
**MINUTES OF THE TWENTY-FOURTH MEETING OF THE BOARD OF DIRECTORS
OF THE NEW DEVELOPMENT BANK (VIDEOCONFERENCE) HELD ON MARCH
25, 2020 AT 19:00 (SHANGHAI TIME)**

PRESENT:

Directors and Alternate Directors

- i. Mr. Sergei Storchak (Director for Russia, Chairperson)
- ii. Mr. Andrey Bokarev (Alternate Director for Russia)
- iii. Mr. K. Rajaraman (Director for India)
- iv. Mr. Wencai Zhang (Director for China)
- v. Mr. Qiangwu Zhou (Alternate Director for China)
- vi. Mr. Enoch Godongwana (Director for South Africa)
- vii. Ms. Vuyelwa Vumendlini (Alternate Director for South Africa)
- viii. Ms. Yana Dumaresq (Director for Brazil)
- ix. Mr. Erivaldo Alfredo Gomes (Alternate Director for Brazil)
- x. Mr. KV Kamath (President and Board Member)

Advisors and Other Participants Accompanying Directors

- i. Mr. Marcos Guimarães, Deputy Secretary for International Economic Affairs, Ministry of Economy, Brazil
- ii. Mr. Marco Aurélio dos Santos Araújo, General Coordinator for Global Development Institutions, Ministry of Economy, Brazil
- iii. Ms. Raquel Porto Ribeiro Mendes, Coordinator for Relationship with Global Development Institutions, Ministry of Economy, Brazil
- iv. Ms. Elena Zamorina, Consultant, Department for International Financial Affairs, Ministry of Finance, Russia
- v. Mr. Prasanna V. Salian, Deputy Secretary, Other Multilateral Institutions Division, Department of Economic Affairs, Ministry of Finance, India
- vi. Mr. Yuanjie Yang, Director, Division IFI IV, Department of International Economic and Financial Cooperation, Ministry of Finance, China
- vii. Mr. Jiangnan Qian, Director, Department of International Economic and Financial Cooperation, Ministry of Finance, China

- viii. Ms. Hongna Li, Deputy Director, Division IFI IV, Department of International Economic and Financial Cooperation, Ministry of Finance, China
- ix. Mr. Yazhou Yan, Staff Member, Division IFI IV, Department of International Economic and Financial Cooperation, Ministry of Finance, China
- x. Mr. Mfundo Hlatwayo, Chief Director, BRICS, Global and Emerging Markets, International and Regional Economic Policy, National Treasury, South Africa
- xi. Mr. Andile Kuzwayo, Director, BRICS, Global and Emerging Markets, International and Regional Economic Policy, National Treasury, South Africa
- xii. Mr. Lesego Ntoahae, Economist, BRICS, Global and Emerging Markets, International and Regional Economic Policy, National Treasury, South Africa
- xiii. Mr. Oratilwe Tiesho, Economist, BRICS, Global and Emerging Markets, National Treasury, South Africa

Vice Presidents

- i. Mr. Sarquis Sarquis, Vice-President and Chief Risk Officer (“CRO”)
- ii. Mr. Vladimir Kazbekov, Vice-President and Chief Administrative Officer (“CAO”)
- iii. Mr. Xian Zhu, Vice-President and Chief Operations Officer (“COO”)
- iv. Mr. Leslie Maasdorp, Vice-President and Chief Financial Officer (“CFO”)

New Development Bank Staff

- i. Ms. Yolande Dwarika, Director General and Corporate Secretary
- ii. Mr. Weijie Liu, Principal Professional, Corporate Secretary
- iii. Ms. Miya Liu, Junior Professional, Corporate Secretary
- iv. Ms. Helen Shen, Officer, Corporate Secretary

The following staff members attended the meeting for relevant agenda items with the approval of the Chairperson:

- i. Mr. Sergei Kuznetsov, Director General and Legal Counsel, Legal Division
- ii. Mr. Shaohua Wu, Director General, Operations I Division
- iii. Mr. Yury Surkov, Director General, Operations II Division
- iv. Mr. Levan Zolotarev, Director General, Treasury and Portfolio Management Division
- v. Mr. Roman Novozhilov, Chief, Operations Policy and Project Support Division
- vi. Mr. Garvit Sah, Principal Professional, Operations I Division
- vii. Mr. Fabio Batista, Executive Assistant to CRO
- viii. Ms. Jingjing Han, Senior Professional, Operations II Division
- ix. Mr. Abhimanyu Ghosh, Senior Professional, Legal Division
- x. Mr. Qingwei Meng, Professional, Strategy and Partnership Division
- xi. Mr. Julien Demeulemeester, Young Professional, Economic Research and Analytics Division
- xii. Mr. Igor Zakharov, Young Professional, Operations II Division
- xiii. Mr. Tim Fleming, Young Professional, Operations II Division

1. Adoption of the Agenda

The agenda (2020-BD24-DOC-001-REV1) was considered and adopted by the Board of Directors (“Board”).

2. Leave of Absence

All Directors were present. The meeting had the requisite quorum.

3. Approval of Minutes and Summary of the 22nd Meeting of the Board of Directors held on December 2, 2019 and 23rd Meeting of the Board of Directors held on February 18, 2020

The Board considered and approved the Minutes of the 22nd Board Meeting (2020-BD24-DOC-003), the Summary of the 22nd Board Meeting (2020-BD24-DOC-004-a) and the Summary of the Closed Session of the 22nd Board Meeting(2020-BD24-DOC-004-b) held on December 2, 2019.

The Board considered and approved the Minutes (2020-BD24-DOC-005) and Summary (2020-BD24-DOC-006) of the 23rd Meeting of the Board of Directors held on February 18, 2020.

4. Record of Approval of Matters Agreed to During the Inter-Sessional Period

The Board considered the Note on the Inter-Sessional Decisions of the Board of Directors since the 22nd Meeting (2020-BD24-DOC-007-REV1) and took note thereof.

5. Matters Arising from the Previous Meeting

The Board considered the Matters Arising from the 22nd Board of Directors Meeting (2019-BD24-DOC-008-a-REV2) and the Matters Arising from the 23rd Board of Directors Meeting (2019-BD24-DOC-008-a-REV1) and took note thereof.

6. Project Proposals

a. Investment of USD 100 million in National Investment and Infrastructure Fund: Fund of Funds – I

The Board considered the project document on the proposed investment of USD 100 million in the National Investment and Infrastructure Fund – Fund of Funds I (2020-BD24-DOC-011-a) and approved the project proposal.

Resolution 2020-BD-R053 concerning the aforementioned investment was adopted.

7. Project Preparation Fund

a. Technical Assistance of USD 400,000 to the Russian Federation for the Upgrade of the Kaliningrad Sea Port Project

The Board considered the Technical Assistance Paper on the Technical Assistance of USD 400,000 to the Russian Federation for the Upgrade of the Kaliningrad Sea Port Project (2020-BD24-DOC-012-a) and approved the technical assistance project proposal. The Board further approved, on an exceptional basis, an increase above the maximum amount of USD 300,000 of technical assistance funded from the PPF.

Resolution 2020-BD-R054 concerning the aforementioned technical assistance project was adopted, as amended.

8. Update on Project Pipeline

The Board considered the 2020 Project Pipeline (2020-BD24-DOC-013) and took note thereof.

9. Quarterly Project Implementation and Disbursement Report

The Board considered the Quarterly Project Implementation and Disbursement Report (2020-BD24-DOC-014-REV1) and took note thereof.

10. Report on Project Procurement in Non-Member Countries

The Board considered the Report on Projects regarding Procurement in Non-Member Countries (2020-BD24-DOC-015) and took note thereof.

11. Update on Funding Programme

The Board considered the Funding Update Note (2020-BD24-DOC-016) and took note thereof.

12. RMB Bond Issuance

The Board considered the Note on the Second Offering under the RMB Bond Programme (2020-BD24-DOC-017). The Board took note of the second offering under the RMB Bond Programme and approved the temporary increase of two treasury investment limits to accommodate the investment of the proceeds of the second offering. The Board also took note that the increase of limits would be valid and applicable only within the period between the bond issuance and the full disbursement of bond proceeds and would be subject to a review every three months.

13. Update on Membership Expansion

The Board discussed issues concerning membership expansion and provided guidance for the next steps.

14. Report of the Chairperson of Audit, Risk and Compensation Committee

The Chairperson of the Audit, Risk and Compliance Committee (“ARC”) provided a report on the 14th Meeting of the ARC. The Board approved the following:

- a. Submission of the Annual Audited Financial Statements for the New Development Bank for the year ended December 31, 2019 to the Board of Governors for consideration;
- b. Submission of the Annual Audited Financial Statements for Project Preparation Fund of the New Development Bank for the year ended December 31, 2019 to the Board of Governors for consideration;
- c. Revised Interest Rate Risk Management Policy;
- d. Revised Exchange Rate Risk Management Policy;
- e. Revised Business Continuity Management Policy;
- f. Revised Accounting Policy and Measurement;
- g. Revised Information Technology Policy;
- h. Revised Information Technology Service Management Policy;
- i. Compliance Management Plan for 2020;
- j. Revised Internal Audit Charter;
- k. Revised Internal Audit Policy; and
- l. Appointment of KPMG as the Internal Auditor for 2020.

The Board also took note of the following:

- a. Progress of the matters arising from the previous ARC meeting;
- b. Risk Management Report for the period ended December 31, 2019;
- c. Compliance Update including the Annual Compliance Assessment Report and the Annual Anti-Money Laundering Work Report;
- d. Internal Audit Report for Q4 of 2019;
- e. Status of Audit Observations Reported from Previous Audit Reports; and
- f. Risk-based Internal Audit Plan for 2020, as approved by the ARC.

15. Report of the Chairperson of the Budget, Human Resources and Compliance Committee

The Chairperson of the Budget, Human Resources and Compensation Committee (“BHRC”) provided a report to the Board on the 9th Meeting of the BHRC. The Board took note of the following:

- a. Progress on the matters arising;
- b. Progress of the election of the incoming President and appointment of the incoming Vice-President;
- c. Budget Utilisation Report for CY2019;
- d. Recruitment and Diversity Update; and
- e. Ethics Update

The Board took note that that further work on the proposal on the KPIs for the Management was needed, in light of the upcoming mid-term review of the General Strategy of the Bank.

The Board took note that further work needed to be done on compensation related proposals.

16. Progress Update on the Election of the Incoming President

The Board was informed of the progress update on the election of the incoming President.

17. Progress Update on the President Recommendation of Appointment of the Incoming Vice-President

The Board was informed of the progress update on the recommendation of appointment of the incoming Vice-President and Chief Risk Management Officer.

18. Recruitment of the Director General, Human Resource

The Board discussed the recruitment of the Director General, Human Resources.

19. Dates and Format of the Upcoming Meetings

The Board agreed that the 25th Board meeting take place virtually before the 5th Annual Meeting of the Board of Governors, which would take place virtually on April 20, 2020. A Special Board of Governors meeting would be held in May, 2020.

20. Any Other Matters

The Board discussed the COVID-19 outbreak and how NDB would cooperate with the international community and assist member countries to combat the COVID-19 outbreak, including China's potential assistance in providing medical suppliers. The Board requested that this be discussed again at the next meeting.

The meeting ended with thanks from the Chairperson of the meeting.