

MUNICIPAL DEVELOPMENT FUND OF GEORGIA
LOAN NO. 8494-GE
(THIRD REGIONAL DEVELOPMENT PROJECT)
SPECIAL PURPOSE PROJECT FINANCIAL STATEMENTS
AND
INDEPENDENT AUDITOR'S REPORT
FOR THE YEAR ENDED 31 DECEMBER 2023

TABLE OF CONTENTS

	Page
Statement of management's responsibilities for the preparation and approval of the special purpose project financial statements	3
Independent auditor's report	4-5
<i>Special purpose project financial statements for the year ended 31 December 2023</i>	6-11
Summary of sources and uses of funds	6-7
Statement of financial position	8
Summary of expenditure by activity	9
Statement of expenditure ("SOE")	10
Statements of designated account	11
 <i>Notes to the special purpose project financial statements</i>	
1. Background	12
2. Accounting policies	12-13
3. Designated account	13
4. Basis of funding	13
5. Methods of withdrawal	13
6. Statement of expenditure	14
7. Prepayments	14
8. Project expenditure by fund	14-15
9. Reconciliation of designated account	15
10. Commitments and contingencies	15
11. Operating environment	15-16
12. Subsequent events	16

**MUNICIPAL DEVELOPMENT FUND OF GEORGIA
STATEMENT OF MANAGEMENT'S RESPONSIBILITIES FOR THE PREPERATION AND APPROVAL
OF THE SPECIAL PURPOSE PROJECT FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023**

Management of the Third Regional Development Project (the "Project") 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 Project's statement of financial position as at 31 December 2023, the summary of sources and uses of funds, summary of expenditure by activity, statement of expenditure ("SOE") and statements of designated account, in compliance with the basis of accounting described in Note 2 the accompanying special purpose project financial statements.

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.

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;
- 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.

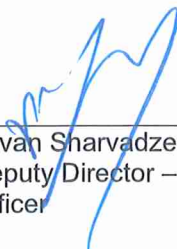
The special purpose project financial statements for the year ended 31 December 2023 were authorized for issue on 28 June 2024 by the Management.

On behalf of Management:



Davit Tapidze
Executive Director





Levan Sharvadze
Deputy Director – Chief Financial
Officer

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 Third Regional Development Project (the "Project") financed under the Loan Agreement No. 8494-GE dated 7 August 2015 (the "Agreement"), implemented by the Municipal Development Fund of Georgia, which comprise the Project's summary of sources and uses of funds for the year ended 31 December 2023, statement of financial position as at 31 December 2023, summary of expenditure by activity, statement of expenditure ("SOE") and statements of designated account for the year ended 31 December 2023 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 2023 are prepared, in all material respects, in accordance with Loan Agreement No. 8494-GE dated 7 August 2015, 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 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.

Other matter

Data included on pages 6 to 16 of the accompanying special purpose project financial statements that are marked as "Unaudited" have not been audited.

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 Agreements. 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 in reporting the information to the Government of Georgia and International Bank for Reconstruction and Development (IBRD). 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 special purpose project 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 financial reporting provisions of the Agreement 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.

Those charged with governance are responsible for overseeing the Project'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.

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 purposes 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 Fund's internal control; and
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

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.

Moore Azerbaijan

28 June 2024



**MUNICIPAL DEVELOPMENT FUND
THIRD REGIONAL DEVELOPMENT PROJECT
LOAN NO.8494-GE
SUMMARY OF SOURCES AND USES OF FUNDS
FOR THE YEAR ENDED 31 DECEMBER 2023
(In US Dollars)**

	Actual		Planned**		Variance		Project appraisal document
	Year ended 31.12.2023	Cumulative as at 31.12.2023	Year ended 31.12.2023 Unaudited	Cumulative as at 31.12.2023 Unaudited	Year ended 31.12.2023 Unaudited	Cumulative as at 31.12.2023 Unaudited	
Opening Working Capital							
Cash	2,018,347						
Prepayments	13,542,671						
Receivables from municipalities	-						
Trade and other receivables	15,045						
Payables	(540,218)						
Total	15,035,845						
Sources of Funds							
IBRD Funds	14,962,042	57,368,741					60,000,000
Government of Georgia	3,639,376	14,057,944					15,000,000
Other Income*	-	96,555					-
Total	18,601,418	71,523,240					75,000,000
Expenditure							
Works, Goods, non-consulting service, consulting service, training	21,104,241	57,481,339	16,457,946	52,835,044	(4,646,295)	(4,646,295)	73,812,500
Operating cost	630,893	1,919,802	620,956	1,909,865	(9,937)	(9,937)	1,000,000
Front-end fee	-	150,000	-	150,000	-	-	150,000
Total	21,735,134	59,551,141	17,078,902	54,894,909	(4,656,232)	(4,656,232)	74,962,500
Foreign exchange loss, net	31	(69,939)					

*Other income represents penalties paid by contractors.

**The initial budgeted figures are updated several times during the year. Planned figures for the year ended 31 December 2023 included in the IFR (Interim financial report) represent the final budgeted figures reflected in the State Budget for FY2023 adjusted to the accrual model, which have not been audited.

**MUNICIPAL DEVELOPMENT FUND
THIRD REGIONAL DEVELOPMENT PROJECT
LOAN NO.8494-GE
SUMMARY OF SOURCES AND USES OF FUNDS (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2023
(In US Dollars)**

	Actual		Planned		Variance		Project appraisal document
	Year ended 31.12.2023	Cumulative as at 31.12.2023	Year ended 31.12.2023	Cumulative as at 31.12.2023	Year ended 31.12.2023	Cumulative as at 31.12.2023	
CLOSING WORKING CAPITAL	31.12.2023	31.12.2023	31.12.2023	31.12.2023	31.12.2023	31.12.2023	
Cash	3,193,698		Unaudited	Unaudited	Unaudited	Unaudited	
Prepayments	9,955,496						
Trade and other receivables	15,045						
Payables	(1,262,079)						
Total	11,902,160						



On behalf of Management:


Davit Tabidze
Executive Director

Levan Sharvadze
Deputy Director – Chief Financial Officer

**MUNICIPAL DEVELOPMENT FUND
THIRD REGIONAL DEVELOPMENT PROJECT
LOAN NO.8494-GE
STATEMENT OF FINANCIAL POSITION
FOR THE YEAR ENDED 31 DECEMBER 2023
(In US Dollars)**

	Note	31 December 2023	31 December 2022
ASSETS			
IBRD designated account	3,9	3,193,698	2,018,347
Prepayments	7	9,955,496	13,542,671
Trade and other receivables		15,045	15,045
Total assets		13,164,239	15,576,063
LIABILITIES			
Payables		(1,262,079)	(540,218)
Total liabilities		(1,262,079)	(540,218)
NET ASSETS		11,902,160	15,035,845
Funds received:			
IBRD Funds		57,368,741	42,406,699
Government of Georgia		14,057,944	10,418,568
Other Income		96,555	96,555
Total funds received		71,523,240	52,921,822
Expenditure:			
Works, Goods, non-consulting service, consulting service, training		57,481,339	36,377,098
Operating cost		1,919,802	1,288,909
Front-end fee	8	150,000	150,000
Total Expenditures		59,551,141	37,816,007
Foreign exchange loss, net		(69,939)	(69,970)
TOTAL NET ASSETS		11,902,160	15,035,845

On behalf of Management:


Davit Tabidze
Executive Director


Levan Sharvadze
Deputy Director – Chief Financial Officer

Notes on pages 12-16 are integral part of these financial statements

**MUNICIPAL DEVELOPMENT FUND
THIRD REGIONAL DEVELOPMENT PROJECT
LOAN NO.8494-GE
STATEMENT OF EXPENDITURE BY ACTIVITIES
FOR THE YEAR ENDED 31 DECEMBER 2023
(In US Dollars)**

Project activities	Actual		Planned		Variance	
	Year ended 31.12.2023	Cumulative as at 31.12.2023	Year ended 31.12.2023	Cumulative as at 31.12.2023	Year ended 31.12.2023	Cumulative as at 31.12.2023
Component 1:						
Infrastructure investment	19,990,338	55,740,642	15,378,902	51,129,206	(4,611,436)	(4,611,436)
Component 2:						
Infrastructure development	1,744,796	3,660,499	1,700,000	3,615,703	(44,796)	(44,796)
Front end fee	-	150,000	-	150,000	-	-
TOTAL EXPENDITURE	21,735,134	59,551,141	17,078,902	54,894,909	(4,656,232)	(4,656,232)

*The initial budgeted figures are updated several times during the year. Planned figures for the year ended 31 December 2023 included in the IFR (interim financial report) represent the final budgeted figures reflected in the State Budget for FY2023 adjusted to the accrual model, which have not been audited.

On behalf of Management:



Davit Tabidze
Executive Director




Levan Sharvadze
Deputy Director – Chief Financial Officer

**MUNICIPAL DEVELOPMENT FUND
THIRD REGIONAL DEVELOPMENT PROJECT
LOAN NO.8494-GE
STATEMENT OF EXPENDITURE (SOE)
FOR THE YEAR ENDED 31 DECEMBER 2023
(In US Dollars)**

Withdrawal applications for Loan No. 8494-GE

Withdrawal No.	Withdrawal Application Date	Total SOER	Category 1: Works and Goods; consulting and training	Category 2: Operating costs
WA-053	13.02.2023	3,002,462	3,002,462	-
WA-054	20.06.2023	1,775,290	1,775,290	-
WA-063	16.10.2023	4,605,363	4,605,363	-
WA-064	07.12.2023	2,477,542	2,477,542	-
Total:		11,860,657	11,860,657	-

On behalf of Management:



**Davit Tabidze
Executive Director**

**Levan Sharvadze
Deputy Director – Chief Financial
Officer**

**MUNICIPAL DEVELOPMENT FUND OF GEORGIA
THIRD REGIONAL DEVELOPMENT PROJECT
LOAN NO.8494-GE
STATEMENT OF DESIGNATED ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2023
(In US Dollars)**

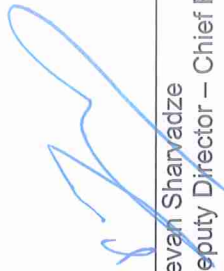
Account No. 202255093
 Depository Bank State Treasury
 Address 16 V. Gorgasali street
 Tbilisi, 0114 Georgia

	Note	31 December 2023
Opening balance		2,018,347
Fund received from IBRD		11,860,657
Present outstanding amount advanced to Designated Account ("DA")		13,879,004
DA closing balance as at 31 December 2023		3,193,698
Add: Amount of eligible expenditures paid	9	10,685,306
Total advance accounted for		13,879,004

On behalf of Management:



Davit Tabidze
 Executive Director



Levan Sharvadze
 Deputy Director – Chief Financial Officer

**MUNICIPAL DEVELOPMENT FUND OF GEORGIA
THIRD REGIONAL DEVELOPMENT PROJECT
LOAN NO.8494-GE
NOTES TO THE SPECIAL PURPOSE PROJECT FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023
(In US Dollars)**

1. BACKGROUND

Municipal Development Fund of Georgia (the "Fund" or "MDF") was established on 7 June 1997 by the Presidential Decree No. 294 "On management of funds for the development of municipal sector in Georgia".

The Fund is a legal Fund of public law, the objective of which is to support strengthening institutional and financial capacity of local government units, investing financial resources in local infrastructure and services, improving on sustainable basis the primary economic and social services for the local population and the provision of low-interest loans to legal entities and physical persons of Georgia in the framework of the Government Program.

The founder and governing body of the Fund is the Government of Georgia. The Fund is cooperating with majority of large investment banks and financial institutions operating in Georgia.

The International Bank for Reconstruction and Development Loan Agreement No. 8494-GE (the "Agreement") in the amount of 60 million United States Dollars ("USD") was signed between the Government of Georgia ("GoG") and International Bank for Reconstruction and Development ("IBRD") on 7 August 2015 ("inception").

The main objectives of the loan are: providing finance for Investment Subprojects for the urban regeneration of old towns and villages in the Samtskhe-Javakheti and Mtkheta-Mtianeti regions; support Local Self Governments in financing investment subprojects for the creation of public infrastructure to attract private sector investments; enhance the institutional capacity and performance of the Georgia National Tourism Administration, the Agency for Culture Heritage Preservation of Georgia, the National Museum, MDF and other local and regional entities. The closing date of the loan was 31 December 2019. On 22 October 2019 the closing date of the loan has been prolonged up to 31 December 2022. On 18 April 2022 the project closing date was extended one more time up to 30 October 2024.

2. ACCOUNTING POLICIES

Basis of accounting – These special purpose project financial statements have been prepared in accordance with the provisions of the Loan Agreement No. 8494-GE dated 7 August 2015 to the extent applicable to these special purposes financial statements and as agreed by the Fund, Government of Georgia and International Bank for Reconstruction and Development (IBRD).

The special purpose project financial statements have been prepared on the accrual basis of accounting.

These special purpose project financial statements, in accordance with the provisions of the Agreement, are prepared to report the information to the Government of Georgia and International Bank for Reconstruction and Development. As a result, these special purpose project financial statements may not be suitable for another purpose.

Sources of funds – Project financing is recognized as sources of funds in the period when the cash inflow can be reasonably estimated and they become available and measurable. The accumulated project financing is disclosed under "Funds" in the statement of financial position. In addition, current year funds received is disclosed in the Statement of Sources and Uses of Funds, showing under sources funds and expenditures respectively.

Expenditure - is recognized on an accruals basis as a use of project funds when liabilities are incurred. The accumulated project expenditures are disclosed under "Expenditure" in the statement of financial position.

Functional currency – The functional currency of the project and its presentational currency is United States Dollars ("US Dollar" or "USD").

**MUNICIPAL DEVELOPMENT FUND OF GEORGIA
THIRD REGIONAL DEVELOPMENT PROJECT
LOAN NO.8494-GE
NOTES TO THE SPECIAL PURPOSE PROJECT FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2023
(In US Dollars)**

2. ACCOUNTING POLICIES (CONTINUED)

Transactions in other currencies – Transactions in currencies other than the reporting currency 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.

Prepayments – Prepayments represent the amounts paid to contractors for work.

Cash – Cash comprises of 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 authorization from IBRD in accordance with the Agreement.

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 80% and 20% respectively.

	<u>IBRD</u>	<u>GoG</u>	<u>Total</u>
Works and goods, non-consulting service, consulting service, training	59,050,000	14,800,000	73,850,000
Operating costs	800,000	200,000	1,000,000
Front-end fee	150,000	-	150,000
Total funding:	<u>60,000,000</u>	<u>15,000,000</u>	<u>75,000,000</u>

5 METHODS OF WITHDRAWAL

The methods of withdrawal used from the inception of the loan to 31 December 2023 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 authorized signatures. The replenishment requests and respective documentation are reviewed by the International Bank for Reconstruction and Development 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 International Bank for Reconstruction and Development 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.

**MUNICIPAL DEVELOPMENT FUND OF GEORGIA
THIRD REGIONAL DEVELOPMENT PROJECT
LOAN NO.8494-GE
NOTES TO THE SPECIAL PURPOSE PROJECT FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2023
(In US Dollars)**

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 expenditure for works valued at less than USD 4,000,000;
- (ii) Consultant services contracts (firms) valued at less than USD 200,000;
- (iii) Consultant services contracts (individuals) valued at less than USD 50,000; and
- (iv) All expenditure for goods and non-consulting services valued at less than USD 300,000.

7. PREPAYMENTS

	<u>31 December 2023</u>	<u>31 December 2022</u>
Advances to contractors	9,955,496	13,542,671
Total prepayments	9,955,496	13,542,671

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.

8. PROJECT EXPENDITURE BY FUND

Project activities	Actual	
	<u>Year to date</u>	<u>Cumulative to date</u>
Works and Goods (part A.1 (a) & part A1 (b)) and consulting services, training	16,845,073	45,566,226
Operating cost	331,845	1,310,034
Front end fee	-	150,000
IBRD TOTAL	17,176,918	47,026,260
Works and Goods (part A.1 (a) & part A1 (b)) and consulting services, training	4,259,169	11,915,114
Operating cost	299,047	609,767
GoG Total	4,558,216	12,524,881
TOTAL PROJECT EXPENDITURE	21,735,134	59,551,141

The Project consists of the following main components:

Component 1 – Infrastructure investment

- a) Provision of Investment Subproject Financing on a grant basis to participating LSG-s to finance Investment Subprojects for urban regeneration of old towns and villages in the Samtskhe – Javakheti and Mtskheta - Mtianeti regions, including but not limited to restoration of building facades and roofs, public spaces, museums, roads and water supply, enhancement of cultural and natural heritage sites;
- b) Provision of Investment Subproject Financing on a grant basis to participating LSG to finance Investment Subprojects for the creation of public infrastructure to attract private sector investments in tourism or agribusiness in the Samtskhe – Javakheti and Mtskheta – Mtianeti regions including but not limited to construction of roads, sidewalks, water, sanitation, communication and public facilities.

**MUNICIPAL DEVELOPMENT FUND OF GEORGIA
THIRD REGIONAL DEVELOPMENT PROJECT
LOAN NO.8494-GE
NOTES TO THE SPECIAL PURPOSE PROJECT FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2023
(In US Dollars)**

8. PROJECT EXPENDITURE BY FUND (CONTINUED)

Component 2 – Institutional development

- Provision of goods, non – consulting services, consultants’ services, and Training, as well as financing of Operating Costs to enhance the institutional capacity and performance of GNTA, NACHP, Georgian National Museum, project Implementing Entity, and other concerned local and regional entities to carry out activities including the following: setting up of a destination management office in each of the regions of Samtskhe – Javakheti and Mtskheta - Mtianeti to assist in the creation of institutional framework to ensure proper destination management, public – private partnership and sustainability of investments made in each region; development and implementation of marketing and promotion tolls in each of the Samtskhe – Javakheti and Mtskheta – Mtianeti regions to promote each regions as a new sustainable tourism destination and to assist in creating a mechanism for community participation, stakeholders’ consultation and involvement of local government in developing tourism in the region; preparation of sustainable site management plans for cultural heritage sites financed under the Project as well as provision of on –the job training to NACHP, provision of Training fo skilled workforce development and capacity building to selected beneficiaries (including the hotel staff, tour operators and guides, and officials at the GNTA, NACHP, Georgia National Museum and project implementing Agency) aimed at producing an integrated workforce development program around the skills needed in tourism – related business in the Samtskhce – Javakheti and Mtskheta- Mtianeti regions and etc.

9. RECONCILIATION OF DESIGNATED ACCOUNT

	<u>IBRD</u>	<u>GoG</u>	<u>Total</u>
Expenditures incurred during the year	17,176,918	4,558,216	21,735,134
Direct payment	(3,101,385)	-	(3,101,385)
Change in prepayments	(3,038,932)	(548,243)	(3,587,175)
Change in other receivables	-	-	-
Change in payables	(349,182)	(372,679)	(721,861)
Foreign exchange	(2,113)	2,144	31
Amount of eligible expenditure paid	<u>10,685,306</u>	<u>3,639,438</u>	<u>14,324,744</u>

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 Account Statement as at 31 December 2023 and on the funds received and disbursed during the year then ended.

11. 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 few 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 the years paved the way, more can be expected as Georgia’s action plan for achieving accession to the European Union continues to develop.

**MUNICIPAL DEVELOPMENT FUND OF GEORGIA
THIRD REGIONAL DEVELOPMENT PROJECT
LOAN NO.8494-GE
NOTES TO THE SPECIAL PURPOSE PROJECT FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2023
(In US Dollars)**

11. OPERATING ENVIRONMENT (CONTINUED)

In 2023, Georgia's government continued supporting businesses through various initiatives. Programs like tax breaks, loan restructuring, and helping with interest payments have continued in 2023. These programs helped businesses free up resources for investment.

Management is unable to predict all developments which could have an impact on the Georgian economy and consequently what effect, if any, they could have on the future financial position of the Project. Management believes it is taking all the necessary measures to support the sustainability and development of the Project's operations.

12. SUBSEQUENT EVENTS

As of report issuance date the IBRD funds are mostly disbursed, the remaining balance is USD 1,557,921.17. The works under ongoing subprojects will be financed from the additional funds provided by GOG.

There were not any further adjusting or significant non-adjusting events between the reporting date and the date of these special purpose projects financial statements.