



FEASIBILITY STUDY
FOR A
100 MW WIND FARM IN MNG'ELENGE VILLAGE,
WANGING'OMBE DISTRICT, NJOMBE REGION

Prepared by:

UPEPO Tanzania Ltd

c/o Saint Augustine University of Tanzania

P.O. Box 307,

Mwanza

Tanzania

Confidentiality

The information provided by UPEPO TANZANIA LIMITED in this business plan is confidential and intended for the exclusive use of the Recipient. The Recipient may transmit the information contained in this feasibility study to its directors, officers, employees or professional advisors provided that such individuals are informed by the Recipient of the confidential nature of this report.

All other use is strictly prohibited, and no other person or entity is permitted to use this business plan, unless otherwise agreed in writing by UPEPO TANZANIA LIMITED. By accepting delivery of this report, the Recipient acknowledges and agrees to the terms of this disclaimer.

Upon request, this document is to be immediately returned to UPEPO TANZANIA LIMITED, including any electronic copy.

INDEX:

1. Project objective. Executive Summary.....	4
2. Investor profile.....	6
3. Details of investment costs.....	9
4. Sources of Finance.....	10
5. Sources of technology.....	12
6. Project financial and economic analysis.....	22
7. Financial projections.....	24
8. Market Study.....	25
9. Project capacity.....	27
10. Production process.....	27
11. Environmental impact assessment.....	28
12. Local Involvement & Expected Employment.....	37
13. Proposed Implementation Schedule.....	39
14. Brief profile of the investors.....	40
Annex 1: Memorandum of Association_Upepo.....	41
Annex 2: Share Certificate Upepo ABO Wind & RP Global.....	47
Annex 3: FMO & IFC Letters.....	49

1. Project objective. Executive Summary

UPEPO Tanzania Ltd intends to develop and implement a larger pipeline of wind energy projects in Tanzania.

UPEPO Tanzania Ltd. is a joint venture company incorporated in 2018 under the laws of Tanzania under the number 137906600 for the purpose of the development of wind energy projects in Tanzania. The joint venture is formed by the German renewable energy developer ABO Wind AG and the Austrian developer and independent power producer RP Global. The intention is to collocate the large experience and knowledge in the development of renewable energy projects all over the world, to step into this emerging market with very good wind resources and increasing demand for energy.

The nature of the proposed project is the development, construction and operation of a 100 MW Wind Farm in Mng'elenge Village, Wanging'ombe District, Njombe Region selling electricity to the national grid under a Power Purchase Agreement (PPA) of the duration of 25 years with the Tanzania Electric Supply Company Ltd. (TANESCO).

Initially, ABO Wind started the development through the signature of an engagement letter with the village in 2016. Since then representatives of the company visited the site on a regular basis. The inhabitants are supportive and interested in the project. In 2019 UPEPO Tanzania entered into an Option+Lease agreement with the village and its affected inhabitants to get access to the 1,100 ha large site for the purpose of conducting external expertise studies and the detailed planning of a 100 MW wind farm. The site has an elevation of around 1,450 m a.s.l. in the southeast, which falls to 1,325 m a.s.l. in the northwest. Close to the surrounding villages, the area is used for planting maize and vegetables. Additionally, a big part of the area is used for cattle farming. This agricultural usage is not a general contradiction to the development and operation of a wind farm. Most of the area is open space bushland without any villages or houses.

UPEPO Tanzania Ltd erected a 90 m Met-Mast in the selected area in Makambako in May 2018 in order to measure the actual wind resource in the area. The met mast is fully operational and sending data via the internet to the HQ every day. The data will be collected for at least two full years to give a better understanding and verification of the wind data and design the wind farm accordingly.

UPEPO Tanzania Ltd executed an access road study to confirm the possibility to bring the intended state of the art turbines to Makambalo.

Preliminary geotechnical study has been done with local Tanzanian contractor Geoprimesi Engineering Ltd, indicating depth ranging for the excavations for the foundations, between 2.5m and 3.5m. The safe bearing capacity ranging between 338 kN/m² and 450 kN/m².

In sum, about 27 km of gravel roads have to be built or improved to connect each turbine location with the Tarmac road A104 connecting Dar-Es-Salaam with Zambia. For the evacuation of the produced electricity internal and external cable trays have to be built. The actual route will be defined later, probably they will follow the gravel roads.

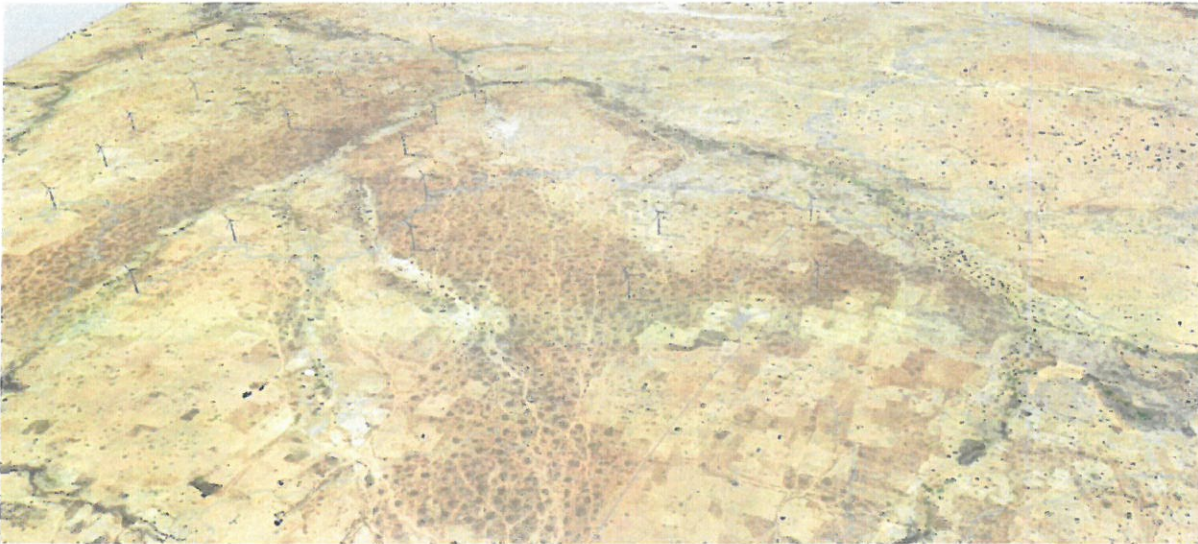


Figure 1: 3D Model Site layout considering 24WTG wind farm

Our Wind Farm is based on 3 different layouts:

- 1) 24 Wind Turbine Generators (WTG), for a total rated power of 100MW
- 2) 20 Wind Turbine Generators (WTG), for a total rated power of 100MW
- 3) 18 Wind Turbine Generators (WTG), for a total rated power of 99MW

Initially, the project was planned with smaller turbines, but as the sizes of blades and hub height as well as the rated power increase very quickly, the turbine layouts were amended regularly ending up with a smaller amount of larger turbines, which, on the one hand, are the only competitive in a bidding process from TANESCO and reduce the impact on the environment, on the other hand, to avoid resettlement and to keep a 1,000 m distance from the turbines and any permanent buildings.

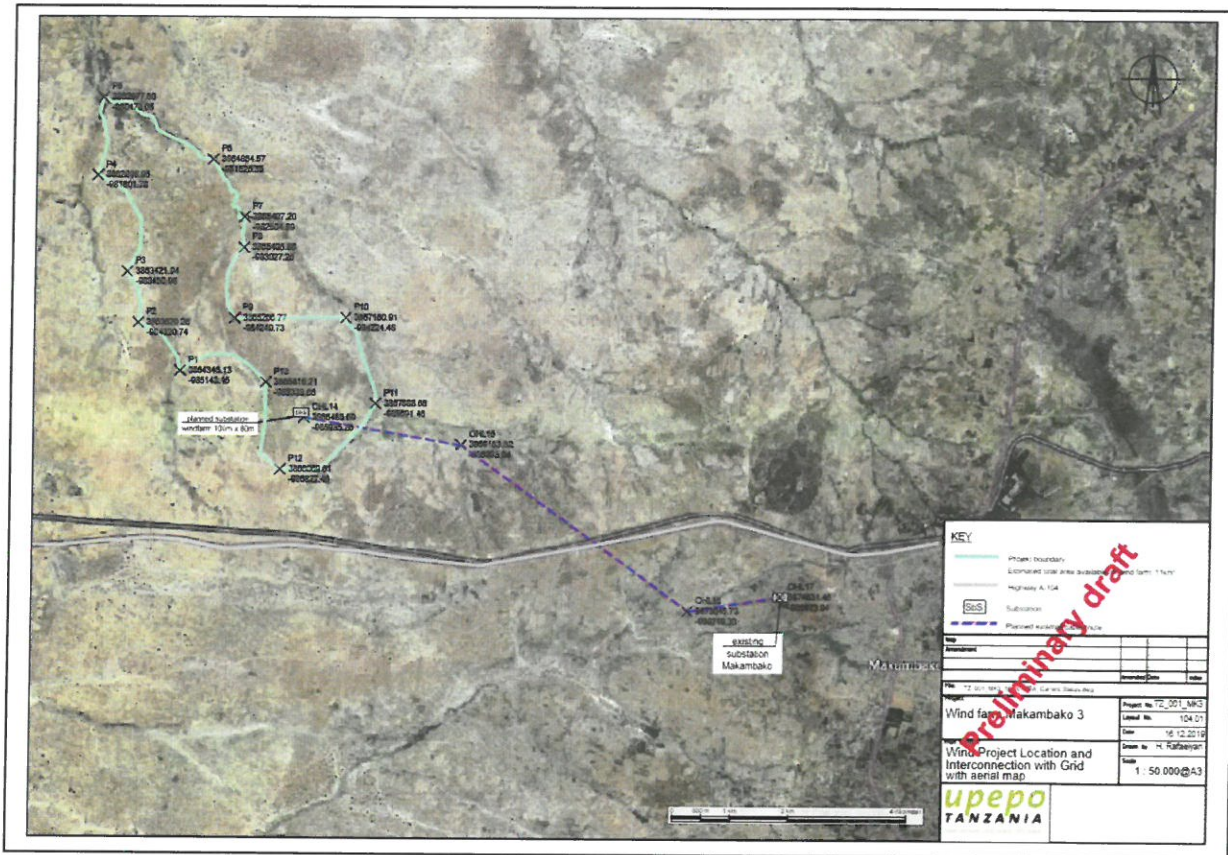


Figure 2: Project Coordinates and OHL layout to existing Makambako substation

The wind farm is located around 11 km from the TANESCO’s substation of Makambako, which is the interconnection point. Wind measurements started in early 2018, which confirm the exceptional wind conditions as the site.

2. Investor profile

Information regarding the shareholders investors (profile),

UPEPO Tanzania Ltd. is a joint venture company incorporated in 2018 under the laws of Tanzania under the number 137906600 for the purpose of the development of wind energy projects in Tanzania. The joint venture is formed by the German renewable energy developer ABO Wind AG and the Austrian developer and independent power producer RP Global (See Annex 1 & 2).

Presentation of shareholders:

a) Name: RP GLOBAL HOLDING ITALY S.R.L.

- b) Country of incorporation: Italy
- c) Address of the corporate headquarters: Via della Stazione, 7 - 39100 Bolzano, Italy
- d) Date of incorporation and/ or commencement of business: 07/03/2016

- a) Name: ABO WIND AG
- b) Country of incorporation: Germany
- c) Address of the corporate headquarters: Unter den Eichen 7, 65195 Wiesbaden, Germany
- d) Date of incorporation and/ or commencement of business: 14/12/1995

Profile of the shareholders including details of its main lines of business and proposed role and responsibilities in this Project.

RP Global is an independent power producer with a focus on wind, hydro and solar power. The group is made up of several subsidiaries assembled under the parent company RP Global Energy GmbH, with Headquarters in Vienna, Austria. All operating assets and developments are set up in special-purpose legal entities to ensure flexibility for financing and (co-)investment purposes. Joint group standards set by the Holding ensure quality, synergy and alignment of the business activity. Local country organization manage the country-specific opportunities within the given framework. The company is managed by a board, consisting of the CEO Gerhard Matzinger, the CFO Jorge Eugenio Rodríguez García, and the CTO Igor Reščec.

More than 35 power plants with an overall installed capacity of 380 MW and with a finance volume of >800 mil EUR have been developed and constructed by RP Global so far. The company's founders started the business nearly 30 years ago and it now has offices in 9 countries (presences in 12). Having started out in Austria and Spain, the company followed the path of internationalization by quickly entering the Portuguese and Polish market, as well as starting development in Croatia, Chile and France, where RP Global is now firmly established with a flourishing French subsidiary. RP Global has since also started activities in Peru, Georgia and Argentina. In Tanzania, RP Global is the main shareholder of JUMEME – Rural Power Supply Ltd., a fully integrated energy service provider, developing off- and on-grid Solar energy projects. The RP Global team is thus comprised of experienced international experts with both finance and technical backgrounds. This makes for one of RP Global's main strengths – a team adept in all kinds of areas with a great pool of knowledge.

In 2016, RP Global became the majority shareholder of the Tanzanian Joint Venture JUMEME Rural Power Supply Ltd, a fully integrated energy service provider, developing off- and on-grid Solar energy projects. The extensive pipeline of projects aims to provide energy services directly to more than 100,000 people and 2,340 shops and small businesses by 2020. JUMEME is currently constructing 11 solar power plants and is preparing the implementation of two (2) solar power

projects, each 1 MWp, to be connected to Tanesco's isolated grid in Mpanda and Sumbawanga. RP Global is also directly engaged in the development of a pipeline of utility-scale solar projects.

ABO Wind is a globally successful project developer for renewable energies with more than 550 employees. Since 1996, the company has successfully developed, constructed and connected around 700 wind energy, solar and biogas plants with an output of 1,500 megawatts. Acting in about 16 countries all over the world, the Tanzanian subsidiary ABO Tanzania Ltd. was incorporated in 2017 to develop wind, solar and hybrid projects. Along with the renewable sector, ABO Wind has grown steadily. The company's founders are still the company's main shareholders Dr. Jochen Ahn and Matthias Bockholt still manage the company. The ABO Wind Managing Board is completed with Andreas Höllinger and Dr. Karsten Schlageter.

The ABO Wind team consists of more than 550 highly skilled professionals with expertise covering all phases of wind and solar farm development: from site evaluation and land acquisition to yield assessment, engineering, planning, environmental impact assessment, bank financing, grid connection and construction. ABO Wind provides long-term technical and commercial operational management and maintenance, inspections, repairs, gearbox endoscopies or technical assessments. ABO Wind offers an open and honest approach to project development, backed up by an experienced team, many of whom have been working within the renewables industry from its early stages.

ABO Wind and RP Global are equal partners in the joint venture company UPEPO Tanzania Ltd. RP Global is responsible for the general project management, administration, lobbying and public relations, securing land, licensing procedures and financing. ABO provides the wind measurements, preliminary design, detailed planning and engineering, tender & contract negotiations and construction & erection supervision.

3. Details of investment costs

According to the details of procurements of goods, services and materials, here below you will find a detailed breakdown of the construction cost by major components of the project. The projected cost of the project is disaggregated by all major cost elements with all foreign and local cost components identified and defined, indicating local and foreign expected capital expenditure.

CAPEX DURING CONSTRUCTION PERIOD OF WIND PROJECT

Sn	CAPEX Spending: Installed Capacity: 100 MW	USD / kW	Total USD	% Local Content	% Total CAPEX
1	Wind Turbine generators s (18; Rated power 100MW FOB price)	608.16	60,208,121	0%	49.4%
2	Geotechnical survey field and laboratory tests	3.43	339,161	100%	0.3%
3	Access road construction	42.02	4,160,360	100%	3.4%
4	Wind Turbine foundations and crane pads	75.71	7,495,318	100%	6.1%
5	Underground cable system from Wind turbines to the Wind Farm substation	2.89	285,746	15%	0.2%
6	Overhead cable system to substation	16.31	1,614,355	20%	1.3%
7	Sea, road, or rail transportation cost of Wind Turbines to site	245.46	24,300,736	54%	19.9%
8	Wind farm substation	45.23	4,477,483	30%	3.7%
9	Setting tower, lifting nacelle, and hanging the rotor	52.67	5,214,505	0%	4.3%
10	SCADA system hardware and software	2.53	250,398	15%	0.2%
11	Meteorological station (met mast)	2.28	226,085	50%	0.2%
12	Temporary and permanent buildings (except #8)	6.62	655,107	100%	0.5%
13	Water supply infrastructure costs	0.55	54,593	100%	0.0%
14	Electricity supply during construction	2.57	254,274	100%	0.2%
15	Other administration and management cost	15.68	1,552,128	0%	1.3%
16	Subtotal construction cost	1,122.10	111,088,369	25.2%	91%

17	Interest during construction		3,964,325	3%
18	Withholding tax			
19	Upfront fee		1,450,338	1%
20	Commitment fee		411,460	0%
21	Export credit guarantee fee			0%
22	MRA Funding			0%
23	DSRA Funding		5,000,000	4%
24	Total turnkey		121,914,491.87	100%

EXPECTED ANNUAL OPERATING COSTS

COST ITEM	DESCRIPTION	PROPOSED ANNUAL COST (US \$)
Plant fixed operating and maintenance costs	Plant operating and maintenance costs which do not vary with Plant output including equipment and personnel costs, etc.	1,334,858
Insurance costs	Cost of insurance during the operating period	236,766

The majority of O&M costs are considered as local currency cost, therefore they are going to be indexed each year to Tanzania inflation (5%). On the other hand, US inflation is going to be applied to the rest of the O&M costs annually, as per the market indexation.

4. Sources of Finance

The Applicant is submitting the details of the financing including the financial data how the proposed investment will be financed in the table below:

FINANCING TYPE	SOURCE	AMOUNT IN USD	% OF TOTAL
EQUITY FINANCING	Project Sponsor	30,478,623	25%
	Contractor/Supplier		
	Other Sources (Applicant shall list)		
	TOTAL EQUITY	30,478,623	25%
	Export Credits		

DEBT FINANCING	Commercial Sources		
	Multilateral Sources	91,435,869	75%
	Other Sources		
	TOTAL DEBT	91,435,869	75%
TOTAL FINANCING		121,914,492	100%

4.1 Finance Investment Track record

RP Global can rely on a track record of more than 35 power plants developed and constructed with an overall installed capacity of over 380 MW and a finance volume of over 800 m EUR.

The RP Global team is thus comprised of experienced international experts with both finance and technical backgrounds, usually performing project implementation on a multi-contract basis by following the highest technical, health, safety, environmental and social standards. This makes for one of RP Global's main strengths – a team adept in all kinds of areas with a great pool of knowledge. RP Global has the capability to prepare the projects for international project financing as well as capital market transactions, according to 'best practice'. RPG's wind project in Poland received the Euromoney Project Finance Award 2012 as the "Best Sustainability Deal in Central and Eastern Europe". RP Global had recent closings of project financings with multilateral banks (IFC, EBRD) and commercial banks (Unicredit, PKO, BES, etc.) and maintains several successful partnerships with institutions such as the Marguerite Fund, Mirova, Talanx, and the Bank of Georgia.

During the current Wind Project Tender published by TANESCO, the Bidder was able to secure a Letter of Intent (LoI) from the IFC as well as from FMO (see Annex 3) and is in extensive discussions with other international DFI's.

Established in 1996, ABO Wind AG is a renowned international developer and has 24 years of experience in planning, development, construction and operation of wind, solar and biogas plants. ABO has realized over 180 projects and over 1,500MW of installed capacity worldwide with an annual project investment of around 300 million euros. ABO currently has approximately 6,500MW under development in 16 countries on four continents. ABO focuses on incorporating and providing value to the local communities in which it operates with options for local financial participation beyond the revenues provided through operations, consultants and land lease payments.

Funding Experience: ABO has long-term relationships with financiers across the globe and has secured 1,8GW and more than 1.5 billion euros in project finance arrangement for its projects.

4.2 Specific sources of finance for the project

The Applicant is considering a 25% equity and 75% debt financing as indicated on precedent table at beginning of Chapter 4 “Sources of Financing”.

Details about senior debt and loan terms can be found Chapter 6 “Project Financial and Economic analysis”.

Supporting Letters from International recognized institutions, like FMO and IFC, can be found on Annex 3.

5. Sources of technology

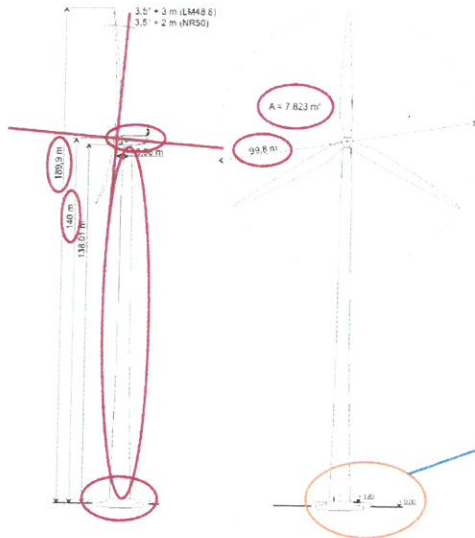
The wind farm will be composed by 24, 20 or 18 state-of-the-art wind turbines with up to 149 m rotor diameter and a generation capacity of 4,2MW, 5MW or 5,5MW each, depending on final turbine manufacture model to be implemented:

Definitions	Layout with 24 WTG	Layout with 20 WTG	Layout with 18 WTG
Service life	>20 years	>20 years	>20 years
Rotor diameter	On a range of 137 m	On a range of 145 m	On a range of 150m
Hub height	On a range of 100 to 110 m	On a range of 100 to 110 m	On a range of 105 to 120 m
Cut-in wind speed	2.5 m/s	3 m/s	3 m/s
Rated wind speed	11 m/s	11 m/s	Approx. 13 m/s
Cut out wind speed	25 m/s	27 m/s	26 m/s
Blade length	On a range of 67m	On a range of 71m	On a range of 72m
Rated power	4500 kW	5000 kW	Up to 5,700kW

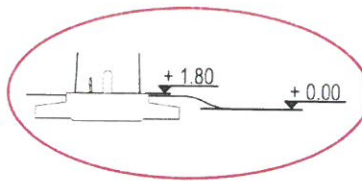
In term of area, the project will spread over an area of 1,099 ha. For each turbine an area of maximum 1 ha is needed for foundations, crane hardstandings, temporary storage areas and access roads. The distances between the single turbines itself will be several hundred meters. In any case the Applicant will not fence the area to allow always local farmers to get access to the site livestock and local community.

The graphics below show the general technique of a state of the art wind turbine as an example.

Basic definitions and dimensions



1. Foundation
2. Tower
3. Nacelle
4. Rotor diameter
5. Rotor disk area
6. Hub height
7. Total height
8. Foundation top edge
9. Rotor axis
10. Rotor blade plane



Technicians regularly inspect the anemometer, wind vane and obstruction lights on top of the nacelle.

Measuring devices continuously collect information on wind speed and wind direction and pass it on to the plant control system.

The plant control system processes the information coming from the measuring devices and, depending on wind conditions, determines the orientation of the rotor.



The technician takes a look at the switch cabinet in the nacelle.



A technician assesses the condition of the gearbox via video endoscopy.

The generator transforms the kinetic energy from the rotor's turning motion into electrical energy.

The gearbox increases the rotational speed by the factor 50 to 100.

The rotor shaft absorbs the rotational movement of the rotor and transmits it to the gearbox.

The hub transmits the rotational movement of the rotor blades onto the rotor shaft.



The technicians enter the hub via the roof of the nacelle.



The technicians also inspect the hydraulic systems including the oil filter of the gearbox.

The motor turns the nacelle into the optimal position towards the wind.



Here the technician checks the slip ring transmission on the generator.



Each rotor blade has its own pitch control system, which aligns the rotor blades individually and serves as a brake and emergency shutdown system.

The wind turbines are designed for class S in accordance with IEC 61400-1 or wind zone S in accordance with DIBt 2012 and are available in 50 Hz and 60 Hz variants.

The wind turbine generator system requires power converter that can adjust the generator frequency and voltage to the grid. Power converter supply is on low voltage (on a range of 690V). To reduce the electrical losses, a power frequency (50/60 Hz) power transformer will be installed inside the turbine to step-up the voltage to medium voltage level to 33 kV.

The different wind turbines will be connected through a MV collector system in 33kV, on different circuits. On Below Figure 3, you will see block diagram with suitable circuit configuration considering a layout of 24 wind turbine generators:

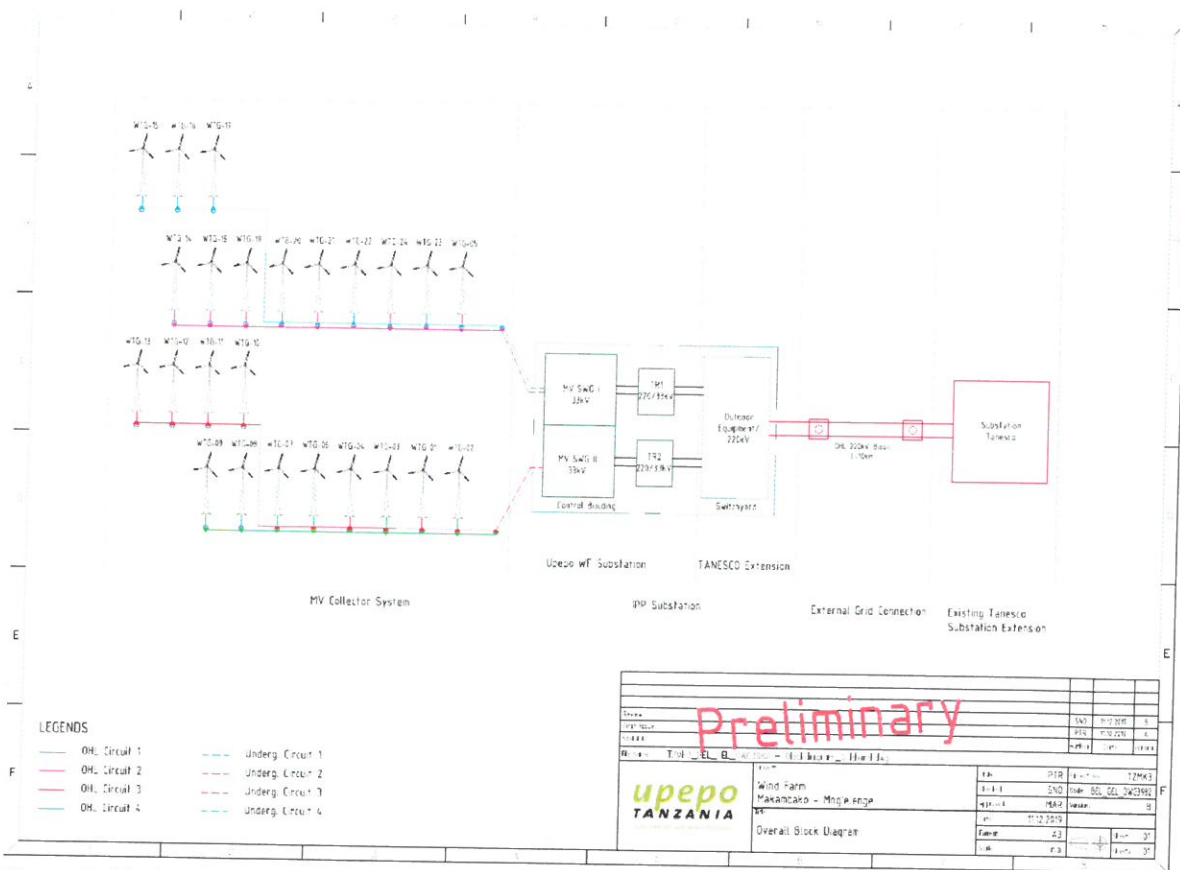


Figure 3: Block diagram considering 24 WTG's layout

Aforementioned circuits will connect to a New Wind Farm Substation Air Insulated (AIS), 220/33kV – 120 MVA to be designed in (two) separated areas. The 220 kV HV side belongs to Grid Operator part of the substation. The equipment will be according to Tanesco standards.

Only the wind farm substation area, for questions of security will have a fence.

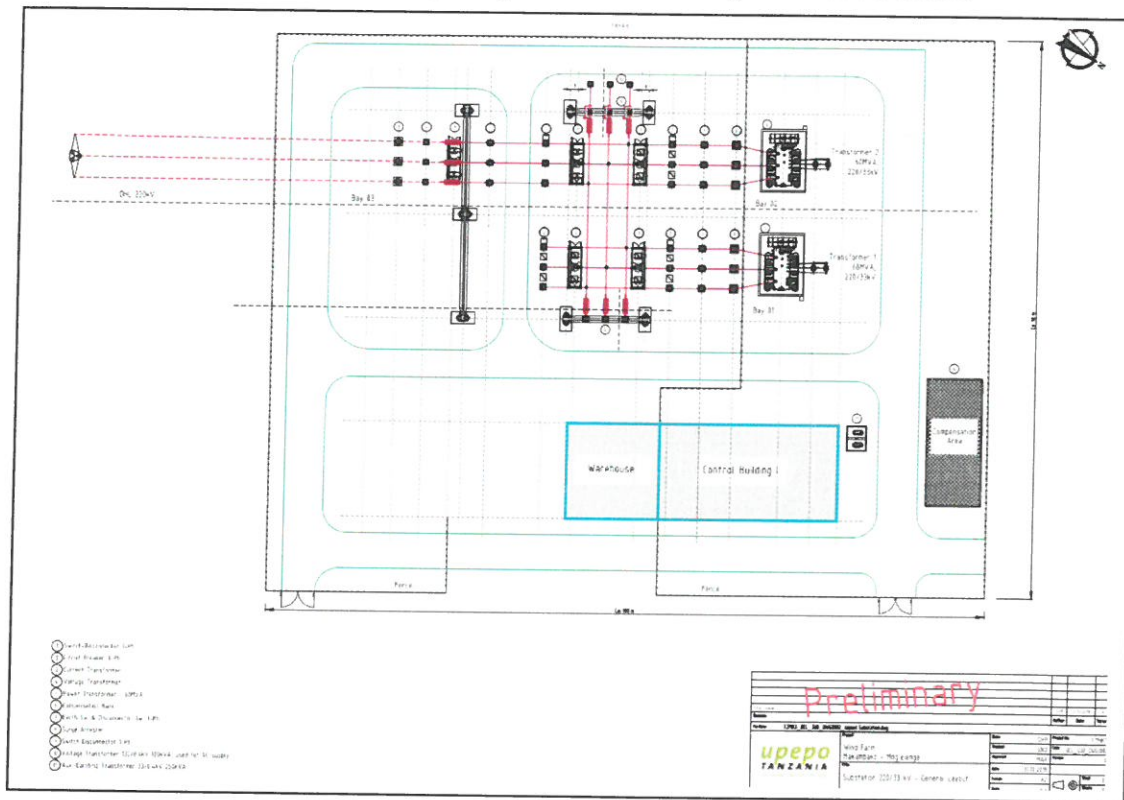


Figure 4: Preliminary general drawing for 33/220kV Wind Farm Substation

The Applicant will do as well civil works for foundation construction for every turbine.

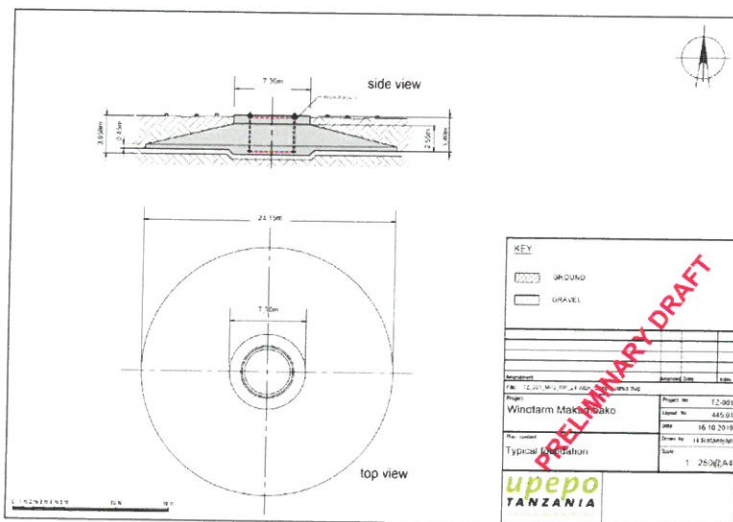


Figure 5: Preliminary gravity foundation design to be built for every wind turbine

Access road and road construction between turbines to allow large wind turbine components transport will be done according to wind turbine transport specifications. Associated auxiliary facilities will be installed temporary on the site for different contractors and for the Applicant temporary site office.

Major equipment will be employed on site for construction, transport and crane installation:

Civil works:

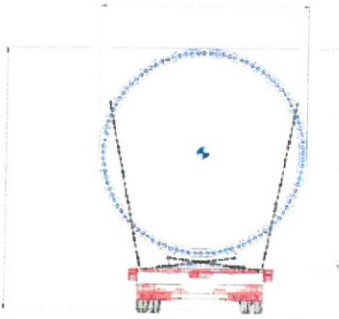
PLANT & EQUIPMENT foreseen
Concrete Batching Plant x2 (Capacity 100m³/h)
Concrete Mixer Trucks x2
Concrete Pumps x2
20T Tracked Excavator x2
15m³ Tipper Trucks x2
10T Hiab Crane Truck x1
14T Road Roller x2
700kg Ped Rollers x2
12,000L Water Bowzers x2
Total Station x1
Dump Levels x2
Motor Grader x 2

Transport equipment foreseen:

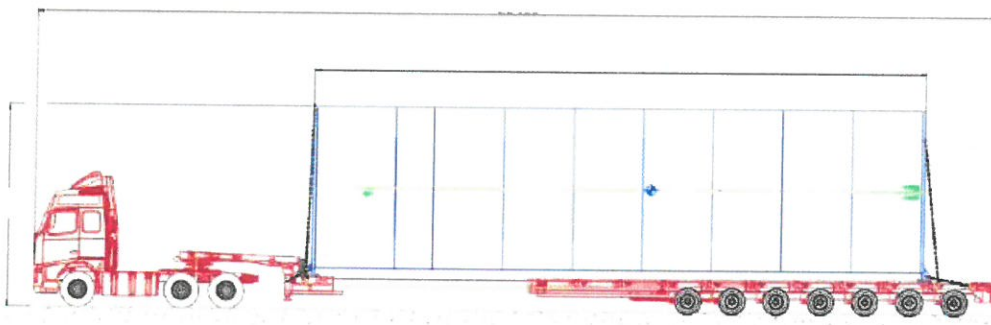
- Low loader trailer
- Flatbed trailer
- Extendable Low loader or blade trailer
- Modular trailer

Above equipment will be complemented with current available trailers from local transport companies.

To offload/unload the equipment, will be needed normally 2 auxiliary cranes of 160-180 ton and 100-120 ton, currently available in the country. Depending on availability of this cranes, it is foreseen that additional cranes may be considered.



SIDE VIEW



TOP VIEW

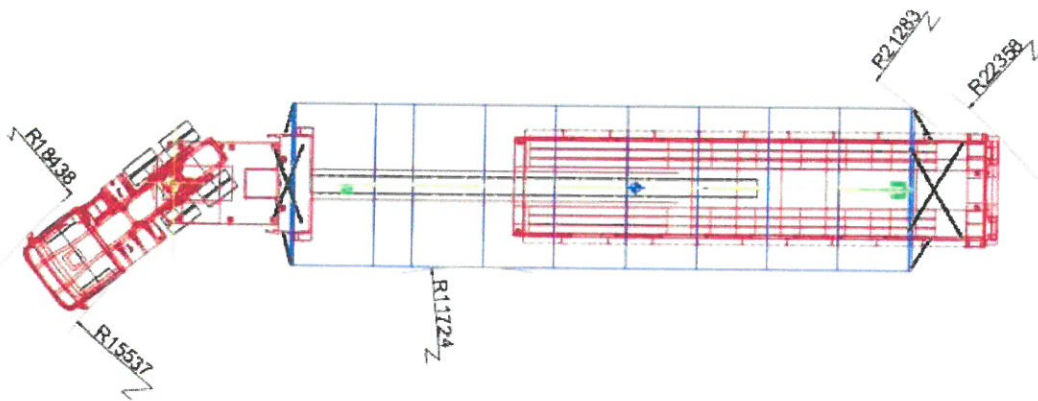


Figure 6: Simulation of tower section trailer transport

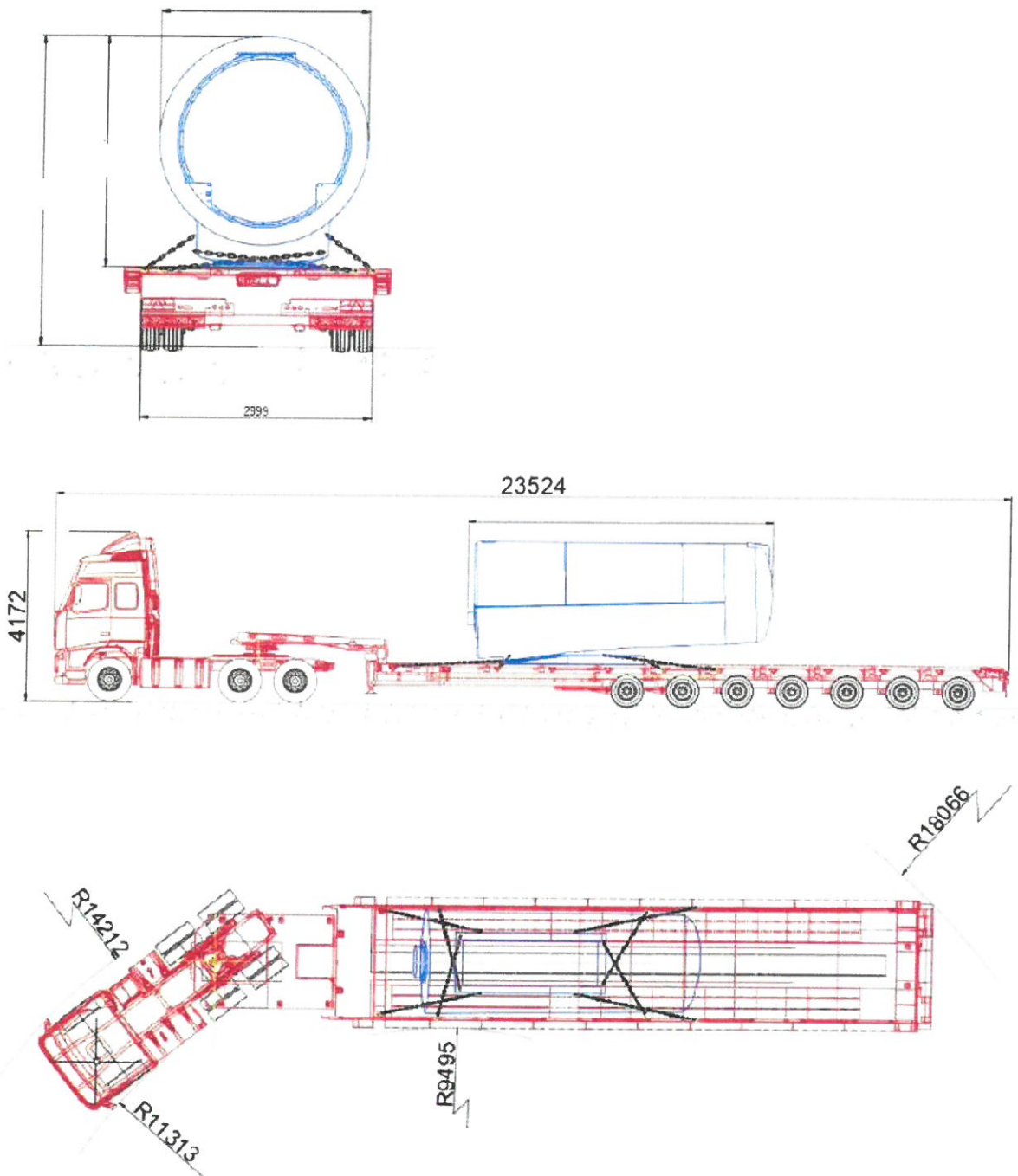


Figure 7: Simulation of Nacelle trailer transport

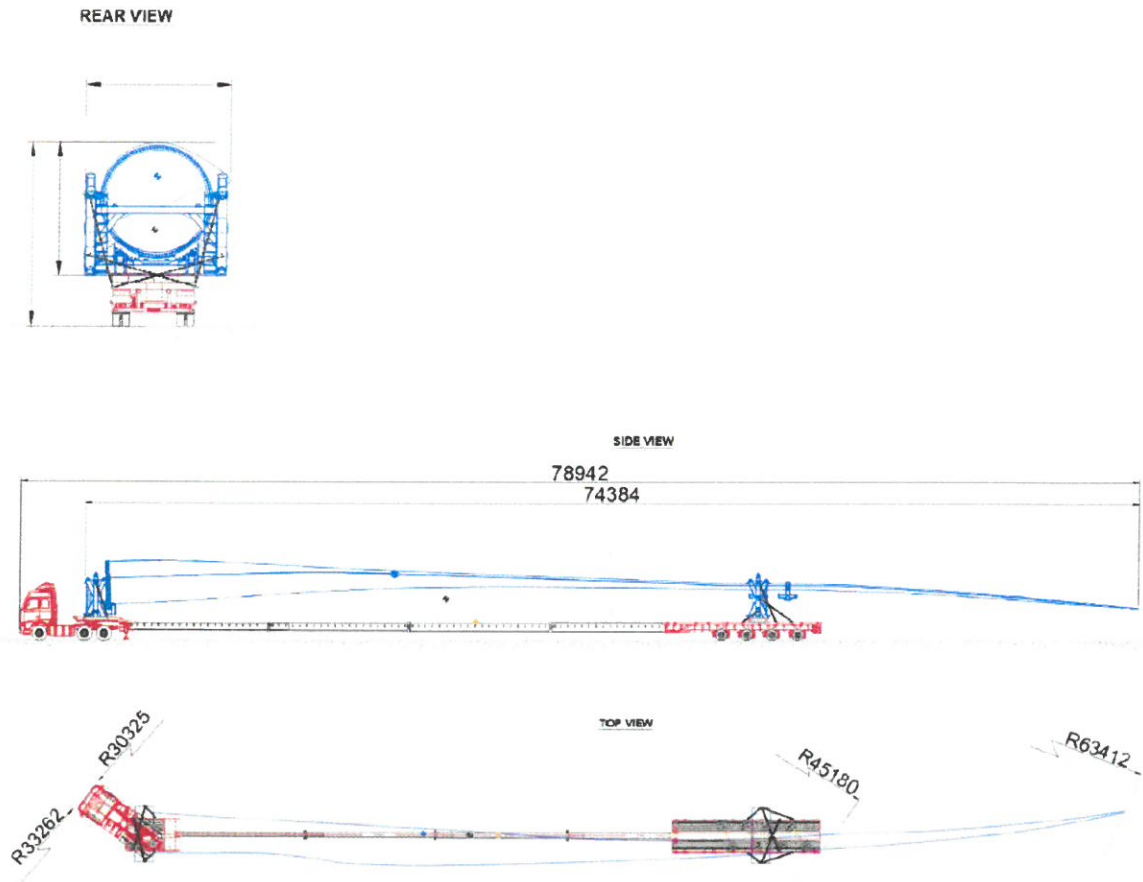


Figure 8: Simulation of blade trailer transport

The Applicant has done a route survey accordingly, confirming feasibility for the transport from the port of Dar es Salaam to the Makambako site.

Crane & Installation equipment

A large crawler crane (600ton), will be needed for onsite installation of the different wind turbine components. Such a crane is not currently available in the country; the crane will be imported temporarily for the Crane & Installation works on site.



Figure 9: Example of Crane models

Different models are under considerations:

Pre-assembly LTM 1130 Hydraulic Mobile Crane or similar

Main Assembly: Demag CC 2800-2

Pre-Assembly: LTM1500 or LTM1750 or similar

Main Assembly: LR1600/2W or similar

The crane will normally be dismantled after every wind turbine installation, and assembled again accordingly, always in respect with road transport technical specifications, normally limited to 12ton / axel and 4,5 meters width road. That is possible as well not dismantle the crane and just move to the next wind turbine location; In this case the Applicant will have to design a more robust road with bearing capacities from 16ton to 22 ton / axel and width roads from 6 m to 10 m width depending on crane model, always considering turbine transport specifications and in respect with the highest H&S requirements.

Once finalized the Wind farm construction, the power will be evacuated using a dedicated 220-kV double Overhead line to connect the new Wind Farm substation to the existing Makambako substation.

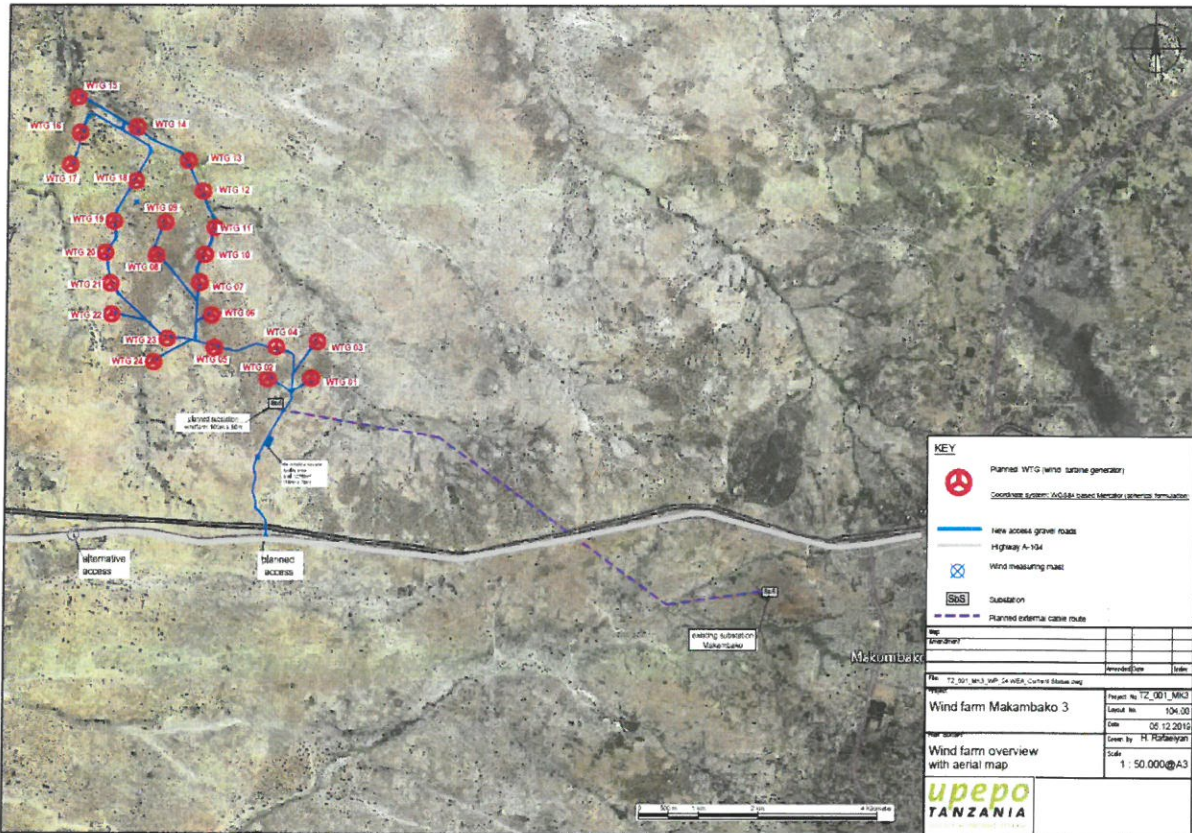


Figure 6: General layout, considering 24 WTG, including main facilities

6. Project financial and economic analysis

The Financing Plan is composed of the following sources of financing:

- Equity 25%: 75% Shareholder Loan/25% Equity. Total amount: 30.48 MUSD
- Debt 75%: Total amount: 91.44 MUSD.
 - o 4.5% Margin.
 - o 5.79% All in.
 - o 18 years tenor Door to Door.
 - o A grace period of 2 years.

These assumptions are subject to the signing of a bankable PPA.

Fixed Price (Non-escalable component). This portion refers to the combination of debt services, withholding tax and distributions to shareholders;

- Fixed Price (Escalable component USD), which consist of a little portion of the O&M costs. This amount will be indexed to US inflation;
- Fixed Price (Escalable component TZS), which is related to the high percentage of the O&M costs, as well as the taxes and the payables variation throughout the life of the project. This amount will be indexed to TZS inflation.

The calculation of the tariff assumes a Power Purchase Agreement (PPA) duration of 25 years, considering yield calculation based on site met mast measurements and power curve from turbine manufacture model, excluding losses and curtailment.

FINANCIAL MODEL INFORMATION

Sn	Data specification	Value	Unit
1	End of quarter financial model start date	01/07/2020	Date
2	Construction duration	18	months
3	Construction delays	0	months
4	Wind facility operational life, which includes ramp up period	25	Years
5	Primary/secondary currency pair	2,299	USD/TZS

6	Contingency	1.33%	%
7	Model start date currency pair value	2,299	USD/TZS
8	Power plant name plate (design) capacity	99	MW
9	Power plant cost in primary currency per MW installed	1,122,105	USD/MW
10	A- Interconnection line to connect to the Grid	1,900,101	USD
11	B- Interconnection point upgrading (substation)	4,477,483	USD
12	C- Cost of reinforcement of the grid		USD
13	D- Other CAPEX during construction period	104,710,785	USD
14	Row 10 to 14 fixed asset depreciation	25	Years
15	CAPEX spend profile during construction duration	5,56%	% / month
16	Degradation of plant output per annum		% linear
17	Post-tax RoE expectations in primary currency	3.32	%
18	Senior debt/equity ratio	75 / 25	% / %
19	Senior debt tenor in primary currency	18	Years
20	Grace period senior debt	2	Years
21	All-in rate per annum for senior debt	5.79%	%
22	Loan up-front fee	1.50%	%
23	Commitment fee per annum	0.50%	%
24	DSCR lockup	1.200	x
25	DSCR target for repayment profile	1.1	x
26	Debt Service Reserve Account DSRA if any (initial balance)	5,000,000	USD
27	Corporate tax rate	30.00	%
28	Withholding tax rate on primary currency dividends	10.00%	%
29	Fixed O&M costs per MW and year	7,279	USD/MW
30	Fixed O&M nominal cost escalation, per annum	2.00/5.00	%
31	Variable O&M nominal cost escalation, per annum	2.00 (for foreign cost) / 5.00 (for local cost)	%

Makambako
Assumptions and Outputs

Financial Model Data		Capital Structure		Sources and Uses of funds	
File name	takambako Tariff Tool.xlsm	Leverage		Sources	
Units	USD	Debt	75.00%	Capital	7,619,656
Date	10-02-20 00:00	% Shareholders Sub Debt	18.75%	SH Loan	22,858,967
		Equity	6.25%	Subsidies	
Project Summary		Senior Debt		Senior Debt	91,435,869
Power (MW)	99.00 MW	Amount	88,388,969	Total Sources	121,914,492
Investment/MW	1,231.460	Average life (years)	8.37	VAT revolving Facility	19,716,523
Depreciation period	25 years	Schedule		Uses	
Project schedule		First draw down	01-20	Development Costs	982,128
Financial Closing	01-07-20	Term draw downs (months)	17	Construction Costs	110,106,241
Construction beginning	01-07-20	First repayment	dic -22	DSRA	5,000,000
Construction ending	31-12-21	Term repayment (door to door)	18	Arrangement Fees	1,861,798
Construction term (months)	18	Last repayment	Jun -38	DCs	3,964,325
Operation beginning	01-01-22	Spread		Total Uses	121,914,492
Operation ending	31-12-46	Spread during operation	3.50%	VAT	19,716,523
Project life (years)	25.0	Fees		Macro and Price assumptions	
Shareholders		Up front fee	1.50%	CP Tanzania	5.0%
ABO Wind		Commitment fee	0.50%	CP US	2.0%
RFG		Agent fee	50,000	Reserve Account	
Shareholders Loan		Appraisal fee	0	DSRA	6 months
Amount	22,097,242	Hedging			
Fix rate	10%	SWAP execution date	01-07-20		
		Term SWAP (years)	11		
		Swap rate	2.00%		
		Repayments			
		Criteria	DSCR		
		Perodicity	Semiannual		
		Debt Service Cover Ratio			
		Min	1.31x		
		Average	1.32x		

7. Financial projections

The financial projections are based on a PPA for a duration of 20 to 25 years. The calculation of the proposed tariff assumes yield calculation based on on-site met mast measurements released from 2018 (met mast of 90 meters high installed on site).

Cash Flow	Year	2020	2021	2022	2023	2024	2025	2026	2027	2028	2029	2030	2031	2032	2033	2034	2035	2036	2037	2038	2039	2040
	Period	1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21
Cash Flow																						
USD 000																						
Project Revenues				13,370	13,538	13,576	13,651	13,725	13,800	13,877	13,955	14,035	14,117	14,200	14,285	14,371	14,460	14,550	14,641	14,735	14,830	14,928
Permitted Payments																						
Opex				-725	-1,449	-1,448	-1,451	-1,542	-1,619	-1,702	-1,784	-1,878	-2,055	-2,210	-2,168	-2,309	-2,434	-2,572	-2,707	-2,863	-3,025	-3,202
Taxes				0	0	0	-501	-590	-683	-780	-881	-990	-1,108	-1,143	-1,335	-1,426	-1,558	-1,695	-1,830	-1,941	-2,056	-2,081
Working Capital	0	0	-1,057	-12	6	0	0	10	11	14	16	51	-12	25	28	32	35	42	47	53	58	
Net Cash Flow		0	11,546	12,046	12,127	11,663	11,602	11,509	11,406	11,304	11,184	10,973	10,835	10,787	10,671	10,499	10,314	10,147	9,978	9,803	9,703	
Capex	0	-102,844	-8,444																			
Project Cash Flow after Taxes	0	-102,844	3,104	12,046	12,127	11,663	11,602	11,509	11,406	11,304	11,184	10,973	10,835	10,787	10,671	10,499	10,314	10,147	9,978	9,803	9,703	
Equity - Sub Debt		30,475																				
Debt		24,720	66,335	381																		
Cash Flow available for Debt Service	55,198	-38,209	3,485	12,046	12,127	11,663	11,602	11,509	11,406	11,304	11,184	10,973	10,835	10,787	10,671	10,499	10,314	10,147	9,978	9,803	9,703	
Financial expenses		-1,965	-3,475	-5,211	-4,778	-4,578	-4,367	-4,130	-3,888	-3,616	-3,329	-3,035	-2,715	-2,385	-2,177	-1,784	-1,380	-996	-568	-140		
Repayment of Senior Debt				-2,662	-4,376	-4,546	-4,743	-4,907	-5,084	-5,268	-5,471	-5,672	-5,726	-5,144	-4,213	-3,516	-2,784	-1,934	-1,309	-730	-258	
Reserve accounts																						
DSRA		-5,000	169	21	29	32	27	48	37	143	-86	85	35	62	63	68	1,206	3,070				
WDA																						
Cash available for distributions	53,233	-44,789	-4,488	3,052	3,034	2,583	2,586	2,572	2,570	2,542	2,620	2,446	2,387	2,432	2,433	2,338	2,362	3,475	9,928	9,803	9,703	

8. Market Study

The establishment of the wind farm is anticipated to generate a substantial energy output (100 MW) that will feed into TANESCO’s regional grid, thereby enabling increased electrical supply to both the region’s promising urban centres and the rural parts reliant on off-grid energy. The expansion of Njombe’s energy sector is anticipated to power the growth of small and medium to large industries with the potential to support the economic development of the region.

The establishment of The Applicant wind power project will scale up Tanzania’s renewable energy base, thereby contributing to strategic cutbacks on the projected domestic carbon footprint, but as well with a competitive Low Cost of Energy.

8.1-Wind resources:

According to the available 2-km-resolution mesoscale wind atlas generated by DNV GL for the entire country of Tanzania shown in Figure 10, the Applicants Makambako site is located in on one of the windiest areas in Tanzania.

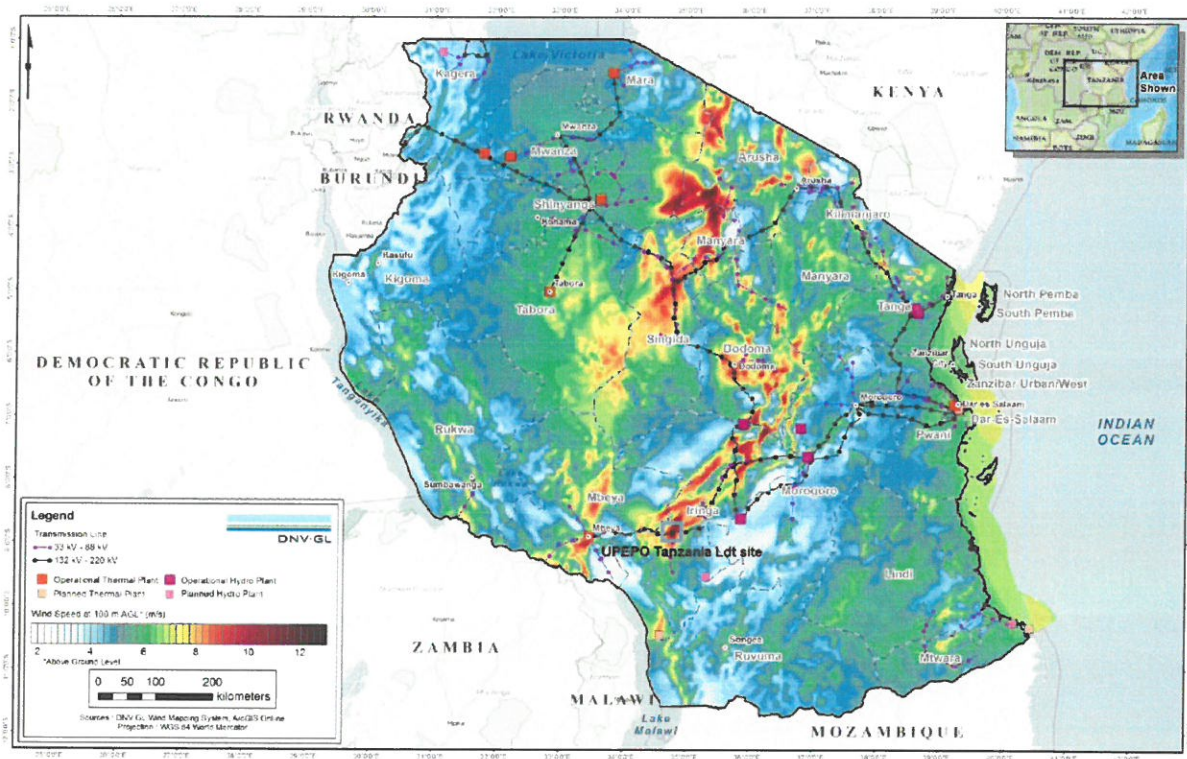


Figure 10: Preliminary and unvalidated mesoscale wind speed map at 100 m AGL, created using the DNV GL Wind Mapping System for WB Wind resource Mapping in Tanzania from 2016.

The Applicant confirms the exceptional wind site conditions with a permanent measurement campaign since June 2018. The measurement is conducted through a lattice mast from Ge:Net with a height 89.65 m and sensors for wind speed, temperature, relative humidity, wind direction, ambient pressure, by wireless terrestrial data transfer.

8.2 – Ground Conditions and site location:

A favorable Site topography, site access and the safe bearing capacity, indicating the presence of various materials such as silty sand, sandy gravel (Conglomerates) and granitic rocks; confirmed on preliminary geotechnical report study done on 2019 with local contractor Geoprimosi, ensuring as well, suitable and favorable conditions for wind farm civil construction works (foundation works, road access and construction of new internal roads).

Project distance to existing Tanesco's substation Point of Connection, is on a reasonable and competitive distance (around 11km).

The Noise assessment calculated for the different turbine models, together with the Environmental Impact Assessment report released on 2019, confirm that there are no permanent houses or buildings in the area where the WTGs will be erected, with distance to the existing dwellings on a range always over 800 meters. This distance provides to The Applicant project location a relevant advantage in terms of noise prevention and associated mitigation measures, compared to other site locations.

9. Project capacity

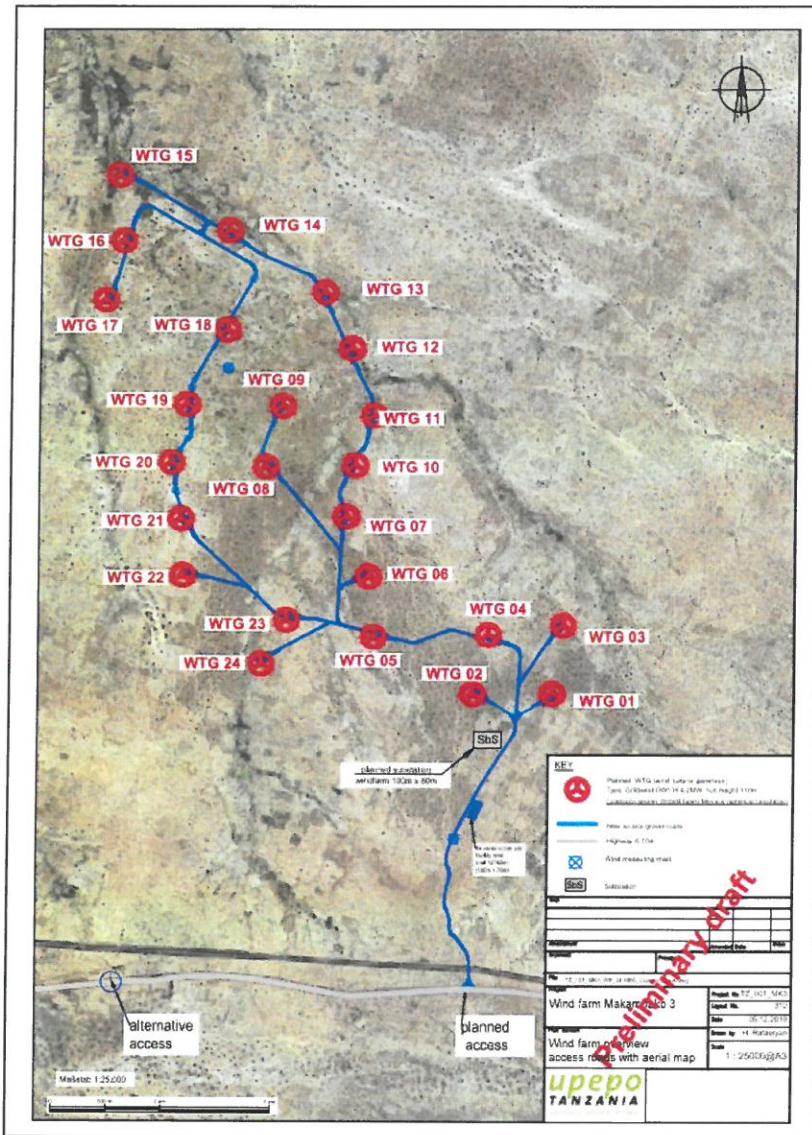


Figure 11: Layout configuration considering 24 wind turbine generators

10. Production process

Wind turbine power generation is intermittent and subject to the site wind conditions. In this case The Applicant with the installed met mast measurement on site, has been able to estimate the total output of the wind farm, confirming the good wind conditions predicted on DNV GL/ World Bank reports.

The site has 1,100 ha with an elevation of around 1,450 m a.s.l. in the southeast, which falls to 1,325 m a.s.l. in the northwest.

The project land size provides enough space and distance between turbines to maximize the turbine Energy Output, as showed on Figure 11, providing enough space as well for the temporary and permanent facilities for the project and not affecting the existing houses in the area.

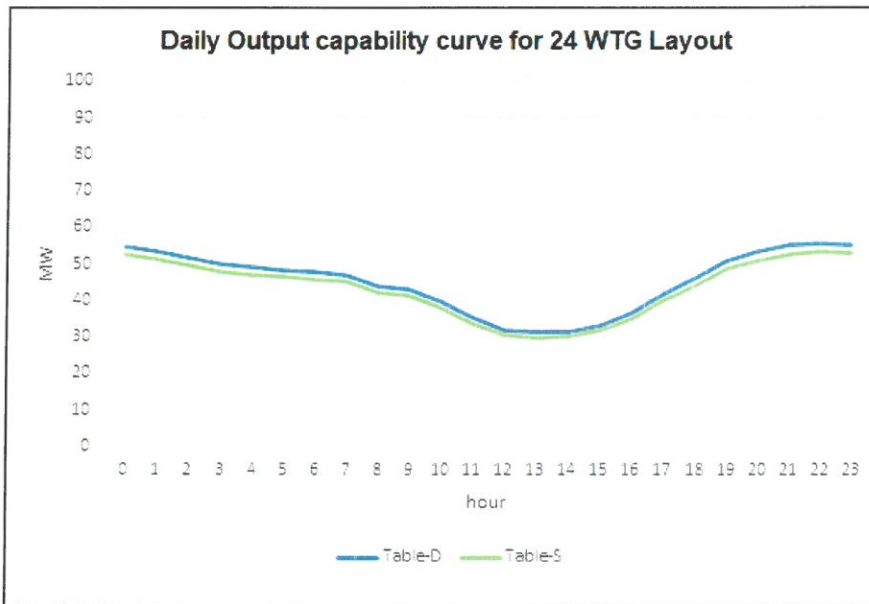


Figure 12: D: Design Power Output S: Sold Power Output

This output differs from different seasons, with a medium wind speed season normally starting from December to March inclusive. High Wind season use to start in April, normally ending on November.

The Applicant conducted as well a reactive power capability study, defining the cables sizes, cable lengths, 33 kV routes, and capacitor bank needed to shortfall the reactive power for the different layouts in order to achieve the optimal active power and reactive power achievable at the 220 kV Makambako busbar Point of Connection.

11. Environmental impact assessment

The Applicant has released an Environmental Impact Assessment with the local consulting firm RSK Environment. On this report, The Applicant demonstrates compliance with permitting and Environmental Impact Assessment siting thresholds. Here down, you will find a summary about:

11.1 – Permits and Approvals Scheduling

The table below identifies which consents, permits, clearances and approvals would be required or not required for the project to be constructed and operated. If a permit has already been applied for, the date that the permit was applied for is indicated, and the date that the permit is likely to be issued in the column labelled “Expected Receipt”.

S/N	Type of Permit/license	Date Applied	Status	Expected Receipt Date
	TCAA, confirmation from the Civil Aviation Authority that no such consent is necessary.	6/11/2019	Received on 15/11/2019	
	ESIA Certificate NEMC	20/12/2019		
	Generation Licensee EWURA	-	To apply once the Plant is on the construction phase	Before Q4 2021
	Building Permit issue by Wanging'ombe District		To apply on Q2 2020	Q3 2020
	BRELA Registration		Received on 16/10/2018	
	Business License		Received on 20/09/2019	
	Taxpayer registration number		Received on 26/02/2010	
	TIC Certificate of Incentives		To apply on Q1 2020	Q2 2020
	Consultation to TANESCO for OHL layout		To apply on Q1 2020	Q2 2020

UPEPO Tanzania Ltd will obtain all permits required to undertake the removal of the Project. This basically will include NEMC, TRA, TANESCO, Local Government Councils etc. For each Permit indicated in the above table, all the required documentation will be provided to the relevant authority. The project is likely to receive all the permit, license and approval as the project will be beneficial for the national and local community. Strict guidelines to adhere to the National and International standard shall be followed.

11.2 – Zoning and Rights of Way

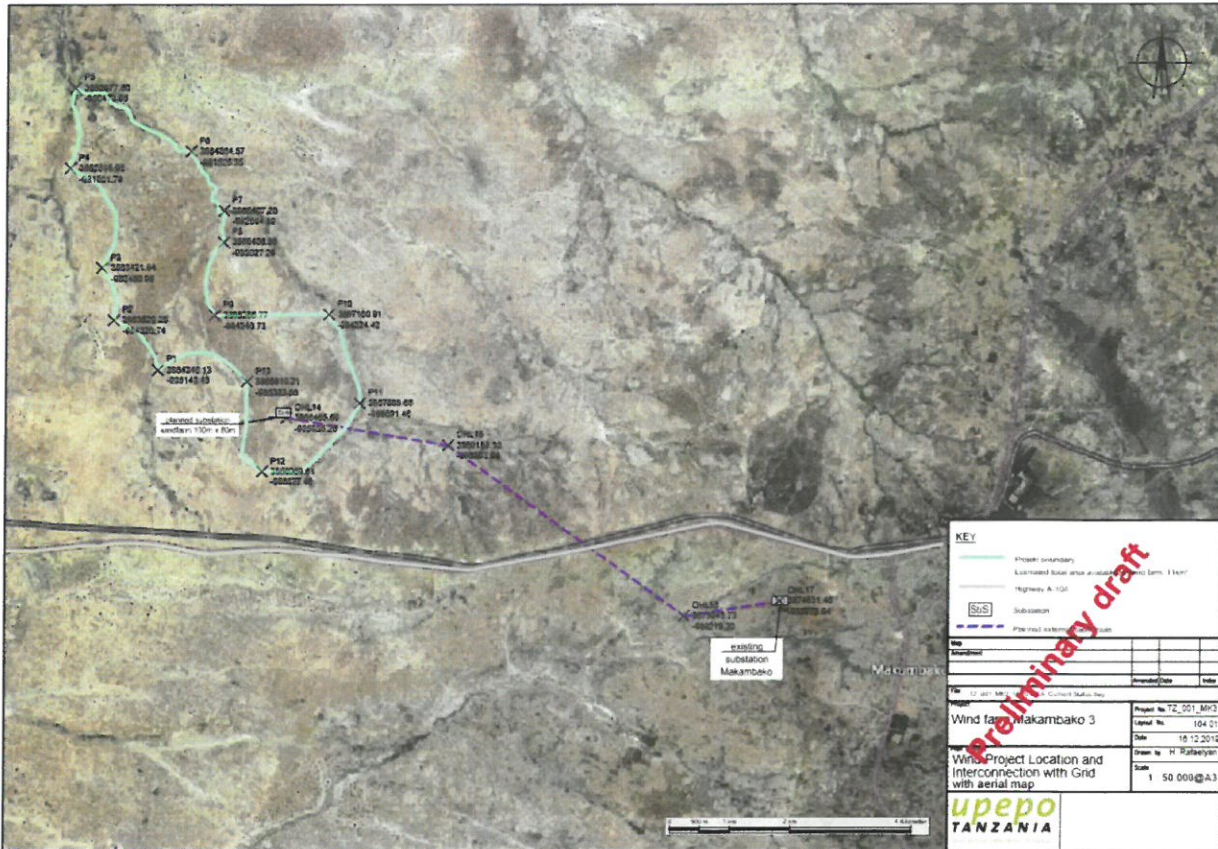


Figure 13: Coordinates with limits of the land and OHL layout

Rights-of-way for the Overhead line to existing Makambako substation will be requested to the utility Tanesco in due time.

A route survey assessment has been elaborated, determining already sensitive points. UPEPO Tanzania Ltd will agree with local authority Tanroads about if any Rights-of-way will be needed to transport the different components and material to the site.

No Rights-of-way expected on internal wind farm roads, as UPEPO Tanzania Ltd is going to acquire the land needed for the roads.

The Applicant identify the total area of wetlands or other special environmental zones on the proposed site or rights-of-way before and after construction and the area disturbed, lost, or converted during construction.

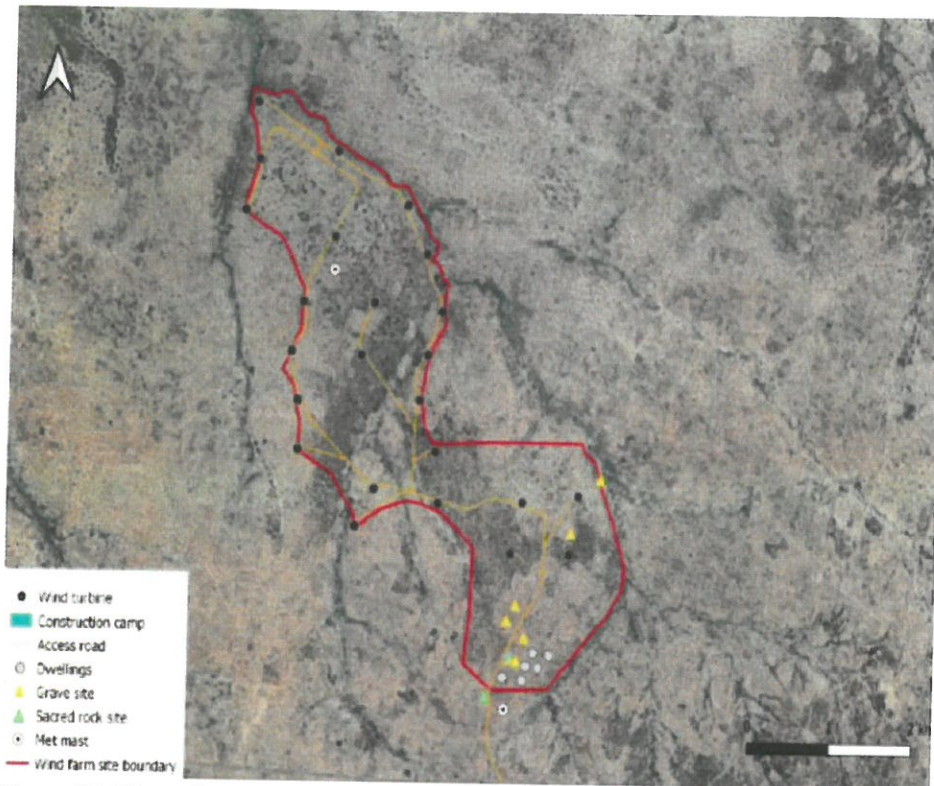


Figure 14: Map indicating existing dwellings and other social sensitivities detailed on EIS

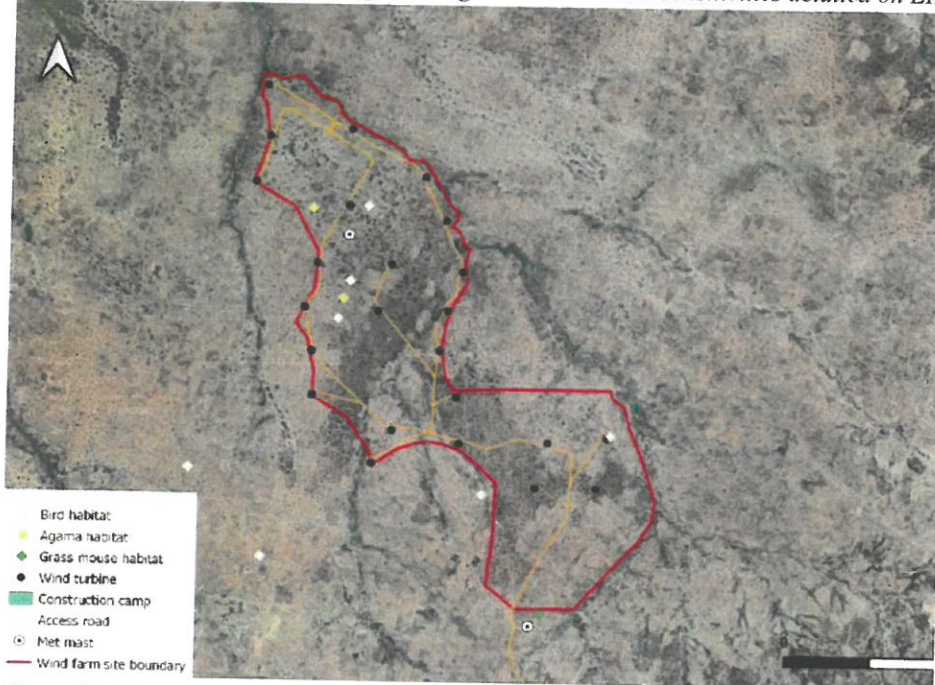


Figure 15: Map indicating existing ecological findings on project area detailed on EIS

Sensitive areas are described in detail on EIA for Makambako Mng’elenge windfarm, Tanzania – Scoping report & ToR.

The site is compatible with the proposed use:

According to Mng’elenge Village authorities, no land-use plans have been drawn up for the village. Nevertheless, the village office has organized several development zones, in consultation with the District Council, and continues to coordinate with the council on matters related to the zoning of new developments. Mng’elenge’s commercial center lies in Majengo Hamlet, while residential establishments are distributed throughout the village. The one-kilometre buffer surrounding the project area includes a number of dwellings, farm plots and portions of undeveloped land, as described on point 2.4 of EIA for Makambako Mng’elenge windfarm, Tanzania – Scoping report & ToR.

11.3 - Evidence on environmental compliance:

The ESIA Scoping Study submitted to NEMC on the 20th of December 2019. The preliminary issues/impacts that have been presented in all phases of the project, none of them are considered to be too severe to make their amelioration impossible, and the potential impacts associated with the proposed development are of a nature and extent that can be avoided, minimized, limited and eliminated by the application of appropriate mitigation measures. In view of the above findings, the proposed project activities will have manageable negative impacts on the biophysical and social-economic environments, provided that the proposed Environment and Social Management Plan (ESMP) and the Proposed Environmental Monitoring Plan (EMP) are appropriately implemented by the Applicant. The ESMP provides a way forward for implementation of the proposed mitigation and enhancement measures. The EMP presents what must be monitored during preconstruction, construction and implementation phases.

The Environmental Monitoring Plan (EMP) presents a detailed schedule for the

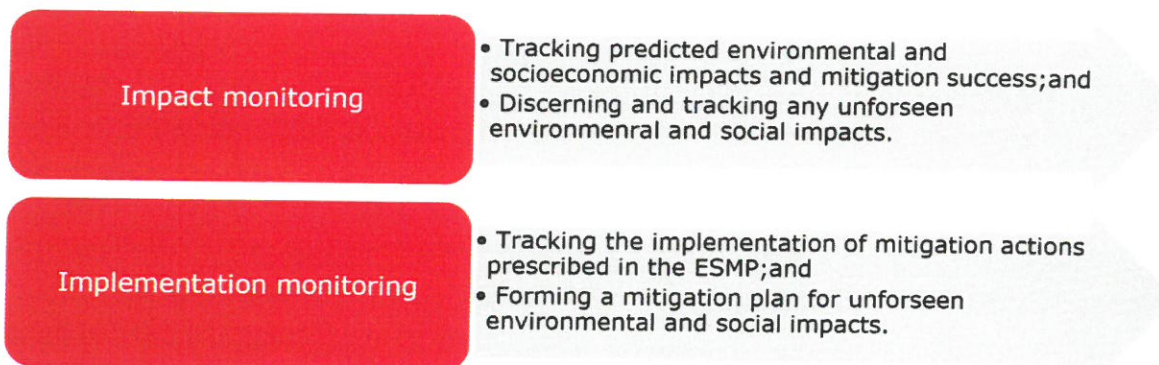


Figure 16: Aspects of Environmental monitoring (more detail available on EIS)

The estimated costs for implementing the mitigation measures as well as monitoring have been shown in the Scoping report though they are just preliminary indicative figures based on consultant's informed judgment. Besides, the identified environmental, socio-economic and cultural issues will be investigated thoroughly in the upcoming stages (detailed baseline studies) and impacts assessment. All new issues that will be observed later will be fully incorporated into the final ESIA assessment which will be completed in the first half of 2021 and will lead to obtaining the NEMC Certificate.

11.4 – Identification of any environmentally sensitive areas:

The project area does not span or neighbour any protected areas, and no such areas are present within a 20 km radius of the project site. Further, based on the findings gathered during the first round of biodiversity surveys, the area does not host any resident, migratory or endemic species with an endangered or critically endangered status, nor any unique habitats. As such, the area does not fall under the IFC-recognized critical habitat category or the IUCN-recognized Key Biodiversity Area designation. The movement of the African elephant (*Loxodonta Africana*) running along the riparian corridor of the seasonal stream adjoining the eastern boundary of the village may nonetheless trigger a conservation concern. The Wildlife Conservation Act of 2009 provides that any infrastructural developments crossing or neighbouring migratory routes used by wildlife for migratory cycles or seasonal movements warrant special conservation attention, as part of Environmental Impact Assessment. Though this migratory path is not officially protected, it can be regarded as an ecological sensitivity, as the elephants hold a vulnerable status.

The remnant natural forest within the project site is not a forest reserve and, therefore, does not represent an area protected for the purpose of conservation. However, it falls within reserved land under the ownership of the Mng'elenge Village Council. For this area, the Council has established leasing agreements that allow a number of smallholders to farm designated plots for a specified period of time. Because the remaining forest is a source of economically important ecosystem services (e.g. bee-keeping microhabitats, wood and freshwater resources), the Council maintains an intention to develop and action a conservation plan for it, in the face of the threatening wood-harvesting pressures compounded by the nearby villages of Katenge, Mbembe, Ikwavila, Uhenga and Mtewala. The Applicant has signed the Option+Lease Agreement with the Mng'elenge village in consent with all smallholders.

11.5 - Identification of historical or archaeological areas:

In terms of historical or archaeological sites of significance within the proposed Wind farm location, besides the residential and agricultural establishments, a total of seven burial sites/graveyards were identified within the patches of open land in the southern one of the project area (please see Figure 15). Some of the graveyards are closed, as confirmed by locals on the ground, while the rest are still open. The graveyards are differentiated by the religion and clanship

of the buried, with Christian, Muslim and pagan/irreligious individuals buried separately, and certain burial sites belonging to one or more members of a particular clan. The Applicant has already demarcated all graveyards as no go zones during the design process.

11.6 – Land Use

The area lies between an altitude from 1.516m to 1.323m above the sea level. The area is quite easy to access from a road connecting Makambako town to Mbeya. A mix of small informal cultivation (maize and beans), low-density bush with the presence of trees is found in the project area and adjacent lands. Presence of cattle farming. There are not permanent houses or buildings in the area where the WTGs will be erected, only simple huts used by farmers during the works time in the fields. Several discussions and public meeting were held with local farmers, local landowners and relevant local authorities at village, ward and district level and the results were that the Wind project is fully compatible with the past and current land use, as the local landowners, are keen to give their land to the project, according to the Tanzanian law requirements and after compensation.

In respect to the continued right of access and land use for the villagers, the landholders will continue carrying out current activities on their land.

The pre-construction and construction phases of the project will require the establishment of a construction camp and other ancillaries. The construction site areas will consist of a temporary site facilities, parking bays, shunting and unloading areas and other loading areas. Since the project area is situated closer to Makambako Town, The Applicant is already considering alternative access, in order to avoid and minimize interferences or potential risk with local community.

The Applicant will implement HSE Plan, with regular safety audits to safeguard local population during construction phase and O&M phase from any hazards.

The extent of vegetation loss will be limited, and some degree of natural regeneration will be allowed for within the construction footprint post the completion of construction activities.

Once the project will enter on operation phase, the wind farm will not affect existing farming, livestock and grazing activities.

11.7 – Water Sources and Uses

Regarding water supply services, Mng'elenge Village and the district at large are served by a gravity scheme fed by boreholes. The locals access to water via local distribution points and household connections. The spring system in Ikemeja Hamlet serves as a minor water source, although its water is significantly saline. Besides the domestic demand for water, water is used for irrigation and livestock upkeep. Water shortages occur in the dry season, specifically between August and November.

Groundwater quality impacts comprise the groundwater aquifers in the vicinity of the Project site, wadis on the area, as well as the surrounding communities who utilize the water from these aquifers for domestic and drinking purposes. The Applicant will not interfere on these sources of water.

The project foresees 2 different sources of water:

i) Supply from Wanging'ombe Water Sanitation Authority: That is confirmed water availability for our MK3 project. According to letter dated from 07/11/2019 "W/WWSA/N:RWU: 242/08" UPEPO TANZANIA LIMITED will request to Wangiwasu for a final survey, determining the BOQ, with a new connection point.

ii) Supply using groundwater boreholes on site. There is availability of water normally physically and chemical suitable for domestic use.

Groundwater Boreholes can be done to find water ranging from 100m to 120m depth, with availability of around 3.000 to 5.000 litres / hour. For the construction works, water use on site normally with 1 borehole will be enough. Nevertheless The Applicant has foreseen to implement 2 Groundwater Boreholes (one additional, as a back-up), with the intention to deliver this water source to the local community, at the end of the construction project.

A project specific Groundwater Quality Monitoring Plan, has been prepared on 2019 and is available.

11.8 – Noise Levels

In this Section, The Applicant indicates the expected incremental ambient noise level at the nearest property boundary during the daytime and nighttime hours that would result from the operation of the project, and any planned noise mitigation measures.

Expected incremental ambient noise level and associated Noise mitigation measures are described on EIA for Makambako Mng'elenge windfarm, Tanzania – Scoping report & ToR.

Dwellings are located mainly at the entrance of the wind farm, with distances normally over 1.000m to the Wind Turbine Generators to be installed.

Noise level calculation for the 20 turbine layout is included in the Figure 17 on the next page.

DECIBEL - Map Loudest up to 95% rated power

Calculation: 2019-12-09_Makambako_NOISE_20

_KRO

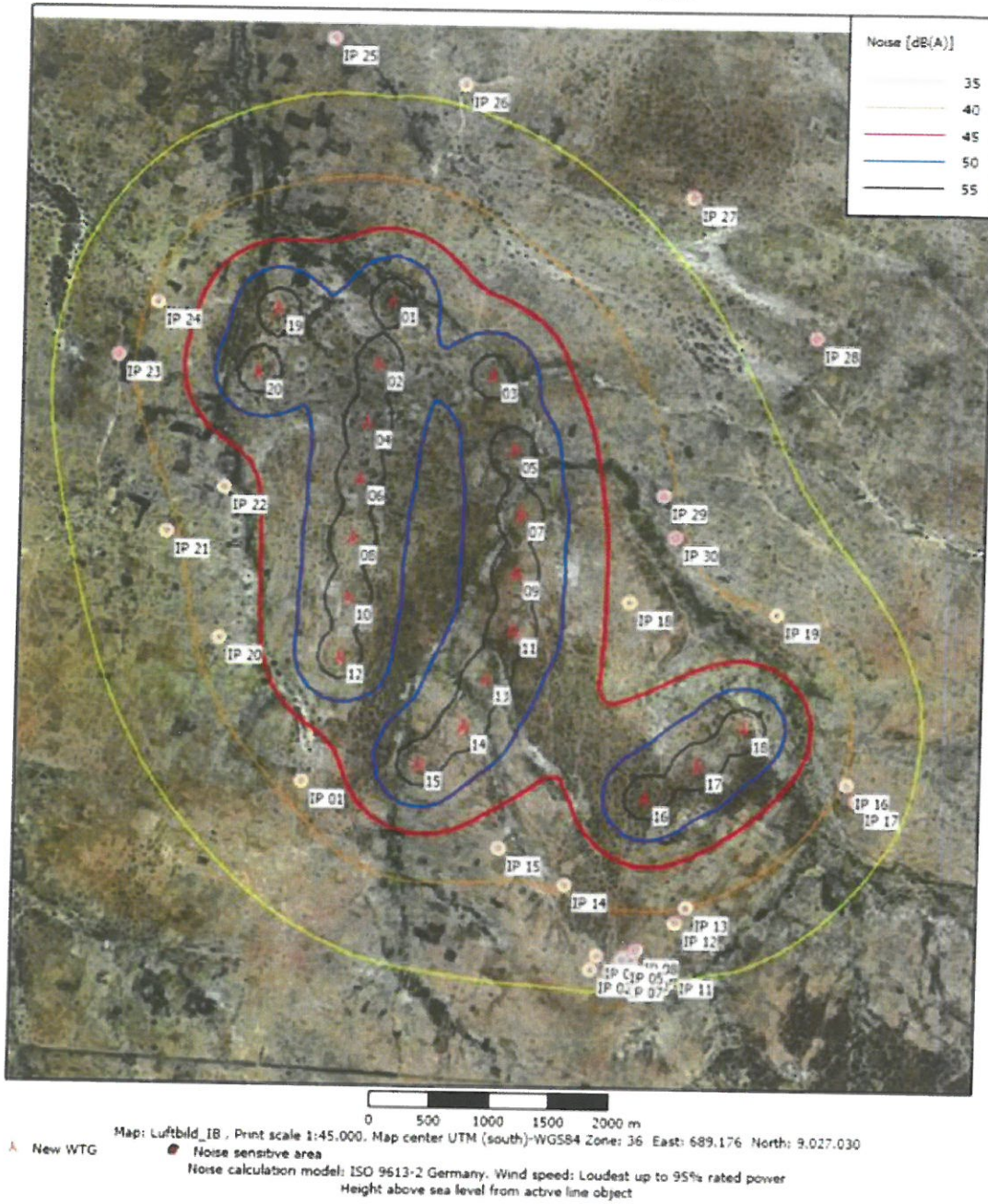


Figure 17: Example of map loudest calculated for the 20 Wind Turbines layout

12. Local Involvement & Expected Employment

The Applicant prepared a detailed local involvement plan which includes the following:

(a) details of procurement of goods and use of goods and services:

The total percentage of Local Content for this Project is estimated to be 25,2% of the Total value of the CAPEX. OPEX: UPEPO Tanzania Ltd intends to develop local Operation & Maintenance Services Company, certifying local Tanzanian technicians in agreement with the Turbine Manufacturer. For the O&M Services on the substation and MV reticulation system on the Wind Farm, UPEPO Tanzania Ltd intends to certify and consider local technicians for the whole service period as well; With this approach, UPEPO Tanzania Ltd already obtained a formal letter from local Contractor Camusat justifying a 98% of local content . In both cases, UPEPO Tanzania Ltd will have support from Original Equipment Manufacturers, updating associated certificates, during the O&M services contract period. For the Civil Works maintenance services, UPEPO Tanzania Ltd is considering using local contractors; We justify aforementioned services with local contractor with a letter received from Civil Loths (100%).

(b) training and succession program:

In order to allow to develop the necessary skills required for the construction and operation of the plant, UPEPO Tanzania Ltd has foreseen a strong training and succession program which will be beneficial for local employers. In fact, UPEPO Tanzania Ltd is aware that not all the necessary skills to operate the plant are readily available in the country, but nevertheless, it aims to train the local worker. UPEPO Tanzania Ltd intends to develop local Operation & Maintenance Services Company, certifying local Tanzanian technicians in agreement with the Turbine Manufacturer, training & certifying local Tanzanian technicians; With this approach, UPEPO Tanzania Ltd intends to increase considerably percentage of local content, providing a benefit with a new “know how” in Tanzania. For the O&M Services on the substation and MV reticulation system on the Wind Farm, UPEPO Tanzania Ltd intends to training & certify and consider local technicians for the whole service period as well. In both cases, UPEPO Tanzania Ltd will have support from Original Equipment Manufacturers, updating associated certificates, during the O&M services contract period.

Local workers will benefit from training on the fields, and a selection of them will benefit from training executed at the European HQ of UPEPO Tanzania Ltd. The training will follow three different focus:

1. **Managerial Skills.** Training for local technicians who will lead the SPV Company.
2. **Administrative Skills.** These training will be focused on how to administrate the SPV Company according to the Tanzanian regulation and the International best practices.

Technical Skills. These training will enhance the knowledge in the field of Wind Farm Technologies and for HV and MV equipment with Local technicians;

(c) technology transfer:

UPEPO Tanzania Ltd is committed to assist Tanzania to achieve technology transfer through clean energy production. In general, increased availability of reliable and cheap energy is a precondition to the industrialization, hence to the technology transfer to a Country. The current industrial policy direction of Tanzania points to deepening the private sector-led industrial growth as a way of transforming the economy from its heavy reliance on agriculture. Two major policy documents cater to economic transformation through industrialization. They are the Tanzania Development Vision (TDV) 2025 and the Sustainable Industrial Development Policy for Tanzania (SIDP 2020). Created in 1999 the Development Vision 2025 aims at propelling Tanzania from a least developed country to a middle-income country with a high level of human development and whose economy is diversified and semi-industrialized, while the Sustainable Industrial Development Policy 2020, on the other hand, seeks to facilitate shifting the economy's engine of growth from the public to the private sector. Taking into consideration these two main policies, we can clearly see that this Project perfectly fit into a broader path toward the industrialization allowing the Country to benefit of technological transfer both from industrialized countries and from South-South cooperation;

(d) any subcontracting plan with local companies:

The responsibility of the construction of the Wind Farm Plant will be under the responsibility of UPEPO Tanzania Ltd, but a Subcontracting plan with local companies is already in place, identifying and involve already a number of Tanzanian company leaders in their relative sector. UPEPO Tanzania Ltd already pre-selected qualified Tanzanian companies.

(e) Employment:

UPEPO Tanzania Ltd prepared a detailed plan for the Employment which demonstrate the positive impact of the Project regarding the creation of new job opportunities in Tanzania. The created jobs will be High skilled (Engineer, Consultant, etc.), Skilled (Supervisor) and unskilled positions. For this purpose UPEPO Tanzania Ltd has a census of the neighboring population the wind farm site, in order to have precise information on the employment situation and the socio-economic aspect of the area. This result was the subject of discussions with those responsible for members of civil society with a view to concerning their opinions on priority actions in the area of socio-economic, educational and sustainable development of the area. In addition, UPEPO Tanzania Ltd is launching, alongside the Project, a social assistance program for the neighboring population of the 100 MW WIND FARM IN MNG'ELENGE VILLAGE wind farm. UPEPO Tanzania Ltd invests in the sustainable development of the area by intervening on several levels: infrastructure, health, education and promotion of entrepreneurship. The promotion of employment could therefore be

done through several channels, mainly during the creation of small and medium size companies or through the experience acquired by workers during the construction phase. In addition, UPEPO Tanzania Ltd will request to the associated subcontractors the commitment guaranteeing the effective hiring of young locals in the positions available during the construction, operation and maintenance phases.

UPEPO Tanzania Ltd will involve also local community for indirect employment; material supply for construction, transport, rental equipment / machinery, metal / mechanical workshops, fuel supply, water, telecommunications, hotels in the area, restaurants, etc., with positive impact on employment in the area of Makambako.

During the construction period, we assumed 18 months, as per detailed Gantt Schedule. For the Civil and electrical Works we will expect around 600.000 HOURS in total, with peaks from 80 people up to maximum of 200 people on site, assumed all of them highly skilled or skilled.

During the operation period, UPEPO Tanzania Ltd has the intention operate the plant with local certified technicians, updating the training certification accordingly, by the wind turbine manufacturers and Substation Equipment providers.

13. Proposed Implementation Schedule

The Applicant provides a critical path Gantt diagram and schedule for the project investment and construction.

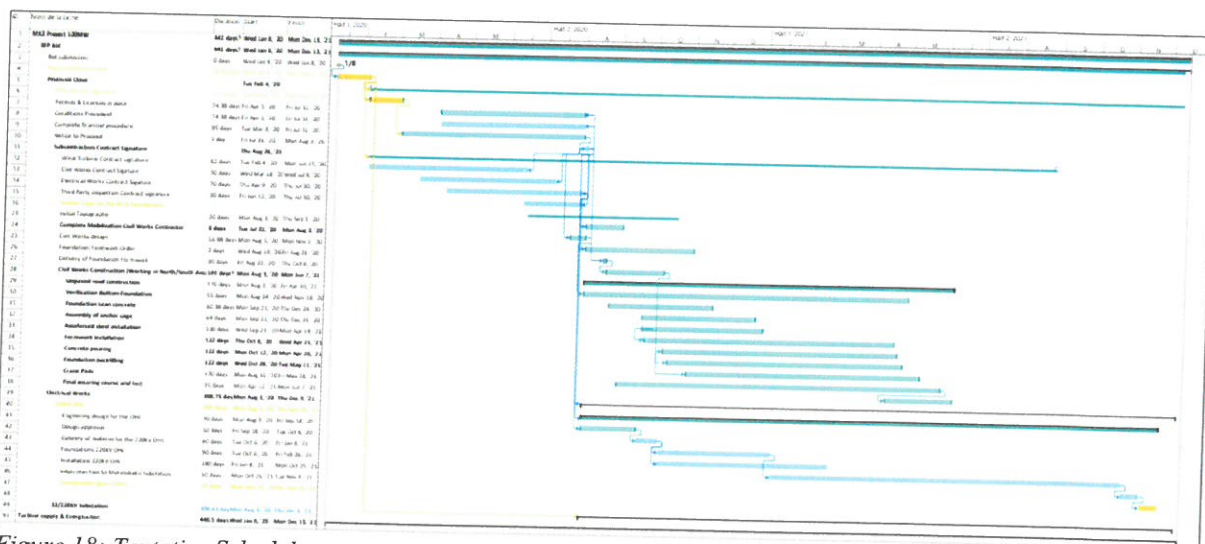


Figure 18: Tentative Schedule

Aforementioned Gantt schedule is subject to dependency constraints, based on a 18 month construction schedule, including commissioning and final Commercial Operation Date (COD);

any delay on schedule activities on critical path, will affect on the tentative schedule postponing final COD.

Once achieved the COD, The Applicant foreseen to operate the wind farm, for a period of 20 to 25 years.

14. Brief profile of the investors

UPEPO Tanzania Ltd is a 50/50 joint venture of the Austrian developer RP Global and the German developer ABO Wind.

- RP Global has 30 year's history and has implemented more than 12 wind parks.
- ABO Wind has 24 years' experience connecting 1,500 megawatts to the grid, providing service maintenance as well on wind turbines and associated facilities (substation, MV reticulation system).

Prior to construction, all project rights and contracts will be transferred to an affiliated Special Purpose Vehicle (SPV).

Annex 1: Memorandum of Association UPEPO Tanzania