

BILL & MELINDA
GATES foundation

PO Box 23350
Seattle, WA 98102, USA
V 206.709.3100
F 206.709.3180
www.gatesfoundation.org

June 6, 2013

Babacar Cissé
United Nations Development Programme
Deputy Director, Regional Bureau for Africa
Point E, Immeuble E, Complexe
CETAMIL
BP 5640 Dakar Fann
Senegal

Amendment No. 3 for Grant No. OPP45498 (the "Amendment")

Dear Mr. Cissé:

The Bill & Melinda Gates Foundation (the "Foundation") and United Nations Development Programme (the "UNDP") entered into a grant agreement with a Start Date of December 15, 2007 regarding a grant to establish sustainable, replicable rural agro-enterprises in West Africa. This agreement was amended on July 31, 2009 and March 29, 2013 (as so amended, the "Grant Agreement"). All capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Grant Agreement.

On March 6, 2013, UNDP submitted a proposal and budget to the Foundation (collectively, the "Supplement Proposal") for additional funding in the amount of \$4,985,314.00 (the "Supplement") to further the charitable purposes of the original grant.

The Foundation has approved your request for the Supplement, which increases the total award to \$23,985,153.00. Accordingly, the Grant Agreement is hereby amended as follows:

1. **Use of Supplement Funds.** UNDP agrees to use the Supplement solely for the purposes of, and in the manner described in, the Supplement Proposal.
2. **Grant Period.** The grant period is extended until October 31, 2014.
3. **Payments and Reports.** The Foundation will disburse the Supplement to UNDP according to the schedule below upon receipt of this countersigned amendment. All remaining reports required by the Grant Agreement shall include information on both the original award and the Supplement and shall be submitted in accordance with the following schedule:

Payment Date	Payment Amount	Milestone or Deliverable	Due by	Reporting Period
November 29, 2007	\$5,338,587.00	Paid	N/A	-----
June 11, 2009	\$5,219,347.00	Paid	N/A	-----
October 28, 2010	\$3,692,960.00	Paid	N/A	-----
June 30, 2011	\$3,744,952.00	Paid	N/A	-----
November 15, 2012	\$1,003,993.00	Paid	N/A	-----
Within 15 days following receipt of the counter-signed grant Amendment	\$3,506,718.00	Counter-signed Grant Amendment	-----	-----

April 2014	\$1,478,596.00	Updated Appendix B Timeline and Milestones for Grant Period Extension	July 31, 2013	-----
		Narrative and Financial Report	February 28, 2014	From January 1, 2013 to December 31, 2013
-----	-----	Final Narrative and Financial Report	January 31, 2015	Project Start Date to February 28, 2014
AWARD TOTAL	\$23,985,153.00			

Effect of Amendment. Except as modified by this Amendment, all other terms and conditions of the Grant Agreement remain in full force and effect.

This Amendment may be executed in counterparts which, when taken together, will constitute one Amendment. Copies of this Amendment will be equally binding as originals and faxed or scanned and emailed counterpart signatures will be sufficient to evidence execution, though the Foundation may require you to deliver original signed documents.

Please sign and return this Grant Amendment to Jeanine Wiese, Grants Coordinator. Please keep a copy for your records. If you have questions, please contact Lee Klejnot, Grants Administrator at Lee.Klejnot@gatesfoundation.org or +001 (206) 770-1576.

On behalf of the Foundation, may I extend every good wish for the success of your work.

Sincerely,



Arlene Mitchell
Deputy Director, Agricultural Development
Global Development Program
Bill & Melinda Gates Foundation

United Nations Development Programme, by its authorized representative, agrees to the terms and conditions of this Amendment.



Babacar Cissé
Deputy Director, Regional Bureau for Africa

19 June 2016
Date

RE: Grant Amendment for Expansion of Successful Poverty Reduction and Women's Empowerment Model in West Africa (OPP45498)

Shalina Miah

Sent: Wednesday, June 19, 2013 8:45 AM

To: Vinetta Robinson

Cc: Simon Hannaford; Babacar Cissé; Gita Welch; Nertila Caushi; Simon Hannaford

Dear Vinetta,

I reviewed the amendment letter and it is fine to be signed.

Best regards,

Shalina

Shalina Miah

Legal Specialist Financing Agreements

Legal Support Office

Bureau of Management

United Nations Development Programme

Telephone : (212) 906-5033

Fax: (212) 906-6577

304 East 45th Street, 16th Floor

New York, NY 10017

From: Vinetta Robinson

Sent: Tuesday, June 18, 2013 5:51 PM

To: Shalina Miah

Cc: Simon Hannaford; Babacar Cissé; Gita Welch

Subject: FW: Grant Amendment for Expansion of Successful Poverty Reduction and Women's Empowerment Model in West Africa (OPP45498)

Dear Shalina,

In reference to the message below and attachment, we would be grateful to have your urgent review and clearance before Babacar signs.

Thanks in advance for your kind support. Vinetta

From: Jeanine Wiese [<mailto:Jeanine.Wiese@gatesfoundation.org>]

Sent: Friday, June 07, 2013 1:58 PM

To: Gita Welch; Babacar Cissé

Cc: Caitlin Smethurst; Meaghan O'Leary; Lee Klejnot

Subject: Grant Amendment for Expansion of Successful Poverty Reduction and Women's Empowerment Model in West Africa (OPP45498)

Dear Gita Welch,

On behalf of the Global Development Program at the Bill & Melinda Gates Foundation, I would like to congratulate you of the approval of the amendment to grant #OPP45498 to establish sustainable, replicable rural agro-enterprises in West Africa.

Please find attached to this email an execution copy of Amendment 3. If this Amendment correctly describes your understanding of the terms of this grant, as amended, please have an Institutional Official authorized to submit

and accept grants on behalf of your organization sign and return the document to my attention at your earliest convenience via email or fax at: 206.494.7111.

If you do have questions or concerns regarding the terms of this Amendment, please contact Lee Klejnot, Grants Administrator, who is copied on this email.

Future communications and questions about your grant including submission of required reports should continue to be addressed to your Program Officer, Caitlin Smethurst, and Program Coordinator, Meaghan O'Leary, who are copied on this email. I will be your grants management primary contact working with your program team regarding payments, reporting and amendments to your grant terms as necessary. Please do not hesitate to contact us if you have any questions.

Sincerely,