

Watershed Capital Group

2-Day Intensive Workshop

***Project Preparation, Capital Raising and Resource Mobilization Workshop for
Capital Projects with a focus on Africa's Emerging Markets***

Programme Overview

Course Overview:

This training programme is essential for project engineers, project managers, Project Administrators, executives, municipal and metro managers, capital projects and infrastructure planners, investment professionals and public sector professionals through the ranks. This course is new and unique in the sense that it prepares learners or the professional participant to understand the dynamics of preparing projects beyond the technical designing and construction. This course is designed to add in knowledge and frontier markets dynamics when it comes to bringing total solutions which include preparation of projects to suite funders' appetite and the process of mobilization of resources when dealing with project sponsors who lacks the skills to structure projects. In South Africa and the African Continent, it's not about the lack of funds to finance projects, but it's about projects that are poorly packaged which does not meet funders requirement and this course has been designed to achieve that objective.

Course Outline:

The training will teach fundamentals of project preparation, managing due diligence, managing risk, capital projects investment approaches and structuring and packaging projects to meet the project sponsors expectations whilst addressing the funder's expectations. This course will equip the participant with fundamental skills on how to mobile resources for capital project execution.

Through this Master Class, Watershed Capital provides practical insights for practicing professionals such as infrastructure executives, financial managers, Senior Managers and Investment Professionals into some of the major reasons why emerging economies are struggling to grow and improvement infrastructure, accelerate economic growth and job creation that matches the population growth.

Learning Outcomes:

By the end of the course, it is expected that participants shall have gained:

- **Knowledge and skills relating to South Africa and Africa's infrastructure challenges and how to address these challenges;**

- **Skills to review and adapt project concepts into a bankable project;**
- **Understand the project preparation life-cycle;**
- **Understand project finance and structured finance to enable learners to structure projects;**
- **Understand resource mobilization strategies, best practice and funding processes**

Who Should Attend:

Finance managers, Project Engineers, Business and Project Analysts, Resource Mobilization Practitioners, Programme and Project Executives, Business Development Executives.

Scope and Approach of Programme

The training methodology shall comprise of lectures, presentations, case studies, group discussions and presentations. The program sessions will be led by a team of experienced and highly knowledgeable professionals with practical experience in project preparation, due diligence and investment banking.

Duration and Structure

An intense 2-day training experience, the programme packed with practical examples and case studies about capital projects and infrastructure. This course is fully accredited by the Institute of Consulting Engineering South Africa, (CESA), the leading professional body for Engineering practice in South Africa.

Course Fee

The Course fee per delegate is US\$650.00, **exclusive of VAT.**

Why attend this Course

This will build individual capability towards:

- Bridging the gap between Funders & Project Owners
- Highlight the project preparation protocols for infrastructure;

- Various ways of raising capital for basic services such as water, power and transport
- Maximise individual's attention towards the accumulation of knowledge centred on project packaging,
- appraisals and due diligence and the various instruments critical for capital raising and
- Skills sets that are required for handling and managing complex projects and
- How to accelerate projects service delivery.
- Learning how to source critical resources and how to manage and handle resource mobilisation

This course is designed to bridge the packaging gap and goes further to transfer key skills required of a versatile project professional operating in a fast changing environment.

Programme Agenda

DAY - 1

8:30 – 10:00

Registration

Welcome to the workshop and introductions

Background

- Africa's Frontier economies
- Economic impact of the Africa infrastructure Gap
- Market entrance strategies to access projects

10:00- 10:15

Tea Break

10:15 – 12:15

Understanding Role Players in project preparation and funding

- Project Sponsors
- Project Promoters
- Transaction Arrangers
- Project managers
- Technical Consultants
- Project Developer
- Financiers, (DFI)

12:15- 13:00

Lunch Break

13:00 – 14:30

Project Cycle for project packaging and capital mobilization

- Project identification
- Feasibility studies (Technical, Social, Institutional, Financial, Risk, Legal, Environmental)
- Legal Documentation
- Investment Committee Reviews

14:30 -15:30

Tea Break

15:30 – 16:30

Organisation and preparation of Appraisal Reports

- Preliminary stage
- Project Identification stage
- Main Investigation Stage
- Preparation of key data

Day - 2

8.30- 10:00

Capital Raising through Project Finance

- Overview of different debt instruments
- Subordinated debt
- Mezzanine finance
- Derivatives
- Structured finance

10:00- 10:15

Tea Break

10:15 – 12:30

Key considerations in raising debt

- Financier's Lending Rates
- Indicative interest rates
- Loan period
- Short term financing rules
- Managing disbursements
- Interest, loan redemption and default interest
- Fees, loan commitment fees, negotiation and appraisal fees

12:30 – 13:30

Lunch Break

13:30 – 15:00

Security

- Security of Guarantee
- Security on Assets
- Forms of Security
- Negative Pledge
- Limitation on borrowings
- Debentures
- Bonds
- Marketability of Securities
- Loan Term Sheet

15:00 – 15:15

Tea Break

15:15 – 16:30

Case Studies

- Power
- Water
- Transport
- Municipal Infrastructure
- Telecommunication

The Programme Facilitators

Emmanuel Kere (MBA) comes with diverse Capital projects, infrastructure deal origination and project funding from a banking and institutional development background coupled with his experience as an Executive director for Africa at a large engineering group in South Africa. He worked for the major donors in social development and infrastructure delivery in SADC countries before joining the Development Bank of Southern Africa as a lead Investment Banker where he covered the Southern African Region. Through the bank, Emmanuel worked on complex multi-million-dollar investment capex projects such as the re-financing of Cahorra Bassa Dam, Lesotho Highland project, Powercom the mobile operator in Namibia, North to South Water carrier in Botswana to name just a few. He also covered the lines of credit to regional DFIs, Power Utilities and Municipalities across SADC. It is from these experiences that, he found the inspiration to write the infrastructure Project Preparation and Capital Raising Handbook for Emerging Markets. The Master Class series has been crafted from the 15 years, as a lead Investment Banker taking the DBSA into regional markets where he became Lead Banker to designing entry strategies for investing in post conflict countries such as Angola, Mozambique DRC etc.

He is the Managing Director of Watershed Capital, a diverse company which specializes in Infrastructure financial structuring, project preparation and capital raising, work out and interim management; utility asset management solutions and infrastructure research and consulting. Watershed Capital maintains ties with international and local Advisory conglomerates with a partnership alliance with Price Waterhouse Coopers (PWC). Emmanuel holds a Master's Degree in Business Administration (MBA) from Thames Valley University UK & Milpark Business School.

Simon Magumbo (CA SA)

Simon is an experienced chartered accountant with 15+years of experience which spans across strategic, financial and operational management as well as team management. He possesses in depth knowledge of project management and financing coupled with sound knowledge of economic, infrastructure and financial markets. Simon worked across a number of industry sector including financial services, mining and public sector and has been involved in the development of financial models for huge complex projects. The work also included project implementation, monitoring, risk management, project evaluation in order to ensure that returns on investments are maximized. Such work entailed a great deal of risk management covering identification, quantification and

implementation of relevant mitigation plans. Some of the organisations he worked for include Deloitte, Development Bank of Southern Africa (DBSA) and Nkomati Joint Venture Mine.

Sydney Jere (Pr Eng)

He is a qualified engineer with a bachelor of engineering degree (Civil) from the University of Zambia and a Master of Engineering Degree from the Pretoria University specializing in Project management.

Sydney is a registered professional engineer (Pr Eng) with the Engineering Council of South Africa (ECSA) and a registered Professional Construction Project Manager (PrCPM) and registered Project Management Professional (PMP) with Project Management Institute (PMI) USA. He has vast experience in Township development including conceptual and detailed design of Housing and all Municipal services Vis-à-vis water supply (Bulk and reticulation), Roads(Highways and Town ships access roads), Waste Water(Treatment Plants, Bulk and reticulation, and storm water management.

Sydney has previously worked as project manager and technical expert for Municipal Infrastructure capital projects at the Development Bank of Southern Africa (DBSA) where he gain valuable experience work with different spheres of government including local government provincial and national departments of Co-operative governance and Traditional Affairs (COGTA) and the department of water affairs (DWA).

Sydney is also registered as a professional Engineering Mentor with ECSA and is passionate about Capacity building and Skills transfer amount previously disadvantage young professionals.

Peter Copley (Pr Eng)

Peter is qualified Civil Engineer and he holds several qualifications which includes a BSC Eng and a Msc Eng from Wits University. He also holds a Masters in Business Leadership (MBL) from Unisa. Peter is a member of the Council of the South Africa Institute of Engineers and also a member of the council of the South Africa Road Federation. As part of his log working career, Peter has worked for high profile institutions which include working for the Government and also the Development Bank of Southern Africa (DBSA), where he spent most of his working career of over 20 years as a Transport Specialist covering South Africa and the SADC Region. During his time at DBSA, Peter has been involved in handling mega projects that include the following: Lesotho highlands water project, Maputo Toll road, Port, Gas Pipeline and Airports, the Gautrain project and the DBSA SADC Transport programme.

Christine Chichi Kere (MBA Hull, MPhil Coaching)

Christine Kere is a Business Coach, strategist and entrepreneur with regional experience that includes work in Government, education and training, consumer goods, telecommunications, hospitality and tourism. Christine is very familiar with learning and development having spent time in Mozambique re- establishing the only Hotel school in the country, she brings compliance, accreditation, experiential and high standards of learning and development. Besides the management of the Watershed Modules under CESA, Christine runs a flourishing Coach Consulting practice

working with business strategy, leadership development within leaders from a variety of sectors including private sector, education and non- governmental entities.

Proposed Training Calendar : Zimbabwe, Zambia & Malawi

| Training Location | Date | Venue | Facilitator | Delegate fee: |
|-------------------|------------------|---|-------------|---------------|
| Harare | 28-20 April 2016 | Mandel Training Centre 35 Delegates Targeted | E. Kere | US\$650.00 |
| Lusaka | 25-26 May 2016 | Hotel 35 Delegates Targeted | E Kere | US\$650.00 |
| Lilongwe | 16-17 June 2016 | Hotel 35 Delegates Targeted | E Kere | US\$650.00 |

Course Evaluation:

At the end of the course delegates will evaluate the training programme. Facilitation and value add to their expected course outcomes.

Venue

Workshops are held from 08h00 – 17h00 venues to be confirmed.

Contact Details:

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 Email: info@watershedcapitalone.com

Delegate Details

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|------------------------------------|-------------------|-------------------|
| <u>Delegate Details</u> | | |
| <u>Company:</u> | | |
| <u>Nature of Business:</u> | | |
| <u>Approving Manager:</u> | | <u>Job Title</u> |
| <u>Contact Person for Queries:</u> | | |
| <u>Address:</u> | <u>Telephone:</u> | <u>Fax:</u> |
| <u>Authorizing Signature:</u> | <u>Date:</u> | |
| <u>Delegate Details (1)</u> | | |
| <u>Name:</u> | <u>Email:</u> | <u>Telephone:</u> |
| <u>Delegate (2)</u> | | |
| <u>Name:</u> | <u>Email:</u> | <u>Telephone:</u> |
| <u>Delegate (3)</u> | | |
| <u>Name:</u> | <u>Email:</u> | <u>Telephone:</u> |
| <u>Delegate (4)</u> | | |
| <u>Name:</u> | <u>Email:</u> | <u>Telephone:</u> |
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Terms and Conditions

The following terms and conditions apply- Payment is required in full within 14 days of date of invoice. All payments to be made directly to Watershed Institute Pty Ltd, Bank Account, of which the banking details shall be furnished upon completion of the registration forms:

- Watershed Capital reserves the right, due to circumstances beyond our control to change presenters, program content, date and venue.
- The signed registration form is a legally binding contract.
- All cancellations will be subject to approval by the management of Watershed Capital.
- All cancellations made 14 days prior to date of the above mentioned event will be subject to a 100% cancellation fee. There shall be no refunds or credit vouchers.
- Substitutions: Delegates must inform Watershed Capital in writing of any substitutions 7 days before the event. There will be no charge for substitutions delegates. In the event of Watershed Capital having to cancel or postpone an event due to circumstances beyond control, delegates shall be issued with a credit voucher which may be used at one of other our events.

Workshop Evaluation Form:

Watershed Capital Class *Project Preparation & Capital Raising 2Day Course*

We appreciate your help in evaluating this program. Please indicate your rating of the presentation in the categories below by circling the appropriate number, using a scale of 1 (low) through 5 (high). Please fill out both sides of this form:

Course Title: *Project Preparation & Capital Raising*

Participant's Name (optional): _____

OBJECTIVES:

1. Did the program meet the training objectives? Yes 1 2 3 4 5

2. SPEAKERS (Overview)

a. Knowledgeable in content areas:

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b. Content was consistent with objectives Yes 1 2 3 4 5

c. Clarified content in response to questions Yes 1 2 3 4 5

3. CONTENT

a. Appropriate for intended audience

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b. Consistent with stated objectives

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4. FACILITATING METHODS

a. Visual aids, handouts, and oral presentations clarified content

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b. Teaching methods were appropriate for subject matter

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5. Venue:

a. Comment on the venue cleanliness, air conditioning and comfort

.....b. Did the food catering
your expectations?