOTES TO THE FINANCIAL STATEMENTS (continued)

### FOR THE YEAR ENDED 31 DECEMBER 2014

### 2. INVESTMENTS (continued)

### (e) ICF Debt Pool LLP (ICF DP)

### Constitution

ICF DP was incorporated as a Limited Liability Partnership in England on 10 September 2011 with an investment from the members (at that time the Trustees of the PIDG Trust) of €3. The ICF DP, a PIDG facility created with the support of IFC and KFW, supports infrastructure investments that have lost reasonably expected access to private financial markets due to the global economic crisis.

KFW, acting in its own name, but for the account of the Federal Republic of Germany and a special member, 9215-6975 Quebec Inc. became members upon the execution of an Amended and Restated Limited Liability Partnership Deed dated 8 December 2009.

KFW entered into a Conditional Loan Agreement with the PIDG Trust dated 5 October 2009, for a maximum total amount of US\$10,000,000 to be used as a contribution to the cost of the establishment, operation and financing of the ICF DP.

### (f) InfraCo Asia Development Pte. Ltd (InfraCo Asia Devt)

### Constitution

The company was incorporated in Singapore on 3 February 2009. The principal activity of the company is to stimulate greater private investment in Asian infrastructure development by acting as a principal project developer.

As at 31 December 2014, InfraCo Asia Devt reported group net assets of US\$40,893,231, net of share application monies (2013: US\$20,214,080) and a comprehensive loss for the year to 31 December 2014 of US\$10,374,834 (2013: loss US\$9,156,497). The total of US\$40,893,231 (2013: US\$20,153,681) included in the accounts represents the lower of cost and share of net asset value.

### (g) InfraCo Asia Investments Pte. Ltd (InfraCo Asia Inv)

### Constitution

The company was incorporated in Singapore on 7 December 2012 and will provide early follow-on equity to complement InfraCo Asia Development's activities.

As at 31 December 2014, InfraCo Asia Inv reported net assets of US\$21,536,197 (2013: US\$49,361) and a comprehensive loss for the year to 31 December 2014 of US\$593,814 (2013: loss US\$50,640). The total of US\$21,536,197 (2013: US\$49,361) included in the accounts represents the lower of cost and share of net asset value.

### (h) Green Africa Power LLP (GAP LLP)

### Constitution

A Limited Liability Partnership incorporated in England on 4 April 2013. The principal activity of the LLP is to invest in renewable energy projects in Africa and to demonstrate the viability of renewable energy in Africa.

As at 31 December 2013 no investment had been made nor had any commitment to invest been issued.

As at 31 December 2014, GAP LLP reported group net assets of £11,056,543 or US\$17,200,595 (2013: liabilities £315,051) and a comprehensive loss for the year to 31 December 2014 of £1,009,851 or US\$1,571,019 (2013: £506,153). The total of US\$17,200,595 (2013: US\$nil) included in the accounts represents the lower of cost and share of net asset value.

### NOTES TO THE FINANCIAL STATEMENTS (continued)

### FOR THE YEAR ENDED 31 DECEMBER 2014

| 3. | DEBTORS                                 | 2014         | 2013         |
|----|---|--------------|--------------|
|    |   | US\$         | US\$         |
|    | Accrued income – grants receivable      | 326,135      | 582,000      |
|    | Loan to ICF Debt Pool LLP               | 10,000,000   | 10,000,000   |
|    | Advances in lieu of share subscriptions | 7,213,620    | 10,760,600   |
|    | Expenses recoverable                    | 34,055       | 32,498       |
|    |   | \$17,573,810 | \$21,375,098 |

### 4. CASH AND CASH EQUIVALENTS

Cash and cash equivalents consist of cash on hand and balances with banks. Cash and cash equivalents included in the cash flow statement comprise the following balance sheet amounts:

|                           | 2014<br>US\$ | 2013<br>US\$ |
|---------------------------|--------------|--------------|
| Balances at bank          | 29,703,310   | 96,017,653   |
| Cash and cash equivalents | \$29,703,310 | \$96,017,653 |

### 5. CONDITIONAL LOAN AGREEMENTS

(a) Sida, (as the Lender) entered into an agreement with the PIDG Trust (as the Borrower) on 14 March 2003 to lend a maximum total amount of US\$20,000,000 as a contribution to the financing of and the establishment and operation of EAIF or such other purpose of the PIDG as may be agreed by the Lender with the PIDG.

Sida, (as the Lender) entered into a further agreement with the PIDG Trust (as the Borrower) on 23 November 2006 to lend a maximum total amount of US\$15,000,000 as a contribution to the financing of and the establishment and operation of GuarantCo or such other purpose of the PIDG as may be agreed by the Lender with the PIDG.

(b) SECO, (as the Lender) entered into an agreement with the PIDG Trust (as the Borrower) on 14 March 2003 to lend a maximum total amount of US\$10,000,000 as a contribution to the financing of and the establishment and operation of EAIF or such other purpose of the PIDG as may be agreed by the lender with PIDG.

SECO, (as the Lender) entered into a further agreement with the PIDG Trust (as the Borrower) on 23 November 2006 to lend a maximum total amount of US\$8,000,000 as a contribution to the financing of and the establishment and operation of GuarantCo or such other purpose of the PIDG as may be agreed by the Lender with the PIDG.

SECO, (as the Lender) entered into a further agreement with the PIDG Trust (as the Borrower) on 15 December 2008 to lend a maximum total amount of US\$8,500,000 as a contribution to the financing of the operation of InfraCo Africa or such other purpose of the PIDG as may be agreed by the Lender with the PIDG. An amendment has been made during the year to reclassify the final tranche of this agreement (US\$290,000) from a misallocation as contributions received in the capital account (page 8).

### NOTES TO THE FINANCIAL STATEMENTS (continued)

### FOR THE YEAR ENDED 31 DECEMBER 2014

### 5. CONDITIONAL LOAN AGREEMENTS (continued)

(c) DGIS (as the Lender) entered into an agreement with the PIDG Trust (as the Borrower) on 13 May 2003 to lend a maximum total amount of US\$20,000,000 as a contribution to the financing of and the establishment and operation of EAIF or such other purpose of the PIDG as may be agreed by the Lender with PIDG.

DGIS (as the Lender) agreed by letter dated 10 February 2006 to reallocate US\$10,000,000 from the agreement dated 13 May 2003 which was originally being contributed to the financing of and the establishment and operation of EAIF or such other purpose of the PIDG as may be agreed by the Lender with PIDG. This letter reallocated US\$10,000,000 as a contribution to the financing of and the establishment and operation of InfraCo Africa or such other purpose of the PIDG as may be agreed by the Lender with PIDG.

DGIS (as the Lender) entered into an agreement with the PIDG Trust (as the Borrower) on 28 July 2009 to lend a maximum total amount of US\$12,500,000 as a contribution to the financing of and the establishment and operation of InfraCo Africa or such other purpose of the PIDG as may be agreed by the Lender with PIDG.

- (d) KFW, (as the Lender) entered into an agreement with the PIDG Trust (as the Borrower) on 5 October 2009 to lend a maximum total amount of US\$10,000,000 as a contribution to the financing of and the establishment and operation of ICF DP or such other purpose of the PIDG as may be agreed by the lender with PIDG.
- (e) DFID, (as the Lender) entered into an agreement with the PIDG Trust (as the Borrower) on 31 March 2014 to lend a maximum total amount of US\$80,880,000 plus the US\$ equivalent of GBP 18,000,000 (US\$29,948,588) as a contribution to the financing and operation of EAIF or such other purpose of the PIDG as may be agreed by the lender with PIDG. The US\$80,880,000 portion of the loan converted existing grant funding, disbursed to the PIDG Trust, to a loan.

The above loans have no fixed repayment terms and shall bear no interest.

The below is a summary of the total loans outstanding as at 31 December 2014:

| Donor             | Amount US\$ | Amount US\$     | Purpose             |
|-------------------|-------------|-----------------|---------------------|
| SECO              |             | 10,000,000      | EAIF                |
| Sida              |             | 20,000,000      | EAIF                |
| DGIS              |             | 10,000,000      | EAIF                |
| DGIS              |             | 22,500,000      | InfraCo Africa      |
| SECO              |             | 8,000,000       | GuarantCo Mauritius |
| Sida              |             | 15,000,000      | GuarantCo Mauritius |
| SECO              |             | 8,500,000       | InfraCo Africa      |
| KFW               |             | 10,000,000      | ICF Debt Pool       |
| DFID              |             |                 | EAIF                |
| Gross loan amount | 110,828,588 |                 |                     |
| Loan impairment   | (8,190,571) |                 |                     |
| Net loan amount   |             | 102,638,017     |                     |
| Total             |             | US\$206,638,017 |                     |
|                   |             |                 |                     |

THE PRIVATE INFRASTRUCTURE DEVELOPMENT GROUP TRUST NOTES TO THE FINANCIAL STATEMENTS (continued) FOR THE YEAR ENDED 31 DECEMBER 2014

| ACCUMULATED FUNDS 2014 | rrojeu dev't costs GAP INCOME US\$ |                                    |            |         | ICF Debt Pool<br>FIB | DFAT<br>Irish Aid | Interest receivable | Net income receivable 44, | EXPENDITURE<br>Funding<br>TAF Grants | Grants to other facilities<br>TAF project grants returned |          | d refunded<br>newed   | Auministration<br>Annual Management fee:-<br>SG Hambros Trust Co | Multiconsult Trustees | Minimax<br>PMU | Consultancy fees | Auditor's remuneration:- | Other     | ment               | Total expenditure 44. | Surplus/(deficit) in year<br>Transfers between funds | Transfers to capital account | Accumulated funds b/fwd |        |
|------------------------|------------------------------------|------------------------------------|------------|---------|----------------------|-------------------|---------------------|---------------------------|--------------------------------------|---|----------|-----------------------|--|-----------------------|----------------|------------------|--------------------------|-----------|--------------------|-----------------------|--|------------------------------|-------------------------|--------|
| 2014                   | osts TAF General (window 1) USS    | 44,835                             | 1 1        | E 1     |                      | 1 30              | (6)                 | 44,835                    |                                      | - (4  |          | 44,984 7              |  | 1                     |                |                  |                          | ' 0       | (171)              | 44,893 2,0            | (58) (2,0<br>58 (6                                   |                              | - 7,1                   |        |
|                        |                                    | 1 1 1                              | <u>K</u> - | 1 )     | , ,                  | 3 1               | 2,889               | 2,889                     | 896,325                              | (429,837)   |          | 721,399               |  |                       | , -,           | 137,034          | 1                        | 1 155     |                    | 2,042,306             | (2,039,417) (615,439)                                |                              | 7,172,723               | 10000  |
| 2014                   | Ar Capital Markets (window 2) US\$ | I I I                              | 1 9        |         |                      |                   |                     |                           |                                      | (13,416)  |          | 110,416               |  | 1                     |                |                  | 1                        | •         | 1                  | 97,000                | (97,000)   |                              | 606'96                  |        |
| 2014                   | TAF VGF<br>(window 3)<br>US\$      | 2,500,000                          |            |         |                      | ·                 | 8,583               | 2,508,583                 | 24,761                               |   |          | 8,200,000 (3,289,972) |  | 1                     |                | 110,464          |                          | 1 044     | 430                | 5,045,703             | (2,537,120) (4,965,037)                              |                              | 24,372,779              | 000000 |
| 2014                   | TAF<br>DevCo<br>USS                |                                    |            |         |                      |                   | 1                   |                           | 210,863                              |   | i        | 1 1                   |  |                       | 1 1            | •                | 1                        | ' ' ' ' ' | 557                | 211,098               | (211,098)  |                              | 237,278                 | 100    |
| 2014                   | AgDevCo<br>USS                     | 45,269,753                         |            |         |                      | •                 |                     | 45,269,753                |                                      | 45,269,753  |          | 1 4                   |  |                       | 1 1            |                  | •                        | ' (       | 677                | 45,269,982            | (229)  |                              | •                       |        |
| 2014                   | Viet<br>Hydro<br>US\$              |                                    |            |         | 1 1                  |                   |                     | 1                         |                                      | 1,800,000   |          |                       |  |                       |                |                  | •                        | 1 4       |                    | 1,800,055             | (1,800,055)  |                              |                         |        |
| 2014                   | EU ITF<br>USS                      |                                    | 1 1        | , ,     | 434 294              |                   |                     | 434,294                   |                                      | 434,162   |          | 1 1                   |  |                       |                |                  |                          | 1 0       | 141                | 434,673               | (379)  | 1                            |                         |        |
| 2014                   | General<br>Admin<br>fund<br>US\$   | 1,820,643<br>450,781<br>384,810    |            | 270,787 | 614,287              | 248,393           | 7,091               | 4,097,980                 |                                      | 1 1   | (75,610) | 1 1                   | 291.086  | 28,695                | 2.855 946      | 647,493          | 776,62                   | 46,630    | (130,486)          | 3,781,124             | 316,856  |                              | 748,861                 |        |
| 2014                   | Lotal Accumulated funds US\$       | 47,135,231<br>450,781<br>2,884,810 | 1 1        | 270,787 | 614,287              | 248,393           | 18,563              | 52,358,334                | 1.131.949                            | 47,503,915  | (75,610) | 9,076,799 (2,573,742) | 200 166  | 28,695                | 2.855.946      | 894,991          | 29.977                   | 46,630    | 3,582 (130,516)    | 58,726,834            | (6,368,500)  |                              | 32,628,550              |        |
| 2013                   | Total<br>US\$                      | 38,802,618<br>366,970<br>367,000   | 367,000    | 367,000 |                      | 367,000           | 56,482              | 40,909,070                | 279.952                              | 21,748,200  | ,,,,,    | 1,139,095 (7,178,405) | 30000  | 11,400                | 7 785 997      | 1,595,441        | 28.850                   | 21,547    | 5,030<br>(115,300) | 19,640,132            | 21,268,938   | (312,108)                    | 11,671,720              |        |

### NOTES TO THE FINANCIAL STATEMENTS (continued)

### FOR THE YEAR ENDED 31 DECEMBER 2014

### 6. ACCUMULATED FUNDS (Continued)

### (a) General Administration Costs

General Administration Costs will include the following:-

- (a) PMU's fees and reimbursable expenses;
- (b) Trustee's fees and reimbursable expenses and any fees and expenses properly due to the Protector and Enforcer under the Declaration of Trust:
- (c) Technical advice to PIDG;
- (d) All reasonable costs relating to hosting PIDG meetings, but excluding travel and accommodation costs of Donors' representatives ("Meeting Costs");
- (e) Any other administration costs approved by PIDG from time to time.

### (b) Technical Assistance Facility (TAF)

PIDG has established the TAF to support capacity building, technical assistance, studies and training to facilitate incountry development. Assistance will be provided to both the public and private sectors in support of the planning and implementation of projects and programmes of any of the facilities and funds undertaken under the PIDG umbrella on a "challenge fund" basis.

The facility has been split into three funding windows:

Window 1 General Technical assistance

Window 2 Capital Markets Development

Window 3 Output Based Aid/Viability Gap Funding

### During 2014:

- The PIDG Trust executed sixteen new TAF grants for PIDG initiatives totalling US\$2,931,949.
- US\$2,931,949 was disbursed to 20 projects and US\$443,253 in returned unspent funds was received from 9 projects.
- US\$721,399 has been returned to ADA from a grant of EUR1,900,000 as it had not been fully committed by the grant expiry date. US\$110,416 has been returned to Sida from a grant of US\$2,000,000 as it was returned from a project after the Sida grant had expired. US\$8,200,000 was returned to DFID as it was not forecast to be committed within three months.
- US\$2,500,000 was received from SECO.

As at 31 December 2014 TAF was holding US\$716,230 from the Asian Development Bank from a grant that has expired. It is has been confirmed that this amount will be returned to the Asian Development Bank in early 2015. Therefore this amount has been included as refundable in these financial statements.

As at 31 December 2014 the following Donors agreed grant extensions to TAF funding:DGIS US\$3,289,972

These amounts have been written back to Accumulated Funds as "Expired grants renewed" in these financial statements.

### (c) AgDevCo

Through the PIDG, DFID has provided funding to AgdevCo. A non-profit, social impact investor, AgdevCo specialises in investing in African agricultural companies that are at their earliest stages, turning them into commercially viable businesses that can then find support through private investors and ploughing its profits back into future investments.

The Participating Donors have agreed that AgdevCo shall be an Affiliated PIDG Facility until such time as DFID's funding has been fully disbursed or such other time that the Participating Donors may agree.

### 7. TAXATION

For taxation purposes, the PIDG Trust is treated as resident in the UK. HMRC has agreed that the PIDG Trust has Crown and Sovereign immunity for the purposes of income tax and is therefore exempt from UK tax on any income and gains arising.

### NOTES TO THE FINANCIAL STATEMENTS (continued)

### FOR THE YEAR ENDED 31 DECEMBER 2014

### 8. RELATED PARTY TRANSACTIONS

During the period under review, the following related party transactions occurred and balances were outstanding as at 31 December 2014;

### Transactions with the Trustees of the Trust:

|   |                       | 2014<br>US\$ | 2013<br>US\$ |
|---|-----------------------|--------------|--------------|
| Fees Charged  |                       |              |              |
| SG Hambros Trust Company Ltd                        | Annual Management fee | 280,166      | 249,885      |
| Multiconsult Trustees Ltd                           | Annual Management fee | 28,695       | 11,400       |
| Minimax Ltd   | Annual Management fee | -            | 11,400       |
| Amounts owed at the year end                        |                       | - 2          |              |
| Multiconsult Trustees Ltd                           |                       | 11,020       | 5,700        |
| Minimax Ltd   |                       | -            | 5,700        |
| SG Hambros Trust Company Ltd                        |                       | 114,065      | 147,784      |
| Transactions with the Protector and Pl<br>MDY Legal | MU/Adhoc Legal        |              |              |
| Fees Charged  |                       | 2,855,946    | 2,785,992    |
| i ces charged                                       |                       | ====         |              |
| Balance payable/(receivable) at the year            | r end                 |              |              |
| PMU   |                       | 228,177      | 230,634      |
| PMU refund due on variable costs                    |                       | (34,055)     | (32,498)     |
|   |                       |              |              |

### Control

The PIDG Trust is controlled jointly by the three Trustees, who act in consultation with the PMU and the relevant Participating Donors. DFID is the Enforcer of the PIDG Trust and MDY Legal is currently acting as Protector of the PIDG Trust.

### 9. SUBSEQUENT EVENTS

In relation to Infraco Asia Development Pte. Ltd. and its subsidiaries the following events occurred after the reporting period. These do not alter the PIDG Trust accounts for 2014, but they are obligations that a subsidiary of the Trust has made which should be brought to the attention of the Participating Donors.

(a) On 19 January 2015, InfraCo Asia Dev. entered into a Subscription and Sale Agreement ("SA") with InfraCo Asia Indus Wind Pte. Ltd. ("InfraCo Indus"), a wholly owned subsidiary of InfraCo Asia Dev., Gul Ahmed Wind Power Ltd ("the Project Company"), a joint venture, Gul Ahmed Energy Limited ("GAEL") and the International Finance Corporation ("IFC") pursuant to which IFC will subscribe for shares in the Project Company, that will result in IFC holding 9.9% of the shares in the Project Company.

On 10 February 2015, the directors of a related company, InfraCo Asia Investments Pte. Ltd. (IAI) gave a conditional approval for an investment of US\$9.3 million in the 50MW Gul Ahmed Power Project in Pakistan by way of a combination of US\$4.6 million equity and US\$ 4.7 million term loan to Infraco Indus to fund Infraco Indus' equity contribution to the Project Company. On 7 April 2015, IAI and Infraco Indus executed a facility agreement for the US\$ 4.7 million term loan to Infraco Indus and as security for the loan, InfraCo Asia Dev. and IAI executed a share charge of IAD shares in Infraco Indus to IAI. The loan bears an interest rate ranging from 10% to 14% and is repayable 84 months from the date of drawdown.

### NOTES TO THE FINANCIAL STATEMENTS (continued)

### FOR THE YEAR ENDED 31 DECEMBER 2014

### 9. SUBSEQUENT EVENTS (continued)

(b) On 27 February 2015, InfraCo Asia Dev. entered into a Supplemental Deed ("SD") with Nexif (InfraCo) Management Pte. Ltd. ("NexiflM") to amend the Services Agreement entered into by InfraCo Asia Dev. and NexiflM on 15 March 2010. Pursuant to the SD, InfraCo Asia Dev. transferred 1,393,737 ordinary shares in Viet Hydro Pte Ltd to NexiflM. This decreased InfraCo Asia Dev.'s total shareholding in Viet Hydro to 63.51 %. Pursuant to the SD, InfraCo Asia Dev. will transfer 1,370,000 ordinary shares in InfraCo Asia Keenjhar Wind Pte. Ltd. to NexiflM upon approval from the lenders. This will decrease InfraCo Asia Dev.'s total shareholding in InfraCo Asia Keenjhar Wind Pte. Ltd to 81.23%.

On 16 March 2015, NexiflM issued a success fee certification to notify InfraCo Asia Dev. that pursuant to the SD, NexiflM is entitled to the transfer of 1,410,000 ordinary shares held by InfraCo Asia Dev. in InfraCo Asia Indus Wind Pte. Ltd., as success fee in relation to the Gul Ahmed project. The transfer of such shares will decrease InfraCo Asia Dev.'s total shareholding in InfraCo Asia Indus Wind Pte. Ltd. to 81.69%.

(c) On 5 March 2015, Infraco Asia Salt Pte. Ltd. (IAS), a wholly owned subsidiary of InfraCo Asia Dev., entered into agreements with Asia Salt Pte Ltd (ASPL), a 50% owned joint venture of IAS, and Asia Salt (Cambodia) Co Ltd (ASC), a wholly owned subsidiary of ASPL to subscribe for 165,000 ordinary shares in ASPL by way of cash contribution US\$37,000 and assignment of interest receivables amounting to US\$128,000. ASPL remains a joint venture with no change in IAS shareholding.

(d) On 12 February 2015, InfraCo Asia Dev. issued 4,576,986 shares to the shareholders for the consideration of US\$7,213,620 received from the shareholders before year end.

In relation to Infraco Asia Investments Pte. Ltd. the following events occurred after the reporting period. These do not alter the PIDG Trust accounts for 2014, but they are obligations that a subsidary of the Trust has made which should be brought to the attention of shareholders:

On 10 February 2015, the directors of Infraco Asia Investments Pte gave a conditional approval for an investment of US\$9.3 million in the 50MW Gul Ahmed Wind Power Project in Pakistan by way of a combination of US\$4.6 million of equity investment in Infraco Asia Indus Wind Pte. Ltd. (InfraCo Indus), a wholly owned subsidiary of Infraco Asia Development Pte. Ltd. (IAD) and term loan of US\$4.7 million to InfraCa Indus, to fund InfraCo Indus' equity contribution to Gul Ahmed Wind Power Limited. The conditions for the investment include, inter alia, the approval of the terms of a shareholders' agreement with IAD and the loan agreement with Infraco Indus. On 20 March 2015, Infraco Asia Investments Pte and its shareholders executed Subscription Agreement (No. 3) relating to shares in Infraco Asia Investments Pte. Pursuant to this, the shareholders have disbursed to Infraco Asia Investments Pte an amount of US\$5.14 million for which additional shares in Infraco Asia Investments Pte will be allotted.

### 10. CONTINGENT LIABILITIES

A share pledge between the PIDG Trust and EAIF in favour of Barclays Bank Plc, as Security Trustee, has been in place since 30 January 2002. Under the share pledge the PIDG Trust shall pledge all shares and Related Assets (as defined in the share pledge) held by it in EAIF to the Security Trustee and grants to the Security Trustee a first priority interest in the shares and related assets until EAIF has fully discharged its obligation as set out in the Finance Documents (defined in the Master Agreement dated 30 January 2002 as amended from time to time), up to an aggregate capital amount of US\$430,414,085 and EUR22,365,000 plus accrued interest, expenses, costs and all other miscellaneous sums payable under the Finance Documents.

### NOTES TO THE FINANCIAL STATEMENTS (continued)

### FOR THE YEAR ENDED 31 DECEMBER 2014

### 11. FINANCIAL INSTRUMENTS AND ASSOCIATED RISKS

### Fair Values

The PIDG Trust's financial assets include non-current investments which are reviewed for impairment each year end.

The PIDG Trust's current financial assets and liabilities include accrued contributions receivable, cash and cash equivalents and other payables. All of these financial assets and liabilities are realised or settled within a short time period and therefore the carrying amount of these assets and liabilities approximate to fair values.

The PIDG Trust's financial liabilities include non-current loan balances from donors. These loan balances do not attract interest and have no fixed repayment terms, therefore the principal amounts owing at the balance sheet date approximate to fair values.

### **Associated Risks**

The PIDG Trust's activities expose it to various types of risk in the normal course of its operations. The Trustees consider the risks to be minimal since no payments are made, or expenses incurred in advance of contributions, or commitments to cover such payments or expenditure having been received.

PRIVATE INFRASTRUCTURE DEVELOPMENT GROUP TRUST

Donor funds outstanding held by PIDG Trust (ACTUAL)

|                    |                 |                       |              |            |                           |                | The second second                 | Funds receiveable                          |         |                  |     | THE RESERVE                   |               |             |               |
|--------------------|-----------------|-----------------------|--------------|------------|---------------------------|----------------|-----------------------------------|--|---------|------------------|-----|-------------------------------|---------------|-------------|---------------|
|                    | EAIF<br>Capital | Losii                 | GuarantCo    | Co         | InfraCo Africa<br>Capital | Africa<br>Loan | InfraCo Asia Devt<br>Capital Loon | InfraCo Asia Inv<br>Capital Loan           | Capital | GAP<br>ttal Loan |     | ICF Debt pwol<br>Capital Loan | Capital       | Аддгедате   | Total         |
| DFID               | 212,041,169     | 110,828,588           | 197,218,327  |            | 64,238,281                |                | 54,290,013                        | 21,346 620                                 | . 19,7  | 19,764,835       |     |                               | 568.899.245   | 110,828,588 | 679,727,833   |
| SECO               | 8,200,000       | 000'000'01            | 23,000,000   | 8,000,000  | 13,999,973                | 8,500,000      | 000,000,9                         |  | ,       |                  |     |                               | 54,199,973    | 26,500,000  | 80,699,973    |
| SIDA               | 4,279,970       | 20,000,000            |              | 15,000,000 |                           |                |                                   |  | ,       |                  | •   |                               | 1,279,970     | 35,000,000  | 39 279 970    |
| ADA                |                 | ,                     | •            | •          | 7,439,202                 |                |                                   |  | •       |                  |     |                               | 7,439,202     | ,           | 7,439,202     |
| DGIS               | 12,719,973      | 10,000,000            | •            | •          | 13,056,194                | 22,500,000     |                                   |  |         |                  |     |                               | 25,776,167    | 32,500 000  | 58,276,167    |
| Other              |                 |                       |              |            |                           |                | 14,299,358                        |  |         |                  |     |                               | 14,299,558    |             | 14.299,558    |
|                    |                 |                       |              |            | •                         |                |                                   |  |         |                  |     | •                             | 7             |             | 7             |
| Gross funds (A)    | 237,241,112     | 150,828,588           | 220,218,327  | 23,000,000 | 98,733,650                | 31,000,000     | - 17,589,571                      | 21,346,620                                 | . 61    | 19,764,835       |     | •                             | 674,894,119   | 204,828,588 | 879,722,707   |
| Impairment         | (28.679,535)    | ,                     | (31,564,863) |            | (73,591,410)              | •              | . (26,706,227)                    | (64,454)                                   | - (2.5  | (2,564,238)      |     |                               | (163,750,727) | ,           | (163.750.727) |
| Loan impairment    | 8,190,571       | (8,190,571)           |              |            |                           | •              |                                   |  |         |                  |     |                               | 8,190,571     | (8,190,571) | ,             |
| Forex difference   |                 |                       |              | •          | (776,230)                 |                | (1,776,343)                       | 834,030                                    |         |                  |     |                               | (1,718,543)   |             | (1,718,543)   |
|                    | 216,752,148     | 142,638,017           | 188,653,464  | 23,000,000 | 24,366,010                | 31,000,000     | - 100,101,001                     | 21,536,196                                 | - 17,2  | 17,200,597       |     | . 7                           | \$17,615,420  | 196,638,017 | 714,253,437   |
|                    |                 |                       |              |            |                           |                |                                   |  |         |                  |     |                               |               |             |               |
|                    |                 |                       |              |            |                           |                |                                   | Fueds invested                             |         |                  |     | STATE INSTRUMENT              |               |             |               |
|                    |                 |                       |              |            | ,                         |                |                                   |  | -       |                  | -   |                               |               |             |               |
|                    | Capital         | Con Con               | Capital      | Loan       | LafraCo Africa<br>Capital | Airea          | InfraCo Asia Devi                 | Capital Losin                              | Capital | GAP              |     | Capital Loan                  | Capital       | Aggregate   | Total         |
|                    |                 |                       |              |            |                           |                |                                   | į  |         |                  | H   |                               |               |             |               |
| DFID               | 212,041,169     | 110,828,588           | 197,218,327  | •          | 63,434,961                |                | 16,799,899                        | 22,180,650                                 | - 19    | 19,764,835       | ,   |                               | 561,439,841   | 110,828,588 | 672,268,429   |
| SECO               | 8.200,000       | 10,000,000            | 23,000,000   | 8,000,000  | 12,999,973                | 8,500,000      | - 000'005'9                       |  |         |                  | ,   |                               | 50,699,973    | 26,500,000  | 77,199,973    |
| ADA                | 0.6.617.4       | 20,000,000            |              | 000,000,01 | - COC 9FE 7               |                |                                   |  |         |                  |     |                               | 4,279,970     | 35,000,000  | 39,279,970    |
| DGIS               | 12,719,973      | 10,000,000            | 2,           | •          | 13.056.194                | 22,500,000     | ,                                 |  |         |                  |     |                               | 75 776 167    | 12 500 000  | 58 276 167    |
| DFAT               |                 |                       |              |            | ,                         |                | 14,299,558                        |  | ,       |                  |     |                               | 14,299,558    |             | 14,299,558    |
| Other              |                 |                       |              |            | •                         | ٠              |                                   |  | Ų       |                  | ,   | ·                             | 7             |             | 7             |
| Funds invested (B) | 237,241,112     | 150,828,588           | 220,218,327  | 23,000,000 | 96,930,330                | 31,000,000     | 67,599,457                        | 22,180,650                                 | .61     | 19,764,835       | 1   | 7                             | 663,934,715   | 204,828,588 | 868,763,303   |
|                    |                 |                       |              |            |                           |                |                                   |  |         |                  | -   |                               |               |             |               |
|                    |                 | NO SERVICE CONTRACTOR |              |            |                           |                |                                   |  |         |                  |     |                               |               |             |               |
|                    |                 |                       |              |            |                           |                | Funds on                          | Funds outstanding - to be invested (A - B) |         |                  |     |                               |               |             |               |
|                    | EAIF            |                       | GuarantCo    | ço         | InfraCo Africa            | Africa         | InfraCo Asia Devt                 | InfraCo Asia Inv                           |         | GAP              |     | ICF Debt pool                 |               | Aggregate   |               |
|                    | Capital         | Loan                  | Capital      | Loan       | Capital                   | Loan           | Capital Loan                      | Capital Loan                               | Capital | ital Loan        | +   | Capital Loan                  | Capital       | Loan        | Total         |
| DFID               |                 | •                     |              | ,          | 803,320                   |                | 7,490,114                         | (834,030)                                  |         |                  | _   |                               | 7,459,404     |             | 7 459 404     |
| SECO               | •               | ,                     |              | ٠          | 1,000,000                 | •              | 2,500,000                         |  |         |                  | •   |                               | 3,500,000     | 9           | 3,500,000     |
| SIDA               | ,               |                       |              | •          |                           | •              |                                   |  |         |                  | ,   |                               |               |             | ٠             |
| DGIS               |                 |                       | , ,          |            |                           |                |                                   |  |         |                  | , , |                               |               |             |               |
| DFAT               |                 |                       | ,            |            |                           |                |                                   | ,  |         |                  | . , |                               |               | , ,         |               |
| Other              |                 |                       | ,            | •          | •                         |                |                                   | •  | ,       |                  |     | ,                             |               | i vi        |               |
| Forex difference   |                 |                       |              | ٠          | (776,230)                 |                | - (1,776,343)                     | 834,030                                    | •       | ,                | ,   |                               | (1,718,543)   |             | (1,718,543)   |
|                    |                 |                       |              |            | 000 200 1                 |                | 127 510 9                         |  |         |                  | +   |                               | 1700000       |             | 1             |
|                    |                 |                       |              |            | 1,041,010                 |                | 4,410,111                         |  |         |                  |     |                               | 7,240,001     |             | 198,042,6     |

The following Appendix 2 is for illustrative purposes only to give an indication of the potential allocation of impairment by donor, between both capital and loan contributions.

PRIVATE INFRASTRUCTURE DEVELOPMENT GROUP TRUST

DFID SECO SIDA ADA DGIS DFAT

Illustrative analysis of the potential allocation of impairment by donor (pro rata as at 31 December 2014) - Capital account and loans

| Capital<br>212.041.169 |              |              |             | InfraCo Africa | frica                        | InfraCo Asia Devi | InfraCo Asia Inv                           | CAP          | ICF Debt pool |               | Aggregate     |               |
|------------------------|--------------|--------------|-------------|----------------|------------------------------|-------------------|--|--------------|---------------|---------------|---------------|---------------|
| 212 041 169            | Loan         | Capital      | Loan        | Capital        | Loan                         | Capital Loan      | Capital Loan                               | Capital Loan | Capital Loan  | Capital       | Loan          | Total         |
|                        | 110 828 588  | 197 718 327  |             | 196 FLF E9     |                              | 16 794 899        | 27 180 650                                 | - 51% F92 61 |               | 113 017 135   | 11.0 878 589  | DC1 930 C73   |
| 8 200 DOL              | 000 000 01   | 23 000 000   | 8 000 000   | 17 999 973     | S SCHI CHOOL                 | 000 000 9         |  |              |               | \$0 690 u73   | 76 500 000    | 77 199 973    |
| 1 270 670              | 30 000 000   | 000,000,00   | 14 000 000  | 17,000,000     | 200,000,00                   | 100,000           |  |              |               | CIC.CCC.      | 26,200,000    | C17,071,111   |
|                        | 200          | '            | ann'oun'd   | בואל מכז ב     | ,                            |                   |  |              |               | 016'617'+     | own'mon'cc    | 7,612,76      |
| 270.017.51             |              |              |             | 707.624.07     | Total City                   | ,                 |  |              |               | 707'66'6'     | 4             | 707.63 + 7    |
| 616,611,71             | 000,000,01   |              |             | 15,050,194     | 22,500,0AIU                  |                   |  |              |               | /91/0//57     | 32,500,000    | 28.276,167    |
|                        |              | . "          | 18          |                |                              | 14,299,558        |  |              |               | 14,299,558    |               | 14,299,558    |
|                        |              | £.           |             |                |                              |                   |  |              | -+            | न             |               | 7             |
| 237,241,112            | 150,828,588  | 220,218,327  | 23,000,000  | 96,930,330     | 31,000,000                   | 67,599,457        | 22,180,650                                 | 19,764,835   |               | 663,934,715   | 204,828,588   | 868,763,303   |
|                        |              |              |             |                |                              |                   | imaicmen (B)                               |              |               |               |               |               |
|                        |              |              |             |                |                              |                   |  |              |               |               |               |               |
| Canital                | and I        | GuarantCo    | Co.         | InfraCo Africa | frica                        | InfraCo Asia Devt | InfraCo Asia Iav                           | GAP          | ICF Debr prod | Casical       | Aggregate     | L P           |
|                        |              | Captur       | 1000        | Captur         | COOL                         |                   |  |              |               | Capture       |               | 1 0031        |
| (15,670,489)           | (8.190,571)  | (25,594,985) | •           | (36,490,707)   | ,                            | (18,489,034)      | (644,454)                                  | (2,564,240)  |               | (99,453,909)  | (8, 190, 571) | (107,644,480) |
| (606,005)              | (739,031)    | (2,984,939)  | (1,038,240) | (7,478,182)    | (4.889.591)                  | (2,567,927)       | ,  | •            | •             | (13,637,053)  | (6,666,862)   | (20,303,915)  |
| (316,303)              | (1,478,061)  |              | (1,946,699) |                |                              | •                 |  |              |               | (316,303)     | (3,424,760)   | (3,741,063)   |
| ,                      |              |              | A .         | (4.279.371)    | 1                            |                   |  |              |               | (4,279,371)   | •             | (4,279,371)   |
| (940,045)              | (739,031)    |              |             | (7,510,523)    | (12,943,035)                 | •                 |  |              |               | (8,450,568)   | (13,682,065)  | (22,132,633)  |
|                        |              |              |             |                | 1                            | (5.649,265)       |  |              |               | (5,649,265)   |               | (5,649,265)   |
|                        | •            | •            |             |                | +                            |                   |  | •            | ,             |               | *//           |               |
| (17,532,842)           | (11,146,694) | (28,579,924) | (2,984,939) | (55,758,783)   | (17,832,626)                 | . (26,706,226)    | . (644,454)                                | (2,564,240)  |               | (131,786,469) | (31,964,258)  | (163,750,727  |
| 4.5                    |              |              |             |                |                              |                   |  |              |               |               |               |               |
|                        |              | The same     |             |                | STATE OF THE PERSON NAMED IN | Net hook valu     | Net hook value of amounts invested (A - B) |              |               |               |               |               |
| EAIF                   |              | GuzrantCo    | Co          | InfraCo Africa | frica                        | InfraCo Asia Bext | InfraCo Asia Inv                           | GAP          | ICF Debt pool |               | Aggregate     | ŀ             |
| Capital                | Loan         | Capital      | Losin       | Capital        | Loan                         | Capital Loan      | Capital Loan                               | Capital      | Capital Loan  | Capital       | Loan          | Total         |
| 196,370,680            | 102,638,017  | 171,623,342  | ,           | 26,944,254     |                              | 28.310.865        | 21.536.196                                 | 17.200.595   |               | 461.985.932   | 102 638 017   | 646 1621 949  |
| 7,593,995              | 9,260,969    | 20,015,061   | 092'196'9   | 5,521,791      | 3,610,409                    | 3,932,073         | •  |              |               | 37,062,920    | 19,833,138    | \$6,896,058   |
| 3,963,667              | 18,521,939   |              | 13,053,301  | ٠              | ,                            |                   | ,  |              | ,             | 3,963,667     | 31,575,240    | 35,538,907    |
|                        | •            |              | •           | 3,159,831      |                              |                   | ,  | ,            | •             | 3,159,831     |               | 3,159,831     |
| 11,779,928             | 9,260,969    | •            | ٠           | 5,545,671      | 9,556,965                    |                   | ,  |              |               | 17,325,599    | 18,817,934    | 36,143,533    |
| ,                      |              | ,            | •           |                | ,                            | 8,650,293         |  | ,            |               | 8,650,293     |               | 8,650,293     |
|                        |              |              | ,           |                | ٠                            |                   |  |              | 4             | 7             |               |               |
| The state of the       |              | 200 000 000  |             |                |                              |                   |  | 200 000 11   |               |               |               | 200 010 000   |

DFID SECO SIDA ADA DGIS DFAT SECO SIDA ADA DGIS DFAT