

BDR(03)01

**BY THE BOARD OF DIRECTORS
OF
THE OVERSEAS PRIVATE INVESTMENT CORPORATION**

BE IT RESOLVED, that the Board hereby approves issuance by the President of contracts for political risk insurance under Section 234(a) or investment guaranty under Section 234(b) of the Foreign Assistance Act of 1961, as amended, covering political risks to investments of eligible Rule 144A U.S. Investors or MBIA, a U.S. bond insurance company, depending on structure ultimately chosen, for a bond issuance by The Philippines National Power Corporation in the U.S. Capital Markets supported by an irrevocable and unconditional guaranty of the Government of the Republic of the Philippines; provided, however, that the Corporation's maximum liability pursuant to the insurance or investment guaranty issued hereunder shall not exceed \$250 million and any other amounts relating to compensation paid pursuant to the terms of such contract.

**Approved by Notational Vote of the Board of Directors
on October 30, 2002**



**Connie M. Downs
Corporate Secretary**

