

## REPORT FROM OPIC MANAGEMENT TO THE BOARD OF DIRECTORS

### SECTION I: NON-CONFIDENTIAL PROJECT INFORMATION

<b>Host Countries:</b>	India
<b>Name of Fund:</b>	Asia Development Partners III, L.P. (“ADP III” or the “Fund”)
<b>Sponsor:</b>	Olympus Capital Holdings Asia (“Olympus Capital” or “Fund Manager”)
<b>Fund Description:</b>	The Fund Manager’s general strategy is to invest capital primarily within infrastructure and infrastructure-related support companies in India and other OPIC-eligible Asian countries. The anticipated Fund size is \$200 to \$300 million, with a proposed OPIC Facility of up to \$150 million and a corresponding amount in equity being sourced from Olympus Capital Asia III, L.P. (“OCA III or the “Master Fund”).
<b>Target Fund Capitalization:</b>	\$300 million target with a minimum size of \$200 million.
<b>Proposed OPIC Loan:</b>	OPIC loan of up to \$150 million in principal plus accrued and accreted interest thereon.
<b>Term of Fund:</b>	The Fund will continue until January 2018 with the option of two additional one year extensions.
<b>Selection Process:</b>	This is a successor fund with an existing, successful OPIC fund manager. In order to continue to support top tier fund managers, and at the recommendation of Cambridge Associates, OPIC management approved a procedure whereby OPIC could commit funding to successor funds of existing successful OPIC managers without a call for proposal process. In accordance with procedures approved by OPIC Management, OPIC worked with private equity advisor Franklin Park to conduct due diligence on the Fund Manager and the new Fund, interviewed the team, and obtained approval from OPIC’s Evaluation Committee.
<b>Developmental Effects:</b>	The Fund is expected to have a positive developmental impact on the host country, India. The proposed investment strategy for the Fund is to focus primarily on infrastructure and infrastructure support companies. The Fund plans to invest in companies operating in the sectors of water, food infrastructure, roads, renewable energy, ports and enablers to

	<p>infrastructure sectors, which have suffered from a lack of private capital. There is a large gap in available private capital for infrastructure development in India since foreign capital has declined and domestic capital is not adequate to meet demand. By taking controlling and non-controlling interests in portfolio companies, the Fund will seek to transfer best practices in the areas of corporate governance, transparency, reporting, IT systems, and financial performance.</p>
<b>Environment:</b>	<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, each and every down-stream investment by the Fund will be screened and subject to the full scope of OPIC's environmental and social assessment process, including public disclosure within the host country of Environmental Impact Assessments for Category A projects, conditionality and monitoring, as may be warranted by the nature and scope of the downstream investments.</p>
<b>U.S. Economic Impact:</b>	<p>Since this project concerns capitalization of a fund, there is no potential for an adverse impact on the U.S. economy at this time, and an industry analysis is not warranted. However, future Fund downstream investments will be analyzed individually for their impact on the U.S. economy in accordance with OPIC's guidelines. OPIC will assess the U.S. economic impact of each of the facility's downstream investments upon receipt of the completed application prior to OPIC consent. This evaluation will include the downstream investment's impact on the specific U.S. industry, employment, and balance of payments, as well as the destination of the downstream investment's production and identification of any trade-related performance requirements imposed by the host country.</p>
<b>Workers Rights:</b>	<p>Each of the Fund's subprojects will be evaluated separately with regard to specifics of operation and compliance with OPIC worker rights and human rights approval criteria. Standard and supplemental worker rights language for each subproject will be included in the subproject's consent notice.</p>
<b>Human Rights:</b>	<p>In consultation with the Department of State, the Fund received a Human Rights Clearance on January 14, 2010.</p>

