

KfW Bankengruppe, Postfach 111141, 60046 Frankfurt am Main

United Nations Development Programme
Attn.: Mrs. Seher Alacacı Ariner
Assistant Resident Representative
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Turkey

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Date: 15/07/2020

» **Employment and Skills Development Project / Amendment Agreement No. 2 to the Financing Agreement**

Dear Madam / Sir,

Please find attached one original of the signed Amendment Agreement for your files.

Kind regards,

KfW


Karsten Meier

Senior Project Manager / Principal


Horst Zapf

Senior Project Manager / Principal

Second Amendment Agreement

dated July 9 2020

to the financing agreement dated 08 June 2016, as amended by an amendment agreement dated 11 July 2018

(the "Original Financing Agreement")

between

KfW, Frankfurt am Main

("KfW")

and the

United Nations Development Programme

("UNDP" or "Recipient")

- Employment and Skills Development Programme -

BMZ-No.: 2016 40 689

UNDP-Code 00096416

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KfW for the account of the Federal Republic of Germany and UNDP hereby enter into the following supplemental financing agreement to the Original Financing Agreement (the "Amendment Agreement"):

Section 1 – Definitions and Interpretation

Subject to any express provision to the contrary in this Amendment Agreement or unless the context otherwise requires, terms defined in the Original Financing Agreement shall have the same meaning in this Amendment Agreement.

Section 2 – Modifications of the Original Financing Agreement

The Original Financing Agreement shall be modified as follows:

2.1 Article 2.3 of the Original Financing Agreement shall be deleted and replaced as follows:

"The Project measures as defined in Annex 1 shall be completed at the latest by 30.06.2021."

2.2 The timeframe for the implementation of both Component 1 and Component 2 as set out in the Table on page 7 of Annex 1 to the Original Financing Agreement shall be extended by a further twelve months until June 2021.

2.3 Annex 1 to the Original Financing Agreement shall be amended and supplemented by the addition of: i) the "Activity Plan-C1"; and ii) the "Implementation Plan for Component 2", as attached to this Amendment Agreement (together the "Additional Plans"). All references in the Original Financing Agreement to Annex 1 shall be interpreted as including the Additional Plans.

Section 3 – Continuity and Further Assurance

3.1 Continuing obligations.

The provisions of the Original Financing Agreement shall, save as amended by this Amendment Agreement, remain unchanged and continue in full force and effect.

3.2 Further assurance.

The Recipient shall, at the request of KfW and at its own expense, do all such acts and things necessary or reasonably desirable to give effect to the amendments effected or to be effected pursuant to this Amendment Agreement.

Section 4 – Incorporation of Terms

The provisions of Article 4 (*Costs and Public Charges*), Articles 5.1 and 5.2 (*Contractual Statements and Power of Representation*), Article 7 (*Publication and Transfer of Project-related Information*) and Articles 8.5, 8.6, 8.7 and 8.8 (*Miscellaneous Provisions*) of the Original Financing Agreement shall be incorporated into this Amendment Agreement as if set out in full in this Amendment Agreement and as if references in those clauses to "the Agreement" or "this Agreement" are references to this Amendment Agreement.

Done in 2 originals in the English language.

Frankfurt am Main, this July 9, 2020

Ankara, this July 9, 2020

KfW

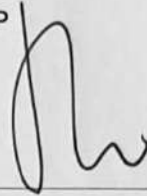


Signature

Horst Zapf
Senior Project Manager
Principal

Title of signatory (block capitals)

UNDP



Signature

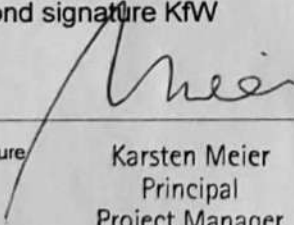
CLAUDIO TOMASI

Name of signatory (block capitals)

RESIDENT REPRESENTATIVE

Title of signatory (block capitals)

Second signature KfW



Signature

Karsten Meier
Principal
Project Manager

Name of signatory (block capitals)

Title of signatory (block capitals)

Annex – Additional Plans

- 1 - Activity Plan-C1
- 2 - Implementation Plan for Component 2