

SECTION I: NON-CONFIDENTIAL PROJECT INFORMATION

Host Countries:	Tier 1: Nigeria, Ghana, Kenya, Angola, and South Africa; and Tier 2: Cote D'Ivoire, Tanzania, and Uganda.
Name of Fund:	Helios Investors II, L.P. (The "Fund"), a partnership established under the laws of the Cayman Islands.
Sponsor:	Helios Investment Partners LLP ("Helios"), or a wholly owned affiliate or subsidiary thereof.
Fund Description:	The Fund will make investments in sub-Saharan African countries via a two-pronged strategy focused on: (i) growth equity investments in developing or nascent businesses with high growth potential where the Fund is the primary financial sponsor and principal shareholder or, in the case of structured investments in publicly traded companies, where the Fund has significant governance rights and negative controls; and (ii) buyouts of large, established companies, with a preference for divisions of Western multinational corporations. The Fund will focus on companies that have more than \$100 million in revenue or more than \$25 million in cash flow, or have the potential to grow to this size within five to seven years, the Fund's investment horizon. Targeted sectors include: (a) financial services; (b) telecoms; (c) power and utilities; (d) transport and logistics; (e) real estate; (f) agribusiness; (g) mining, oil & gas; and (h) consumer products.
Target Fund Capitalization:	\$600 million
Proposed OPIC Loan:	OPIC loan of up to \$100 million in principal plus accrued (and accreted) interest thereon.
Term of Fund:	Up to 10 years, with the possibility of two one-year extensions.
Selection Process:	This is a successor fund with an existing, successful OPIC 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 Helios and the new Fund, interviewed the team, and obtained approval from OPIC's Evaluation Committee.

<p>Developmental Effects:</p>	<p>The Fund will have a significant developmental impact on the sub-Saharan African region, an area that consistently lags the world in private equity penetration. By injecting up to \$600 million in new private equity into the region, the Fund will provide private capital to local companies that do not have access to international capital markets. The new capital will have multiplier effects throughout the regional economy by allowing companies to expand operations and provide more goods and services to customers. The Fund will have strong capital mobilization impacts since OPIC's investment will mobilize up to \$500 million in private capital. The Fund will provide value-added advice to its portfolio companies in the areas of corporate governance, distribution and marketing, and technology input. As a control investor, the Fund will seek to influence company strategy and improve performance by introducing best practices, hiring new management teams, and improving IT and MIS systems.</p>
<p>Environment:</p>	<p>The capitalization of a fund is screened as a Category D activity for the purpose of environmental assessment. Although no further assessment is required at this time, each and every downstream investment by the Fund will be subject to the full scope of OPIC's environmental assessment process, including public disclosure for Category A projects and greenhouse gas emission accounting requirements.</p>
<p>U.S. Economic Impact</p>	<p>Since the project concerns an investment fund vehicle, 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 individually analyzed 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 Fund'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>
<p>Workers Rights</p>	<p>Each of the Fund's downstream investments 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 downstream investment will be included in OPIC's consent to the investment.</p>
<p>Human Rights</p>	<p>In consultation with the Department of State, the Fund received a Human Rights Clearance on January 27, 2010.</p>

