Republic of Benin: Additional Financing for the Second Decentralized City Management Project (Credit No. 4490-BJ)
Amendment to the Financing Agreement

Honorable Minister:

We refer to the Financing Agreement (the “Agreement”) dated September 12, 2008 for the above-referenced Project, between the Republic of Benin (the “Recipient”) and the International Development Association (the “Association”). We also refer to your letter dated January 27, 2012, requesting a restructuring of the Project.

Accordingly, we are pleased to inform you that the Association hereby proposes to amend the Agreement to read as follows:

The withdrawal schedule in Section IV.A.2 of Schedule 2 to the Agreement is deleted in its entirety and replaced with the withdrawal schedule set forth in the Attachment to this letter.

All other provisions of the Agreement shall remain in full force and effect.

Please indicate your agreement with the foregoing amendment by countersigning and dating the two original copies of this letter and returning one countersigned original to us. This amendment shall become effective as of the date of countersignature of this letter.
Sincerely,

[Signature]

By: Madani M. Tall

Country Director, Benin
Africa Region

AGREED:

[Signature]

REPUBLIC OF BENIN

By: [Signature]

Name: [Signature]
Title: [Signature]
Date: 29 Juin 2012
**Revised Withdrawal Schedule**

<table>
<thead>
<tr>
<th>Category</th>
<th>Amount of the Credit Allocated (Expressed in SDR Equivalent)</th>
<th>% of Expenditures to be Financed (excluding taxes)</th>
</tr>
</thead>
<tbody>
<tr>
<td>(1) Works</td>
<td>21,600,000</td>
<td>100%</td>
</tr>
<tr>
<td>(2) Cost Overruns</td>
<td>0</td>
<td></td>
</tr>
<tr>
<td>(3) Others</td>
<td>2,700,000</td>
<td>100%</td>
</tr>
<tr>
<td><strong>TOTAL</strong></td>
<td><strong>24,300,000</strong></td>
<td></td>
</tr>
</tbody>
</table>