

## SECTION I: NON-CONFIDENTIAL PROJECT INFORMATION

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| Host Countries:            | Mexico, Brazil, Colombia, Peru and Bolivia  |
| Name of Borrower:          | MPower Ventures III, L.P. (the "Fund")  |
| Sponsor:                   | Roy Sosa  |
| Project Description:       | The Fund will pursue investment opportunities that will empower the unbanked and the underbanked in emerging markets worldwide through the provision of reloadable prepaid debit cards, or GPR cards, and related alternative financial services. The principals of the Fund have been leading providers of GPR cards and related financial services to underserved consumers in the United States. They now plan to take that experience to selected countries globally to provide financial services to the unbanked and the underbanked.   |
| Total Fund Capitalization: | \$50 million  |
| Proposed OPIC Loan:        | OPIC loan or loan guaranty of up to \$15 million in principal plus accrued and accreted interest thereon.   |
| Term of Fund:              | The Fund will have a term of ten (10) years, with the possibility of two one-year extensions subject to the consent of the LP Advisory Board and the limited partners.  |
| Selection Process:         | <p>On March 31, 2011, OPIC issued a call for proposals for Impact Investment (the "Call"). The Call invited proposals for investment vehicles that intend to have positive social and/or environmental impacts while generating sustainable financial returns. The Call considered a wide variety of strategies, including but not limited to a focus on sectors such as water, healthcare, sanitation and waste management, education, housing, basic infrastructure, access to finance, renewable resources, and sustainable agriculture. Proposals from vehicles that invest in microfinance institutions or small and medium enterprises ("SMEs") were also considered. Additional consideration was given to proposals that included innovative business models, measurement of impact, or were targeting improvements in the social and/or environmental conditions of disadvantaged populations. The Call considered a range of investment structures, including private equity funds, funds-of-funds, debt facilities, and other hybrid vehicles.</p> <p>With the assistance of Cambridge Associates as an advisor, an OPIC Evaluation Committee established for the Call, selected the Fund from among 88 respondents as having best met the criteria stated in the Call. The Fund advances the objectives of the Call by its mission to provide financial inclusion for the poor, the unbanked and the underbanked on a global basis; and by implementing an impact measurement system.</p> |

| <b>Policy Review</b>            |  |
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| Developmental Effects:          | The Fund is expected to have a significant development impact, with the provision of capital to companies that target improved financial services for people traditionally defined as “unbanked.” Though considered “middle-income” in many countries, those making between \$2- and \$5-a-day are often without access to financial services. Those that do have such access often must pay exorbitant fees for even simple transactions. This Fund will target businesses that aim to improve upon the absence of services and work to lower transaction costs. Each individual investment made under the Fund will be reviewed for its expected development impact  |
| Environment and Social Effects: | <p>The capitalization of a fund is screened as a Category D activity for the purposes of environmental and social assessment. Although no further assessment is warranted at this stage in the transaction, downstream investments made by the Fund will be screened at and subject to the full scope of OPIC’s environmental and social assessment process, including public disclosure within the host country of Environmental and Social Impact Assessments for Category A projects, conditionality and monitoring, as is warranted by the nature and scope of the downstream investments.</p> <p>Under OPIC’s environmental and social policies, the Fund will be required to establish a Social and Environmental Management System which will be used to assess the environmental and social impact of their own operations as well as the operations of their downstream investments and include the environmental and social objectives and principles that will be used to guide the Fund and downstream investments to implement measures that will eliminate risks, ameliorate damage, and enhance positive effects.</p> |
| U.S. Economic Impact:           | The capitalization of the Fund has no potential for an adverse impact on the U.S. economy at this time and an industry analysis is not necessary. However, the Fund’s portfolio company investments will be analyzed individually for their impact on the U.S. economy and U.S. employment in accordance with OPIC guidelines.   |
| Workers Rights:                 | Each of the Fund’s portfolio company investments will be evaluated separately with regard to OPIC’s worker rights requirements. Standard and supplemental worker rights requirements will apply to each portfolio company investment, as appropriate.  |
| Human Rights:                   | OPIC issued a human rights clearance for the Fund on September 26, 2011.   |