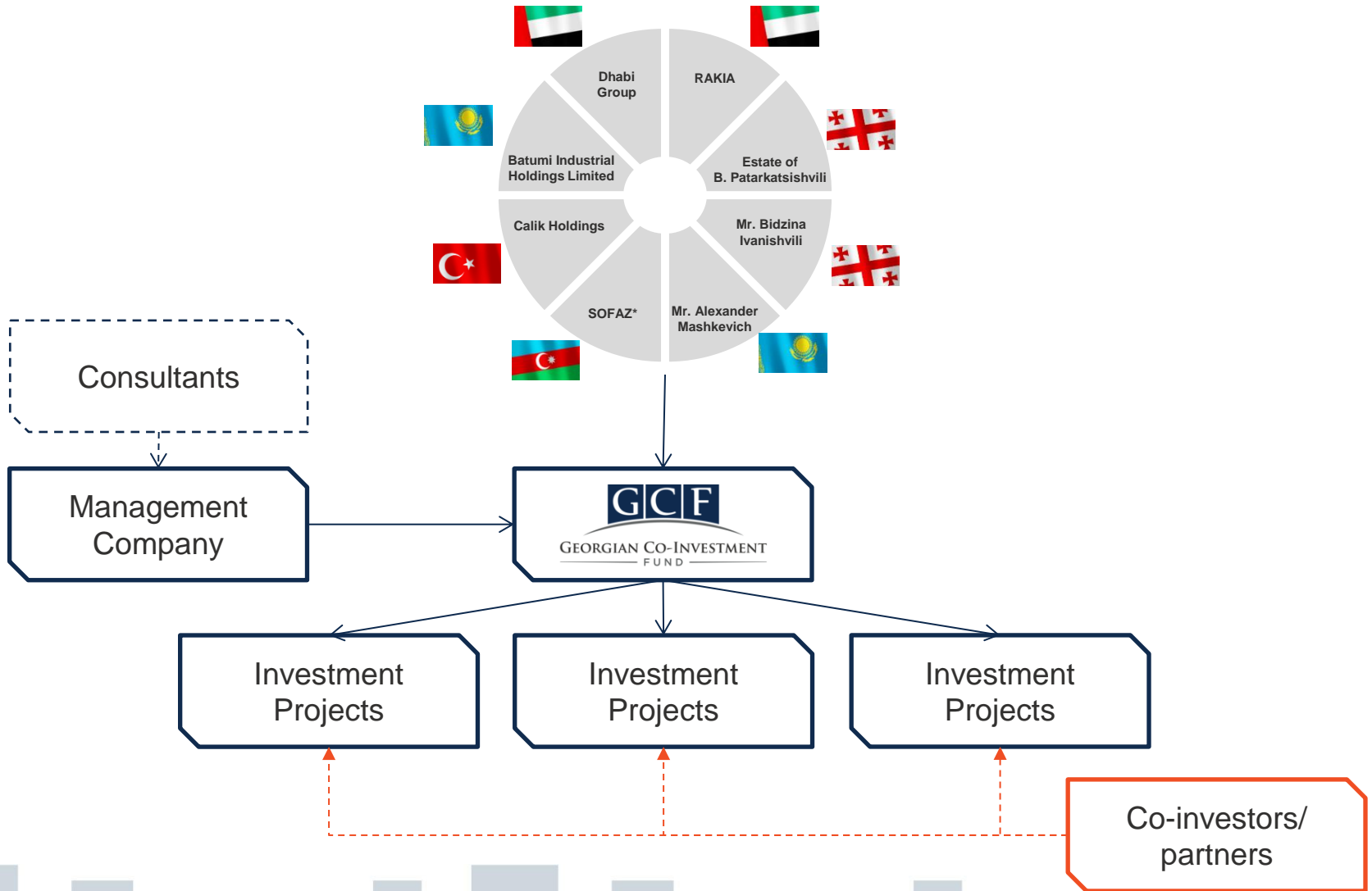




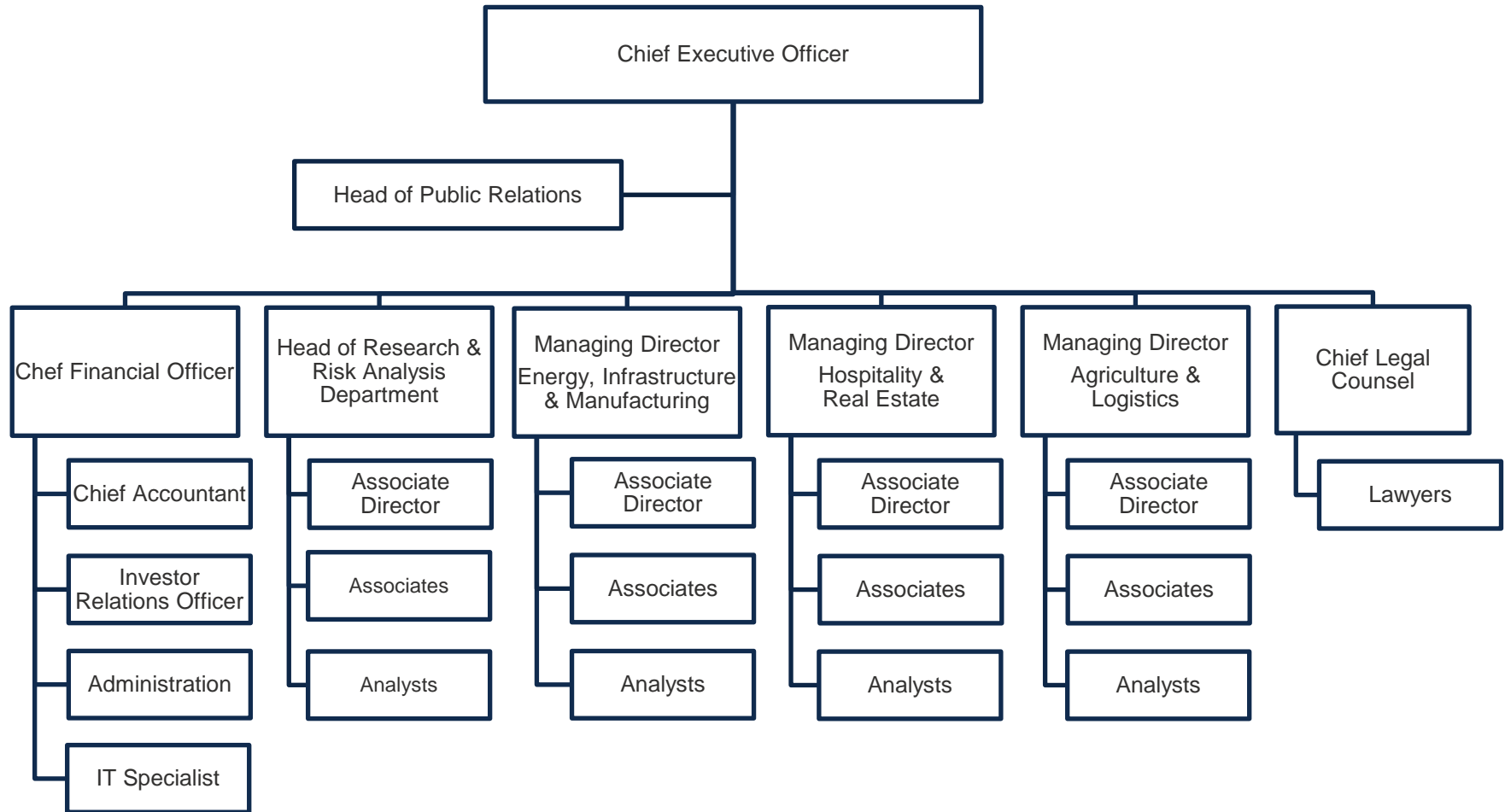
Georgian Co-Investment Fund

July 2014

- Established in September 2013
- Georgia-dedicated private equity fund provides unique opportunity to investors to get exposure to rapidly growing Georgian economy
- Fully privately owned, with LP investors including blue-chip international institutions, corporates and private family offices
- Set up according to international best practices, as a limited partnership
- Professional management team with years of international investment finance experience
- Total commitments of USD\$6bn
- GCF's objectives:
 - invest in commercially attractive projects
 - provide high returns to investors
 - attract top class strategic investors as partners (co-investors)



Management Company Structure





George Bachiasvili

Chief Executive Officer

- 9 years of Finance experience
- Approx. 15 completed transactions valued over \$2B
- MBA Degree from INSEAD



Tsotne Ebralidze

Managing Director
Hospitality and Real Estate

- 7 years of real estate and hospitality development experience
- Real estate development history of 150,000 sqm.
- MBA from London Business School



George Kikvadze

Managing Director Agriculture
and Logistics

- 12 years of management and finance experience
- Experience in agro investment, board member of Terra Food Holding
- MA in Int. Relations and Int. Economics from Johns Hopkins University (SAIS), MBA from Wharton Business School



Irakli Menabde

Managing Director Energy,
Infra. and Manufacturing

- 8 years of Energy related fund management experience
- Formerly Energy Investment Manager at Shell, I2BF & M2 Capital >\$2B
- MSc in Energy, Trade and Finance from Cass Business School,
- MSc in Finance and Strategic Management from Copenhagen Business School



Thea Jokhadze, CFA

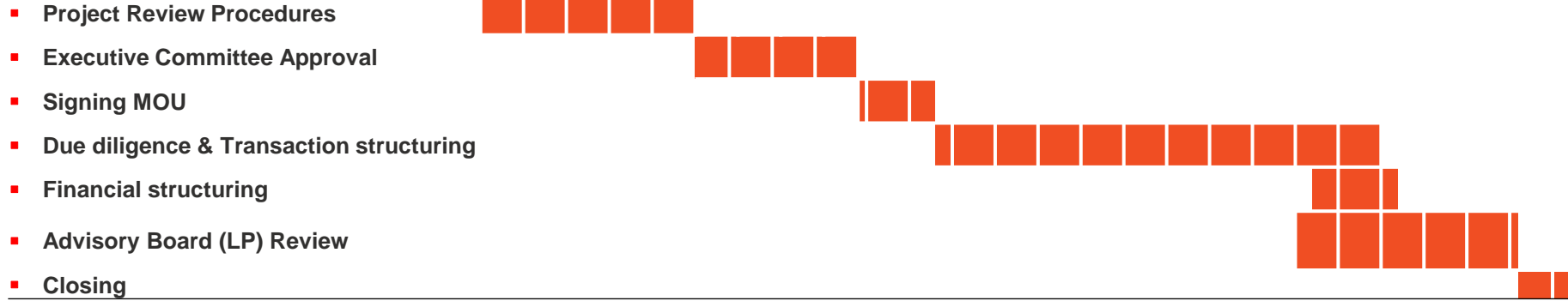
Chief Financial Officer

- 12 years experience in capital markets, banking and US energy finance
- Formerly Head of DCM at Bank of Georgia, over \$2B raised, earlier Pace Global Energy Services (US) and CMS Energy (US)
- MA in Int. Relations and Int. Economics from Johns Hopkins University (SAIS)
- CFA Charterholder since 2005

Geography	<ul style="list-style-type: none">▪ Georgia and Georgia related
Industries	<ul style="list-style-type: none">▪ Energy & Infrastructure▪ Manufacturing▪ Hospitality & Real Estate▪ Agriculture and Logistics
Investment Restrictions	<ul style="list-style-type: none">▪ Trading, retail, residential real estate development, gambling, transit▪ Working capital financing▪ Speculative investments: acquiring commodities, derivative contracts (unless used for hedging)
Investment Type	<ul style="list-style-type: none">▪ Startups, new projects, expansion, turnaround, reorganization, distress, special situations
Financing Type	<ul style="list-style-type: none">▪ Equity, mezzanine debt, hybrid financial instruments (i.e. convertible debt, etc.)
Minimum Investment Size	<ul style="list-style-type: none">▪ US \$5 M
Maximum Investment Size	<ul style="list-style-type: none">▪ >20% of total commitments
Target Equity Stake in Projects	<ul style="list-style-type: none">▪ 25%-100%. Fund's preference is to hold non-controlling stakes
Investment Period	<ul style="list-style-type: none">▪ First five years (By YE 2018)
Fund Life	<ul style="list-style-type: none">▪ 7+1+1 years; fund will liquidate after term expiry
Exit Horizon	<ul style="list-style-type: none">▪ By YE 2020
Financial Criteria	<ul style="list-style-type: none">▪ Minimum IRR - 17%▪ Minimum money multiple - 1.5x

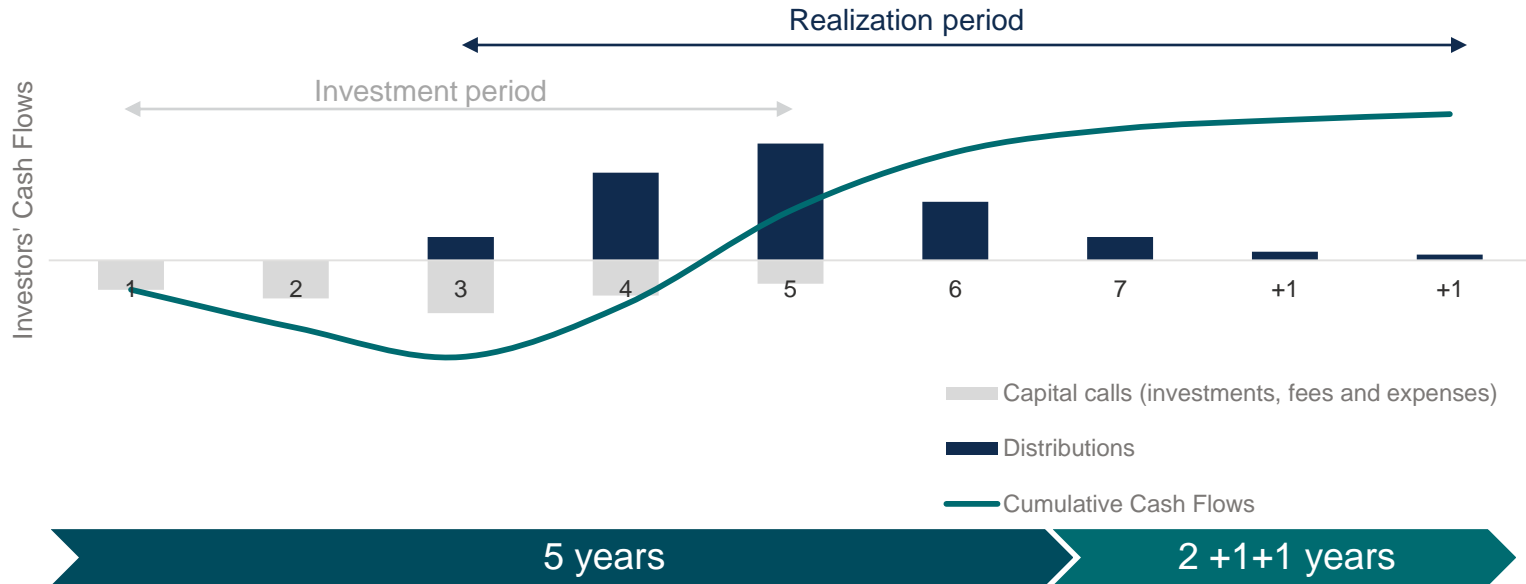
Investment Decision Making Process

Weeks 1 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25



Investment Horizon

- First five years comprise the investment period, where the fund intends to deploy up to USD\$ 6bn
- The fund will expire after seven years, with the option to extend twice by one year
- All underlying investments must be exited pre-fund expiration period
- Fund's exit strategy will be dictated by commercial considerations and market conditions:
 - Sale to co-owners of the project;
 - Sale to third party strategic or financial investors; or
 - IPOs on local and international stock exchanges



Attracting Foreign Direct Investments

- Attracting FDI
- Global industry and corporate leaders entering the Georgian market
- Boosting capital formation

Supporting Healthy Business Environment

- Recapitalizing local businesses and projects
- Introducing high standards of management and finance practice
- Increasing liquidity and deal flow
- Boosting development of local capital markets

Creating Jobs

- Creating jobs through new projects or expansion of existing companies
- Improving local skill-set and quality of human capital

Building Human Capital

- Facilitating technological transfer and expertise from industry leaders entering the market
- Development of specialist expertise, skills and knowledge base
- Increasing labor productivity

Expanding Export Base & Import Substitution

- Increase of local production
- Improvement of current account balance
- Raising competitiveness of local businesses



Energy & Infrastructure Overview

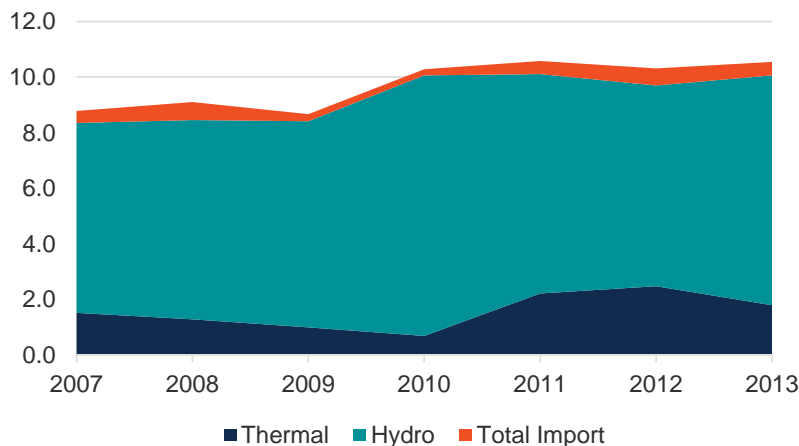
July 2014

- Georgia’s total hydro potential 15,000 MW
 - Significant untapped potential in hydro energy 12,300 MW unused - i.e. 82%
- Total Installed Capacity:
 - Hydro - 2700 MW
 - Thermal - 680 MW
- Requirement for additional capacities to meet growing consumption & replace import
- Growing export potential to neighbouring countries and regions, many of whom going to have substantial energy deficits

Our Approach

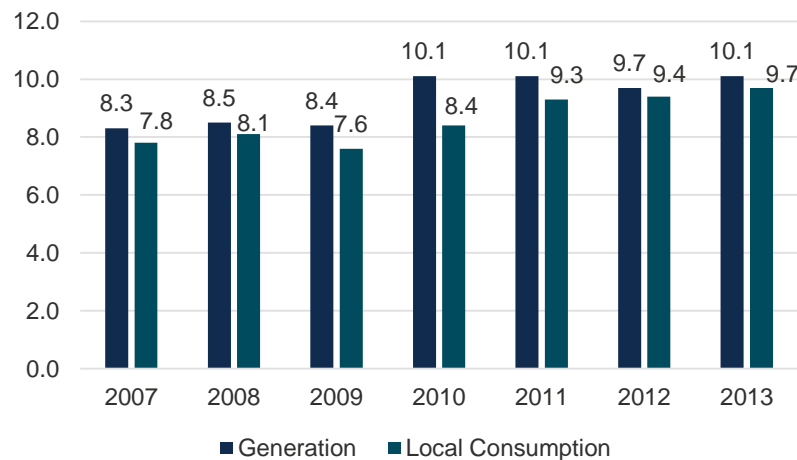
- Hydro Power - Medium and large scale hydro projects
 - Greenfield
 - Brownfield
- Thermal Power – above 200 MW
 - Coal-fired Thermal Power Plants
 - Gas-fired Thermal Power projects
- Transit infrastructure
 - Trading
 - Transportation
 - Storage

Georgia’s electricity supply structure TWh



Source: Electricity System Commercial Operator

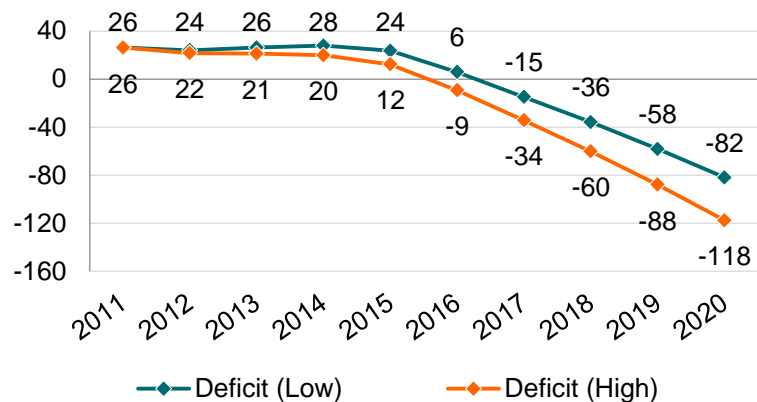
Electricity generation/consumption, TWh



Source: Electricity System Commercial Operator

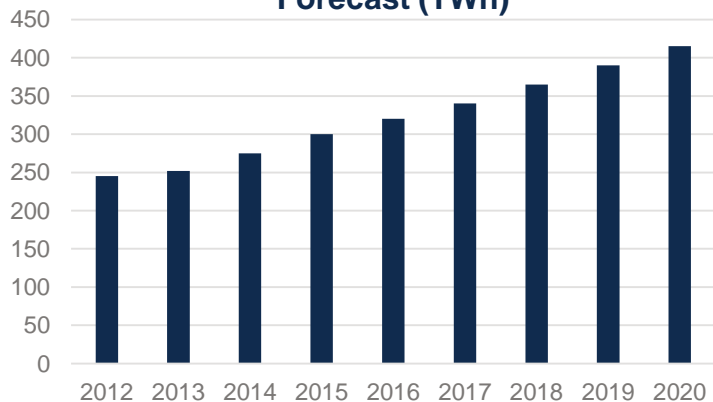
Import/Export Market Dynamics

Projections of electricity deficit in Turkey (TWh)



Source: TEIAS

Turkish Gross Domestic Electricity Consumption Forecast (TWh)

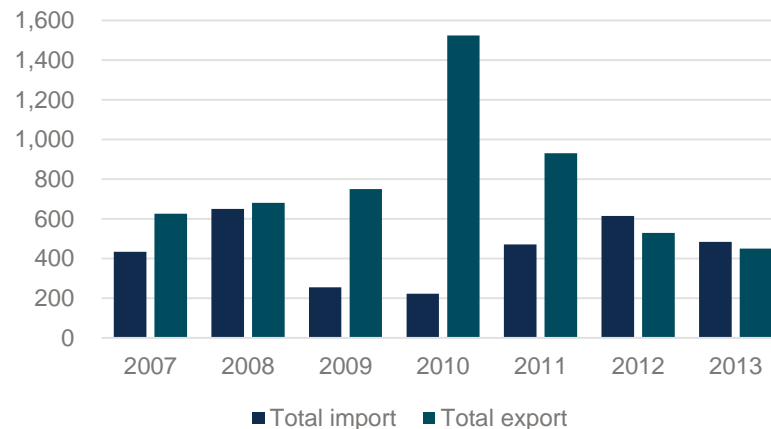


Source: Deloitte – The Energy Sector: A Quick Tour for the Investor, Nov 2013

Turkish consumption profile perfectly matches Georgia's generation



Georgia's electricity supply structure GWh



Source: Electricity System Commercial Operator

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