

*Amendment to the Transfer Agreement between the International Bank for Reconstruction and Development, as Trustee of the Partnership for Market Readiness Multi-Donor Trust Fund, and the United Nations Development Programme, with respect to the preparation of Tunisia's market readiness proposal under the Partnership for Market Readiness (TF No. TF0A3138)*

1. Reference is made to the Transfer Agreement between the International Bank for Reconstruction and Development, as Trustee of the Partnership for Market Readiness Multi-Donor Trust Fund (the "Trustee"), and the United Nations Development Programme (the "Delivery Partner", and together with the Trustee, the "Parties"), with respect to the preparation of Tunisia's market readiness proposal under the Partnership for Market Readiness (TF No. TF0A3138) (the "Trust Fund") effective as of October 21, 2016 (the "Transfer Agreement").

2. The Trustee and the Delivery Partner agree to the following amendment to the Transfer Agreement:

(a) Paragraph 7 shall be deleted and replaced with the following:

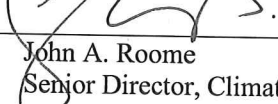
"7. The Delivery Partner agrees that it shall not incur any commitments with respect to the Funds after June 30, 2018 (the "End Date"). Any uncommitted or unused Funds remaining with the Delivery Partner after the End Date shall be returned to the Trustee for deposit in the PMR Transfer Trust Fund."

3. All other terms of the Transfer Agreement shall remain the same.

4. The Trustee and/or the Delivery Partner may make this Amendment and information with respect to it publicly available in accordance with their policies and procedures with respect to the disclosure of information, in effect at the time of such disclosure. By entering into this Amendment, the Delivery Partner consents to such disclosure.

5. Each of the Parties represents, by confirming its agreement below, that it is authorized to enter into this Amendment and act in accordance with these terms and conditions. The Trustee and the Delivery Partner are requested to sign and date this Amendment, and upon possession by the Trustee of this fully signed Amendment, this Amendment shall become effective as of December 31, 2017.

**INTERNATIONAL BANK FOR RECONSTRUCTION AND DEVELOPMENT,  
AS TRUSTEE OF THE PARTNERSHIP FOR MARKET READINESS  
MULTI-DONOR TRUST FUND**

By:   
John A. Roome  
Senior Director, Climate Change CCSA

Date: May 17, 2018

**UNITED NATIONS DEVELOPMENT PROGRAMME**

By:   
Diego Zorrilla  
UNDP Resident Representative

Date: 30.9.2018