

Ref: WB/068-DEC/2019
December 17, 2019

H.E. Mr. Somdy Douangdy
Deputy Prime Minister
Minister of Finance

Ministry of Finance
23 Singha Road
Vientiane, Lao People's Democratic Republic

Re: Second 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 Lao People's Democratic Republic dated July 20, 2016 with respect to the 'Promoting REDD+ through Governance, Forest Landscapes and Livelihoods in Northern Lao PDR' program in the Lao People's Democratic Republic

Excellency:

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 ("Carbon Fund"), and the Lao People's Democratic Republic ("Program Entity", and together referred to as "Parties"), represented by the Ministry of Finance, dated July 20, 2016 as amended on July 18, 2018 ("Letter of Intent") with respect to the 'Promoting REDD+ through Governance, Forest Landscapes and Livelihoods in Northern Lao PDR' program in the Lao People's Democratic Republic. Capitalized terms used in this amendment letter shall have the same meaning ascribed to them in the Letter of Intent.

1. The Parties agree to herewith amend the Letter of Intent as follows:
 - (a) The Exclusivity Period specified in Section 3.1 of the Letter of Intent shall be extended from forty-one (41) months (December 20, 2019) to forty-seven (47) months (June 20, 2020).
 - (b) Section 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 forty-six (46) 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."
2. 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



Gevorg Sargsyan
Acting Director for Myanmar, Cambodia and Lao PDR
East Asia and Pacific Region

AGREED AND CONFIRMED:

On behalf of the Lao People's Democratic Republic, represented by the Ministry of Finance:



Name: H.E. Mr. Somdy Douangdy
Title: Deputy Prime Minister
Ministry of Finance