March 19, 2015

Mr. Nguyễn Văn Bình  
Governor  
State Bank of Vietnam  
49 Ly Thai To  
Hanoi, Vietnam

Dear Governor Binh,

Re: Vietnam: Credit Number 4361-VN and PHRD Grant No. TF057847  
Tax Administration Modernization Project -- Amendment to Financing Agreement and Grant Agreement and Cancellation

We refer to the Financing Agreement ("Financing Agreement") between the Socialist Republic of Vietnam and the International Development Association ("Association") dated March 28, 2008, as amended, and to the Grant Agreement ("Grant Agreement") between the Socialist Republic of Vietnam and the Association, acting as administrator of the grant funds provided by Japan under the Policy and Human Resources Development Fund, of the same date, as amended, for the Tax Administration Modernization Project ("Project"), pursuant to which the World Bank has extended the above-captioned credit and grant ("Credit" and "Grant", respectively).

We also refer to your letter dated March 17, 2015 requesting: (a) cancellation of an amount of the above-captioned Credit and Grant; (b) advancement of the Closing Date of the Project; and (c) retaining undisbursed Grant proceeds for relevant projects in the future.

A. Cancellation

IDA Credit

In view of the foregoing, and in accordance with the provisions of Section 6.01 of the General Conditions for Credits and Grants applicable to the Financing Agreement, the World Bank hereby cancels, as of March 17, 2015, an amount of the Credit equal to fifty one million three hundred seventy three thousand Special Drawing Rights (SDR 51,373,000).

The withdrawal table set forth in Section IV.A.2 of Schedule 2 to the Financing Agreement has been revised accordingly and the revised withdrawal table is attached to this letter.

PHRD Grant

In accordance with the provisions of Section 4.01 of the Standard Conditions for Grants Made by the World Bank out of Various Funds applicable to the Grant Agreement, the World Bank has
Bank hereby cancels, as of March 17, 2015, an amount of the Grant equal to four million one hundred thousand United States Dollars (USD 4,100,000).

The withdrawal table set forth in Section 3.01 of the Annex to the Grant Agreement has been revised accordingly and the revised withdrawal table is attached to this letter.

B. Advancement of Closing Date

The Closing Date referred to in Section IV.B.2 of Schedule 2 to the Financing Agreement is hereby amended to read as follows:

“2. The Closing Date is March 31, 2015.”

Additionally, the Closing Date referred to in Section 3.03 of the Annex to the Grant Agreement is hereby amended to read as follows:

“3.03. Withdrawal Period. The Closing Date referred to in Section 3.06(c) of the Standard Conditions is March 31, 2015.”

C. Retaining Undisbursed Grant Proceeds

We regret to inform you that the Association’s agreement with Japan for the Policy and Human Resources Development Fund does not allow undisbursed Grant proceeds to be retained for future purposes. The unspent Grant amount will be returned to an institutional pot. If and when a new project is designed and there is a synergy, the fund could once again be made available for said project, provided that the Japanese government agrees with the course of action.

Very truly yours,

Victoria Kwakwa
Country Director for Vietnam
East Asia and Pacific Region

CONFIRMED:
SOCIALIST REPUBLIC OF VIETNAM

Nguyen Thi Hong
Deputy Governor
State Bank of Vietnam
cc:

1. Mr. Đỗ Hoàng Anh Tuán, Vice Minister of Finance
2. Mr. Bùi Văn Nam, Director General, General Department of Taxation (GDT), MOF
3. Mr. Nguyễn Đại Tri, Deputy Director General, GDT, MOF
4. Mr. Nguyễn Minh Ngọc, Project Standing Deputy Director, GDT, MOF
5. Ms. Phạm Tuấn Anh, Deputy DG, International Cooperation Department, MOF
6. Ms. Đoàn Hoài Anh, Director General, International Cooperation Department, SBV
7. Mr. Lê Quang Mạnh, Director General, Foreign Economic Relations Department, MPI
8. Mr. Lê Hồng Lam, Director General, International Cooperation Department, OOG
9. Mr. Rionald Silaban, Executive Director, World Bank
Attachment

Credit Number 4361-VN
Revised Withdrawal Table

<table>
<thead>
<tr>
<th>Category</th>
<th>Amount of the Financing Allocated (expressed in SDR)</th>
<th>Percentage of Expenditures to be Financed (inclusive of Taxes)</th>
</tr>
</thead>
<tbody>
<tr>
<td>(1) Goods under Parts II, III of the Project</td>
<td>178,000</td>
<td>100%</td>
</tr>
<tr>
<td>(2) Consultants' services under Parts I, II of the Project</td>
<td>182,000</td>
<td>100%</td>
</tr>
<tr>
<td>(3) Training and workshops under the Project</td>
<td>567,000</td>
<td>100%</td>
</tr>
<tr>
<td>Amount cancelled as per Borrower’s request dated on March 17, 2015</td>
<td>51,373,000</td>
<td></td>
</tr>
<tr>
<td><strong>TOTAL AMOUNT</strong></td>
<td><strong>52,300,000</strong></td>
<td></td>
</tr>
</tbody>
</table>

PHRD Grant TF057847
Revised Withdrawal Table

<table>
<thead>
<tr>
<th>Category</th>
<th>Amount of the Grant Allocated (expressed in USD)</th>
<th>Percentage of Expenditures to be Financed (inclusive of Taxes)</th>
</tr>
</thead>
<tbody>
<tr>
<td>(1) Consultants' services; In-country training</td>
<td>900,000</td>
<td>100%</td>
</tr>
<tr>
<td>Amount cancelled as per Borrower’s request dated on March 17, 2015</td>
<td>4,100,000</td>
<td></td>
</tr>
<tr>
<td><strong>TOTAL AMOUNT</strong></td>
<td><strong>5,000,000</strong></td>
<td></td>
</tr>
</tbody>
</table>
Cleared with and cc: Ria Nuri Dharmawan (Country Lawyer); Thao Thi Do (CTRLD FO); Helena Y. Nkole (PHRD Coordinator); and Robert Taliercio (GGP Manager).

Bcc: Corporate Secretariat; for all trust fund grants, TACT; for loans with co-financing, Director, CFPTO, CTRFD FO