

## Annex A (of RMF Credit Guarantee Process)

## Preliminary Information Pack (General)

## Preliminary Information Pack

**Reasons / Justifications for Exploring CGIF Support**

(Check as many reasons as possible for the necessity of CGIF support. Also, indicate reasons / challenges faced when considering the bond market as a source of financing as well as attempts to issue previously and reasons for not proceeding, if any.)

- **Supporting ASEAN bond markets' integration / innovation**
  - ☐ Issuance in nascent bond markets such as Brunei, Cambodia, Laos and Myanmar
  - ☐ AMBIF (ASEAN+3 Multi-Currency Bond Issuance Framework) / Single Submission Form
  - ☐ Issuance in another jurisdiction different from the company's home jurisdiction (tapping on savings in other ASEAN bond Markets, funding regional business expansion, etc.; explain how issuer hedges FX risk)
  - ☐ Issuance under national schemes / grants for bonds (please specify)
  - ☐ Issuer from jurisdiction without bond market accessing other ASEAN bond markets (explain how issuer hedges FX risk)
  - ☐ Innovative features (please specify e.g. dual currency, etc.) especially in mature bond markets
- **Difficulties in standalone issuance**
  - ☐ Institutional investors have high rating criteria (state minimum rating)
  - ☐ Domestic institutional investors have tenor restrictions (state maximum available tenor on standalone basis)
  - ☐ Rating cliff (state reasons e.g. industry / unfamiliarity with underlying asset)
  - ☐ Investor aversion to corporate bonds without credit enhancement (provide reasons)
- **Currency / tenor mismatch**
  - ☐ Financing / refinancing to mitigate tenor mismatch (state required tenor / reason)
  - ☐ Financing / refinancing to mitigate currency mismatch
  - ☐ Limited fixed rate solution in domestic banking / bond market (explain reason)
  - ☐ Infrastructure financing requiring long tenor, fixed rate solution (explain reason)
- **Limitations of domestic debt capital capacity (please elaborate)**
  - ☐ Limited banking appetite or capacity for amount / currency / tenor

**Please provide additional justifications for CGIF support:**

### Proposed Bond Being Considered for CGIF Guarantee

<b>Borrowing entity (BE)</b>		<b>PIP date</b>	
<b>Co-obligor(s)</b>		<b>Stock exchange</b>	<i>(if listed)</i>
		<b>Market capitalization</b>	<i>(In USD)</i>

Proposed Terms and Conditions	
Principal Amount	
Guarantee Amount	<i>(in LCY and in USD equivalent)</i>
Currency	
Tenor	
Repayment Profile	<i>(bullet vs amortizing)</i>
Country of Issuance	
Timing of Issuance	
Use of Proceeds	<i>(if for general corporate funding, please specify the relevant business activity or asset to be funded)</i>
Key Covenants	
Collateral/security Arrangement	
Third-party guarantor/co-guarantor/risk sharing participant	
Placement Method	
Alternative Funding Sources	
Others	

## Corporate Profile of the Issuer

<b>Brief Background / Company Profile</b>
<i>(Provide brief description of company and its business.)</i>
<b>Group Structure</b>
<i>Tree Diagram (indicate key operating subsidiaries)</i>
<b>Ownership Structure</b> <i>(add additional rows as necessary)</i>
<i>Tree Diagram (must reflect all ultimate beneficial owners<sup>1</sup>)</i>
<b>Countries of physical presence of Issuer and Subsidiaries</b>

<sup>1</sup> Ultimate beneficial owners (UBOs) are the natural person or persons who own or control the Issuer or for whose benefit it exists and beyond whom there are no further interests.

<b>Shareholders</b>					
Corporate Name	Nationality	Country of tax residence	Country of domicile	Date of Incorporation	% of Ownership
<b>Ultimate Beneficial Owners</b>					
Full Name	Nationality	Country of tax residence	Country of domicile	Date of Birth	% of Effective Ownership
<b>Board of Directors</b>					
Full Name	Title	Nationality	Country of tax residence	Country of domicile	Date of Birth
<b>Senior Management<sup>2</sup></b>					
Full Name, Title	Title	Nationality	Country of tax residence	Country of domicile	Date of Birth
Please indicate any family relationships between the directors and the senior management of the company.					
<b>Please indicate if any Funds are included in the ownership structure:</b>					
Name of Fund Manager / General Partner / Carry Vehicle			Country of incorporation		
<b>Shareholders of Fund Manager / General Partner / Carry Vehicle</b>					
Full Name	Title	Nationality	Country of tax residence	Country of domicile	Date of Birth

<sup>2</sup> Management is the CEO, COO, CFO, Compliance Officer or other equivalent high-ranking officers.

Company Analysis & Group Background					
Type of business/industry	Country of operations	% of revenue (based on most recent FY)	Position in the market (include market share data if applicable)		
Key Operating Subsidiaries					
Corporate name and country of incorporation	Brief background	% of revenue contribution (based on most recent FY)	% of EBITDA contribution (based on most recent FY)		
Significant Contracting Entities <sup>3</sup>					
Corporate name	Country of incorporation	Country/ies of operations	Services provided to Issuer		
Significant Contracting Entities Board of Directors					
Full Name	Title	Nationality	Country of tax residence	Country of domicile	Date of Birth
Significant Contracting Entities Senior Management					
Full Name	Title	Nationality	Country of tax residence	Country of domicile	Date of Birth
Consultants and Advisors					
Corporate or individual name	Country of incorporation	Country/ies of operations	Services provided to Issuer		
Assessment of Business Operations					
<i>(Describe and analyze each business as to operations, suppliers and markets / market demand of the Group)</i>					
Critical Success Factors					
<i>(What factors are critical for the BE (the Group) to survive in its businesses? What are its main competitive advantages in the countries where it operates?)</i>					

<sup>3</sup> Significant Contracting Entities are third parties entering into significant commercial relationships with the Issuer in relation to the proposed Use of Proceeds such as EPC and/or O&M contractors but excluding suppliers of equipment and minor/small value contracting parties.

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**Key Risks and Mitigants** *Please provide the key risks of the company including the respective mitigant for each risk. These may include macroeconomic risk, industry risk, regulatory risk, foreign exchange risk, key man risk, large capital requirements, etc. Add additional rows as necessary*

Risk	Explanation	Mitigants

**Industry Analysis** *Please provide a short description of the relevant industries the company is in, their dynamics and outlook. Please also discuss how the company is doing against peer competitors*

## Financial Overview

- Please attach the following reports:
  - Incorporation documents, including by-laws and latest corporate information filings (with the companies' house and stock exchanges, if relevant)
  - Audited Financial Statements for the last 5 years and the latest interim financial report with explanations of material movements in the financial statements (e.g. revenue growth, margins, debt levels, cash flow, changes in accounting standards, etc.)
  - Investor Relation Materials / Company Presentations (if available)
  - Equity Research Reports / Third-Party Industry Research Reports (if available)
  - Latest Credit Rating Reports (if available)
  - Existing Offering Memorandum or Offering Circular (if available)
  - Financial Projections with corresponding assumptions up to the proposed bond tenor (if available)
- Please provide the following information:

Existing Group Facilities with Other Banks / FIs							
Bank	Facility Type	Limit (USD)	Outstanding (USD)	Maturity Date	Interest Rate	Current Security	Covenants
Total							
Of which							
LCY							
FCY							
Short term							
Long term							
Secured							
Unsecured							
Weighted average maturity of total debt				(Indicate Weighted Average Maturity)			

*Remarks / notable items.*

Other Information	Amount
Undrawn, available portion of committed bank lines that mature in the next 12 months	
Undrawn, available portion of committed bank lines that mature beyond the next 12 months	
All debt maturities in the next 12 months	
Expected committed capital spending in the next 12 months (with relevant information on the usage of this amount)	

#### **Strategy / Future Plans and Prospects**

*(Assessment of the company's strategies, future plans and prospects, vis-à-vis projected industry trends, environment and macroeconomic conditions going forward.)*

#### **Policies and Procedures of the Issuer**

Please provide:

1. Corporate governance documents
2. Policies related to environment, human resources, procurement, health and safety, ethics/corruption, whistleblowing, transparency, anti-money laundering (AML) and counter-terrorism financing
3. Environmental impact assessments, environmental management plans, standard operating procedures
4. Sustainability reports
5. AML/CFT and/or Know Your Customer (KYC) procedures
6. AML/CFT and/or Suspicious Transaction Reports
7. For financial intermediaries, completed Wolfsberg questionnaire<sup>4</sup>

#### **Legal Compliance and Litigations (optional questionnaire)**

	Legal Due Diligence Questionnaire	Yes / No (please explain as needed)
1.	Please indicate if there are any violations in relation to the company's compliance with all applicable laws, regulations, framework and policies applicable to the company's operations, including those pertaining to environmental, social, labor laws, know-your-client, anti-corruption, anti-money laundering, counter-terrorism financing, and competition/anti-trust.	
2.	Please indicate if the company has any litigation that is currently pending or threatened by or against the company or any of its shareholders, directors and/or employees. If yes, please provide details and their current status.	
3.	Please indicate if the company has any on-going or potential tax audits or investigation. If yes, please provide details and their current status.	

<sup>4</sup> [https://www.wolfsberg-principles.com/sites/default/files/wb/Wolfsberg%27s\\_CBDDQ\\_140618\\_v1.2.pdf](https://www.wolfsberg-principles.com/sites/default/files/wb/Wolfsberg%27s_CBDDQ_140618_v1.2.pdf)



## Preliminary Information Pack for Project Finance

**NOTE: For project finance, complete the general PIP template and the template below.**

### Information on the Proposed Bond Being Considered for CGIF Guarantee

Bond issuer	
Bond amount and currency	<i>[in LCY and in USD equivalent]</i>
Bond tenor	
Repayment Profile	<i>[e.g., semi-annual repayment over 10 years of repayment period after 3 years grace period]</i>
Interest / Coupon Rate	<i>[e.g., fixed or floating]</i>
Guarantee amount	<i>[in LCY and in USD equivalent]</i>
Country of bond issuance	
Security (if any)	
Key covenants	
Use of bond proceeds	
Placement method	<i>[Public Offering / Private Placement]</i>
Alternative funding sources under consideration	
Indicative issue date	
Others	

#### Reasons for exploring CGIF support

(Check all applicable items. Indicate reasons/challenges faced when considering the bond market as a source of financing as well as attempts to issue previously and reasons for not proceeding)  
Any supporting information about why this transaction will contribute to the development of the targeted bond market will be helpful.

- ☐ Difficulties as a first time issuer in a domestic bond market (specify, e.g., below rating cliff)
- ☐ Difficulties relating to cross-border issuance (specify, e.g., limited recognition outside)
- ☐ Difficulties in securing long term financing (specify)
- ☐ To diversify funding sources (e.g., to tap offshore investors)
- ☐ Project finance / green bond credit enhancement ☐
- ☐ Non-vanilla bond credit enhancement (specify)
- ☐ Others (specify)

Supporting Justifications/Information:

### Project Profile (Add additional rows if required)

Company(or Project) Name	
Legal Address(if any)	
Company(or Project) History	<i>[e.g., date of incorporation, bidding announcement date, transactional milestones]</i>



Project description		<i>[e.g., construction, own and operation of 50MW run-of-the river type hydro-electric power plant]</i>
Project location		
Concession Agreement (if any)	Concession Grantor/ Procuring Authority	<i>[e.g., Ministry of Industry and Trade of the Socialist Republic of Vietnam, Energy Commission of Malaysia]</i>
	Type of Concession	<i>[e.g., BOT(25 years), BOO(20 years)]</i>
Shareholder(or Sponsor/Developer)		
Name of Shareholder		Nationality % of Share
Construction Contract	Type of Contract	<i>[e.g., fixed-price EPC turn-key, cost-plus contract, etc.]</i>
	Main Contactor	<i>[name of contractor, nationality, experience, credit rating, etc.]</i>
	Major T&Cs (if available)	<i>[e.g., construction period, guaranteed performance, liquidated damages, performance securities, warranty period, etc.]</i>
	Technology Employed	<i>[e.g., ultra-super critical coal-fired, solar PV]</i>
	Main Equipment Supplier	<i>[e.g., boiler(name), turbine(name)]</i>
O&M Contract	Major T&Cs (if available)	<i>[e.g., O&amp;M fee, Guaranteed performance, Liquidated damages, Performance securities, etc.]</i>
	Contractor	<i>[name of contractor, nationality, experience, credit rating, etc.]</i>
Offtake Contract	Major T&Cs (if available)	<i>[e.g., contract term, offtake price, minimum guaranteed volume, events of default, termination clauses, guaranteed performance, liquidated damages, etc.]</i>
	Off-taker	<i>[name of off-taker, nationality, credit rating, etc.]</i>
Feedstock	Major T&Cs (if available)	<i>e.g. contract term, supply price, minimum guaranteed volume, event of default, termination clauses, liquidated damages, etc.</i>
	Supplier	<i>[name of feedstock supplier, nationality, credit rating, etc.]</i>
Government Support (if any)		<i>[e.g., government guarantee on payment obligation of off-taker under PPA, preferential tax treatment, etc.]</i>
Sponsor Support (if any)		
Insurance Arrangement		<i>[e.g. type of insurance, coverage, insured amount, deductible, etc.]</i>
E&S impact	Environmental	<i>[Briefly describe anticipated environmental impact of the project including expected categorization as per national/international standards and the current status of environmental permit]</i>
	Involuntary resettlement	<i>[Describe involuntary resettlements issues, if any]</i>

	Indigenous people	<i>[Describe impacts on indigenous people, if any ]</i>
Transaction Advisor (if any)		
✓ For Sponsor		<i>[e.g., legal counsel(name), owner's engineer(name), insurance(name), tax(name), market(name), etc.]</i>
✓ For Financier		<i>[e.g., legal counsel(name), owner's engineer(name), insurance(name), tax(name), market(name), etc.]</i>
Expected Project Development Timeline		<i>[e.g. bid submission, concession award, signing of major transaction document, financial close, commercial operation date, etc.]</i>
Security Arrangement		
Other Transaction Feature (if any)		
Transactional Diagram		

### Project Risk Assessment

Risk Type	Risk Mitigation
Market Risks (Volume and Price risk)	▪
Construction risks	▪
Technological risks	▪
Operation & Maintenance Risks	▪
Fuel Supply risks	▪
Legal & Regulatory risks	▪
Financial Risks (Liquidity, Refinancing, Inflation, Interest Rate, Currency Risk)	▪
Environmental and Social Risks	▪
Force Majeure Risks	▪
Political Risks	▪
Counterparty Risks	▪

**Financing Profile** (Add additional rows if required)

Note : Attach the following documents (if available)

- 1) Annual report/audited financial statements for the last 5 years for existing project
- 2) Latest credit rating report
- 3) Financial projections and corresponding assumptions (in Excel)
- 4) Project information memorandum

Use/Source of Funds for Project				
Use of Funds (mil LCY)		Source of Funds (mil LCY)		
Construction cost		Equity		
Financing cost		Debt	CGIF guaranteed bond	
Working Capital			Other debt facilities	
Other development cost				
Contingency		Other sources(if any)		
Total		Total		
Details of proposed (or existing) debt facilities for Project (excluding CGIF guaranteed bond)				
Type of Facility	Name of Provider	Amount	Tenor	Other features
<i>[e.g., term loan, revolving credit line, working capital, sub-loan, L/C facility, hedging instruments]</i>				<i>[e.g., third party credit enhancements]</i>