## EURASIAN TRANSPORT CORRIDOR INVESTMENT CENTER

LOAN NO.8328/000021-1-GEO / 3520-GEO (BATUMI BYPASS ROAD PROJECT)

Special Purpose Project Financial Statements For the Year Ended 31 December 2022

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## EURASIAN TRANSPORT CORRIDOR INVESTMENT CENTER BATUMI BYPASS ROAD PROJECT

STATEMENT OF MANAGEMENT'S RESPONSIBILITIES FOR THE PREPARATION AND APPROVAL OF THE SPECIAL PURPOSE PROJECT FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

Management of the Batumi bypass road project (the "Project") implemented by the Eurasian Transport Corridor Investment Center ("ETCIC" or Transport Reform and Rehabilitation Center – "Organisaiton") is responsible for the preparation of the special purpose project financial statements that present fairly the financial position of the Project as at 31 December 2022 and its sources and uses of funds and movement in designated account for the Year Ended 31 December 2022, in compliance with the Cash Basis International Public Sector Accounting Standard, Financial Reporting under the Cash Basis of Accounting ("IPSAS – Cash Basis"), and the Guidelines for the Financial Governance and Management of Investment Projects Financed by Asian Development Bank and Asian Infrastructure Investment Bank.

In preparing the special purpose project financial statements, management is responsible for:

- Properly selecting and applying accounting policies;
- Presenting information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information.
- Providing additional disclosures when compliance with the specific requirements in IPSAS Cash
  Basis are insufficient to enable users to understand the impact of particular transactions, other
  events and conditions on the Project, financial position and its sources and uses of funds and
  movements in designated accounts;
- Making an assessment of the Projects ability to continue as a going concern.

Management is also responsible for:

- Designing, implementing and maintaining an effective and sound system of internal controls, throughout the Project;
- Maintaining adequate accounting records that are sufficient to show and explain the Project's
  transactions and disclose with reasonable accuracy at any time the financial position of the Project,
  and which enable them to ensure that the special purpose project financial statements of the
  Project comply with the Guidelines for the Financial Governance and Management of Investment
  Projects Financed by Asian Development Bank and Asian Infrastructure Investment Bank;
- Maintaining statutory accounting records in compliance with Georgian legislation;
- Taking such steps that are reasonably available to them to safeguard the assets of the Project; and
- Preventing and detecting fraud and other irregularities.

The special purpose project financial statements for the Year Ended 31 December 2022 were authorised for issue on 28 June 2023 by the Management.

On behalf of the Management:

Giorgi Tsagareli

Director

28 June 2023

Marina Majagaladze Finance Manager

28 June 2023



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#### SPECIAL PURPOSE INDEPENDENT AUDITOR'S REPORT

#### To the management of Eurasian Transport Corridor Investment Center:

#### **Opinion**

We have audited the accompanying special purpose project financial statements of the Batumi bypass road project (the "Project") financed under the Loan Agreement No. 8328/000021-1-GEO dated 17 June 2017 (the "Agreement 1") and Loan Agreement No. 3520-GEO dated 12 June 2017 (the "Agreement 2"), implemented by the Eurasian Transport Corridor Investment Center ("ETCIC" or Transport Reform and Rehabilitation Center – "Organisation"), which comprise Statement of Sources and Uses of Funds for the Year Ended 31 December 2022, the Balance Sheet as at 31 December 2022 and the related Statement of Expenditure Withdrawal Schedule ("SOEs") and Designated Account Statement for the Year Ended 31 December 2022 and a summary of significant accounting policies and other explanatory notes (collectively referred to as the "special purpose project financial statements").

In our opinion, the accompanying special purpose project financial statements for the Year Ended 31 December 2022 are presented fairly, in all material respects, in accordance with the cash basis of International Public Sector Accounting Standard (IPSAS) promulgated by the International Federation of Accountants (IFAC), as further detailed in Note 2.

#### **Basis for Opinion**

We conducted our audit in accordance with International Standards of Auditing ("ISAs"). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Special Purpose Project Financial Statements section of our report. We are independent of the "Organisation in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (the "IESBA Code") and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **Emphasis of Matter**

Basis of Accounting and Restriction on Distribution and Use

We draw attention to Note 2 to the special purpose project financial statements, which describes the basis of accounting. The special purpose project financial statements are prepared to assist the Project's management in complying with the financial reporting provisions of the Agreement 1 and Agreement 2. As a result, the special purpose project financial statements may not be suitable for another purpose.

Deloitte refers to one or more of Deloitte Touche Tohmatsu Limited ("DTTL"), its global network of member firms, and their related entities (collectively, the "Deloitte organization"). DTTL (also referred to as "Deloitte Global") and each of its member firms and related entities are legally separate and independent entities, which cannot obligate or bind each other in respect of third parties. DTTL and each DTTL member firm and related entity is liable only for its own acts and omissions, and not those of each other. DTTL does not provide services to clients. Please see <a href="www.deloitte.com/about">www.deloitte.com/about</a> to learn more.

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This report is intended solely for use by the management of the Project in communicating to the Ministry of Regional Development and Infrastructure of Georgia, Asian Development Bank and Asian Infrastructure Investment Bank information about the Project's compliance with the financial reporting provisions of the Agreement 1 and Agreement 2. This report is not intended for the benefit of any other third parties and we accept no responsibility or liability to any party other than those mentioned above in respect of the report. Should any third party take decisions based on the contents of the report, the responsibility for such decisions shall remain with those third parties. Our opinion is not modified in respect of this matter.

## Responsibility of Management and Those Charged with Governance for the Special Purpose Project Financial Statements

Management is responsible for the preparation of these special purpose project financial statements in accordance with the cash basis of IPSAS the basis of accounting as further detailed in Note 2.

This includes determining that the International Public Sector Accounting Standard "Financial Reporting Under the Cash Basis of Accounting" ("IPSAS – Cash Basis") is an acceptable basis for the preparation of the special purpose project financial statement in the circumstances, and for such internal control as management determines is necessary to enable the preparation of special purpose project financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the special purpose project financial statements, management is responsible for assessing the Organisation's ability to continue as a going concern, disclosing, as applicable, matters relating to going concern and using the going concern basis of accounting unless management either intends to liquidate the Organisation or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Organisation's financial reporting process.

#### Auditor's Responsibilities for the Audit of the Special Purpose Project Financial Statements

Our objectives are to obtain reasonable assurance about whether the special purpose project financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these special purpose project financial statements.

## Deloitte.

As part of an audit in accordance with ISAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and access the risks of material misstatement of the special purpose project financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Organisation's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the special purpose project financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Organisation to cease to continue as a going concern.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Shota Nanitashvili

On behalf of Deloitte and Touche LLC

Deloitte & Touche

28 June 2023

Tbilisi, Georgia

## STATEMENT OF SOURCES AND USES OF FUNDS FOR THE YEAR ENDED 31 December 2022 (in US Dollars)

	Actual as at 31	December 2022	Planned as at 31	December 2022*	Varia	ance
Notes	Year to date	Cumulative to date	Year to date	Cumulative to date	Year to date	Cumulative to date
FUNDS RECEIVED BY SOURCES			Unaudited	Unaudited	Unaudited	Unaudited
AIIB Funds	4,522,300	53,175,597				
Direct Payment 7	1,970,672	25,053,352				1995
Replenishments	-	8,982,020		_		_
Capitalised Charges 7 Intermediate Bank Charges withhold from Replenishment amounts	1,179,657	4,722,361				
and Refund	-	195	-	•		•
Additional advance 7	1,371,971	14,417,669	-			:
ADB Funds	6,228,424	46,683,993				
Direct payments 7	5,986,445	41,061,327				
Replenishments	-	281,165				
ADB reimbursement 7	31,454	170,165				
Retroactive		4,096,608	-			
Capitalised Charges 7	210,525	1,071,728	•		-	
Government Funds	3,017,355	70,172,682				
Government of Georgia GOG retroactive funds for	3,017,355	70,033,972			•	
ADB (foreign exchange gain)	₩	138,710		-	•	
TOTAL FUNDS RECEIVED	13,768,079	170,170,982	-	-		
Foreign exchange						
difference ADB portion, net 7 Foreign exchange	5	(14,635)				
difference GOG portion, net Foreign exchange		(127)			720	
difference, net	5	(14,762)	•		-	

# STATEMENT OF SOURCES AND USES OF FUNDS (CONTINUED) FOR THE YEAR ENDED 31 December 2022 (in US Dollars)

LESS: EXPENDIT	URE							
Category 1 - Civi Category 2 - Cor		9	2,193,714	42,830,640	2,193,714	42,830,640	-	
services Category 3 - Pro	ject	9	1,214,224	5,574,920	1,214,224	5,574,920	_	je de la 5
management an institutional sup Category 4 - Inte	port			·			-	-
other financing o	charges	9	1,179,657	4,722,361	1,179,657	4,722,361		
AIIB TOTAL		•	4,587,595	53,127,921	4,587,595	53,127,921	-	
Category 1 - Civi		9	4,318,113	38,953,130	4,318,113	38,953,130		
services Category 3 - Pro	ject	9	1,618,662	6,210,652	1,618,662	6,210,652		
management an institutional sup Category 4 - Inte	port		82,173	433,847	82,173	433,847		
other financing o		9	210,525	1,071,729	210,525	1,071,729		-
ADB TOTAL			6,229,473	46,669,358	6,229,473	46,669,358	-	
Category 1 - Civi Category 2 - Con		9	2,393,075	67,537,427	2,393,075	67,537,427		
services Category 3 - Promanagement an		9	496,624	2,149,272	496,624	2,149,272	-	
institutional sup Category 4 - Inte	port	9	165,887	533,202	165,887	533,202	-	
other financing o	charges		-				-	
GOG TOTAL			3,055,586	70,219,901	3,055,586	70,219,901	-	-
TOTAL PROJECT EXPENDITURE			13,872,654	170,017,180	13,872,654	170,017,180		
NET FLOW OF F	UNDS		(104,570)	139,040	-			

On behalf of the Management:

Giorgi Tsagareli Director

28 June 2023

Marina Majagaladze Finance Manager

28 June 2023

The notes on pages 12 to 26 form an integral part of these special purpose project financial statements.

\*The project uses flex budget approach, so that at the end of the year Plan is always equal to Actual.

# STATEMENT OF SOURCES AND USES OF FUNDS (CONTINUED) FOR THE YEAR ENDED 31 December 2022 (in US Dollars)

	Actual as at 31	December 2021		31 December 21	Variance	
	Year	Cumulative to	Year	Cumulative		Cumulative to
	to date	date	to date	to date	Year to date	date
			Unaudited	Unaudited	Unaudited	Unaudited
FUNDS RECEIVED BY SOURCES						
AIIB Funds	10,582,534	48,653,297				-
Direct Payment	6,298,082	23,082,680	S-	-	-	_
Replenishments	-	8,982,020	-	-		_
Capitalised Charges	831,045	3,542,704	•		-	-
Intermediate Bank						
Charges withhold from	_	195				
Replenishment amounts						
and Refunded Additional advance	2 452 407	12 045 500	•	-	-	-
The state of the s	3,453,407	13,045,698				
ADB Funds	14,400,479	40,455,569	-		-	-
Direct payments	14 004 466	25 446 442				
Replenishements	14,084,466	35,116,112	•	•		
ADB reimbursment	100,481	281,165				
Retroactive	100,461	100,481 4,096,608				
Capitalised Charges	215,532	861,203				-
and and Sea	213,332		-	-		
Government Funds	9,907,493	67,294,037				
Government of Georgia	9,907,493	67,155,327				
GOG retroactive funds	2,001,100	07,100,027				
for ADB (foreign exchange		138,710				
gain)			-	-		-
TOTAL FUNDS RECEIVED	34,890,506	156,402,903			-	
Foreign exchange difference ADB portion,						
net	(2,729)	(14.640)				
Foreign exchange	(2,723)	(14,640)	•			-
difference GOG portion,						
net	(94)	(127)		_		
Foreign exchange	12 .7	1/				
difference, net	(2,823)	(14,767)	-	-		-
LESS: EXPENDITURE						
Category 1 - Civil works	8,478,092	40,636,927	8,478,092	40,636,927		
Category 2 - Consulting	0,470,032	40,030,327	0,470,032	40,030,927		•
services	1,265,722	4,360,696	1,265,722	4,360,696	-	_
Category 3 - Project	_,	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	2,200,722	1,500,050		
management and						
institutional support	-	-			-	_
Category 4 - Interest and						
other financing charges	831,045	3,542,704	831,045	3,542,704	-	-
AIIB TOTAL	10,574,859	48,540,327	10,574,859	48,540,327		
			7	10,040,027		( <del></del>

## STATEMENT OF SOURCES AND USES OF FUNDS (CONTINUED) FOR THE YEAR ENDED 31 December 2022 (in US Dollars)

Category 1 - Civil works Category 2 - Consulting	12,614,115	34,635,017	12,614,115	34,635,017	-	<u>.</u>
services Category 3 - Project	1,546,604	4,591,991	1,546,604	4,591,991	•	
management and institutional support Category 4 - Interest and	94,070	351,674	94,070	351,674	-	-
other financing charges	215,532	861,203	215,532	861,203		-
ADB TOTAL	14,470,321	40,439,885	14,470,321	40,439,885	_	-
Category 1 - Civil works Category 2 - Consulting	9,194,810	65,144,351	9,194,810	65,144,351	•	
services Category 3 - Project	513,582	1,652,649	513,582	1,652,649		
management and institutional support Category 4 - Interest and	104,422	367,314	104,422	367,314	_	•
other financing charges	•	_	-			•
GOG TOTAL	9,812,814	67,164,314	9,812,814	67,164,314		
TOTAL PROJECT EXPENDITURE	34,857,994	156,144,526	34,857,994	156,144,526		
NET FLOW OF FUNDS	29,689	243,609		-	_	

<sup>\*</sup>The project uses flex budget approach, so that at the end of the year Plan is always equal to Actual.

On behalf of the Management:

Giorgi Tsagareli Director

28 June 2023

Marina Majagaladze Finance Manager

28 June 2023

BALANCE SHEET STATEMENT AS AT 31 DECEMBER 2022 (in US Dollars)

	31 December 2022	31 December 2021
ASSETS		
AllB designated account		112,970
ADB imprest account	139,040	1,045
GOG Project account		129,594
TOTAL ASSETS	139,040	243,609
Funds received:		
Funds received from AIIB	53,175,597	48,653,297
Funds received from ADB	46,683,993	40,455,569
Funds received from GOG	70,172,682	67,155,327
GOG retroactive funds for ADB (Foreign exchange gain)	138,710	138,710
Total funds received	170,170,982	156,402,903
Project expenditure:		
Financed by AIIB	(53,127,921)	(48,540,327)
Financed by ADB	(46,669,358)	(40,439,885)
Financed by GOG	(70,219,901)	(67,164,314)
Total project expenditure	(170,017,180)	(156,144,526)
Foreign exchange difference, net	(14,762)	(14,767)
TOTAL FUNDS RECEIVED LESS PROJECT EXPENDITURE	139,040	243,609

On behalf of the Management:

Giorgi Tsagareli

Director

28 June 2023

Marina Majagaladze Finance Manager

28 June 2023

STATEMENT OF EXPENDITURE WITHDRAWAL SCHEDULE FOR THE YEAR ENDED 31 DECEMBER 2022 (in US Dollars)

Withdrawal No.	Withdrawal application date	Total SOE in withdrawal schedule	Total SOE attributable to 2022
00190	28/07/2022	1,045	1,045
		1,045	1,045
There was no SOE type of expendi	ture in 2022.		
Withdrawal No.	Withdrawal application date	Total SOE in withdrawal schedule	Total SOE attributable to 2021

There was no SOE type of expenditure in 2021.

On behalf of the Management:

Giorgi Tsagareli

Director

Marina Majagaladze Finance Manager

28 June 2023

28 June 2023

### DESIGNATED ACCOUNT STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2022 (in US Dollars)

Depository Bank Address	State Treasury 16 V. Gorgasali street Tbilisi, 0114 Georgia	
AIIB - Balance as at 31 December 2020		105,295
ADB - Balance as at 31 December 2020 GOG - Balance as at 31 December 2020		73,616 35,010
Balance as at 31 December 2020		213,921
ADD		
AIIB Direct Payment via designated account		3,453,407
ADB replenishment		·
GOG Replenishment		100,481
DEDUCT		
Funds used for the Project expenditure – AIIB		(3,445,732)
Funds used for the Project expenditure – ADB		(69,843)
Funds used for the Project expenditure – GOG		(5,896)
Foreign Exchange Gain		(2,729)
AIIB - Balance as at 31 December 2021		112,970
ADB - Balance as at 31 December 2021		1,045
GOG - Balance as at 31 December 2021		129,595
Balance as at 31 December 2021		243,609
ADD		
AIIB Direct Payment via designated account		1,371,971
ADB replenishment		
GOG Replenishment		31,454
DEDUCT		
Funds used for the Project expenditure – AIIB		(1,437,265)
Funds used for the Project expenditure – GOG Funds used for the Project expenditure – ADB		(69,843)
, and ascarol the Project expenditure – ADB		(1,050)
Foreign Exchange Gain		5
AllB - Balance as at 31 December 2022		47,676
ADB - Balance as at 31 December 2022		6
GOG - Balance as at 31 December 2022		91,364
Balance as at 31 December 2022		139,040

On behalf of the Management:

Giorgi Tsagareli

Director
28 June 2023

Marina Majagaladze Finance Manager

28 June 2023

NOTES TO THE SPECIAL PURPOSE PROJECT FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2022 (in US Dollars)

#### 1. BACKGROUND

The Investment Center for Euro-Asian Transport Corridor was established in 1995 as a non-entrepreneurial and non-profit legal entity. A project unit named "Eurasian Transport Corridor Investment Center" (the "ETCIC" or Transport Reform and Rehabilitation Center – "Organisaiton") was formed within the Investment Center for Euro-Asian Transport Corridor to manage allocated credits/loans received from the International Development Association ("IDA"), the International Bank for Reconstruction and Development ("IBRD"), the Asian Development Bank ("ADB"),

Asian Infrastructure Investment Bank ("AIIB") and the European Investment Bank (EIB) and monitor the implementation of transport sector projects.

Government of Georgia ("borrower") has requested (i) a loan of EUR 108,190,000 (equivalent to 114,000,000) from Asian Development Bank's ("ADB") ordinary capital resources, and (ii) a loan of USD 114,000,000 from the Asian Infrastructure Investment Bank ("AIIB") to help finance the Batumi Bypass Road Project. The borrower will contribute approximately USD 87,200,000 for land acquisition and resettlement and taxes and duties.

On 12 and 17 June 2017 the loan agreements number 3520-GEO dated 12 June 2017 (the "Agreement 2") and 8328-GEO dated 17 June 2017 (the "Agreement 1") with above-mentioned amounts were signed between ADB and Government of Georgia and AIIB and Government of Georgia, respectively. The borrower is obliged to use the proceeds of the loan for financing of expenditure of the project in accordance with the provisions of this loan agreement.

The project consists of following parts:

- The Project will construct a new two-lane 14.3 km long highway to provide a bypass to the Batumi port city (second largest city in Georgia). The road will be constructed on a new alignment, which passes through a number of mountainous settlements. Due to hilly nature of the terrain, this stretch of road requires construction of 5 tunnels and 19 bridges over rivers and valleys. Additionally, the controlled-access highway will have 4 grade separated interchanges to regulate traffic ingress/egress;
- Construction of new Poti Bridge and approach roads, and new Bakurtsikhe-Tsnori road;
- Construction supervision and quality assurance services associated with the civil works including specialised structural and geotechnical works;
- Rehabilitation of a 21 km road section, including 7 landslide sections, along the Tbilisi (Gldani) Tianeti road;
- Provision of consulting services for the feasibility study and detailed design; supervision of the construction of the Batumi bypass road, Poti bridge and approach roads, and new Bakurtiskhe-Tsnori road, and Project management and institutional support.

The loan closing dates for the loan number 8328/000021-1-GEO and number 3520-GEO are 30 June 2023 and 31 December 2025, respectively.

NOTES TO THE SPECIAL PURPOSE PROJECT FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2022 (in US Dollars)

#### 2. ACCOUNTING POLICIES

**Basis of accounting** – These special purpose project financial statements have been prepared in accordance with the cash-based International Public Sector Accounting Standard (IPSAS) promulgated by the International Federation of Accountants (IFAC).

These special purpose project financial statements, in accordance with the provisions of the Agreement 1 and Agreement 2, are prepared for management analysis and in order to report the information to the Ministry of Regional Development and Infrastructure of Georgia, Asian Infrastructure Investment Bank and the Asian Development Bank. As a result these special purpose project financial statements may not be suitable for another purpose.

**Project financing** is recognised as a source of project funds when the cash is received.

Project expenditures are recognised as a use of project funds when the payments are made.

**Functional currency** – These special purpose project financial statements are expressed in United States Dollars ("US Dollar" or "USD").

**Transactions in other currencies** – Transactions in currencies other than reporting currencies are converted to US Dollars at the exchange rate prevailing at the date of the transaction.

**Cash** – Cash comprises balances with the State Treasury.

#### 3. DESIGNATED ACCOUNT

Designated account is designated disbursement account of the Project maintained in US Dollars at the State Treasury to ensure the payment of eligible expenditure, within defined limits, which do not require individual authorisation from AIIB and ADB in accordance with the Agreement 1 and Agreement 2.

#### 4. BASIS OF FUNDING

According to the terms of the Agreement 1 and Agreement 2:

- Category 1 Works which is divided into 1A Batumi Bypass Road, 1B Rehabilitation and Civil Works and 1C Poti Bridge and Approach Roads and Bakurtsikhe-Tsnori Road are financed by 48%, 0% and 0% of the total expenditure claimed by AIIB and 32.3%, 100% and 100% of the total expenditure claimed by ADB, respectively\*;
- Category 2 Consulting services, which are divided into 2A Construction Supervision for Batumi Bypass Road, 2B Feasibility Study and Detailed Design and 2C Construction Supervision for Poti Bridge and Approach Roads and Bakurtsikhe-Tsnori Road are financed by 50%, 0% and 0% of the total expenditure claimed by AIIB and by 50%, 100% and 100% of the total expenditure claimed by ADB, respectively\*
- Category 3 Project Management and Institutional Support is financed by 100% of the total expenditure claimed by ADB\*;
- Category 4 Interest and Other Financing Charges are financed by 100% by ADB and AIIB
- \* Exclusive of taxes and duties imposed within the territory of the borrower.

# NOTES TO THE SPECIAL PURPOSE PROJECT FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2022 (in US Dollars)

It is allowed by the donors, to utilise loan funds, subsequent to relevant approvals, to finance projects under other loans, if there are any residual unexpended funds.

#### 5. METHODS OF WITHDRAWAL

The methods of withdrawal used from the inception of the loan to 31 December 2022 and 31 December 2021, were as follows:

#### (a) Designated account

Available amounts were drawn from time to time within limits determined within the loan agreements for the direct payment of eligible expenditure for sub-projects from this special account.

#### (b) Direct Payment

Available amounts are drawn from time to time within limits determined under the credit agreement for direct payments of eligible expenditure for sub-projects. Direct payments are made by AIIB and ADB directly to third parties. Organisaiton forms withdrawal applications for request of direct payments and sends it to the AIIB and ADB for settlement.

#### (c) (Retroactive Financing)

Withdrawals from the Loan Account may be made to finance eligible expenditure incurred under the Project before the Effective Date, but not earlier than 12 months before the date of this Loan Agreement, in connection with Works and Consulting Services, subject to a maximum amount equivalent to 20% of the Loan amount.

#### (d) GoG current account

The Project maintains a separate account where funds from the Government of Georgia are accumulated. The funds are further disbursed to sub-contractors based on the share of expenditure to be incurred.

#### 6. STATEMENT OF EXPENDITURE

Any individual payment to be reimbursed or liquidated under the statement of expenditure procedure shall not exceed the equivalent of USD 100,000. The amount of Statement of Expenditure ("SOE") represents the expenditure incurred in the year 2022 and 2021. The year of actual expenditure and submission of withdrawal application to AIIB may be different.

NOTES TO THE SPECIAL PURPOSE PROJECT FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2022 (in US Dollars)

## 7. RECONCILIATION OF AMOUNTS SHOWN AS RECEIVED FROM THE AIIB AND ADB TO ACTUAL EXPENDITURE OF THE PROJECT

	31 December 2022	31 December 2021
Application of Withdrawals Schedule	_	_
AIIB - Expenses incurred as per the Applications of Withdrawals Schedule	1,970,672	6,298,082
AIIB - Expenses incurred without Applications of Withdrawals Schedule	1,437,265	3,445,732
AIIB - Expenses for financial charges during the implementation	1,179,657	831,045
ADB - Expenses incurred as per the Applications of Withdrawals Schedule	6,017,899	14,184,946
ADB - Expenses incurred for liquidation only/without applications of Withdrawals Schedule	1,050	69,843
ADB - Expenses for financial charges during the implementation	210,525	215,532
<u> </u>	10,817,068	25,045,180
ADB reimbursement	31,454	100,526
ADB direct payment	5,986,445	14,084,421
ADB Capitalized charges	210,525	215,532
AIIB Direct Payment via designated account	1,371,971	3,453,407
AIIB direct payments	1,970,672	6,298,082
AIIB Interest and Commitment Charges	1,179,657	831,045
Foreign Exchange Difference	5	(2,729)
	10,750,729	24,980,284
Add:		
Opening Balances		
AIIB - Designated Account	112,970	105,295
ADB - Designated Account	1,045	73,616
Designated Account	114,015	178,911
Less:		
Closing Balances		
AIIB - Designated Account	47,676	112,970
ADB - Designated Account	<u>-</u>	1,045
Designated Account	47,676	114,015
TOTAL EXPENDITURE INCURRED IN 2022	10,817,068	25,045,180

NOTES TO THE SPECIAL PURPOSE PROJECT FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2022 (in US Dollars)

#### TOTAL WITHDRAWAL SCHEDULE EXPENSES FOR THE YEAR ENDED 31 DECEMBER 2022 - ADB

Withdrawal No.	Withdrawal application date	Total amount in withdrawal schedule	Total attributable to 2022
00181	11-Jan-22	31,109	31,109
00182	11-Jan-22	18,848	18,848
00183	12-Jan-22	23,714	23,714
00184	1-Feb-22	34,112	34,112
00185	1-Feb-22	16,887	16,887
00186	8-Feb-22	2,243	2,243
00188	17-Feb-22	1,649	1,649
00189	17-Feb-22	2,019	2,019
00187	18-Feb-22	2,754	2,754
00191	14-Mar-22	2,512	2,512
00192	14-Mar-22	1,501	1,501
00193	17-Mar-22	1,886	1,886
00194	18-Mar-22	354,409	354,409
00195	18-Mar-22	164,697	164,697
00196	28-Mar-22	1,377	1,377
00197	8-Apr-22	2,683	2,683
00198	12-Apr-22	1,604	1,604
00199	14-Apr-22	1,962	1,962
00200	6-May-22	1,628	1,628
00201	11-May-22	2,728	2,728
00202	13-May-22	1,998	1,998
00202	31-May-22	1,557	1,557
00204	31-May-22	1,730	1,730
00204	8-Jun-22		
00205		2,798	2,798 2,055
00210	16-Jun-22	2,055	16,619
00212	27-Jun-22	16,619	
	27-Jun-22	2,043	2,043
00217	27-Jun-22	22,222	22,222
00218	27-Jun-22	252,132	252,132
00210	28-Jun-22	93,468	93,468
00213	28-Jun-22	316,581	316,581
00214	28-Jun-22	161,483	161,483
00216	28-Jun-22	24,468	24,468
00211	29-Jun-22	212,936	212,936
00219	30-Jun-22	1,685	1,685
00221	15-Jul-22	2,114	2,114
00222	15-Jul-22	2,889	2,889
00223	25-Jul-22	20,516	20,516
00220	29-Jul-22	6,500	6,500
00207	8-Aug-22	42,113	42,113
00224	11-Aug-22	21,760	21,760
00226	17-Aug-22	56,879	56,879
00227	22-Aug-22	15,701	15,701
00228	23-Aug-22	26,230	26,230
00229	25-Aug-22	10,007	10,007
00230	26-Aug-22	25,586	25,586
00231	2-Sep-22	81,052	81,052
00232	7-Sep-22	38,628	38,628
00233	7-Sep-22	69,774	69,774
00234	15-Sep-22	4,130	4,130
00235	15-Sep-22	30,925	30,925

## NOTES TO THE SPECIAL PURPOSE PROJECT FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2022

(in US Dollars)

<del></del>			1000011115/
			2007
41,721	41,721	21-Sep-22	00237
20,175	20,175	21-Sep-22	00238
8,260	8,260	28-Sep-22	00239
30,203	30,203	28-Sep-22	00240
41,249	41,249	28-Sep-22	00241
13,828	13,828	28-Sep-22	00242
32,751	32,751	28-Sep-22	00243
2,208	2,208	7-Oct-22	00236
2,883	2,883	7-Oct-22	00236
3,017	3,017	7-Oct-22	00236
1,756	1,756	7-Oct-22	00236
1,755	1,755	7-Oct-22	00236
2,107	2,107	7-Oct-22	00236
4,121	4,121	7-Oct-22	00236
9,925	9,925	26-Oct-22	00244
25,166	25,166	27-Oct-22	00245
128,487	128,487	9-Nov-22	00248
256,752	256,752	9-Nov-22	00249
82,990	82,990	29-Nov-22	00251
28,992	28,992	29-Nov-22	00252
80,578	80,578	29-Nov-22	00253
322,639	322,639	30-Nov-22	00256
163,890	163,890	30-Nov-22	00257
5,922	5,922	5-Dec-22	00250
3,493	3,493	5-Dec-22	00250
4,193	4,193	5-Dec-22	00250
38,974	38,974	5-Dec-22	00255
33,684	33,684	5-Dec-22	00258
1,095,170	1,095,170	12-Dec-22	00259
556,124	556,124	12-Dec-22	00260
303,411	303,411	13-Dec-22	00261
168,750	168,750	13-Dec-22	00262
86,796	86,796	15-Dec-22	00263
177,027	177,027	15-Dec-22	00264
97,745	97,745	15-Mar-22	CAP 3
112,781	112,781	15-Sep-22	CAP 4
6,228,424	6,228,424		<u> </u>

NOTES TO THE SPECIAL PURPOSE PROJECT FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2022 (in US Dollars)

#### TOTAL WITHDRAWAL SCHEDULE EXPENSES FOR THE YEAR ENDED 31 DECEMBER 2021 - ADB

Withdrawal No.	Withdrawal application date	Total amount in withdrawal schedule	Total attributable to 2021
00134	1/21/2021	55,557	55,557
00135	1/21/2021	27,330	27,330
00136	1/22/2021	30,427	30,42
00137	1/21/2021	52,488	52,48
00138	1/21/2021	24,788	24,78
00139	1/22/2021	25,308	25,308
00140	3/3/2021	309,904	309,90
00141	3/4/2021	137,977	137,97
00142	3/31/2021	100,526	-
00143	4/20/2021	6,500	6,50
00144	5/7/2021	375,179	375,17
00145	5/7/2021	161,788	161,78
00146	6/7/2021	140,252	140,25
00147	6/7/2021	189,376	189,37
00148	6/7/2021	104,786	104,78
00149	6/9/2021	77,153	77,15
00150	6/18/2021	666,910	666,91
00151	6/18/2021	313,945	313,94
00152	7/12/2021	2,635	2,63
00153	8/27/2021	81,818	81,81
00154	8/27/2021	56,348	56,34
00155	8/27/2021	75,107	75,10
00156	9/20/2021	30,961	30,96
00157	9/20/2021	26,026	26,02
00158	9/20/2021	31,866	31,86
00159	9/20/2021	506,001	506,00
00160	9/20/2021	242,224	242,22
00161	9/22/2021	77,153	77,15
00162	10/8/2021	38,576	38,57
00163	10/25/2021	1,262,745	1,262,74
00164	10/15/2021	597,218	597,21
00165	11/15/2021	52,875	52,87
00166	10/15/2021	31,468	31,46
00167	10/15/2021	42,119	42,11
00168	10/15/2021	1,929	1,92
00108		310,887	310,88
00170	11/26/2021	·	·
	11/24/2021	148,745	148,74
00172	12/8/2021	77,618	77,61
00173	12/8/2021	49,981	49,98
00174	12/8/2021	59,861	59,86
00175	12/13/2021	460,920	460,92
00176	12/13/2021	220,632	220,63
00177	12/16/2021	2,484,214	2,484,21
00178	12/16/2021	1,091,559	1,091,55
00179	12/16/2021	1,205,887	1,205,88
00180	12/16/2021	2,117,380	2,117,38
CAP - 921A	3/15/2021	112,155	112,15
CAP 1	9/15/2021	105,978	105,97
CAP 2	9/15/2021	(2,601)	(2,601
		14,400,479	14,299,95

<sup>\*</sup>ADB Withdrawal application No. 00142 is SOE type of expenditure in 2021. The period covered of Withdrawal application No. 00142 was July 2018 – July 2019.

NOTES TO THE SPECIAL PURPOSE PROJECT FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2022 (in US Dollars)

### TOTAL WITHDRAWAL SCHEDULE EXPENSES FOR THE YEAR ENDED 31 DECEMBER 2022 - AIIB

	Withdrawal application		
Withdrawal No	date	Total amount in	Total attributable to
		withdrawal schedule	2022
00169	11-02-22	65,221	65,221
00170	11-02-22	36,229	36,229
00171	11-02-22	46,535	46,535
00172	30-03-22	526,676	526,676
00173	30-03-22	215,870	215,870
00174	19-07-22	235,318	235,318
00178	19-07-22	470,461	470,461
00175	03-08-22	117,796	117,796
00176	03-08-22	211,646	211,646
00177	03-08-22	252,132	252,132
00180	27-09-22	81,544	81,544
00181	29-09-22	38,754	38,754
00182	29-09-22	68,073	68,073
00183	02-11-22	40,758	40,758
00184	02-11-22	13,698	13,698
00185	02-11-22	32,404	32,404
00186	08-12-22	82,990	82,990
00187	20-12-22	28,548	28,548
00189	20-12-22	79,294	79,294
00191	22-12-22	247,806	247,806
00190	23-12-22	450,890	450,890
CAP - 010	15-03-22	449,051	449,051
CAP - 011	15-09-22	730,606	730,606
		4,522,300	4,522,300

NOTES TO THE SPECIAL PURPOSE PROJECT FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2022 (in US Dollars)

### TOTAL WITHDRAWAL SCHEDULE EXPENSES FOR THE YEAR ENDED 31 DECEMBER 2021 – AIIB

Withdrawal No	Withdrawal application date	Total amount in withdrawal schedule	Total attributable to 2021	
00138	2/19/2021	108,045	108,045	
00139	2/22/2021	52,868	52,868	
00140	2/22/2021	57,199	57,199	
00141	3/22/2021	205,923	205,923	
00142	3/15/2021	460,538	460,538	
00143	5/31/2021	245,575	245,575	
00144	5/17/2021	557,541	557,541	
00146	6/24/2021	189,376	189,376	
00147	6/24/2021	104,780	104,780	
00148	6/24/2021	142,824	142,824	
00149	6/29/2021	991,073	991,073	
00150	6/29/2021	459,317	459,317	
00151	9/24/2021	81,818	81,818	
00152	9/24/2021	57,662	57,662	
00153	9/24/2021	75,024	75,024	
00154	9/24/2021	751,952	751,952	
00155	9/24/2021	357,916	357,916	
00157	10/27/2021	884,632	884,632	
00158	10/28/2021	1,876,524	1,876,524	
00159	11/15/2021	83,836	83,836	
00160	10/27/2021	57,509	57,509	
00161	10/27/2021	73,363	73,363	
00162	12/10/2021	461,999	461,999	
00163	12/13/2021	216,413	216,413	
00164	12/10/2021	77,618	77,618	
00165	12/13/2021	50,337	50,337	
00166	12/13/2021	58,838	58,838	
00167	12/20/2021	684,959	684,959	
00168	12/20/2021	326,029	326,029	
CAP - 008	3/15/2021	407,889	407,889	
CAP - 009	9/15/2021	423,156	423,156	
	_	10,582,534	10,582,534	

NOTES TO THE SPECIAL PURPOSE PROJECT FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2022 (in US Dollars)

### 8. RECONCILIATION OF CASH IN DESIGNATED ACCOUNT

### **DESIGNATED ACCOUNT RECONCILIATION STATEMENT (ADB)**

	Designated Account
ADB - Designated Account	73,616
Balance as at 31 December 2020	73,616
ADB reimbursement	100,481
ADB direct payment	14,084,466
ADB Capitalized charges	215,532
Foreign Exchange Difference	(2,729)
Total Increase	14,397,750
ADB - Expenses incurred in 2021 as per the Applications of Withdrawals Schedule	14,184,946
ADB - Expenses incurred in 2021 without Applications of Withdrawals Schedule	69,843
ADB - Expenses for financial charges during the implementation	215,532
Total Decrease	14,470,321
ADB - Designated Account	1,045
Balance as at 31 December 2021	1,045
ADB reimbursement	31,454
ADB direct payment	5,986,445
ADB Capitalized charges	210,525
Foreign Exchange Difference	5
Total Increase	6,228,429
Total mercase	0,220,423
ADB - Expenses incurred in 2022 as per the Applications of Withdrawals Schedule	6,017,899
ADB - Expenses incurred in 2022 without Applications of Withdrawals Schedule	1,050
ADB - Expenses for financial charges during the implementation	210,525
Total Decrease	6,229,474
ADB - Designated Account	
Balance as at 31 December 2022	
Designated Account	
Initial Advance/Replenishments:	
Total	

# NOTES TO THE SPECIAL PURPOSE PROJECT FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2022 (in US Dollars)

#### **DESIGNATED ACCOUNT RECONCILIATION STATEMENT (AIIB)**

Loan number8328/000021-1-GEODepository BankState Treasury

	Designated Account
AIIB - Designated Account	105,295
Balance as at 31 December 2020	105,295
AIIB Direct Payment via designated account	3,453,407
AIIB direct payments	6,298,082
AIIB Front end fee	831,045
Total Increase	10,582,534
AIIB - Expenses incurred in 2021 as per the Applications of Withdrawals Schedule	6,298,082
AIIB - Expenses incurred in 2021 without Applications of Withdrawals Schedule	3,445,732
AIIB - Expenses for financial charges during the implementation	831,045
Total Decrease	10,574,859
AIIB - Designated Account	112,970
Balance as at 31 December 2021	112,970
AIIB Direct Payment via designated account	1,371,971
AIIB direct payments	1,970,672
AIIB Interest and Commitment Charges	1,179,657
Total Increase	4,522,300
AIIB - Expenses incurred in 2022 as per the Applications of Withdrawals Schedule	1,970,672
AIIB - Expenses incurred in 2022 without Applications of Withdrawals Schedule	1,437,265
AIIB - Expenses for financial charges during the implementation	1,179,657
Total Decrease	4,587,594
AIIB - Designated Account	47,676
Balance as at 31 December 2022	47,676
Designated Account	
Initial Advance/Replenishments:	
Total	-

NOTES TO THE SPECIAL PURPOSE PROJECT FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2022 (in US Dollars)

#### 9. PROJECT EXPENDITURE BY COMPONENTS

		Year End	led 31 Decembe	er 2022 C	umulative from	inception		
	AIIB		GOG		AIIB		GOG	
Project Activities	Financing	ADB Financing	Financing	Total	Financing	ADB Financing	Financing	Total
Component A – Investment costs								
Civil works	2,193,714	4,318,113	1,398,192	7,910,019	42,830,640	38,953,129	19,395,899	101,179,668
Land acquisition and resettlement	-	-	994,883	994,883	-	-	48,141,528	48,141,528
Consulting services	1,214,224	1,618,662	496,624	3,329,510	5,574,920	6,210,653	2,149,273	13,934,846
Project management and institutional support		82,173	165,887	248,060		433,847	533,201	967,048
TOTAL COMPONENT A	3,407,938	6,018,948	3,055,586	12,482,472	48,405,560	45,597,629	70,219,901	164,223,090
Component B- Contingencies unallocated Physical Price	<u> </u>	<u>-</u>	<u>-</u>	-	<u>-</u>	<u> </u>	<u>-</u>	- -
TOTAL COMPONENT B								
Component C – Financial charges during implementation								
Interest during implementation	-	210,525	-	210,525	-	1,071,729	-	1,071,729
Commitment charges	-	-	-	-	-	-	-	-
Front-end fee	1,179,657	-	-	1,179,657	4,722,361	-	-	4,722,361
TOTAL COMPONENT C	1,179,657	210,525		1,390,182	4,722,361	1,071,729		5,794,090
TOTAL PROJECT EXPENDITURE	4,587,594	6,229,473	3,055,586	13,872,654	53,127,921	46,669,358	70,219,901	170,017,180

# NOTES TO THE SPECIAL PURPOSE PROJECT FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2022 (in US Dollars)

	Year Ended 31 December 2021 Cumulative from inception							
	AIIB		GOG		AIIB		GOG	
Project Activities	Financing	ADB Financing	Financing	Total	Financing	ADB Financing	Financing	Total
Component A – Investment costs								
Civil works	8,478,092	12,614,115	4,710,969	25,803,176	40,636,927	34,635,017	17,997,706	93,269,650
Land acquisition and resettlement	-	-	4,483,841	4,483,841	-	-	47,146,645	47,146,645
Consulting services	1,265,722	1,546,604	513,582	3,325,908	4,360,696	4,591,991	1,652,649	10,605,336
Project management and institutional support	-	94,070	104,422	198,492	-	351,674	367,314	718,988
TOTAL COMPONENT A	9,743,814	14,254,789	9,812,814	33,811,417	44,997,623	39,578,682	67,164,314	151,740,619
Component B- Contingencies unallocated Physical Price	- 		- 	<u>-</u>	- -	-	<u>-</u>	<u>-</u>
TOTAL COMPONENT B						<u> </u>		
Component C – Financial charges during implementation								
Interest during implementation	831,045 *	215,532	-	1,046,577	3,542,704*	861,203	-	4,403,907
Commitment charges	-	-	-	-	-	-	-	-
Front-end fee								
TOTAL COMPONENT C	831,045	215,532		1,046,577	3,542,704	861,203		4,403,907
TOTAL PROJECT EXPENDITURE	10,574,859	14,470,321	9,812,814	34,857,994	48,540,327	40,439,885	67,164,314	156,144,526

<sup>\*</sup>Organization decided to reclassify Interest during implementation from component B – Contingencies unallocated to component C - Interest during implementation

# NOTES TO THE SPECIAL PURPOSE PROJECT FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2022 (in US Dollars)

The Project comprises the following main components:

Component A – Investment Costs;

Component B – Contingencies; and

Component C – Financial Charges during Implementation – CAP;

If the amount of the Loan allocated to a category appears to exceed all agreed expenditure in that Category, ADB and AIIB may, by notice to the Borrower, reallocate such excess amount to any other Category. The Project comprises the following main categories:

Category 1 – Civil works

Category 2 – Consulting services

Category 3 – Project management and institutional support

Category 4 – Interest and commitment charges; and

#### 10. COMMITMENTS AND CONTINGENCIES

The Management is not aware of any commitments and contingencies which would have a material impact on the financial position of the Project and the Designated Account Statement as at 31 December 2022 and 31 December 2021 on the funds received and disbursed during the year then ended.

#### 11. OPERATING ENVIRONMENT

Operating environment – Emerging markets such as Georgia are subject to different risks than more developed markets; these include economic, political and social, and legal and legislative risks. Laws and regulations affecting businesses in Georgia continue to evolve rapidly with tax and regulatory frameworks subject to varying interpretations. The future direction of Georgia's economy is heavily influenced by the fiscal and monetary policies adopted by the government, together with developments in the legal, regulatory, and political environment.

For the last several years Georgia has experienced a number of legislative changes, which have been largely related to Georgia's accession plan to the European Union. Whilst the legislative changes implemented during 2022 and 2021 paved the way, more can be expected as Georgia's action plan for achieving accession to the European Union continues to develop.

#### 12. EVENTS SUBSEQUENT TO THE BALANCE SHEET DATE

There are no material events subsequent to the end of the year that would require disclosure as part of the financial statements.