

# IPFA Training

## Understanding International Project Finance

*The course is held over two days, with an optional third day.*

The aim of the course is to give attendees a basic toolkit of knowledge and reference materials to enable them to understand the role of private sector investment in infrastructure projects. The course examines the key stakeholders, including the role of the equity investors and debt providers.

Participants will gain a comprehensive understanding of Project Finance deals through discussion of relevant organisation structures, effective regulation, enabling legislation and risk management techniques used in Project Finance and PPP projects.

The course is led by experts in the legal & banking sectors and will include detailed course materials with interactive discussions, working groups and case studies. The delegates will be provided with copies of the main project documents i.e. Project Agreement, Construction Contract, Operations Agreement, Term Sheets and Loan Agreements.

The programme will be held over two days, with an optional third day. The first two days will cover key issues in the Project Agreements and Financing documents. The optional third day is available for those delegates who wish to understand the various agreements in more detail and for practitioners involved in the detailed negotiation of the terms.

Programmes are tailored to the specific regions they are being held in and each delegate will receive a Certificate on satisfactory completion of the course.

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### PROGRAMME

#### DAY ONE

09.00 - 09.30 **Welcome Breakfast & Introduction**

09.30 - 10.45 **Intro to the Development of Finance for Infrastructure**

- History
- Concept Structure
- Acronyms explained

10.45 - 11.00 **Coffee Break**

11.00 – 12.00 **Understanding Infrastructure Finance Structures and Project finance Structures**

- Public policy issues – Why the process?
- Issues for governments
- Developing a legal framework
- The benefits of private sector involvement

12.00 - 13.00 **Current Market Overview**

- Current issues
- Case studies
- Review of the market

13.00 - 14.00 **Lunch**

14.00 - 15.15 **Risk Identification & Allocation**

- The players & their risks

- Types of risk
- Internal risks
- External risks
- Identifying, understanding & evaluating project risks
- How best can these risks be mitigated
- How best to allocate & transfer risks

15.15 - 15.30 **Coffee Break**

15.30 - 17.00 **Workshop One**

Preparation of Risk Matrix for projects in different sectors (i.e. airports, ports, trains, prisons, roads, hospitals, renewable energy projects, water, waste to energy plants, hydro and power generation).

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## DAY TWO

09.15 - 10.45 **Key Issues in Project Agreements**

- Special Purpose Vehicle (SPV)
- Project Agreement (Concession Agreement)
- Construction Agreement
- Operations Agreement

10.45 - 11.15 **Coffee Break**

11.15 - 13.00 **Key Issues in Financing Documents, Bankability and the Security Package**

- Term Sheet
- Loan Agreement
- Inter creditor Agreement
- Direct Agreement
- Security documents

13.00 - 14.00 **Lunch**

14.00 - 15.30 **Public Procurement and Post Contract**

- The project business case
- Public sector comparator
- Procurement stages
- Evaluation options
- Events post contract
- Monitoring construction
- Performance – Benchmarking, market testing and penalties
- Force Majeure events
- Disputes with the SPV
- Contract termination

15.30 - 15.45 **Coffee Break**

15.45 - 17.00 **Workshop Two**

In this session delegates will review selected case studies of completed projects across the world to illustrate best practice in project finance.

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## DAY THREE (Optional)

09.15 - 10.45 **Project Agreements**

- Special Purpose Vehicle (SPV)
- Project Agreement (Concession Agreement)
- Construction Agreement

- Operations Agreement
- Power Purchase Agreement
- Loan Agreement

10.45 - 11.15 **Coffee Break**

11.15 - 12.30 **Contract Management Issues During the Construction And Operations Phases**

12.30 - 13.30 **Lunch**

13.30 - 15.00 **Managing Stakeholders, Payment Mechanisms, Performance Standards and Termination**

- Managing stakeholders
- Payment mechanisms
- Performance standards
- Termination

15.00 - 16.30 **Workshop Three**

In this workshop delegates will split into teams and review the practical steps to finance and construct a power station in the private sector; the case study will look at it from sponsor, banking and government viewpoints and will review set up; risk analysis, documentation required, integration to grid and regulation.

**16.30 End Of Course**

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## **TRAINING ENQUIRIES**

Please contact IPFA's training team with any queries at [training@ipfa.org](mailto:training@ipfa.org)