

J. HUMBERTO LOPEZ  
Director, Central America  
Latin America and the Caribbean Region

February 24, 2017

Dr. Edgar E. Gutiérrez-Espeleta  
Minister  
Ministry of Environment and Energy  
San Jose, Costa Rica.

Mr. Jorge Mario Rodriguez Zúñiga  
General Director  
National Forestry Financing Fund (FONAFIFO)  
San Jose, Costa Rica

Excellency:

*Re: Amendment to the Letter of Intent between the International Bank for Reconstruction and Development, acting as the trustee of the Carbon Fund of the Forest Carbon Partnership Facility, and the National Forestry Financing Fund (FONAFIFO) in Costa Rica dated November 4, 2015 with respect to the "FONAFIFO Carbon Fund Emission Reductions Program" in Costa Rica*

We refer to the Letter of Intent between the International Bank for Reconstruction and Development ("IBRD") acting as the trustee ("Trustee") of the Carbon Fund of the Forest Carbon Partnership Facility ("FCPF") and the National Forestry Financing Fund (FONAFIFO) in Costa Rica ("Program Entity", and together referred to as "Parties") dated November 4, 2015 and signed by his Excellency, the Minister of Environment and Energy ("Letter of Intent") with respect to the 'FONAFIFO Carbon Fund Emission Reductions Program' in Costa Rica. Capitalized terms used in this amendment letter shall have the same meaning ascribed to them in the Letter of Intent.

The Parties agree to herewith amend the Letter of Intent as follows:

- 1) The Exclusivity Period specified in Clause 3.1 of the Letter of Intent shall be extended from sixteen (16) months to twenty eight (28) months.
- 2) Clause 7.2 of the Letter of Intent shall be deleted in its entirety and replaced as follows:

"7.2 If the ERPA Negotiation Period has not started within twenty four (24) months from the date of this Letter of Intent, the Trustee may, at its sole and absolute discretion, either terminate this Letter of Intent and the understandings it provides or extend the deadline provided in this Clause 7.2."

Dr. Edgar Gutiérrez-Espeleta  
Mr. Jose M. Rodriguez Z.

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February 24, 2017

Unless expressly provided for otherwise in this amendment letter, all other provisions of the Letter of Intent shall remain unchanged and in full force and effect.

Please confirm your agreement to the foregoing amendment letter by countersigning the received copies in the spaces provided below and return it to me in care of the Carbon Finance Unit, MC-3-309, the World Bank, 1818 H Street, Washington D.C. 20433, U.S.A. Following your countersignature, the provisions of this amendment letter shall become effective on the date of this letter.

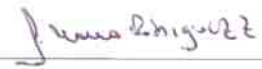
Sincerely



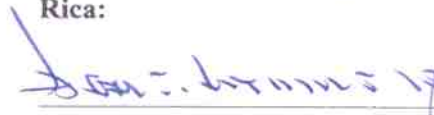
J. Humberto Lopez  
Director  
Central America  
Latin America and the Caribbean Region

**AGREED AND CONFIRMED:**

**On behalf of the National Forestry  
Financing Fund (FONAFIFO):**

  
\_\_\_\_\_  
(Authorized Signatory)  
03/03/2017

**On behalf of the Ministry of  
Environment and Energy in Costa  
Rica:**

  
\_\_\_\_\_  
(Authorized Signatory)  
3.3.17



Name: Jorge Mario Rodriguez Zúñiga	Name: Edgar Gutiérrez Espeleta
Title: General Director of FONAFIFO	Title: Minister of Environment and Energy

cc: Hellio Fallas, Minister of Finance, Ministry of Finance  
Fernando Jimenez Latorre, Executive Director, World Bank  
Fabrizio Zarcone, Country Manager, World Bank