

MUNICIPAL DEVELOPMENT FUND OF GEORGIA

GRANT NO.TF014912
(SUSTAINABLE WASTEWATER
MANAGEMENT PROJECT)

Special Purpose Project Financial Statements and
Independent Auditor's Report
For the Year Ended 31 December 2016

**MUNICIPAL DEVELOPMENT FUND OF GEORGIA
SUSTAINABLE WASTEWATER MANAGEMENT PROJECT
GRANT NO.TF014912**

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MUNICIPAL DEVELOPMENT FUND OF GEORGIA

STATEMENT OF MANAGEMENT'S RESPONSIBILITIES FOR THE PREPARATION AND APPROVAL OF THE SPECIAL PURPOSE PROJECT FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016

Management of the Sustainable Wastewater Management Project (the "Project") financed under the Grant Agreement No. TF014912 dated 12 July 2013, implemented by the Municipal Development Fund of Georgia ("MDF") 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 2016, and its summary of sources and uses of funds, summary of expenditure by activity, statements of expenditure ("SOE") and designated account statement, in compliance with the basis of accounting described in Note 2 of accompanying these special purpose project financial statements and in conformity with the World Bank's Financial Management Sector Board's "Guidelines: Annual Financial Reporting and Auditing for World Bank Financed Activities" (the "World Bank Guidelines")

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 that 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 on Annual Financial Reporting and Auditing for World Bank – Financed Activities issued by the World Bank's Financial Management Sector Board;
- 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.

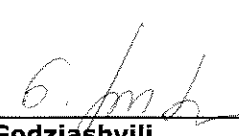
The special purpose project financial statements for the year ended 31 December 2016 were authorised for issue on 30 May 2017 by the Management.

On behalf of Management:



Galaktion Buadze
Executive Director

30 May 2017



Natalie Godziashvili
Head of Financial Management
and Investments Unit

30 May 2017

INDEPENDENT AUDITOR'S REPORT

To the management of the Municipal Development Fund of Georgia:

Opinion

We have audited the accompanying special purpose project financial statements of the Sustainable Wastewater Management Project (the "Project") financed under the Grant Agreement No. TF014912 dated 12 July 2013, implemented by the Municipal Development Fund of Georgia, which comprise the Project's statement of financial position as at 31 December 2016, the summary of sources and uses of funds, summary of expenditure by activity, statement of expenditure ("SOE") and designated account statements for the year ended 31 December 2016 and a summary of significant accounting policies and other explanatory notes (collectively referred to as the "special purpose project financial statements"). The special purpose project financial statements are prepared by management of the Municipal Development Fund of Georgia in accordance with the basis of accounting described in Note 2 and in conformity with the World Bank's Financial Management Manual for World Bank Financed Investment Operations.

In our opinion, the accompanying special purpose financial statements of the Project for the year ended 31 December 2016 are prepared, in all material respects, in accordance with the basis of accounting described in Note 2 and in conformity with the World Bank's Guidelines.

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 Financial Statements section of our report. We are independent of the Fund in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (the "IESBA Code") together with the ethical requirements that are relevant to our audit of the financial statements in Georgia, 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 to comply with the financial reporting provisions of the Agreement referred to above. As a result, the special purpose project financial statements may not be suitable for another purpose.

This report is intended solely for use by the Project's management, the Government of Georgia and International Bank for Reconstruction and Development. 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 the Project's management 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 Financial Statements

Management is responsible for the preparation of these special purpose project financial statements in accordance with the basis of accounting described in Note 2 and in conformity with the World Bank's Financial Management Manual for World Bank Financed Investment Operations 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 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 Organization or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the 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 financial statements.

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

- Identify and access the risks of material misstatement of the 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 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.

Deloitte & Touche

30 May 2017
Tbilisi, Georgia

**MUNICIPAL DEVELOPMENT FUND OF GEORGIA
SUSTAINABLE WASTEWATER MANAGEMENT PROJECT
GRANT NO. TF014912**

**SUMMARY OF SOURCES AND USES OF FUNDS
FOR THE YEAR ENDED 31 DECEMBER 2016
(in US Dollars)**

	Actual		Planned		Variance		
	Year ended 31.12.2016	Cumulative as at 31.12.2016	Year ended 31.12.2016 <i>Unaudited</i>	Cumulative as at 31.12.2016 <i>Unaudited</i>	Year ended 31.12.2016 <i>Unaudited</i>	Cumulative as at 31.12.2016 <i>Unaudited</i>	PAD Life of the project
OPENING WORKING CAPITAL							
Cash	750,000	-					
Prepayments	-	-					
	750,000						
SOURCES OF FUNDS							
SIDA Grant Government of Georgia	984,017	2,155,829					10,052,155
	46,466	76,482					1,809,388
TOTAL	1,030,483	2,232,311					11,861,543
EXPENDITURE							
Works and goods, consulting service, training	198,979	635,587	988,703	1,425,311	789,725	789,725	11,861,543
TOTAL	198,979	635,587	988,703	1,425,311	789,725	789,725	11,861,543
Foreign exchange gain/(loss)	258	(14,962)					
CLOSING WORKING CAPITAL							
Cash	750,000	750,000					
Prepayments	831,762	831,762					
TOTAL	1,581,762	1,581,762					

On behalf of Management:



Galaktion Buadze
Executive Director

30 May 2017



Natalie Godziashvili
Head of Financial Management and
Investments Unit

30 May 2017

The notes on pages 9 to 12 form an integral part of these special purpose project financial statements.

**MUNICIPAL DEVELOPMENT FUND OF GEORGIA
SUSTAINABLE WASTEWATER MANAGEMENT PROJECT
GRANT NO.TF014912**

**STATEMENT OF FINANCIAL POSITION
FOR THE YEAR ENDED 31 DECEMBER 2016
(in US Dollars)**

	Note	31 December 2016	31 December 2015
ASSETS			
IBRD Designated Account		750,000	750,000
Prepayments		831,762	-
TOTAL ASSETS		1,581,762	750,000
NET ASSETS			
		1,581,762	750,000
Funds received:			
SIDA Grant		2,155,829	1,171,812
Government of Georgia		76,482	30,016
Total funds received		2,232,311	1,201,828
Expenditure:			
Project expenditure:	7	635,587	436,608
Foreign exchange loss		(14,962)	(15,220)
TOTAL NET ASSETS		1,581,762	750,000

On behalf of Management:


Galaktion Buadze
Executive Director

30 May 2017


Natalie Godziashvili
Head of Financial Management and
Investments Unit

30 May 2017

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**MUNICIPAL DEVELOPMENT FUND OF GEORGIA
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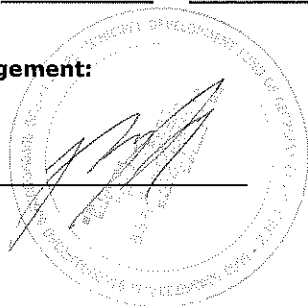
**SUMMARY OF EXPENDITURE BY ACTIVITY
FOR THE YEAR ENDED 31 DECEMBER 2016
(in US Dollars)**

Project activities	Actual		Planned		Variance	
	Year ended 31.12.2016	Cumulative as at 31.12.2016	Year ended 31.12.2016 <i>Unaudited</i>	Cumulative as at 31.12.2016 <i>Unaudited</i>	Year ended 31.12.2016 <i>Unaudited</i>	Cumulative as at 31.12.2016 <i>Unaudited</i>
Part I:						
Technical Assistance	198,979	635,587	988,703	1,425,311	789,725	789,725
Part II:						
Investment Grants	-	-	-	-	-	-
TOTAL EXPENDITURES	<u>198,979</u>	<u>635,587</u>	<u>988,703</u>	<u>1,425,311</u>	<u>789,725</u>	<u>789,725</u>

On behalf of Management:

Galaktion Buadze
Executive Director

30 May 2017



Natalie Godzashvili
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**MUNICIPAL DEVELOPMENT FUND OF GEORGIA
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GRANT NO.TF014912**

**STATEMENT OF EXPENDITURE ("SOE")
FOR THE YEAR ENDED 31 DECEMBER 2016
(in US Dollars)**

Withdrawal No.	Withdrawal application date	Total SOE	Works, Goods and Consulting services and Training
6	09.11.2016	152,255	152,255
7	17.11.2016	484,401	484,401
8	29.11.2016	347,361	347,361
		984,017	984,017

On behalf of Management:


Galaktion Buadze
Executive Director

30 May 2016


Natalie Godziashvili
Head of Financial Management and Investments Unit

30 May 2016

The notes on pages 9 to 12 form an integral part of these special purpose project financial statements.

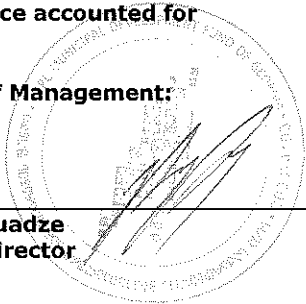
**MUNICIPAL DEVELOPMENT FUND OF GEORGIA
SUSTAINABLE WASTEWATER MANAGEMENT PROJECT
GRANT NO.TF014912**

**STATEMENT OF DESIGNATED ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2016
(in US Dollars)**

Account No.	205236743
Depository Bank	State Treasury
Address	16 V. Gorgasali street Tbilisi, 0114 Georgia

Opening Balance	<u>750,000</u>
Funds received from IBRD	984,017
Present outstanding amount advanced to Designated Account (DA)	<u>1,734,017</u>
Designated Account (DA) closing balance as at 31 December 2016	750,000
Add: Amount of eligible expenditures paid	<u>984,017</u>
Total advance accounted for	<u>1,734,017</u>

On behalf of Management:



Galaktion Buadze
Executive Director

30 May 2017



Natalie Godziashvili
Head of Financial Management and
Investments Unit

30 May 2017

The notes on pages 9 to 12 form an integral part of these special purpose project financial statements.

**MUNICIPAL DEVELOPMENT FUND OF GEORGIA
SUSTAINABLE WASTEWATER MANAGEMENT PROJECT
GRANT NO.TF014912**

**NOTES TO THE SPECIAL PURPOSE PROJECT FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016
(in US Dollars)**

1. BACKGROUND

Municipal Development Fund (MDF) was established by the Government of Georgia by Presidential Decree # 294 of June 7, 1997 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) and the European Investment Bank (EIB) and monitor the implementation of infrastructure sector projects.

The Swedish International Development Cooperation Grant Agreement No.TF014912 (the "Agreement") in the amount of 9,252,155 United States Dollars ("USD") was signed between the Government of Georgia ("GoG") and International Bank for Reconstruction and Development ("IBRD"), acting as administrator of grant funds, on 12 July 2013 ("inception"). Amendment to grant agreement was signed on 5 June 2015 based on which total grant amount was increased to USD 10,052,155.

The main objectives of the grant are: the provision of technical assistance to support the recipient in developing adequate policy environment documents for improved wastewater treatment infrastructure; carrying out of on the job training in wastewater operation and maintenance; development of a policy for sludge management, carrying out of stakeholder consultations on wastewater management to promote public participation and improvement of the efficiency of the water and wastewater sector. The closing date of the grant is 30 June 2018.

2. ACCOUNTING POLICIES

Basis of accounting – These special purpose project financial statements have been prepared in accordance with the *Accrual Basis of Accounting* and incorporate the following principal accounting policies, which have been consistently followed in all material respects and comply with the Guidelines on Annual Financial Reporting and Auditing for World Bank – Financed Activities issued by the World Bank's Financial Management Sector Board.

Project financing is recognised as a source of project funds when the cash is received. Project expenditures are recognized as a use of project funds when the expenditures are incurred.

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. Monetary items are translated into US Dollars at the National Bank of Georgia (NBG) official exchange rate at the reporting date.

Cash – Cash comprises balances with State Treasury.

3. DESIGNATED ACCOUNT

Designated account is a special disbursement account of the Project maintained in US Dollars at the State Treasury to ensure the payment of eligible expenditures, within defined limits, which do not require individual authorisation from IBRD in accordance with the Agreement.

**MUNICIPAL DEVELOPMENT FUND OF GEORGIA
SUSTAINABLE WASTEWATER MANAGEMENT PROJECT
GRANT NO.TF014912**

**NOTES TO THE SPECIAL PURPOSE PROJECT FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016 (CONTINUED)
(in US Dollars)**

4. BASIS OF FUNDING

According to the terms of the Agreement, the expenditure is co-financed by proceeds received from IBRD and the Government of Georgia (GoG) at a proportional rate of 100% and 0%, respectively. GoG is responsible for paying all value added, non-residential and other taxes.

	<u>IBRD</u>	<u>GoG</u>	<u>Total</u>
Works and goods, consultants' services and training	10,052,155	1,809,388	11,861,543
Total:	<u>10,052,155</u>	<u>1,809,388</u>	<u>11,861,543</u>

5. METHODS OF WITHDRAWAL

The methods of withdrawal used from the inception of the loan to 31 December 2016 were as follows:

(a) Designated Account

Municipal Development Fund withdraws the eligible amounts from the designated account and prepares and sends replenishment requests to the World Bank with authorised signatures. The replenishment requests and respective documentation are reviewed by the World Bank and an approved amount is transferred to the designated account.

(b) Direct Payment

Available amounts are drawn from time to time within limits determined under the loan agreement for direct payments of eligible expenditures for sub-projects. Direct payments are made by the World Bank directly to third parties. MDF forms withdrawal applications for request of direct payments and sends it to the World Bank, for settlement.

(c) 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 expenditures to be incurred.

6. STATEMENT OF EXPENDITURE

Withdrawals are to be made on the basis of SOEs for expenses on contracts within the following contractual limits:

- (i) All expenditures for contracts valued at less than USD 400,000;

7. PREPAYMENTS

	<u>31 December 2016</u>	<u>31 December 2015</u>
Advances to contractors	831,762	-
Total:	<u>831,762</u>	<u>-</u>

Payments of advances to contractors are made at the beginning of the contract in amount of 10%-20% of total contract amount. Retention of advance is done periodically upon submission of works completed certificates by contractors.

**MUNICIPAL DEVELOPMENT FUND OF GEORGIA
SUSTAINABLE WASTEWATER MANAGEMENT PROJECT
GRANT NO.TF014912**

**NOTES TO THE SPECIAL PURPOSE PROJECT FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016 (CONTINUED)
(in US Dollars)**

8. PROJECT EXPENDITURE BY FUNDS

Project activities	Actual	
	Year to date	Cumulative to date
Part I: Technical Assistance	152,264	555,196
Part II: Investment Grants	-	-
IBRD TOTAL	152,264	555,196
Part I: Technical Assistance	46,715	80,391
Part II: Investment Grants	-	-
GoG TOTAL	46,715	80,391
TOTAL PROJECT EXPENDITURE	198,979	635,587

The Project consists of the following main components:

Part I – Technical Assistance

- Provision of technical assistance to support the recipient in developing adequate policy environment documents for improved wastewater treatment infrastructure;
- Carrying out of on-the-job training in wastewater operation and maintenance;
- Developing of a policy for sludge management, including final disposal

Part II – Investment grants

- Improvement of the efficiency of the water and wastewater sector through: (a) the rehabilitation of approximately two to three wastewater treatment plants; and (b) the provision of Investment Subproject Grants to support the implementation of Investment Subprojects.

9. RECONCILIATION OF DESIGNATED ACCOUNT

	WB	GoG	Total
Expenditures incurred during the year	152,264	46,715	198,979
Change in prepayments	831,762	-	831,762
Foreign exchange	(9)	(249)	(258)
Amount of eligible expenditure paid	984,017	46,466	

10. COMMITMENTS AND CONTINGENCIES

Management is not aware of any commitments and contingencies, which would have a material impact on the financial position of the Project and the special purpose project financial statements as at 31 December 2016 and on the funds received and disbursed during the year then ended.

**MUNICIPAL DEVELOPMENT FUND OF GEORGIA
SUSTAINABLE WASTEWATER MANAGEMENT PROJECT
GRANT NO.TF014912**

**NOTES TO THE SPECIAL PURPOSE PROJECT FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016 (CONTINUED)**
(in US Dollars)

11. OPERATING ENVIRONMENT

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

Throughout 2016 Georgia's neighbouring countries, which are large trading partners of Georgia, have experienced significant political and economic turmoil which has had a knock-on effect on the Georgian economy. This has resulted in a significant devaluation of the Georgian Lari against the US dollar and other major currencies.

12. EVENTS SUBSEQUENT TO THE BALANCE SHEET DATE

There were no significant events subsequent to the balance sheet date.

13. APPROVAL OF SPECIAL PURPOSE PROJECT FINANCIAL STATEMENTS

These special purpose project financial statements were authorised for issue by the Management of MDF on 30 May 2017.