



June 30, 2013

Adaptation Fund Trust Fund

Administered by the International Bank for Reconstruction and Development as
Interim Trustee

World Bank Reference: TF069013

**Independent Auditor's Report and Statement of Receipts,
Disbursements and Fund Balance**

The World Bank Group

Trust Funds Division, Client Services Department
Controller's Vice Presidency

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Independent Auditors' Report

International Bank for Reconstruction and Development
as Interim Trustee of the Adaptation Fund Trust Fund – TF069013

We have audited the accompanying statement of receipts, disbursements and fund balance (the Statement) of the Adaptation Fund Trust Fund – TF069013 (the Trust Fund) under administration by the International Bank for Reconstruction and Development (the Trustee) for the year ended June 30, 2013 and for the period from February 27, 2009 (date of inception) to June 30, 2013, and the related notes to the Statement.

Management's Responsibility for the Statement

Management is responsible for the preparation and fair presentation of the Statement in accordance with the modified cash basis of accounting described in Note 2; this includes determining that the modified cash basis of accounting is an acceptable basis for the preparation of the Statement in the circumstances. Management is also responsible for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of the Statement that is free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on the Statement based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and International Standards on Auditing. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the Statement is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Statement. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the Statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the Statement in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the Statement.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the Statement referred to above presents fairly, in all material respects, the receipts, disbursements and fund balance of the Trust Fund for the year ended June 30, 2013 and for the period from February 27, 2009 (date of inception) to June 30, 2013, in accordance with the modified cash basis of accounting described in Note 2.



Basis of Accounting

We draw attention to Note 2 to the Statement, which describes the basis of accounting. The Statement is prepared on the modified cash basis of accounting, which is a basis of accounting other than U.S. generally accepted accounting principles or International Financial Reporting Standards. Our opinion is not modified with respect to this matter.

KPMG LLP

Washington, DC
October 31, 2013

STATEMENT OF RECEIPTS, DISBURSEMENTS AND FUND BALANCE

Expressed in U.S. dollars

STATEMENT OF RECEIPTS, DISBURSEMENTS AND FUND BALANCE

Expressed in U.S. dollars

	Notes	For the Fiscal year ended June 30, 2013	February 27, 2009 (date of inception) to June 30, 2013
Proceeds from monetization of Certified Emission Reductions	3	\$ 8,280,197	\$ 188,269,196
Contributions :	4		
Brussels Capital Region		1,573,380	1,573,380
Government of Japan		-	5,693
Government of Switzerland		-	3,293,964
Kingdom of Norway		-	87,700
Kingdom of Spain		-	57,092,250
Kingdom of Sweden		14,949,583	44,233,326
Principality of Monaco		-	12,252
Republic of Finland		-	67,534
Republic of Germany		-	13,833,500
United Kingdom		-	15,857,000
Other		-	1,093
Total contributions		16,522,963	136,057,692
Net investment income	5	765,235	2,335,166
Total receipts		25,568,395	326,662,054
Cash transfers for projects	6	29,812,962	52,631,123
Cash transfers for project supervision fees	7	2,553,287	5,840,657
Administrative budget disbursements, net	8	7,806,771	20,482,578
Advances repaid to donors of the Trust Fund for the Secretariat for the Adaptation Fund Board	9	-	691,340
Total disbursements		40,173,020	79,645,698
Excess of (disbursements over receipts)/receipts over disbursements before foreign currency adjustments		(14,604,625)	247,016,356
Foreign currency adjustments	2	93,391	83,958
Excess of (disbursements over receipts)/receipts over disbursements after foreign currency adjustments		(14,511,234)	247,100,314
Fund Balance:			
Beginning of period		261,611,548	-
End of period		\$ 247,100,314	\$ 247,100,314
Fund balance consists of:			
Trust Fund's share of the cash and investments in the Pool	10	\$ 247,100,314	\$ 247,100,314

The accompanying notes are an integral part of this Statement of Receipts, Disbursements and Fund Balance.

NOTES TO THE STATEMENT OF RECEIPTS, DISBURSEMENTS AND FUND BALANCE

June 30, 2013

All amounts expressed in U.S. dollars unless otherwise noted

Note 1 - Organization

The Adaptation Fund (AF) was established under the Kyoto Protocol (KP) to the United Nations Framework Convention on Climate Change (UNFCCC), by the Conference of the Parties serving as the meeting of the Parties to the KP, herein referred to as the CMP, at their December 2007 meeting in Bali, Indonesia. The purpose of the AF is to finance climate change adaptation projects in eligible developing countries who are parties to the KP. The KP also established the Clean Development Mechanism (CDM). Under the CDM, Certified Emission Reductions (CERs) are issued for emission-reduction projects in developing countries. Two percent of all CERs issued by the CDM are transferred to the AF, with the exception of CERs issued in respect of projects in Least Developed Countries. The AF is funded by the proceeds of the sale of these CERs as well as other sources of funding.

At its December 2007 meeting the CMP also established the Adaptation Fund Board (AFB) as the operating body of the AF with the mandate to supervise and manage the AF under the authority and guidance of the CMP. Legislation was enacted by the Republic of Germany in February 2011, conferring legal capacity to the AF Board.

At the December 2007 meeting, the CMP invited the International Bank for Reconstruction and Development (IBRD) to serve as the interim Trustee (the Trustee) and the Global Environment Facility (GEF) to provide secretariat (Secretariat) services to the AFB to support and facilitate its activities. Both invitations were made and accepted on an interim basis. The Trustee mandate would automatically expire three months after the sixth session of the CMP, unless the CMP and the Trustee affirmatively agreed to extend beyond March 2011. At its meeting in September 2010, the AFB decided to recommend to the CMP a three-year extension of IBRD's role as interim Trustee to March 2014. The recommendation was considered and approved by the CMP at its December 2010 meeting in Cancun, Mexico and was approved by the IBRD's Board of Executive Directors in February 2011. The Secretariat mandate contains no automatic expiration.

The Trustee performs two core functions on behalf of the AF: (1) the sale ("monetization") of the CERs in accordance with the guidelines developed by IBRD as Trustee and approved by the AFB; and (2) management of the Adaptation Fund Trust Fund (the Trust Fund). The Trustee established the Trust Fund on February 27, 2009 (hereinafter referred to as Inception), to hold AF funds and then transfer them for projects, programs

NOTES TO THE STATEMENT OF RECEIPTS, DISBURSEMENTS AND FUND BALANCE

June 30, 2013

All amounts expressed in U.S. dollars unless otherwise noted

and other activities as instructed by the AFB. The Trustee also manages the investment of the Trust Fund balances, and provides accounting and financial reporting services for the Trust Fund.

The Trustee does not hold CERs in the Trust Fund. Once monetized, CERs are transferred directly to buyer accounts in exchange for cash proceeds that are deposited in the Trust Fund.

The AF's activities are carried out by implementing entities (the IEs), who are responsible to the AFB for the execution of programs. IBRD also serves as an IE. Each implementing entity implements projects related to the AF and administer funds transferred to it by IBRD, as Trustee, at the instruction of the AFB. In its capacity as IE of the AF, IBRD established a separate trust fund (Adaptation Fund – Implementing Agency Fund) to receive AF funds transferred by the Trustee from the Trust Fund.

This Statement of Receipts, Disbursements and Fund Balance (Statement) reports solely the receipts, disbursements and fund balance of the Trust Fund, and does not include the activities or financial position of the AF, the AFB or the IEs.

Note 2 - Significant accounting policies

This Statement has been prepared on the cash receipts and disbursements basis of accounting, modified to record the Trust Fund's share in the pooled cash and investments at fair value (modified cash basis of accounting). Accordingly, net investment income includes the Trust Fund's share of realized and unrealized investment income/loss.

This Statement is presented in U.S. dollars, which is the Trust Fund's functional and presentation currency.

The modified cash basis of accounting is a comprehensive basis of accounting other than accounting principles generally accepted in the United States of America (U.S. GAAP) or International Financial Reporting Standards (IFRS), therefore the Statement is not intended to be a presentation in conformity with U.S. GAAP or IFRS. Receipts, with the exception of net investment income, as described above and in Note 5, are reported when collected (i.e., when credited to the Trust Fund) rather than when pledged/earned, and disbursements are reported when paid (i.e., when debited to the Trust Fund) rather than when incurred. For example, the following transactions may be incurred in a different period than reported: (1) contributions and CER monetization proceeds not credited to the Trust Fund at the Statement date due to timing or other reasons,

NOTES TO THE STATEMENT OF RECEIPTS, DISBURSEMENTS AND FUND BALANCE

June 30, 2013

All amounts expressed in U.S. dollars unless otherwise noted

(2) re-postings of disbursements in the ordinary course of business, as deemed necessary, and (3) any refunds of previous disbursements deemed by the Trustee to be ineligible in accordance with the respective donor agreements (the Agreements).

Amounts paid into the Trust Fund but not yet disbursed are managed by IBRD, which maintains an investment portfolio (the Pool) for all of the trust funds administered by the International Bank for Reconstruction and Development (IBRD), International Development Association (IDA), International Finance Corporation (IFC), the Multilateral Investment Guarantee Agency (MIGA), and the International Centre for Settlement of Investment Disputes (ICSID) (collectively, the World Bank Group). IBRD, on behalf of the World Bank Group maintains all trust fund assets separate and apart from the funds of the World Bank Group. The Pool is divided into sub-portfolios to which allocations are made based on fund specific investment horizons, risk tolerances and/or other eligibility requirements for trust funds with common characteristics as determined by IBRD, on behalf of the World Bank Group. An individual sub-portfolio may hold all or a portion of the types of financial instruments held by the Pool.

Generally, the Pool includes cash and liquid financial instruments such as government and agency obligations, time deposits, money market securities, and asset-backed securities. Additionally, the Pool includes derivative contracts such as currency forward contracts, currency swaps, interest rate swaps, and contracts to purchase or sell mortgage-backed securities to-be-announced (TBAs). Payables and receivables associated with the investment activities are also included in the Pool. The Pool may also include securities pledged as collateral under repurchase agreements as well as derivatives with other counterparties. The Pool may also include securities receivable from resale agreements as well as derivatives for which it has accepted collateral.

The Pool is a trading portfolio and is reported at fair value, with realized and unrealized gains/losses included in net investment income. The share in pooled cash and investments represents the Trust Fund's share of the Pool's fair value at the end of each reporting period.

Transactions in currencies other than the Trust Fund's reporting currency of U.S. dollars are reported at the market rates of exchange in effect on the date of the transaction. At the end of each reporting period, fund balances that are not denominated in U.S. dollars are revalued at the market rate of exchange prevailing at the end of the respective reporting period. Any adjustment resulting from currency exchange rate changes is recognized as foreign currency adjustment in the Statement. The preparation of this Statement requires

NOTES TO THE STATEMENT OF RECEIPTS, DISBURSEMENTS AND FUND BALANCE

June 30, 2013

All amounts expressed in U.S. dollars unless otherwise noted

management to make estimates and assumptions based upon information available as of the date of this financial statement. Actual results could differ from these estimates. Areas in which management makes estimates and assumptions in determining the amounts to be recorded include the fair value of financial instruments.

Note 3 - Proceeds from monetization of Certified Emission Reductions

Cash proceeds from the monetization of CERs executed by IBRD as Trustee are recorded as receipts by the Trust Fund. Conversions of proceeds received in Euro (or any other currency) into U.S. dollars are initiated by IBRD as Trustee upon receipt of funds. Foreign currency transaction gains or losses, if any, on conversion of the proceeds are borne by the Trust Fund and reported in Proceeds from monetization of Certified Emission Reductions. The Trustee monetized 4.2 million tons of CERs, generating cash proceeds of \$8,280,197 and 16.5 million tons, generating \$188,269,196 for the fiscal year ended June 30, 2013 and for the period from inception to June 30, 2013, respectively.

Note 4 - Contributions

Contributions received by the Trust Fund in various currencies are converted into U.S. dollars by IBRD as Interim Trustee, upon receipt of both the funds and the countersigned donation agreements. Foreign currency transaction gains or losses, if any, on conversion of the proceeds are borne by the Trust Fund and reported in Contributions.

Note 5 - Net investment income

Net investment income consists of the Trust Fund's allocated share of the following: interest income earned by the Pool, realized gains/losses from sales of securities and unrealized gains/losses resulting from recording the assets held by the Pool at fair value.

NOTES TO THE STATEMENT OF RECEIPTS, DISBURSEMENTS AND FUND BALANCE

June 30, 2013

All amounts expressed in U.S. dollars unless otherwise noted

Note 6 - Cash Transfers for Projects

The Trust Fund made cash transfers for projects in the amount of \$29,812,962 and \$52,631,123 for the fiscal year ended June 30, 2013 and for the period from Inception to June 30, 2013, respectively. These amounts represent payments made by IBRD as Trustee, from the Trust Fund to the IEs as follows:

	For the Fiscal Year Ended June 30, 2013	February 27, 2009 (date of inception) to June 30, 2013
Agencial Nacional de Investigacion e Innovacion	\$ -	\$ 330,000
Centre de Suivi Ecologique	2,050,000	8,294,000
International Bank for Reconstruction and Development	500,000	500,000
International Fund for Agricultural Development	1,464,700	1,464,700
Ministry of Natural Resources, Rwanda	30,000	30,000
National Environment Fund, Benin	29,000	29,000
Planning Institute of Jamaica	3,206,800	3,236,800
Unidad Para Cambio Rural Argentina	2,276,738	2,276,738
United Nations Development Programme	13,330,933	25,187,597
United Nations Environment Programme	1,020,489	2,904,127
United Nations World Food Programme	5,904,302	8,378,161
Total	\$ 29,812,962	\$ 52,631,123

NOTES TO THE STATEMENT OF RECEIPTS, DISBURSEMENTS AND FUND BALANCE

June 30, 2013

All amounts expressed in U.S. dollars unless otherwise noted

Note 7 – Cash Transfers for Project Supervision Fees

The Trust Fund made cash transfers for supervision fees in the amount of \$2,553,287 and \$5,840,657 for the fiscal year ended June 30, 2013 and for the period from Inception to June 30, 2013, respectively. These amounts represent payments made by IBRD as Trustee, from the Trust Fund to the IEs as follows:

	For the Fiscal Year Ended June 30, 2013	February 27, 2009 (date of inception) to June 30, 2013
Agencial Nacional de Investigacion e Innovacion	\$ -	\$ 30,000
Centre de Suivi Ecologique	100,000	325,000
International Bank for Reconstruction and Development	84,154	84,154
International Fund for Agricultural Development	124,500	124,500
Planning Institute of Jamaica	245,097	245,097
Unidad Para Cambio Rural Argentina	75,535	75,535
United Nations Development Programme	1,092,793	3,791,884
United Nations Environment Programme	86,742	246,851
United Nations World Food Programme	744,466	917,636
Total	\$ 2,553,287	\$ 5,840,657

Note 8 - Administrative budget disbursements, net

Upon approval by the AFB, the Trust Fund transfers administrative budget to the Trustee and the Secretariat as reimbursement for the fees, costs and expenses incurred by the Trustee and the Secretariat in connection with performing their functions under their respective terms and conditions. Any adjustments to the approved amount based on actual expenses are recorded in the Trust Fund when received.

Included in administrative budget disbursements, net are AFB daily subsistence allowance (DSA) payments made to AFB members for their attendance at the AFB meetings. Prior to each Board meeting, the funds are transferred to the entity with whom the Secretariat has entered into an agreement to provide logistical support and other services, including the distribution of DSA to Board members.

NOTES TO THE STATEMENT OF RECEIPTS, DISBURSEMENTS AND FUND BALANCE

June 30, 2013

All amounts expressed in U.S. dollars unless otherwise noted

The Trust Fund transferred administrative budget in the amount of \$7,806,771 and \$20,482,578 for the fiscal year ended June 30, 2013 and for the period from Inception to June 30, 2013, respectively, as follows:

	For the Fiscal Year Ended June 30, 2013	February 27, 2009 (date of inception) to June 30, 2013
Secretariat	\$ 5,786,978	\$ 13,491,934
Trustee	1,912,412	6,450,506
Adaptation Fund Board DSA payments	107,381	540,138
Total	\$ 7,806,771	\$ 20,482,578

Note 9 - Advances repaid to donors of the Trust Fund for the Secretariat for the Adaptation Fund Board

The Trust Fund for the Secretariat for the Adaptation Fund Board (a separate trust fund administered by the World Bank Group: reference no. TF071015) was established to receive advances from donors to fund AF activities prior to funds becoming available from the monetization of CERs. In accordance with the respective agreements, some advances made to the Trust Fund for the Secretariat for the Adaptation Fund Board are reimbursable and have been repaid from the Trust Fund (i.e., advances were received by and recorded in TF071015, and reimbursed to the donors from this Trust Fund).

Note 10 - Fair Value of financial instruments

The Trust Fund's share in the Pool is not traded in any market; however, the underlying assets within the Pool are reported at fair value. All investment decisions are made and performance is monitored at the Pool level. The disclosure on fair value measurement and fair value hierarchy is therefore at the Pool level. The fair value of the Trust Fund's share of the cash and investments in the Pool at the end of each reporting period is also disclosed.

Fair Value Measurements

IBRD, on behalf of the World Bank Group, has an established and documented process for determining fair value. Fair value is based upon quoted market prices for the same or similar securities, where available.

NOTES TO THE STATEMENT OF RECEIPTS, DISBURSEMENTS AND FUND BALANCE

June 30, 2013

All amounts expressed in U.S. dollars unless otherwise noted

Financial instruments for which quoted market prices are not readily available are valued based on discounted cash flow models. These models primarily use market-based or independently-sourced market parameters such as yield curves, interest rates, volatilities, foreign exchange rates and credit curves, and may incorporate unobservable inputs. Selection of these inputs involves judgment. The Pool may include financial instruments such as government and agency obligations, time deposits, money market securities, asset-backed securities, securities purchased under resale agreements and securities sold under repurchase agreements, and derivatives.

The techniques applied in determining the fair values of financial instruments are summarized below:

Government and agency obligations and asset-backed securities

Where available, quoted market prices are used to determine the fair value of government and agency obligations and asset-backed securities. For securities for which quoted market prices are not readily available, fair values are determined using model-based valuation techniques, either internally-generated or vendor-supplied, that include the standard discounted cash flow method using market observable inputs such as yield curves, credit spreads, prepayment speeds, foreign exchange rates, and funding spreads.

Time deposits and money market securities

Time deposits and money market securities are of a short term nature and unless quoted prices are available, they are reported at face value, which approximates fair value.

Securities purchased under resale agreements and securities sold under repurchase agreements

Securities purchased under resale agreements and securities sold under repurchase agreements are of a short term nature and are reported at face value, which approximates fair value.

Derivative contracts

Derivative contracts include currency forward contracts, currency swaps, interest rate swaps, and contracts to purchase or sell TBA securities. Derivatives are valued using model based valuation techniques which include the standard discounted cash flow method with market observable inputs such as yield curves, foreign exchange rates, basis spreads and funding spreads.

NOTES TO THE STATEMENT OF RECEIPTS, DISBURSEMENTS AND FUND BALANCE

June 30, 2013

All amounts expressed in U.S. dollars unless otherwise noted

Fair Value Hierarchy

Financial instruments representing the pooled investments for all of the trust funds administered by the World Bank Group are recorded at fair value on a recurring basis and are categorized based on the inputs to the valuation techniques as follows (in order of priority placed on the inputs):

- Level 1: Financial instruments whose values are based on unadjusted quoted prices for identical instruments in active markets.
- Level 2: Financial instruments whose values are based on quoted prices for similar instruments in active markets; quoted prices for identical or similar instruments in markets that are not active; or pricing models for which all significant inputs are observable, either directly or indirectly for substantially the full term of the instrument.
- Level 3: Financial instruments whose values are based on prices or valuation techniques that require inputs that are both unobservable and significant to the overall fair value measurement.

When the inputs used to measure fair value fall within different levels of the hierarchy, the level within which the fair value measurement is categorized is based on the lowest priority level input that is significant to the fair value measurement of the instrument in its entirety. Thus, a Level 3 fair value measurement of the instrument may include inputs that are observable (Level 2) and unobservable (Level 3).

The following tables present the Pool's fair value hierarchy for financial instruments measured at fair value on a recurring basis as of June 30, 2013. Payables and receivables associated with the investment activities and cash are not included in the fair value hierarchy tables as their carrying amounts approximate their fair values. The Trust Fund's share of the Pool's financial instruments may comprise varying proportions among the three levels.

NOTES TO THE STATEMENT OF RECEIPTS, DISBURSEMENTS AND FUND BALANCE

June 30, 2013

All amounts expressed in U.S. dollars unless otherwise noted

In millions of U.S. dollars

	Fair Value Measurement as of June 30, 2013			Total
	Level 1	Level 2	Level 3	
Government and agency obligations	\$5,257	\$9,457	\$-	\$14,714
Time deposits and money market securities	905	6,204	-	7,109
Asset-backed securities	-	2,829	-	2,829
Securities purchased under resale agreements and securities sold under repurchase agreements, net	80	(46)	-	34
Derivatives, net	-	59	-	59
Total of financial instruments in the Pool at fair value	\$6,242	\$18,503	\$-	\$24,745

During the fiscal year ended June 30, 2013, neither transfers between any levels nor changes in the fair value of Level 3 securities were significant; therefore, no further disclosures on these items are included.

Risk Management Related to the Pool

The Trust Fund is exposed to credit risk on its share in the cash and investments in the Pool. IBRD, on behalf of the World Bank Group, limits investments to those financial instruments with minimum credit ratings at the time of purchase in the U.S. markets or equivalent as follows:

- Government and agency obligations - issued or unconditionally guaranteed by government agencies rated at least AA- if denominated in a currency other than the home currency of the issuer. Obligations issued by an agency or instrumentality of a government, a multilateral organization or any other official entity require a minimum credit rating of AA-;
- Time deposits and money market securities - issued or guaranteed by financial institutions whose senior debt securities are rated at least A-;
- Asset-backed securities - minimum rating must be AAA; and
- Derivatives - counterparties must have a minimum rating of A-.

IBRD, on behalf of the World Bank Group, may require collateral in the form of cash or other approved liquid securities from individual counterparties in connection with resale agreements as well as derivatives. This collateral serves to mitigate IBRD's exposure to credit risk. The risk is also mitigated through the application of

NOTES TO THE STATEMENT OF RECEIPTS, DISBURSEMENTS AND FUND BALANCE

June 30, 2013

All amounts expressed in U.S. dollars unless otherwise noted

eligibility criteria and volume limits for transactions with individual counterparties and through the use of mark-to-market collateral arrangements for derivatives.

Under resale agreements, IBRD, on behalf of the World Bank Group, has received securities as collateral with a fair value of \$80 million as of June 30, 2013 and is permitted to sell or repledge these securities. No securities have been sold or repledged as of June 30, 2013. As of June 30, 2013, the carrying amount of securities pledged as collateral under repurchase agreements was \$46.

The following is a summary of the collateral received and paid by IBRD, on behalf of the World Bank Group, in relation to derivatives as of June 30, 2013:

<u>In millions of U.S. dollars</u>	<u>As of June 30, 2013</u>
Collateral received at fair value	\$13
Collateral permitted to be repledged	13
of which, amount of collateral repledged	-
Collateral paid at carrying value	8

Trust Fund's Share of the Cash and Investments in the Pool

The Trust Fund's share of the cash and investments in the Pool, which was allocated to sub-portfolios based on the specific investment horizons, risk tolerances and other eligibility requirements, has a fair value of \$247,100,314 as of June 30, 2013.

NOTES TO THE STATEMENT OF RECEIPTS, DISBURSEMENTS AND FUND BALANCE

June 30, 2013

All amounts expressed in U.S. dollars unless otherwise noted

The following table presents investment holdings of the Trust Fund in terms of the counterparty credit risk exposure and investment categories as of June 30, 2013:

Counterparty credit ratings	As of June 30, 2013
AA or greater	69%
A- or greater	99%
BBB+ or greater	100%
Types of financial instruments	
Government and agency obligations	70%
Time deposits and money market securities	26%
Asset-backed securities	3%
Securities purchased under resale agreements and securities sold under repurchase agreements, net	-
Derivatives, Net	1%
Total	100%

Note 11 - Subsequent events

Management has evaluated subsequent events through October 31, 2013, the date the Statement was available to be issued and there are no subsequent events that would require adjustment to or disclosure in this Statement.