



GLOBAL ENGAGEMENT CALL FOR PROPOSALS
SUPPLEMENTAL QUESTIONS
Overseas Private Investment Corporation
The US Government's Development Finance Institution

The questions and answers below were developed from the questions that were sent in to OPIC from applicants to this Call for Proposals. They should be viewed as a supplement to the [Frequently Asked Questions](#)

1. STRUCTURE AND FORM OF PARTICIPATION

1 (l) Will OPIC consider Funds that are smaller than \$100 million?

In this Call, OPIC will not consider Funds that are less than \$50 million in total capital, but will consider funds that are greater than \$50 million but less than \$100 million on a case by case basis. OPIC's participation would be limited to no more than 1/3 of the fund's total capital.

1 (m) Would OPIC consider coming into a fund after a first close? If so, how does the true-up process work? Is it possible to draw down from OPIC disproportionately more than its pro rata in order to true up to equity that's already been funded?

OPIC has come into funds that have reached their first close and have begun investing, and can fund disproportionately in order to true up to the cost basis of historical investments in the fund.

1 (n) If a fund's geographic focus includes countries that are not eligible for OPIC assistance, can OPIC consider a carve-out option to enable OPIC to support only those investments in OPIC-eligible countries?

OPIC has and can provide financing to special purpose vehicles wholly owned by funds which invest in only those portfolio companies which meet OPIC's policy requirements.

2. ECONOMIC ISSUES

2 (f) Does OPIC allow for the Fund Manager to receive management fees on the OPIC commitment amount?

Typically, OPIC allows the Fund Manager to receive management fees on the OPIC commitment amount during the fund's investment period, and on total invested capital thereafter, or in accordance with the terms of the fund's organizational documents.

2(g) Does the cost of the OPIC debt take into account the relative risk-return profile of the underlying investments?

The OPIC financing is made to a cross collateralized, diversified portfolio of investments; the relative risk-return profile of the portfolio is taken into consideration in determining OPIC's fees and profit participation. The Base Interest, however, is a market rate based on the prevailing US Treasury STRIPS rate, and is determined at each disbursement. (See FAQ's, question 2(b)).

2 (h) Will OPIC consider supporting mezzanine debt funds, infrastructure debt funds, or other debt funds?

OPIC will in this Call consider supporting mezzanine debt funds, funds of funds, and other alternative fund structures. The terms of the OPIC facility will be negotiated based on each fund's characteristics.

3. MANAGEMENT ISSUES

3 (e) Is OPIC open in Myanmar?

Currently OPIC's programs are closed in Myanmar. The OPIC eligible countries are listed on OPIC's website [here](#).

3(f) How does OPIC monitor on an ongoing basis compliance with its policy requirements?

OPIC primarily relies on the representations made by the GP/fund manager that the fund is in compliance with ESG and other policy requirements. In addition, the GP/fund manager is required to provide OPIC with a [Self Monitoring Questionnaire](#) annually on each portfolio company in which OPIC's funds are invested. In addition, OPIC's Office of Investment Policy sends monitoring teams to the field to visit on a periodic basis a random sample of fund portfolio companies.

4. U.S. PARTICIPATION

2013/14

4(c) Is the International Finance Corporation (IFC) which is headquartered in Washington, DC, considered by OPIC to be a US investor?

No, the IFC is a multilateral development finance institution and does not qualify as a U.S. investor.

5. OTHER

5 (g) Is it necessary that a fund be legally constituted in order to submit a proposal?

No, it is not necessary.

5 (h) Will candidates have a chance to provide OPIC with additional information?

OPIC will select a pool of finalist candidates based solely on the materials presented as of the due date of December 2. Should your proposal be selected for further due diligence, you will be asked to submit additional materials. (Please see FAQ 5 (e) for more details.)