

National Bioenergy and Wood Products Conference

**Panel #4 Biomass Utilization Project Development – Steps to
Consider**

**Overview of Biomass Financing Model: Financing Requirements &
Capital Markets Perspective**

March 15, 2006

**GFP Advisors
GFP Broker-Dealer Inc.**

Contact Information

GFP Advisors, GFP Broker-Dealer Inc.
1 Front St., 11th Floor
San Francisco, CA 94111

Phone: 415-710-0906
Fax: 415-274-0802

Peter Luchetti, CEO
Rich Dudley, Managing Director
Lia O'Black, Analyst

pluchetti@gfpadvisors.com
rdudley@gfpadvisors.com
loblack@gfpadvisors.com

Contents

- I. **Biomass Conference Presentation Slides**
- II. **Supplementary Material**
- III. **GFP Advisory & Capital Raising Expertise**
- IV. **Selected Tombstones**
- V. **Industry Experience**
- VI. **Team Biographies**



I. Biomass Conference Presentation Slides

Biomass Power Plant Goals and Objectives

Evaluate feasibility of developing multiple 25 MW Biomass power plants in the western U.S.

- Construct 20 to 40, 25 MW Biomass power generating facilities during the next 10 years
- Total of 500 to 1,000 MW of new Biomass generating capacity, a 10 percent increase over the 10,000 MW of installed capacity in the U.S. today
- Capitalize on the goals and objectives outlined in the Healthy Forest Restoration Act (HFRA).
- Contribute to the reduction of CO₂ emissions generated by coal and natural gas burning power plants.

Healthy Forests Initiative

Purpose of Healthy Forest Restoration Act of 2003:

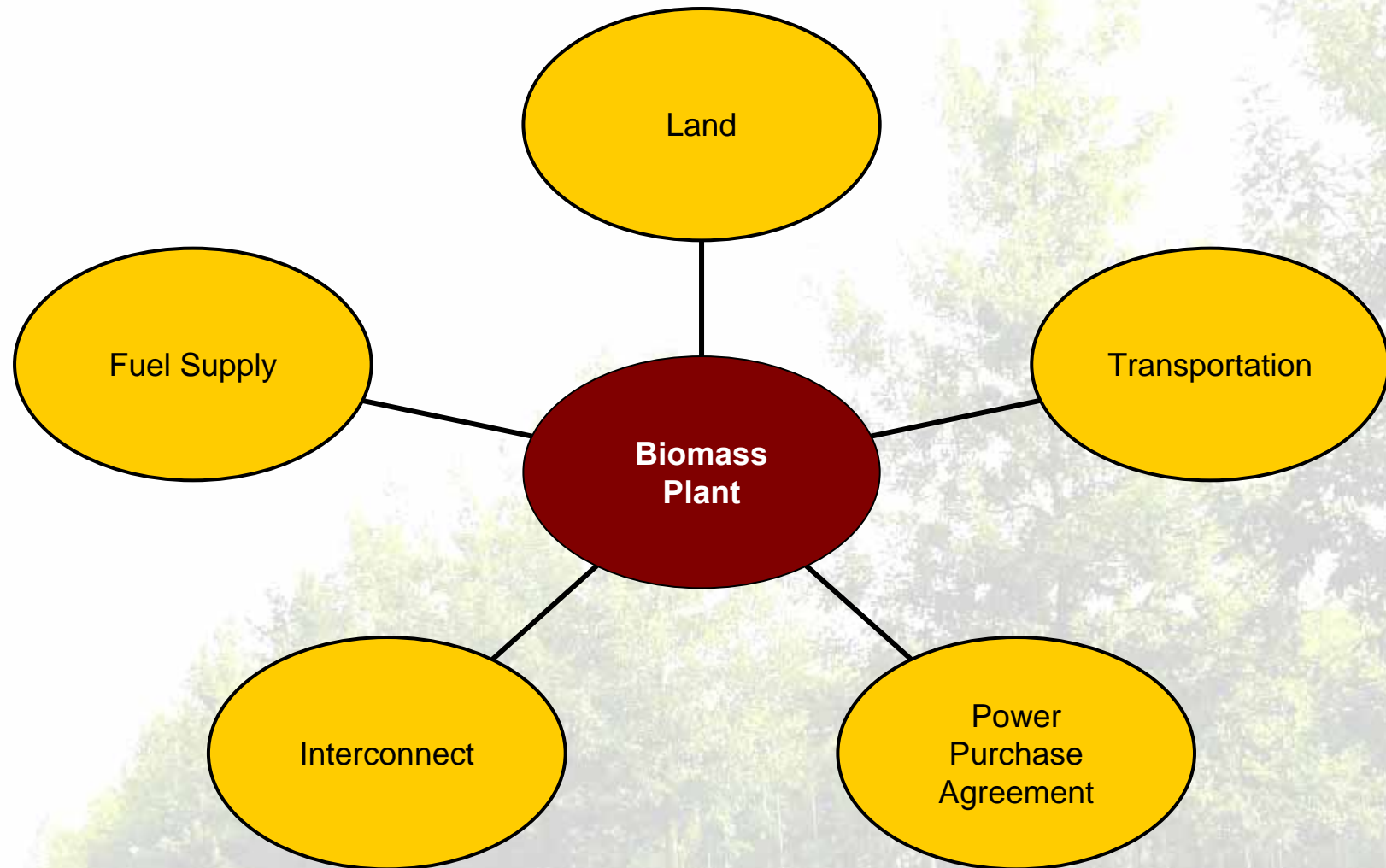
- ★ 1. Reduce the risks of damage to Federal lands from catastrophic wildfires
- ★ 2. Authorize grant programs to improve the commercial value of forest biomass for electric energy, and other commercial purposes
3. Enhance efforts to protect watersheds
4. Promote systematic information gathering on the impact of insect infestations on forest health
5. Improve capacity to detect early insect and disease infestations
6. Protect, restore, and enhance degraded forest ecosystems to promote recovery of threatened and endangered species as well as improve biological diversity and enhance carbon sequestration

Shasta Wheelabrator 2 X 18 MW Built in 1989

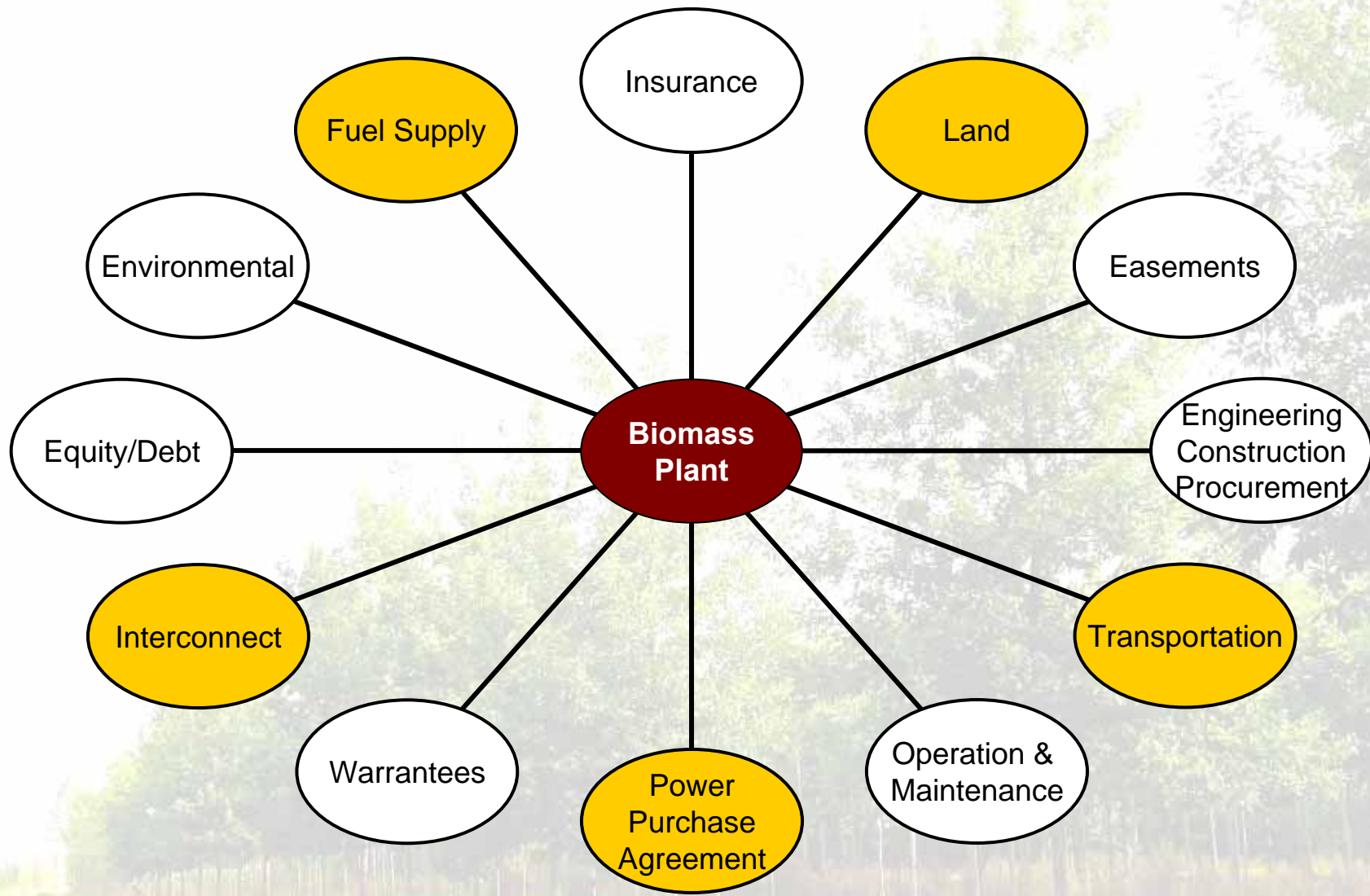


- **Location:** Anderson, CA
- **Fuel:** mill waste/forest residues at 50% moisture
- **Fuel Source:** Shasta-Trinity and Lassen National Forests and private lands in surrounding area
- **Plant design:** three wood-burning units with utility-type high pressure boilers
- **Burn Rate:** 100 tons/hour
- **Fuel handling and transportation:** two truck scales, three platform truck dumpers, one hydraulic log loader, one 52-inch V drum and one 72-inch drum chipper and infeed/offloader conveyors

Project Financing and Biomass Power Plant Considerations



Project Financing and Biomass Power Plant Considerations



Main Considerations

1. Fuel Supply

- What are the sources of fuel (i.e. industrial timber), ?
- How long can the fuel sources be supplied?

2. Land

- Is there availability of land near fuel supply for a power plant?
- Are local residents supportive of Restoration Act? Of plant?

3. Transportation

- How will fuel supply be delivered to the plant?
- Will this require new roads? Easements?

4. Purchase Power Agreement

- Is there a local power company willing to participate?
- How much power is needed?
- What is the life of the agreement?

5. Interconnect

- How easily can the plant access the power grid?
- Can easements be obtained?
- Where is the nearest substation?

Overview of Assumptions & Requirements

Assumptions:

- Biomass Power Plant Capacity: 25 MW
- Burn Rate: 8,000 BD tons/acre
- Thinning Rate: 13 BD tons/acre
- Biomass Source: 100% Forest
- Cost: \$1.5 MM/MW
- Contract period: 25 – 30 years*

Total Requirements:

- Total Acreage: 300-450,00 acres per 25 MW plant
- Total Cost: \$37.5 MM

* Contracts Include:

- Fuel Supply Agreement
- Power Purchase Agreement
- Land Lease
- EPC
- Operations & Maintenance

Western Forest Potential Fuel Supply



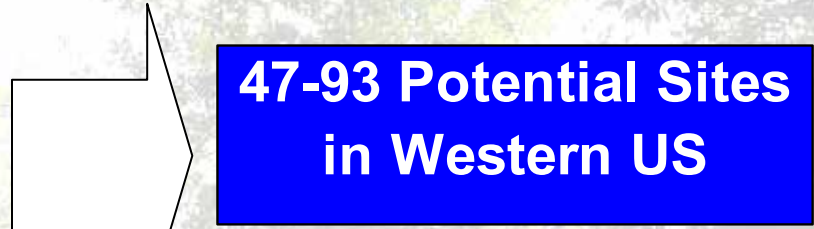
Land Survey- Fuel Supply

- Total forest capacity (300-450 K acres per plant) should be under contract within 35-mile radius (≈ 2.5 MM acres) to facilitate a 25 MW Biomass power generation facility
- 100% Public Land USFS

USFS Land Western States	
Idaho & Montana	24,000,000
Washington & Oregon	18,000,000
California	10,000,000
Total USFS Acreage	52,000,000

Nominal Acres/Plant 375,000

Potential Site Availability	
100%	139
50%	69
25%	35



- 75/25 mix private/public
12 – 24 sites with sufficient capacity.

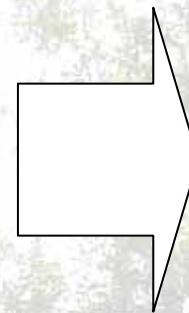
Source: The Campbell Group Portland Oregon

Renewable Portfolio Standard Translate to PPA's

The likelihood of securing PPA's is very favorable given existing and proposed Renewable Portfolio Standards in the western U.S.

Summary of Renewable Portfolio Standards in the Western US

	RPS	Est. New RPS	Total RPS
Western States RPS:			
Nevada	15%	10%	460
California IOUs	20%	8%	3,610
New Mexico	10%	10%	200
Arizona	15%	15%	300
		Subtotal	4,570
Proposed RPS:			
WA, OR, ID, CO	10%	10%	2,140
Total MW's RPS (8 States)		Total	6,710



**1000 MW =
16% of the
Western RPS**

Source: USDOE Electric Power Annual and the Cal Energy Comm

Financing Requirements

25 MW Plant

Plant Cost @ \$1.5 MW		37.5
Cap Interest Yr 1-2		7.5
Equity	30%	14
Debt	70%	32
Total		45

To Scale 1,000 MW's 40 Plants

# of Plants		40
Equity		540
Debt		1,260
Total		1,800

Price/Return Analysis

PPA / Kwh	\$0.07
IRR	13.8%
Cash on Cash	6.9
Years	20

Contractual Elements

- Fuel Supply
- Land
- Transportation
- Power Purchase
- Interconnect
- Easements
- EPC Contract
- Operations & Maintenance
- Warranties
- Equity/Debt
- Environmental
- Insurance

Financial Modeling

Proforma Financial Projection for a 25 MW Biomass Power Plant

Base Cost of Plant @ \$1.5 MM per	37.5	Interest Rate Construction	10%
Total Project Cost Capitalized Interest	45.0	Interest Rate Term Loan	8%
Debt (Leverage) %	70%	Target Equity IRR	12%
Equity %	30%	Power Purchase Agreement / kWh	\$0.070
Loan Maturity	15	Operating Availability	90%
Construction	2	Escalator	2%
Permanent Financing	13	Operating Cost Margin	50%

IRR Sensitivity Analysis

Price	IRR
\$0.055	7.70%
\$0.060	9.80%
\$0.065	11.90%
\$0.070	13.90%
\$0.075	15.80%
\$0.080	17.70%
\$0.085	19.50%

Financial Projection

Period (Years)	0	1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	
Revenue		0.0	0.0	13.8	14.1	14.4	14.6	14.9	15.2	15.5	15.8	16.2	16.5	16.8	17.2	17.5	17.8	
Costs																		
Construction Cost		18.8	18.8															
Operating Cost				6.9	7.0	7.2	7.3	7.5	7.6	7.8	7.9	8.1	8.2	8.4	8.6	8.7	8.9	
Net Cash Flow		-18.8	-18.8	6.9	7.0	7.2	7.3	7.5	7.6	7.8	7.9	8.1	8.2	8.4	8.6	8.7	8.9	
Financing Cost																		
Debt																		
Start	37.5	37.5	41.3	45.0	41.5	38.1	34.6	31.2	27.7	24.2	20.8	17.3	13.8	10.4	6.9	3.5		
Interest		3.8	3.8	3.0	3.3	3.0	2.8	2.5	2.2	1.9	1.7	1.4	1.1	0.8	0.6	0.3		
Principal		0.0	0.0	3.5	3.5	3.5	3.5	3.5	3.5	3.5	3.5	3.5	3.5	3.5	3.5	3.5		
End		41.3	45.0	41.5	38.1	34.6	31.2	27.7	24.2	20.8	17.3	13.8	10.4	6.9	3.5	0.0		
Net Cash Available for Distribution				0.4	0.3	0.7	1.1	1.5	1.9	2.4	2.8	3.2	3.7	4.1	4.6	5.0	8.9	
Equity Return																		
IRR	13.9%	-12.4	0	0	0.4	0.3	0.7	1.1	1.5	1.9	2.4	2.8	3.2	3.7	4.1	4.6	5.0	8.9
Cash on Cash	6.3x																	

Relative Value

Together, Federal Agencies spend roughly \$1 Billion each year in suppression costs.

- **Federal Agencies responsible for the suppression of wildland fires:**
 1. **Bureau of Land Management**
 2. **Bureau of Indian Affairs**
 3. **Fish and Wildlife Service**
 4. **National Park Service**
 5. **USDA Forest Service**



We do not foresee any difficulties in raising funds for the model described here.

The contracts required to support the transaction are the single most important element in any project funding strategy.

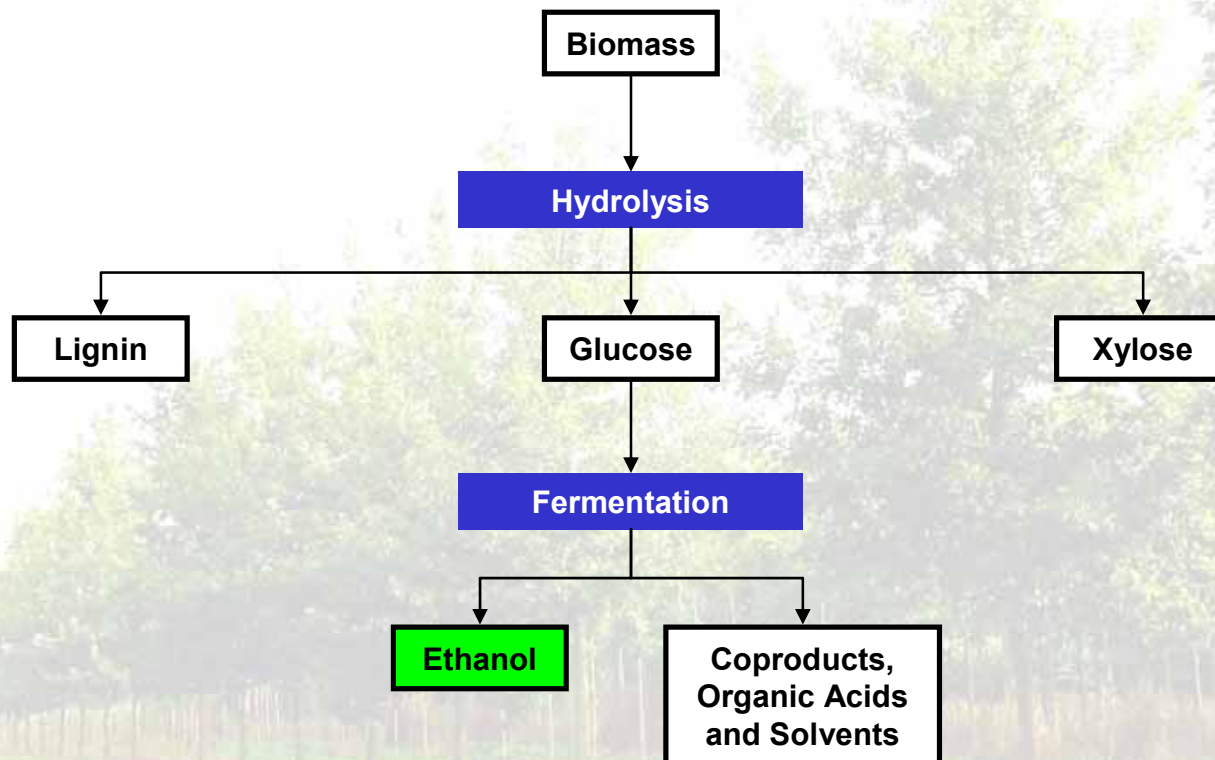
Could Bioethanol Replace 30% of ALL FUELS or transportation fuels?

- The Department of Energy announced \$160 million to construct up to three biorefineries in the United States.
- One of the goals of this initiative is to accelerate research and make "cellulosic ethanol" cost-competitive by 2012, offering the potential to displace up to 30 percent of our nation's current fuel use by 2030.
- One guarantee, for \$10 million, was combined with a Business and Industry guarantee to help fund construction of a 20-megawatt (MW) biomass electrical generating plant in Arizona.
- That plant will use wildfire-damaged timber along with waste from a nearby paper mill as a fuel sources.

Merging Current and Prospective Future Strategies

Power Generation ► Bio Refinery

Biomass can be decomposed, through hydrolysis, into Lignin, Glucose, and Xylose. These elements can be used for a number of purposes. For instance, the glucose can then enter a fermentation process, which creates Ethanol. Ethanol is most commonly blended with unleaded gasoline to make a cleaner, more renewable, high performance fuel.



Summary of Terms and Conditions
\$37.5 MM
25 MW
BioMass USA Limited

Term Sheet Elements

Borrower:	Bio Mass USA Limited ("BioMass"), a corporation formed under the laws of Delaware {A Partnership, LLC , ?]
Lender Group:	Consortium of domestic and international commercial banks, reasonably acceptable to BioMass
Project Cost:	\$37.5 million
Debt Facilities:	Senior secured Debt Facility of up to \$37.5 million that will be available, upon satisfaction of Conditions Precedent to Initial Drawdown <i>The ultimate size of the Debt Facility will be determined in consultation with Lenders based on, inter alia, terms of the projected operating phase cash flows.</i>
Purpose:	To obtain land and rights in order to build, own and operate a 25 MW power generating facility that uses wood biomass as its main source of fuel. The facility is expected to receive its fuel source from the thinning of trees in areas with potential for unnaturally intensive and destructive fires. Power generated by the facility is planned to be provided to local power companies under a 25 year contract, or another appropriate contract time allowed for the thinning of surrounding forests. The Debt Facility will be used to finance the capital costs associated with obtaining land, building, owning and operating a biomass power plant.
Closing Date:	The date on which all Conditions Precedent for the Debt Facility drawdown are satisfied

Term Sheet Elements

Availability Period:	The Debt Facility will be available for drawdown, limited to one drawdown per month, commencing from the Closing Date until the earlier of twelve months or initial construction of power plant.
Repayment Schedule:	The Debt Facility will be repaid in a semi-annual installments, after a six (6) month grace period, over the subsequent six and one-half (6-1/2) years based on approximately equal payments of principal in each semi-annual payment (“Scheduled Debt Service”).
Base Rate:	3/6 month LIBOR
Applicable Margin:	Debt Facility: [_____] basis points
Commitment Fee:	[_____] basis points per annum calculated on undrawn and uncanceled amount of the Debt Facility, payable quarterly in arrears
Front-End Fee:	[_____] % of Debt Facility
Agency Fees:	Fees payable to the Facility Agent and Security Agent to be agreed between the Borrower and the respective agents.
Approved Customers:	Appendix I is a list of companies that are local power source companies or potential power companies in the areas and are deemed to be pre-approved by the Lenders. The Borrower, subject to majority Lender approval, retains the right to add more names to Appendix I.

Term Sheet Elements

Mandatory Prepayments:

Debt Facility:

- (a) 100% of any insurance proceeds not used to reinstate or replace damaged assets in the event power plant is unable to achieve stable production or otherwise fails to satisfy Minimum Operating Performance
- (b) []% of the net proceeds from the sale of any assets or capital raised in any form.
- (c) []% of cash available after Scheduled Debt Service

Security

A first priority security interest in, inter alia, the following:

- (i) Pledge of all BioMass shares
- (ii) Fixed and floating charge over all of the assets of the Borrower, including a mortgage on the Borrower's interest in power plant facility.
- (iii) Pledge/Assignment, as appropriate, of all material Project contracts, including but not limited to the EPC contract agreements, operating and maintenance, land lease, power purchase agreement, fuel supply agreement, licenses, approvals
- (iv) Pledge/Assignment, as appropriate, over Borrower's bank accounts, including the debt service reserve account and proceeds account
- (v) Pledge/Assignment, as appropriate of all insurance policies.

Debt Service Reserve Account

Funds in excess of Scheduled Debt Service will be held in an escrow account sufficient to meet six months of Scheduled Debt Service.

Term Sheet Elements

Conditions Precedent to Initial Drawdown

Typical and customary for a transaction of this nature, including:

- (i) All governmental, third party and corporate consents and approvals shall have been obtained and shall be in full force and effect
- (ii) Satisfactory insurance policy covering operating period of power plant.
- (iii) The Lenders shall have received and be satisfied with an insurance report issued by the Lenders' Insurance Consultant
- (iv) Satisfactory land lease contract
- (v) Satisfactory fuel supply contract
- (vi) Satisfactory arrangements for interconnection to delivering electricity to point of sale
- (vii) Satisfactory fuel supply transportation arrangements
- (viii) Satisfactory power purchase agreement
- (ix) Satisfactory definitive documentation, including loan documentation, collateral and security documentation shall have been executed and delivered
- (x) Receipt of satisfactory legal opinions
- (xi) Security package is in place and effective
- (xii) The Lenders shall be satisfied with the due diligence on major agreements
- (xiii) The Lenders shall have received and be satisfied with a report issued by the Lenders' Independent Consultant, which analyzes the fuel supply and transportation arrangements
- (xiv) Satisfactory accounting and taxation audit report of the financial model resulting from the agreed business plan is received by the Lenders
- (xv) All material licenses, approvals and consents required for the Borrower to carry on its business shall have been obtained and be in full force and effect
- (xvi) No Event of Default or potential Event of Default in existence at the time of making such loan

Term Sheet Elements

Positive Covenants

Typical for a transaction of this nature

Negative Covenants

Typical for a transaction of this nature

Representations and Warranties

Typical for a transaction of this nature

Financial Covenants

Following commencement of commercial operation, financial covenants to be tested on a quarterly/semi-annual basis include:

- (i) Minimum EBITDA of \$[_____] million
- (ii) Minimum historical debt service coverage ratio (“DSCR”) of [__]x
- (iii) Maximum leverage, defined as the ratio of (i) Debt Facility to (ii) Project Cost, not to exceed [60-70]%

DSCR means the ratio of (i) EBITDA minus Capital Expenditures minus income and like taxes payable in cash minus (if positive) or plus (if negative) the change in working capital during such period to (ii) Scheduled Debt Service

Minimum Operating Performance

Minimum level of power plant facility output after completion of construction necessary to trigger payments under the power purchase agreement.

Term Sheet Elements

Events of Default	Typical for a transaction of this nature
Documentation	The Debt Facilities will be subject to execution of documentation in form and substance satisfactory to all parties. The documentation will be prepared by Lenders' Legal Counsel.
Material Adverse Change	TBD
Lenders' Legal Counsel	TBD
Lenders' Independent Market Consultant, Insurance Consultant and other Consultants	TBD
Auditor for the Financial Model	TBD
Governing Law	[New York]



II. GFP Advisory & Capital Raising Expertise

GFP Advisors' Overview

- GFP Advisors is a boutique investment banking firm (the “Firm”) whose principals have global experience in structured and project finance in the energy, power, communications, and infrastructure sectors.
- The Firm’s core competency is in understanding complex industry trends, ownership arrangements, technology, project development requirements and political environments in order to raise capital efficiently.
- Target clients include large public and private companies, quasi-governmental entities (e.g. regulated utilities, state-owned enterprises), and strategic and private equity investors.
- The Firm’s principals have global experience covering a wide range of transactions: acquisitions/divestitures, greenfield development, recapitalizations, distressed asset recovery, privatizations and public-private partnerships.
- Global capital markets experience with debt (commercial banks, private placements, bond underwriting, export credit agencies and multilaterals) and private sources of equity. In addition, the principals have experience structuring financial derivatives, commodity hedges, and energy risk management strategies.
- GFP Advisors has expertise in running simultaneous acquisition/divestiture and capital raising processes encompassing multiple tranches of capital, optimizing asset valuations and the cost of capital.
- GFP Advisors, and its parent GFP Broker-Dealer Inc., were formed in 2002 by Peter Luchetti, the former head of Global Project & Structured Finance at Bank of America. During Peter’s leadership, Bank of America was widely recognized for its global project finance leadership and consistently ranked in the top 3 in industry league tables.
- GFP Advisors is comprised of professionals who formerly worked for Bank of America. Team member experience ranges from 12-25 years of hands-on involvement in the Americas, Asia and Europe.
- The principals’ collective career experience has involved more than 150 transactions globally encompassing approximately \$60 billion in capital raised.
- All of GFP Advisors’ employees are licensed securities professionals in the United States.

Advisory & Capital Raising Expertise

Multidisciplinary Skill Set

GFP principals have the necessary skills to execute any of the following transactions:

Acquisition/Divestitures

Purchase and sale of capital intensive assets including power plants (related trading books), communications systems, petrochemical plants, refineries, gas pipelines, storage facilities, ports, road and rail systems, governmental privatizations.

Greenfield Development

Owner representation for partnership negotiations and capital structure design and implementation for greenfield projects that are dependent on creating engineering, design, construction, product sales and partnership risk sharing arrangements that optimize asset value and the cost of capital.

Recapitalization/Contract Monetization

Seeking value in the recapitalization of operating assets that are under or out performing business plan assumptions. Monetizing contractual value in related transaction elements including interest and foreign currency hedges, forward positions in gas and power, off-take contracts and ownership transfers between partners and third parties.

Transaction Structuring & Capital Raising

Expert modeling, valuation, leverage, structured finance and risk management skill set. In-depth experience in running simultaneous multi-tranche capital raising initiatives aimed at optimizing the cost of capital (i.e. between equity, mezzanine debt, private, bank and public debt).

Risk Management/Option Valuation

Owners' representation for risk assessment and option valuation in contract and partnership design and negotiation. Risk mitigation via contractual terms and conditions, financing covenants and partnership agreements.

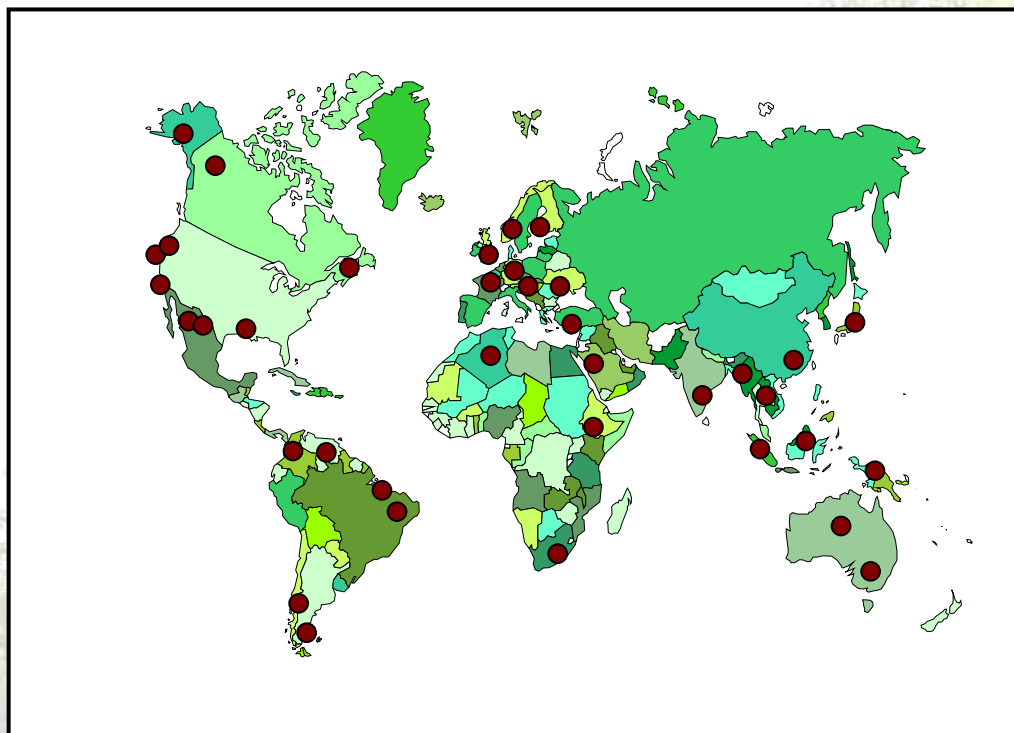
Privitizations/Public Private Sector Partnerships, Multilateral Financing

Global experience with government to private sector asset transfers via outright asset sales, concession agreements and public/private sector partnerships. Experience with all of the major government sponsored export finance, political risk insurance and sovereign lending programs around the world.

Advisory & Capital Raising Expertise

Global Knowledge & Global Deal Experience

Global Team Experience
Over 40 Countries
150 Transactions
\$60 plus Billion in Capital Raised



Advisory & Capital Raising Expertise

Representative Experience

(Including some completed while employed at Bank of America)

Selected Power Sector Experience

- **The Williams Companies' West Book**

Advising client on repackaging its West Book assets (long dates tolling agreements, CDWR contracts, gas book and energy transportation and storage arrangements) to realize optimal value; initiated a competitive bidding process for debt underwriters and private equity consortia

- **PG&E's Bay Area Assets - Southern Company**

Advised client on valuation and bidding strategy. Southern's winning bid of \$801 million marginally exceeded the second-highest bid

- **Paiton**

Financial advisor and Arranger on the original Paiton transaction

- **IPP's CDWR/Merchant Plants**

Advised client on packaging its CDWR and gas contracts to raise ~\$1 billion for the construction of two merchant plants in California

- **Conoco's 421 MW SRW plant**

Sold 50% equity interest in a new merchant power plant that was being built by Conoco to NRG after a competitive auction process

- **Sun Geothermal**

Advised Sun Company on the sale of its geothermal interests in Nevada, assisted with the sale process and provided a fairness opinion

Advisory & Capital Raising Expertise Representative Experience (cont'd)

(Including those completed while employed at Bank of America)

Selected Energy Sector Experience

- **Maritimes & Northeast Pipeline**

Advised and acted as lead arranger for a pipeline to deliver natural gas from a newly discovered geologic basin offshore Nova Scotia. The capital structure design utilized the bank and bond markets in Canada and the US

- **Star Petroleum Refining Corporation**

Advised on the restructuring of the capital structure/corporate support in the aftermath of massive Thai Baht devaluation and persistent low commodity margins. Advised SPRC in structuring amendments to an existing project financing and structuring of an operating alliance with the neighboring Shell-Rayong refinery

- **Shasta (Lassen) Energy - Wheelabrator Technologies**

Provided advice and non-recourse acquisition financing for acquisition of 42 MW Shasta biomass/woodwaste burning power plant from Simpson paper – the first power plant sold in California after the passage of AB1890

- **NW Energy (Williams Lake) Energy - TransCanada Power LP**

Provided advice and C\$160 million non-recourse acquisition financing for purchase of a 70 MW biomass/woodwaste power plant from B.C. Gas

- **US Oil & Refining**

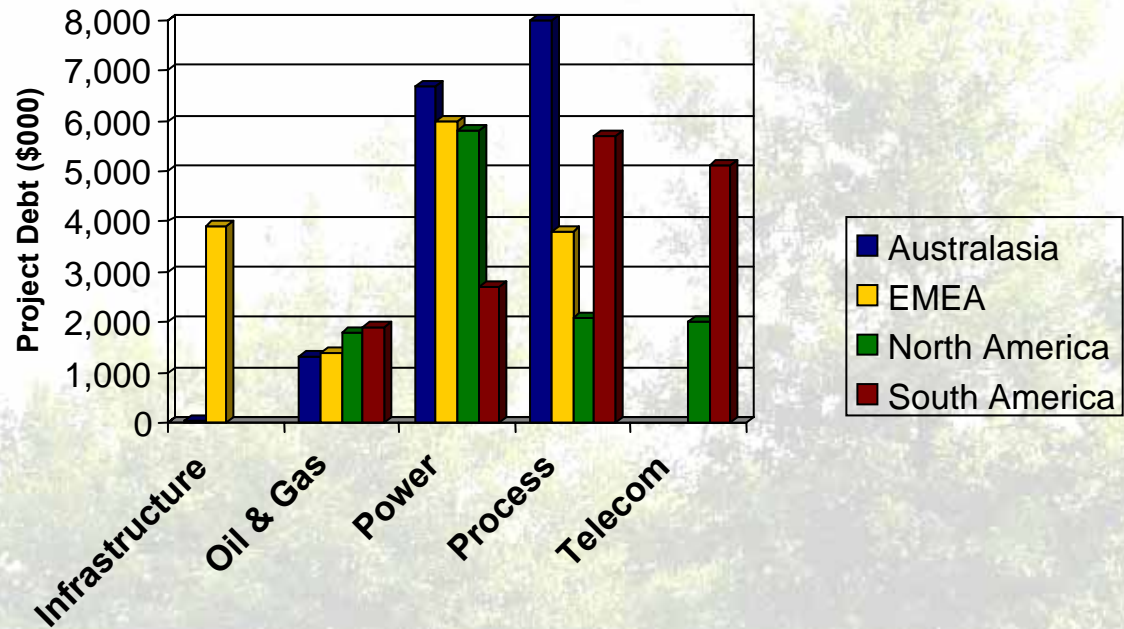
Advised client on acquiring a portion of working assets being sold by a major multinational oil company. The client eventually decided not to bid because of the high price being sought by the seller

- **AES Brazil**

Advised AES on restructuring its Brazilian portfolio after energy rationing and currency devaluation left several AES-owned company unable to meet debt service

Advisory & Capital Raising Expertise Regional Summary

Capital Raising Experience 1995-2005 *




* (Including some completed while at Bank of America)




III. SELECTED DEAL TOMBSTONES

Selected Deal Tombstones - Power

2001



For the development, construction and operation of



12-year IDB Loan

US\$116,000,000

2001




Tietê Certificates Grantor Trust

US\$ 300,000,000

11.50% Certificates Due 2015

Inconvertibility Insurance and Foreign Exchange Liquidity Facility Guaranty Provided by Overseas Private Investment Corporation



AES Southland L.L.C.


\$728,000,000

Senior Secured Project Debt Facilities

For the acquisition of

3956MW natural gas fired electric generating plants located in Southern California

May 1998



3,065 MW Pacific Gas & Electric Co. Thermal Assets

US\$ 801,000,000

An affiliate of Southern Company was recently awarded the right to purchase two Delta Power Plants (2,702 MW) in Contra Costa County and the Potrero Power Plant (363 MW) in the City of San Francisco.

May 1998

1997



US\$400,000,000

Senior Secured Term Loan Facility

For the financing of the acquisition of a

1000MW hydroelectric power station in Colombia

2000



TransAlta Campeche S.A. de C.V.

\$133,600,000

16-year Senior Debt & Related Interest Rate Swap Facility



Dabhol Power Company

US\$497,000,000

Term Loan Facility

For the 2,184 MW Power Plant Project in Dabhol, Maharashtra, India

May 1999



Meizhou Wan Power Project

US\$566,391,000

Project Financing

For the financing of








A greenfield 2x362 MW coal fired Power Plant in Fujian Province, Republic of China

Sponsors
InterGen
Lippo China Resources Limited

Equity and Debt Provider
Asian Development Bank

April 1998

Selected Deal Tombstones – Process/Oil & Gas

<p>February 2000</p>  <p>Sponsors of:</p>  <p>Hovensa Project</p> <p>US\$450,000,000 Senior Credit Facility</p> <p>US\$150,000,000 Revolving Credit Facility</p> <p><i>Bank of America was Lead Arranger & Sole Underwriter</i></p> 	<p>April 1998</p>  <p>Sponsors of: Al-Jubail Petrochemical Company Limited ("KEMYA")</p> <p>US\$720,000,000 Project Finance Facilities</p> <p>Most Aggressive Project Financing ever in the Middle East</p>	<p>June 1999</p>  <p>Sponsors of: Maritimes & Northeast Pipeline Project</p> <p>Cdn\$712,261,000 US\$521,411,105 Debt financing</p> <p>Cdn\$452,261,000 US\$281,411,105 Commercial bank tranches</p> <p>Cdn\$260,000,000 US\$240,000,000 Senior Notes due 2019</p>	<p>June 1998</p>  <p>Sponsors of: Cerro Negro</p> <p>US\$900,000,000 Debt financing including</p> <p>US\$300,000,000 Commercial bank tranche</p>	<p>December 1997</p>  <p>Sponsors of: Saudi Yanbu Petrochemical Company ("Yanpet")</p> <p>US\$2,212,000,000 Project Finance Facilities</p> <p>Largest petrochemical facility financing to date</p>
---	--	--	---	--



IV. Industry Experience

Industry Experience

Power Generation & Transmission

- Public Utilities
- Independent Power Producers
 - Base Load Plants
 - Peaker Plants
 - Merchant & Contracted Plants
- Power & Gas Trading Books
- Hedging Strategies
- Transmission Lines

Oil & Gas

Upstream Oil & Gas

- Oil & Gas Field Development
- Gas Processing

Downstream Processing

- Refining
- Petrochemicals
- Specialty Products
- Pipelines

Communications

- Wireless
- Wireline
- Satellite
- Undersea Cable
- Fiber Systems
- Vendor Financing

Infrastructure

- Privatization
- Public/Private Sector Partnerships
- Toll Roads
- Bridges
- Airports
- Rail Systems
- Educational Facilities
- Prisons



V. Team Biographies

Team Biographies

Peter Luchetti, Managing Director & Chief Executive Officer

Peter Luchetti is Managing Director and Chief Executive Officer of GFP Advisors and GFP Broker-Dealer Inc., which he founded June 2002.

From 1994 to December 2000 Peter Luchetti was Managing Director and Global Head of Project & Structured Finance for Banc America Securities Inc. In this role he was responsible for managing a 120, person team, working in 40 countries on the origination and execution of project and structured finance advisory and capital raising roles. The team was responsible for a \$5.5 billion portfolio of privately and publicly placed debt and equity transactions. Banc America Securities Project & Structured Finance Team was a global leader in the industry ranking top 3 in underwriting and advisory (Reaching first place in 3 of 5 years) under Mr. Luchetti's leadership. The team was organized by industry and geography with six areas of industry specialization including: Communications, Infrastructure, Power, Oil & Gas, Process & Chemicals, and Infrastructure. The team's geographic focus included Asia, Europe, the Middle East, Africa, Latin America, the United States and Canada. As head of the Bank of America Project & Structured Finance Team Mr. Luchetti had managerial responsibility for all of the transactions included in the deal list in Section VI. In addition to his responsibilities in Project & Structured Finance, Mr. Luchetti had overall managerial responsibility for the U.S. Telecommunications & Utility businesses, which were closely aligned with Global Project & Structured Finance.

Prior to taking responsibility for the Global Project & Structured Finance Mr. Luchetti spent 3 years running distressed loan trading for Banc of America Securities and 8 years as Global Head of Derivatives. He possesses in-depth knowledge of a wide range of asset and liability valuation, risk management and derivatives product strategies and had responsibility for running all of Banc of America Securities derivatives trading activities on a global basis.

From 1979 to 1984 Mr. Luchetti worked for J. Aron Goldman Sachs as a commodities and foreign currency trader.

Mr. Luchetti holds BA in economics at Hobart & William Smith Colleges and an MA in economics at Duke University.

Robert P. Morrow, III Managing Partner

Rob Morrow is Chairman of Global Funding Partners (GFP).

From 1990 to 1999 Rob Morrow served in a wide variety of executive roles at the Bank of America. Mr. Morrow joined the Bank of America in 1990 as Senior Vice President and Managing Director of its Mergers and Acquisitions Group. In 1991, he was named Executive Vice President and head of the U.S. Corporate Banking Group where he was responsible for managing the Bank's wholesale banking relationships and specialized industry units through offices in San Francisco, Los Angeles, Chicago, Houston, Atlanta and New York. He continued to oversee the Mergers and Acquisition Group as well the Regional Investment Banking unit. In April 1993, Mr. Morrow became Group Executive Vice President and Head of the Europe, Middle East and Africa Group. During this assignment, he resided in London. In 1995, Mr. Morrow relocated to Hong Kong to assume responsibility for the Bank's Asia Corporate Banking Group. Rob's most recent assignment brought him back to San Francisco in 1999 as Managing Director and Group Executive for the Bank's International Banking Group with responsibility for corporate relationships in Europe, Latin America and Asia. The Group had total assets of \$47 billion, revenues of \$2.2 billion and pre-tax profit of \$615 million. 5,000 individuals were employed throughout 34 countries.

Prior to joining Bank of America, Mr. Morrow was Executive Director of Merrill Lynch Private Capital in San Francisco from 1982-1990. Before that, he spent 10 years at Wells Fargo Bank as Senior Vice President and Manager in its Corporate Banking Group.

Mr. Morrow holds a bachelor's degree from the University of North Carolina at Chapel Hill, is a graduate of Stanford University's Graduate School of Credit and Financial Management, and Harvard Business School's Program for Managerial Development.

Team Biographies

Richard Dudley, Managing Director

Mr. Dudley has provided a wide range of corporate finance and project finance advice to clients within the power generation, oil and gas, and petroleum processing industries since 1979. Much of this experience involved international transactions, with emphasis on Asia, Latin America and, to a lesser extent, Europe. Mr. Dudley has assisted clients by arranging project finance debt, funded by commercial banks, export credit agencies, multi-lateral agencies and institutional lenders. For more than 20 years, Mr. Dudley was employed by Bank of America's Global Project Finance Group, where he also supported the Bank's efforts to build its project finance portfolio. Mr. Dudley has been employed by Bank of America, Banc of America Securities, LLC and Exxon Company USA. Mr. Dudley holds a BS degree from the University of Michigan and an MS degree from the University of California at Berkeley.