COMBINED FINANCIAL STATEMENTS

CHF INTERNATIONAL, RELATED ENTITIES AND COMBINED ENTITY

FOR THE YEAR ENDED SEPTEMBER 30, 2008
WITH SUMMARIZED FINANCIAL
INFORMATION FOR 2007

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors CHF International, Related Entities and Combined Entity Silver Spring, Maryland

We have audited the accompanying combined statement of financial position of CHF International, Related Entities and Combined Entity (together "CHF") as of September 30, 2008, and the related combined statements of activities and change in net assets and cash flows for the year then ended. These combined financial statements are the responsibility of CHF's management. Our responsibility is to express an opinion on these combined financial statements based on our audit. The prior year summarized comparative information has been derived from CHF's combined financial statements for the year ended September 30, 2007 and, in our report dated January 16, 2008, we expressed an unqualified opinion on those statements.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the combined financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the combined financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall combined financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the combined financial statements referred to above present fairly, in all material respects, the combined financial position of CHF as of September 30, 2008, and their combined change in net assets and cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

In accordance with *Government Auditing Standards*, we have also issued our report dated March 2, 2009 on our consideration of CHF International's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* and should be considered in assessing the results of our audit.

March 2, 2009

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Gelman Kozenberg & Freedman

COMBINED STATEMENT OF FINANCIAL POSITION AS OF SEPTEMBER 30, 2008 WITH SUMMARIZED FINANCIAL INFORMATION FOR 2007

ASSETS

	2008	2007
CURRENT ASSETS		
Cash and cash equivalents (Note 2) Investments (Note 3) Loans receivable, net of allowance (Note 4) Federal grants receivable Non-Federal grants and contracts receivable Accounts receivable and advances Prepaid expenses and other assets Furniture, equipment and leasehold improvements, net (Note 5) Security deposits TOTAL ASSETS	\$ 61,703,127 774,962 85,833,399 1,980,165 2,148,449 3,216,998 2,731,358 1,167,980 364,704	\$ 51,939,896 467,020 65,431,065 - 1,535,616 1,206,657 1,086,571 889,157 238,666 \$122,794,648
LIABILITIES AND NET ASSETS		
LIABILITIES		
Credit lines (Note 6) Notes payable (Note 7) Accounts payable and accrued expenses Accrued pension cost Accrued salaries and benefits U.S. Government refundable advances Funds held in trust	\$ 1,604,152 31,266,942 10,591,389 - 5,024,876 - 200,000	\$ 1,624,924 21,440,461 6,320,452 375,417 3,836,887 2,142,327 200,000
Total liabilities	48,687,359	35,940,468
NET ASSETS		
Unrestricted: CHF International Related Entities and Combined Entity	46,286,776 15,274,086	34,869,603 12,658,507
Total unrestricted net assets	61,560,862	<u>47,528,110</u>
Temporarily restricted (Note 9): Project Funds Related Entities and Combined Entity Loan Capital	41,688,493 3,199,567 4,784,861	32,481,811 970,483 5,873,776
Total temporarily restricted net assets	49,672,921	39,326,070
Total net assets	111,233,783	86,854,180
TOTAL LIABILITIES AND NET ASSETS	\$ <u>159,921,142</u>	\$ <u>122,794,648</u>

COMBINED STATEMENT OF ACTIVITIES AND CHANGE IN NET ASSETS FOR THE YEAR ENDED SEPTEMBER 30, 2008 WITH SUMMARIZED FINANCIAL INFORMATION FOR 2007

	2008			2007
	Unrestricted	Temporarily Restricted	Total	Total
REVENUE AND SUPPORT				
Grants and contributions (Notes 11, 12 and 13) Contracts (Notes 11 and 12) In-kind contributions Interest and investment income Other income Net assets released from	\$191,619,737 4,296,915 16,323,291 9,687,838 226,457	\$ 154,419,833 - - - 360,963 -	\$346,039,570 4,296,915 16,323,291 10,048,801 226,457	\$227,197,049 3,122,141 12,944,932 6,889,813 279,827
restrictions - satisfaction of donor restrictions (Note 9)	146,663,029	(146,663,029)	_	_
Total revenue and support	368,817,267	8,117,767	376,935,034	250,433,762
EXPENSES				
Technical Assistance Capital Assistance General and Administrative	330,435,672 6,353,683 20,796,195	- - -	330,435,672 6,353,683 20,796,195	201,472,456 3,669,872 16,423,946
Total expenses	<u>357,585,550</u>		<u>357,585,550</u>	<u>221,566,274</u>
Change in net assets before other items	11,231,717	8,117,767	19,349,484	28,867,488
OTHER ITEMS				
Currency gain Net gain from Related Entities	185,456	-	185,456	705,881
and Combined Entity	2,615,579	2,229,084	4,844,663	3,046,936
Change in net assets	14,032,752	10,346,851	24,379,603	32,620,305
Net assets at beginning of year	47,528,110	39,326,070	86,854,180	54,233,875
NET ASSETS AT END OF YEAR	\$ <u>61,560,862</u>	\$ <u>49,672,921</u>	\$ <u>111,233,783</u>	\$ <u>86,854,180</u>

COMBINED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED SEPTEMBER 30, 2008 WITH SUMMARIZED FINANCIAL INFORMATION FOR 2007

	2008	2007
CASH FLOWS FROM OPERATING ACTIVITIES		
Change in net assets	\$ 24,379,603	\$ 32,620,305
Adjustments to reconcile change in net assets to net cash provided by operating activities:		
Allowance for loan losses Unrealized loss (gain) on investments Depreciation and amortization	35,877 76,653 285,759	(1,060,102) (16,641) 247,171
(Increase) decrease in: Federal grants receivable Non-Federal grants and contracts receivable Accounts receivable and advances Prepaid expenses and other assets Security deposits	(1,980,165) (612,833) (2,010,341) (1,644,787) (126,038)	(613,918)
Increase (decrease) in: Accounts payable and accrued expenses Accrued pension cost Accrued salaries and benefits U.S. Government refundable advances	4,270,937 (375,417) 1,187,989 (2,142,327)	2,843,501 194,537 (383,916) 34,110
Net cash provided by operating activities	21,344,910	33,407,371
CASH FLOWS FROM INVESTING ACTIVITIES		
Net increase in loans receivable Purchase of property and equipment Investment purchases and reinvestments	(20,438,210) (564,583) (384,595)	(16,247,378) (794,659) (21,907)
Net cash used by investing activities	(21,387,388)	(17,063,944)
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from credit lines Repayment on credit lines Proceeds from notes payable Principal payments on notes payable	1,371,488 (1,392,260) 14,937,542 (5,111,061)	1,243,003 (528,484) 6,612,931 (1,402,136)
Net cash provided by financing activities	9,805,709	5,925,314
Net increase in cash and cash equivalents	9,763,231	22,268,741
Cash and cash equivalents at beginning of year	51,939,896	29,671,155
CASH AND CASH EQUIVALENTS AT END OF YEAR	\$ <u>61,703,127</u>	\$ <u>51,939,896</u>

NOTES TO COMBINED FINANCIAL STATEMENTS SEPTEMBER 30, 2008

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND GENERAL INFORMATION

Organization -

CHF International was incorporated as a nonprofit organization under the laws of the State of New Jersey in 1952. CHF International currently provides technical assistance to individuals, international governmental organizations, and private organizations that, in turn, assist their citizens or members in improving their homes and communities. CHF also provides capital assistance which includes making home and community improvement loans to low income individuals in developing countries. CHF International's programs are funded primarily through grants and cooperative agreements with the United States Agency for International Development.

Related entities -

Since 2003, CHF International has assisted with the establishment of three non-profit entities located in Jordan, Bosnia and Mexico; and three for-profit entities located in Lebanon, Romania and Liberia. All of the entities are legally incorporated within their respective countries; however, CHF International maintains significant control over the entities. All of the entities (except Liberia) were established to manage micro-enterprise loan programs within their respective countries. The entity in Liberia was established as an SME (Small and Medium Enterprise) lending entity.

Combined entity -

During the fiscal year ended September 30, 2007, CHF International acquired control of the Foundation for the Refugee Education Trust (the Foundation) through a memorandum of understanding between the Board of Directors of both organizations (establishing CHF's control over the Foundation). The Foundation is a non-profit entity located in Geneva, Switzerland and was formed in accordance with Article 87 ff of the Swiss Civil Code. The main objective of the Foundation is to promote education in the broadest sense for refugee and displaced adolescents at post-primary levels.

Basis of presentation -

The accompanying combined financial statements have been prepared on the accrual basis of accounting and in accordance with Statement of Financial Accounting Standards (SFAS) No. 117, "Financial Statements of Not-for-Profit Organizations".

All significant intercompany transactions between CHF International, the related entities and the combined entity (together "CHF") have been eliminated in combination.

The accompanying combined financial statements include the world-wide operations of CHF. At September 30, 2008, assets held in foreign countries totaled approximately \$133,000,000.

Income taxes -

CHF is exempt from income taxes under Section 501(c)(3) of the Internal Revenue Code. Accordingly, no provision for income taxes has been made in the accompanying combined financial statements. CHF is not a private foundation as described in Section 509(a)(2) of the Internal Revenue Code. CHF is subject to unrelated business income taxes under Section 512 of the Internal Revenue Code.

NOTES TO COMBINED FINANCIAL STATEMENTS SEPTEMBER 30, 2008

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND GENERAL INFORMATION (Continued)

Income taxes (continued) -

The related entities located in Jordan, Bosnia and Mexico are registered (in each respective country) as tax-exempt organizations. In addition, the Foundation is registered as a tax-exempt organization in Switzerland. The related entities located in Lebanon, Romania and Liberia are registered as non-exempt organizations (in each respective country) and are subject to tax on any net profit recognized during the fiscal year.

Furniture, equipment and leasehold improvements -

Furniture and equipment purchased by CHF with unrestricted funds (and with an acquisition value of \$10,000 or more) are stated at cost and are depreciated on the straight-line basis over their related estimated useful lives, generally three to five years. Furniture and equipment purchased with restricted funds are expensed and charged to the corresponding program. Leasehold improvements are recorded at cost and are amortized over the life of the lease. The cost of software, which has been capitalized, is being amortized over three years.

Grants and contributions -

Grants and contributions, other than those received from the U.S. Government, are recognized as revenue in the year notification is received from the donor. Non-U.S. Government grants and contributions, which have donor imposed restrictions, are classified as temporarily restricted revenue in the accompanying Combined Statement of Activities and Change in Net Assets. Grants and contributions are recognized as unrestricted revenue upon either the completion of the programs or by the passage of time in compliance with donor imposed restrictions. Grants and contributions for which donor imposed restrictions have not been met are presented as temporarily restricted net assets in the accompanying combined financial statements.

Investments -

Investments are stated at market value with unrealized gains and losses included in investment income. Investments donated to CHF are recorded at market value as of the date of donation.

Cash equivalents -

For financial statement purposes, CHF considers money market accounts, certificates of deposit with initial maturity dates of three months or less, and funds invested with local banks in foreign countries (Note 2) to be cash equivalents.

Foreign currency translation -

The dollar ("dollars") is the functional currency for CHF's worldwide operations. Transactions in currencies other than U.S. dollars are translated into dollars at the rate of exchange in effect during the month of the transaction. Current assets and liabilities denominated in non-U.S. currency are translated into dollars at the exchange rate in effect at the date of the Combined Statement of Financial Position.

NOTES TO COMBINED FINANCIAL STATEMENTS SEPTEMBER 30, 2008

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND GENERAL INFORMATION (Continued)

In-kind contributions -

In-kind contributions consisted of donated equipment, skilled labor, materials, and cash donations from local donors/municipalities. The value of these contributions are recorded at their fair market value as of the date the donations were provided. Contributions of \$16,323,291, representing the fair value of the use of these goods and services, have been recorded as revenue and expense in the accompanying combined financial statements for the year ended September 30, 2008. CHF also receives additional contributed services and materials (housing materials, supplies and tools) for which an estimate of the fair value is not determinable.

In-kind contributions (continued) -

Additionally, CHF's programs are furthered through the contribution of land and buildings. Because the title does not vest with CHF, the value of these items are not reflected in the accompanying combined financial statements as is in accordance with accounting principles generally accepted in the United States of America.

Allocation of functional expenses -

The costs of providing program and supporting services have been summarized on a functional basis in the Combined Statement of Activities and Change in Net Assets. Expenses that relate directly to a program or supporting service are charged to that program or supporting service. Certain supporting service expenses have been allocated among the programs benefited based on employee time records and ratios determined by management.

Use of estimates -

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Reclassification -

Certain amounts in the prior year combined financial statements have been reclassified to conform to the presentation of the current year's combined financial statements.

2. CONCENTRATION OF CREDIT RISK

At times, CHF maintains cash balances at financial institutions in excess of Federal Deposit Insurance Corporation (FDIC) limits. Management believes the risk in these situations to be minimal.

CHF had approximately \$47,000,000 of cash and cash equivalents held at financial institutions in foreign countries at September 30, 2008. The majority of funds invested in foreign countries is uninsured.

NOTES TO COMBINED FINANCIAL STATEMENTS SEPTEMBER 30, 2008

3. INVESTMENTS

Investments at September 30, 2008 consisted of the following:

		Market Value		Cost
Equities and mutual funds Government obligations Investment in Pakistani microcredit institution Investment in BOAFO (local microfinance	\$	214,512 92,487 250,000	\$	274,056 89,684 250,000
institution in Ghana)	_	217,963	_	217,963
	\$_	774,962	\$_	831,703

As of September 30, 2008, CHF recorded an unrealized loss on its investments of \$76,653.

4. LOANS RECEIVABLE AND PROVISION FOR LOAN LOSSES

Loans receivable include loans made by CHF to financial institutions, who in turn lend these funds to low income individuals or families in foreign countries for a variety of microfinance activities. Loans receivable also include loans made directly by CHF to individuals for similar purposes. These loans, the majority of which are at the prevailing market interest rates ranging between 0.67% and 5.58% per month, mature at various times over the next five years and are disbursed and repaid in either U.S. dollars or the local currency of the respective country.

Loans receivable as of September 30, 2008 consisted of the following:

NET LOANS RECEIVABLE	\$ 85,833,399
Less: Allowance for bad debts	(3,244,581)
Loans receivable	\$ 89,077,980

The following is a schedule of required principal payments (due CHF) under the aforementioned loans:

Year Ended September 30,

\$ 59,546,931	2009
15,184,143	2010
12,872,506	2011
1,424,603	2012
<u>49,797</u>	2013

\$89,077,980

The net bad debt recovery during the year ended September 30, 2008 aggregated \$1,445,555.

NOTES TO COMBINED FINANCIAL STATEMENTS SEPTEMBER 30, 2008

5. FURNITURE, EQUIPMENT AND LEASEHOLD IMPROVEMENTS

Furniture, equipment and leasehold improvements consisted of the following at September 30, 2008:

Furniture and fixtures	\$	609,355
Computers and equipment		1,247,584
Leasehold improvements	-	796,549
		2,653,488
Less: Accumulated depreciation and amortization		(1.485,508)

NET FURNITURE, EQUIPMENT AND LEASEHOLD IMPROVEMENTS

\$ 1,167,980

Total depreciation and amortization expense for the year ended September 30, 2008 was \$285,759, of which \$107,836 related to assets of CHF International and the Combined Entity.

6. CREDIT LINES

CHF has the following credit lines as of September 30, 2008:

- CHF maintains a \$3,000,000 unsecured line of credit with a local financial institution. Borrowings on the line of credit bear interest at the LIBOR Market Rate plus 2.5% (a total of 5.43% at September 30, 2008). At September 30, 2008, total borrowings aggregated \$1,160,085.
- CHF maintains an unsecured line of credit with a financial institution in Jordan. The total amount of the line of credit is 400,000 Jordanian Dinar (approximately \$565,000). Borrowings on the line of credit bear interest at 8.50%. At September 30, 2008, total borrowings aggregated \$444,067.
- CHF maintains several irrevocable standby letters of credit with a local financial institution. There were no outstanding borrowings on the letters of credit at September 30, 2008.

7. NOTES PAYABLE

As of September 30, 2008, CHF has outstanding notes payable aggregating \$31,266,942. The notes are due between October 1, 2009 and September 30, 2014. All notes payable are secured by CHF's loans receivable unless otherwise noted. Following is a list of all notes payable as of September 30, 2008:

CHF International:

• On April 23, 2002, CHF obtained a \$500,000 loan from the Overseas Private Investment Corporation (OPIC). The loan bears interest at 7.39% per annum and the principal amount is due in equal consecutive quarterly installments on the fifteenth day of each January, April, July, and October in each year, commencing on January 15, 2005. The loan matures on October 15, 2008.

\$ 1,250

NOTES TO COMBINED FINANCIAL STATEMENTS SEPTEMBER 30, 2008

7. NOTES PAYABLE (Continued)

CHF International (continued):

СП	r international (continued).		
•	On January 10, 2003, CHF received \$500,000 from the Overseas Private Investment Corporation (OPIC). The loan bears interest at 5.88% per annum and the principal amount is due in equal consecutive quarterly installments on the fifteenth day of each January, April, July, and October in each year, commencing January 15, 2006. The loan matures on October 29, 2009.	\$	156,250
•	On April 21, 2003, CHF received \$1,000,000 from the Overseas Private Investment Corporation (OPIC). The loan bears interest at 5.59% per annum and the principal amount is due in equal consecutive quarterly installments on the fifteenth day of each January, April, July, and October in each year, commencing January 15, 2006. The loan matures on October 29, 2009.		312,500
•	On August 22, 2003, CHF received \$1,000,000 from the Overseas Private Investment Corporation (OPIC). The loan bears interest at 6.23% per annum and the principal amount is due in equal consecutive quarterly installments on the fifteenth day of each January, April, July, and October in each year, commencing January 15, 2006. The loan matures on October 29, 2009.		312,500
•	On November 17, 2003, CHF obtained a \$500,000 loan from the Overseas Private Investment Corporation (OPIC). The loan bears interest at 6.00% per annum and the principal amount is due in equal consecutive quarterly installments on the 15th day of each January, April, July and October in each year, commencing January 15, 2005. The loan matures on October 15, 2008.		1,250
•	On August 8, 2006, CHF obtained a \$2,500,000 loan from the Overseas Private Investment Corporation (OPIC). The loan bears interest at 7.09% per annum and the principal amount is due in equal consecutive quarterly installments on the 15th day of each January, April, July and October in each year, commencing August 15, 2011. The loan matures on July 15, 2014.	2	2,500,000
•	As a part of its agreement with SIDA, CHF received 1,500,000 Euros of loan capital for the purpose of microcredit lending in Bosnia. The loan is non-interest bearing and is due on demand until December 31, 2008, when the full obligation is to be released by SIDA.	2	2,107,919
•	On December 10, 2004, CHF obtained a loan in the amount of \$1,000,000 from Oikocredit for the purpose of providing microcredit loans in Romania. The loan is repayable in six equal semi-annual installments beginning in the 30th month of the loan. The loan bears interest of 7.50% on the unpaid		

principal balance. The loan matures on December 10, 2009.

499,999

NOTES TO COMBINED FINANCIAL STATEMENTS SEPTEMBER 30, 2008

7. NOTES PAYABLE (Continued)

CHF International (continued):

 On April 5, 2007, CHF entered into a loan agreement with BlueOrchard Finance which provided 2,000,000 Euros of loan capital for the purpose of providing microcredit loans in Romania. The loan bears interest of Euribor (3.53% at the time of the first interest payment) plus 4%, and is due in full on April 14, 2009.

\$ 2,876,757

 On June 29, 2007, CHF entered into a loan agreement with the Calvert Social Investment Foundation which provided \$1,000,000 of loan capital for the purpose of providing microcredit loans in Romania. The loan bears interest of 4.50% and is due semi-annually in arrears. The note is due in full on June 30, 2011.

1,500,000

 On October 17, 2008, CHF entered into a loan agreement with Programa Oportunidades Rurales Ministerio de Agricultura y Desarrollo Rural which provided 3,325,000,000 Colombian Pesos of loan capital for the purpose of providing microcredit loans in Colombia. The loan bears interest of 3% per annum and is due in full on October 17, 2012.

1,529,003

Related Entities:

 During November 2002, CHF (through its related entity in Romania) obtained a loan from the National Agency for Development of Mining Areas (NAD) in Romania. The loan is non-interest bearing and is payable in monthly installments beginning in August 2007. The loan matures on December 31, 2012.

1,053,853

 During November 2002, CHF (through its related entity in Romania) obtained a second loan from the National Agency for Development of Mining Areas (NAD) in Romania. The loan is non-interest bearing and is payable in monthly installments beginning in August 2007. The loan matures on July 1, 2010.

1,076,629

• On April 23, 2004, CHF (through its related entity in Romania) and Ministry of Public Finance of Romania (MOPF) entered into a loan agreement to provide micro-credit loans to beneficiaries in the Western plain agro-region (Campia de Vest) in Romania. On February 1st and August 1st of each year, CHF shall pay interest on the outstanding amount of principal (equal to the sixmonth USD-denominated LIBOR Base Rate plus 0.9%), any penalties on late payments of interest and principal, a commitment charge on the unwithdrawn amount of principal equal to the commitment charge due from the MOPF to the Bank. Additionally, a front-end fee equal to one percent on the withdrawn amount of principal will be due at the date of each withdrawal. Repayment of the withdrawn amount of principal will begin after the closing date of the Project, and will be made in equal semi-annual installments on February 1st and August 1st over 48 months.

681.653

NOTES TO COMBINED FINANCIAL STATEMENTS SEPTEMBER 30, 2008

7. NOTES PAYABLE (Continued)

Related Entities (continued):

• On April 23, 2004, CHF (through its related entity in Romania) and Ministry of Public Finance of Romania (MOPF) entered into a loan agreement to provide micro-credit loans to beneficiaries in certain rural areas of in Romania. On February 1st and August 1st of each year, CHF shall pay interest on the outstanding amount of principal (equal to the six-month USD-denominated LIBOR Base Rate plus 0.9%), any penalties on late payments of interest and principal, a commitment charge on the unwithdrawn amount of principal equal to the commitment charge due from the MOPF to the Bank. Additionally, a front-end fee equal to one percent on the withdrawn amount of principal will be due at the date of each withdrawal. Repayment of the withdrawn amount of principal will begin after the closing date of the Project, and will be made in equal semi-annual installments on February 1st and August 1st over 48 months.

317,572

 During June 2006, CHF (through its related entity in Bosnia) entered into a loan agreement with a local organization in Bosnia. The total amount of the loan (250,000 Euros) bears interest of 5% per annum (payable quarterly) and is due in full on May 15, 2009.

284,079

• On September 18, 2006, CHF (through its related entity in Jordan) entered into a loan agreement with a local financial institution in Jordan. The total amount of the loan (1,000,000 Jordanian Dinar) bears interest of 7.75% per annum and is repayable over a 36-month period (due February 28, 2010).

666,981

 On December 18, 2006, CHF (through its related entity in Jordan) entered into secured loan agreement (collateralized with two vehicles) with a local financial institution in Jordan. The loan bears interest of 5.50% per annum and is due on December 31, 2011.

32,169

 On March 12, 2007, CHF (through its related entity in Jordan) entered into a loan agreement with a local financial institution in Jordan. The loan bears interest of 8.25% per annum and is due on February 11, 2011.

1,021,532

• On August 26, 2007, CHF (through its related entity in Jordan) entered into a loan agreement with a local financial institution in Jordan. The loan bears interest of 9.25% per annum and is due on August 21, 2010.

1,041,183

On September 10, 2007, CHF (through its related entity in Romania) entered into a 2,250,000 Euro loan agreement with the European Bank for Reconstruction and Development (which provided 750,000 Euros of loan capital during the year) for the purpose of providing microcredit loans in Romania. The loan bears interest at the Euribor rate of 4.75% (at the time of drawdown) plus 4.55%, with the first interest payments due on April 9, 2009. Principal payments are due in four equal semi-annual installments beginning on October 9, 2009. The loan is due on October 9, 2010.

3,209,156

NOTES TO COMBINED FINANCIAL STATEMENTS SEPTEMBER 30, 2008

7. NOTES PAYABLE (Continued)

Related Entities (continued):

•	On December 11, 2007, CHF (through its related entity in Bosnia) entered into a loan agreement with 'SPARK' for the purpose of establishing a credit facility in Zenica, Bosnia. The loan does not stipulate a fixed rate of interest and is due in full on December 10, 2010.	\$	143,495
•	On December 26, 2007, CHF (through its related entity in Bosnia) received a 970,260 KM (Bosnian Convertible Marks) loan from a local bank in Bosnia. The loan bears interest of 7.35% per annual and is due in full on December 26, 2008.		711,856
•	On June 17, 2008, CHF (through its related entity in Bosnia) received a KM 620,000 loan from a local bank in Bosnia. The loan bears interest of 8.60% per annual and is due in full on September 15, 2011.		454,879
•	On August 1, 2008, CHF (through its related entity in Jordan) received a loan from a local bank in Jordan for the purpose of furthering its lending activities. The loan bears interest of 8.25% and is due in full on July 1, 2009.		9,777
•	On September 5, 2008, CHF (through its related entity in Jordan) received a loan from a local bank in Jordan for the purpose of furthering its lending activities. The loan bears interest of 10% and is due in full on September 5, 2011.		424,553
•	On September 23, 2008, CHF (through its related entity in Jordan) received a loan (for its activities in Jordan) from a Swiss organization (Symbiotics) for the purpose of furthering its lending activities. The loan bears interest of 8.5% and is due in full on September 26, 2009.		1,400,000
•	On December 5, 2007, CHF (through its related entity in Jordan) received two loans (150,000 Jordanian Dinar and 300,000 Jordanian Dinar) from the Development and Employment Fund (in Jordan) for the purpose of furthering its lending activities. The loans bears interest of 7% and are repayable over 36 equal monthly installments (the first of which was paid on June 30, 2008).		627,745
•	On April 13, 2008, CHF (through its related entity in Jordan) received a loan in the amount of 1,000,000 Jordanian Dinar from a local bank (in Jordan) for the purpose of furthering its lending activities. The loan bears interest of 8.15% and is repayable over 30 equal monthly installments of JD 33,333 (the first of which will be paid on April 30, 2009). The loan matures on September 30, 2011.	,	1,412,429
•	On July 3, 2008, CHF (through its related entity in Jordan) entered into a 500,000 Jordanian Dinar revolving loan agreement with a local bank (in Jordan) for the purpose of furthering its lending activities. The loan bears interest of 9.25% and is due on January 3, 2010.		621,092

NOTES TO COMBINED FINANCIAL STATEMENTS SEPTEMBER 30, 2008

7. NOTES PAYABLE (Continued)

Related Entities (continued):

 On December 28, 2007, CHF (through its related entity in Libera) obtained a loan from the Overseas Private Investment Corporation (OPIC) for the purpose of financing its activities in Liberia. The loan bears interest at 6.06% per annum and is due on June 15, 2022.

\$ 1.669.377

 On June 24, 2008, CHF (through its related entity in Romania) obtained a loan of Euro 1,000,000 from the Ecumenical Development Cooperative Society for the purpose of furthering its lending activities in Romania. The loan bears interest of 7.80% and is repayable in eight semi-annual equal installments starting in January 2010. The loan matures on July 1, 2013.

1,454,206

 During the fiscal year ended September 30, 2008, CHF (through its related entity in Jordan) entered into a loan with a local bank in Jordan for the purpose of furthering its lending activities. The loan bears interest of 9.25% and is due on September 30, 2009.

1,155,298

\$ 31,266,942

The following is a schedule of required principal payments due under the aforementioned loans:

Year Ended September 30,

2009	\$	9,667,778
2010		6,775,583
2011		7,516,434
2012		1,998,774
2013		2,805,663
2014	_	2,502,710

\$<u>31,266,942</u>

8. RETIREMENT PLANS

Defined contribution plan -

CHF sponsors a defined contribution plan (profit-sharing plan) that covers all current employees who have completed one year of service. Contributions to the plan are discretionary and are determined each year by CHF. The plan has a four-year graduated vesting schedule.

Deferred compensation plan -

CHF also has a deferred compensation plan for certain key staff. Amounts contributed are vested immediately.

During the year ended September 30, 2008, total retirement plan expense was approximately \$1,419,377.

NOTES TO COMBINED FINANCIAL STATEMENTS SEPTEMBER 30, 2008

9. TEMPORARILY RESTRICTED NET ASSETS

Temporarily restricted net assets consist primarily of cash and cash equivalents and loans receivable, net of allowance for bad debts, received from governmental agencies, corporations and private foundations, for which donor imposed restrictions have not been met. All temporarily restricted net assets at September 30, 2008 are to provide support for CHF's programs.

Following is a summary of temporarily restricted net assets at September 30, 2008:

Project Funds: Bolivia Colombia Ghana Honduras Indonesia India Iraq Kenya Liberia Mexico Mongolia North Sudan Pakistan Palestine Peru Trinidad Various headquarters projects	\$ 51 33,243,281 392,983 2,262,621 1,895,237 1,438,885 102,464 85,578 99,550 40,019 1,278,622 233,254 250,000 113,728 30,456 7,384 214,380
Project Funds Total	\$ <u>41,688,493</u>
Related Entity (Romania) and Combined Entity	\$ <u>3,199,567</u>
Loan Capital: Colombia Iraq Mexico Mongolia Palestine	\$ 3,120,067 50,000 400,000 378,032 836,762
Loan Capital Total	\$ <u>4,784,861</u>

During the year ended September 30, 2008, temporarily restricted net assets of \$146,663,029 were released from restrictions by incurring programmatic expenses and by the passage of time, both satisfying CHF's donor imposed restrictions. Following is a summary of net assets released from restrictions by program and country for the year ended September 30, 2008:

Loan Capital:

Iraq (Louis Berger)	\$	3,500,000
Palestine (SMART)	_	1,200,000
Loan Capital subtotal	_	4,700,000

NOTES TO COMBINED FINANCIAL STATEMENTS SEPTEMBER 30, 2008

9. TEMPORARILY RESTRICTED NET ASSETS (Continued)

Project Funds:

Afghanistan	\$	426,465
Bolivia		4,949
Bosnia		1,095
Colombia	11	5,842,082
Ethiopia		391,407
Ghana		726,862
Honduras		3,774,493
Indonesia	1	3,037,038
Jordan		39,494
India		991,436
Iraq		1,875,258
Kenya		380,586
Lebanon		43,323
Liberia		1,323,732
Mexico		231,437
North Sudan		867,023
Palestine		1,721,924
Peru		229,423
South Sudan		305
Trinidad		29,184
Various headquarters projects		25,513
1 7		, -
Project Funds subtotal	<u>14</u>	1,963,029

TOTAL NET ASSETS RELEASED FROM RESTRICTIONS \$146,663,029

10. COMMITMENTS

On February 20, 2004, CHF entered into a 129-month lease agreement for office space. The lease commenced on July 1, 2004 and includes a 2.5% annual lease payment escalation. The lease agreement also stipulates that CHF will be obligated to pay its proportionate share of the building's operating expenses and real estate taxes.

CHF is also obligated under several non-cancelable leases for office equipment and vehicles. The following is a schedule of future minimum payments required under these non-cancelable operating leases as of September 30, 2008:

Year Ended September 30,

2009	\$	833,180
2010		848,170
2011		865,127
2012		887,744
2013		910,953
2014 and Thereafter	_	1,710,836

\$<u>6,056,010</u>

NOTES TO COMBINED FINANCIAL STATEMENTS SEPTEMBER 30, 2008

10. COMMITMENTS (Continued)

Total rent expense under long-term lease commitments for the year ended September 30, 2008 was approximately \$865,000.

CHF also leases office space in numerous foreign countries under short-term lease agreements. Total rent expense under short-term lease agreements for the year ended September 30, 2008 was approximately \$3,100,000.

11. CONTINGENCIES

United States Government Funding -

CHF receives grants, cooperative agreements and contracts from various agencies of the United States government. Such awards are subject to audit under the provisions of OMB Circular A-133. The ultimate determination of amounts received under these awards is based upon the allowance of costs reported to and accepted by the United States government as a result of the audits. Audits in accordance with the provisions of OMB Circular A-133 have been completed for all required fiscal years through 2008. Until such audits have been accepted by the United States government, there exists a contingency to refund any amount received in excess of allowable costs. Management is of the opinion that no material liability will result from such audits.

Foreign operations -

CHF provides capital assistance, technical assistance, and training in numerous third world countries through its field offices in each of those countries. CHF also maintains cash accounts as well as loan portfolios in some of those countries. The future results of those programs could be adversely affected by a number of potential factors, such as currency devaluations or changes in the political climate.

As of September 30, 2008, CHF had cash, property and equipment and loans receivable in various countries in the Middle East, Eastern Europe, Africa, Asia and Central and South America totaling approximately \$133,000,000, which represents approximately 83% of CHF's total assets as of September 30, 2008.

12. ECONOMIC DEPENDENCY

Approximately 56% of CHF's revenue and support (excluding in-kind contributions) for the year ended September 30, 2008 was derived from grants and contracts awarded directly by the United States Federal government or from pass-through entities. CHF has no reason to believe that relationships with these agencies will be discontinued in the foreseeable future. However, any interruption of these relationships (i.e., the failure to renew agreements or withholding of funds) would adversely affect CHF's ability to finance ongoing operations.

NOTES TO COMBINED FINANCIAL STATEMENTS SEPTEMBER 30, 2008

13. FUTURE COMMITMENTS FROM THE U.S. GOVERNMENT

CHF receives a significant amount of its funding from various agencies of the United States Government. As of September 30, 2008, CHF has received commitments from these agencies for future years totaling approximately \$311,000,000, of which the agencies have obligated approximately \$78,000,000. Such amounts have not been included in the accompanying combined financial statements.

14. SUPPLEMENTAL INFORMATION ON CASH FLOWS

The Combined Statement of Cash Flows classifies changes in cash according to operating, investing and financing activities.

The following is supplementary information relating to the Combined Statement of Cash Flows:

Interest Paid \$ 253,681



INDEPENDENT AUDITORS' REPORT ON SUPPLEMENTAL FINANCIAL INFORMATION

To the Board of Directors CHF International, Related Entities and Combined Entity Silver Spring, Maryland

Our report on our audit of the basic combined financial statements of CHF International, Related Entities and Combined Entity as of September 30, 2008 appears on page 2. The audit was made for the purpose of forming an opinion on the basic combined financial statements taken as a whole. The information contained in Schedules 1 through 3 is presented for purposes of additional analysis and is not a required part of the financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements.

Gelman Kozenberg & Freedman

March 2, 2009

4550 MONTGOMERY AVENUE · SUITE 650 NORTH · BETHESDA, MARYLAND 20814 (301) 951-9090 · FAX (301) 951-3570 · www.grfcpa.com

SCHEDULE OF FUNCTIONAL EXPENSES WITHOUT RELATED ENTITIES FOR THE YEAR ENDED SEPTEMBER 30, 2008

		Technical Assistance	Capital Assistance		eneral and ministrative	Total Expenses		
Salaries and wages	\$	8,617,063	\$ 319,942	\$	7,726,718	\$ 16,663,723		
Fringe benefits	•	2,558,137	94,981	*	2,493,821	5,146,939		
Local salaries and fringe		19,554,542	2,701,403		845,067	23,101,012		
Other allowances		1,871,255	141,995		183,915	2,197,165		
Printing and production		198,786	10,923		223,209	432,918		
Professional fees		753,168	224,505		1,016,639	1,994,312		
Occupancy		2,563,494	371,193		1,039,027	3,973,714		
Security costs		2,971,489	425,768		-	3,397,257		
Insurance		720,208	167,638		(42,088)	845,758		
Depreciation and amortization		-	-		107,836	107,836		
Telecommunications		1,405,542	155,455		330,674	1,891,671		
Travel		4,042,910	260,252		1,912,103	6,215,265		
Consulting fees		2,438,129	55,260		2,195,480	4,688,869		
Postage and delivery		197,445	15,235		69,840	282,520		
Repairs and maintenance		477,940	40,795		453,244	971,979		
Supplies		1,860,944	136,397		147,959	2,145,300		
Dues, subscriptions and publications		159,358	11,327		161,809	332,494		
Conferences		236,745	4,909		400,374	642,028		
In-kind skilled labor		2,820,617	-		233,980	3,054,597		
In-kind equipment and materials		13,267,016	1,678		-	13,268,694		
Interest expense		122,784	59,043		12,543	194,370		
Equipment purchase and rental		1,087,168	113,409		502,480	1,703,057		
Foreign exchange loss		1,953,656	353,561		361	2,307,578		
Temporary help		269,510	206		224,530	494,246		
Contracts		46,194,095	27,717		-	46,221,812		
Assistance awards		183,372,810	-		-	183,372,810		
Vehicle purchase and expense		1,452,360	3,385		-	1,455,745		
Office operating expense		684,248	47,486		99,991	831,725		
Participant training		1,167,605	5,079		-	1,172,684		
Staff training and development		320,616	5,056		52,863	378,535		
Construction expense and materials		27,530,985	-		-	27,530,985		
Bad debt expense (recovery)		(1,858,055)	383,477		29,023	(1,445,555)		
Grants/projects		966,383			53,155	1,019,538		
Other	-	456,719	<u>215,608</u>	_	321,642	993,969		
TOTAL	\$_	330,435,672	\$ <u>6,353,683</u>	\$_	20,796,195	\$ <u>357,585,550</u>		

COMBINING SCHEDULE OF FINANCIAL POSITION AS OF SEPTEMBER 30, 2008

	CHF	Related Entities							Combined		
	International	Bosnia	Jordan	Lebanon	Mexico	Romania	Liberia	Subtotal	Entity	Eliminations	TOTAL
ASSETS	_		•				•				
Cash and cash equivalents	\$ 54,696,856	\$ 27,284	\$ 769,699	\$1.847.586	\$ 174,992	\$ 2,144,081	\$ 638,132	\$ 60,298,630	\$1,404,497	\$ -	\$ 61,703,127
Investments	2,612,338	Ψ 21,204	ψ 709,099 -	ψ1,047,300 -	ψ 174,99Z	\$ 2,144,001 -	ψ 030,132	2,612,338	φ1,404,4 <i>91</i>	(1,837,376)	774,962
Loans receivable, net of allowance	42,255,737	8,630,168	15,789,556	889,767	847.413	16,191,763	1.228.995	85,833,399	_	(1,001,010)	85,833,399
Federal grants and contracts receivable	1,980,165	-	-	-	-	-	-	1,980,165	_	_	1,980,165
Nonfederal grants and contracts receivable		_	_	_	_	_	-	1,105,993	1,042,456	_	2,148,449
Accounts receivable and advances	2,965,731	5,337	20,488	66.107	93,262	66,073	-	3.216.998	-,0, .00	_	3,216,998
Intercompany receivables	16,774,971	-	2,071	-	-	-	-	16,777,042	-	(16,777,042)	-
Prepaid expenses and other assets	2,032,466	2,775	66,013	_	_	_	69,746	2,171,000	560,358	(.0,,0.2)	2,731,358
Furniture, equipment and leasehold	_,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	_,	,					_,,	555,555		_,, ,
improvements, net	368,763	131,627	204,607	213,292	104,345	48,912	80,724	1,152,270	15,710	-	1,167,980
Security deposits	235,283	121,053	5,076	-, -	3,292	-,-	-	364,704	-	-	364,704
, ,											
TOTAL ASSETS	\$ 125,028,303	\$8,918,244	\$16,857,510	\$3,016,752	\$ 1,223,304	\$18,450,829	\$2,017,597	\$175,512,539	\$3,023,021	\$(18,614,418)	\$159,921,142
LIABILITIES AND NET ASSETS											
Credit lines	\$ 1,160,085	\$ -	\$ 444,067	\$ -	\$ -	\$ -	\$ -	\$ 1,604,152	\$ -	\$ -	\$ 1,604,152
Notes payable	11,797,428	1,594,258	8,412,760	-	-	7,793,119	1,669,377	31,266,942	-	-	31,266,942
Accounts payable and accrued expenses	9,958,456	28,731	17,672	90,979	264,719	63,065	34,374	10,457,996	133,393	-	10,591,389
Intercompany payables	5,074,348	2,426,799	-	951,184	572,257	8,395,787	-	17,420,375	-	(17,420,375)	-
Accrued salaries and benefits	4,809,404	20,252	-	131,093	-	-	-	4,960,749	64,127	- '	5,024,876
Funds held in trust	200,000	-	-	-	-	-	-	200,000	-	-	200,000
Total liabilities	32,999,721	4,070,040	8,874,499	1,173,256	836,976	16,251,971	1,703,751	65,910,214	197,520	(17,420,375)	48,687,359
NET ASSETS											
Unrestricted	45,555,228	4,848,204	7,983,011	1,843,496	386,328	1,745,825	313,846	62,675,938	78,967	(1,194,043)	61,560,862
Temporarily restricted	46,473,354	-	-	-	-	453,033	-	46,926,387	2,746,534	-	49,672,921
Total net assets	92,028,582	4,848,204	7,983,011	1,843,496	386,328	2,198,858	313,846	109,602,325	2,825,501	(1,194,043)	111,233,783
TOTAL LIABILITIES AND NET ASSETS	\$ 125,028,303	\$8,918,244	\$16,857,510	¢3 016 752	\$ 1,223,304	\$18,450,829	\$2,017,597	\$175,512,539	\$3,023,021	¢/12 61 <i>1</i> /10\	\$159,921,142
NEI ASSEIS	φ 120,020,3U3	₽0,910,∠44	φ 10,00 <i>1</i> ,010	φ3,U10,732	₹ 1,∠∠3,304	φ 10,40U,029	⊅∠, ∪17,397	φ 1/3,312,339	Φ3,U23,U2 1	φ(10,014,418)	φ139,921,142

COMBINING SCHEDULE OF CHANGE IN NET ASSETS FOR THE YEAR ENDED SEPTEMBER 30, 2008

	CHF	Related Entities							Combined			
	International	Bosnia	Jordan	Lebanon	Mexico	Romania		Liberia	Subtotal	Entity	Eliminations	TOTAL
UNRESTRICTED:												
Beginning of year net assets	\$ 34,869,603	\$4,285,922	\$ 6,790,851	\$ 1,451,827	\$ 367,536	\$ 2,084,129	\$	(193,921)	\$ 49,655,947	\$ (112,021)	\$ (2,015,816)	\$ 47,528,110
Paid-in capital	-	-	-	247,974	77,459	-		904,251	1,229,684	-	(1,229,684)	-
Change in net assets	10,685,625	562,282	1,192,160	143,695	(58,667)	(338,304)		(396,484)	11,790,307	190,988	2,051,457	14,032,752
END OF YEAR NET ASSETS	\$ 45,555,228	\$4,848,204	\$ 7,983,011	\$ 1,843,496	\$ 386,328	\$ 1,745,825	\$	313,846	\$ 62,675,938	\$ 78,967	\$ (1,194,043)	\$ 61,560,862
TEMPORARILY RESTRICTED:												
Beginning of year net assets	\$ 38,355,587	\$ -	\$ -	\$ -	\$ -	\$ -	\$	-	\$ 38,355,587	\$ 970,483	\$ -	\$ 39,326,070
Change in net assets	8,117,767			<u>-</u>		453,033			8,570,800	1,776,051		10,346,851
END OF YEAR NET ASSETS	\$ 46,473,354	\$ -	\$ -	\$ -	\$ -	\$ 453,033	\$		\$ 46,926,387	\$2,746,534	\$ -	\$ 49,672,921
TOTAL:												
Beginning of year net assets	\$ 73,225,190	\$4,285,922	\$ 6,790,851	\$ 1,451,827	\$ 367,536	\$ 2,084,129	\$	(193,921)	\$ 88,011,534	\$ 858,462	\$ (2,015,816)	\$ 86,854,180
Paid-in capital	-	-	-	247,974	77,459	-		904,251	1,229,684	-	(1,229,684)	-
Change in net assets	18,803,392	562,282	1,192,160	143,695	(58,667)	114,729		(396,484)	20,361,107	1,967,039	2,051,457	24,379,603
END OF YEAR NET ASSETS	\$ 92,028,582	\$4,848,204	\$ 7,983,011	\$ 1,843,496	\$ 386,328	\$ 2,198,858	\$	313,846	\$109,602,325	\$2,825,501	\$ (1,194,043)	\$111,233,783