AMENDMENT TO THE AMENDED AND RESTATED AGREEMENT ON THE TERMS AND CONDITIONS FOR THE ADMINISTRATION OF THE GREEN CLIMATE FUND TRUST FUND (MTO NO. 069022)

1. Reference is made to the Amended and Restated Agreement on the Terms and Conditions for the Administration of the Green Climate Fund Trust Fund dated April 22, 2015 (the “Agreement”) between the Green Climate Fund (the “Fund”) and the International Bank for Reconstruction and Development (the “Bank”), serving as the interim trustee (the “Trustee”) of the Green Climate Fund Trust Fund (MTO No. 069022) (the “Trust Fund”).

2. Unless the context requires otherwise, the capitalized terms used in this Amendment shall have the meanings ascribed to them in the Agreement.

3. Following decision B.19/03 of the Board to invite the Bank to continue serving as the interim trustee, the Parties hereby agree to amend paragraph 8.4 of the Agreement to read in its entirety as follows:

   “8.4. Unless otherwise agreed between the Board and the Bank, the Bank’s role as the interim trustee of the Trust Fund shall terminate on 30 April 2019 or on such date on which the successor trustee takes up the role, whichever occurs earlier, except as set forth in paragraphs 8.3 and 8.5. In the event that a successor trustee takes up the role, the Fund shall provide written notice to the Bank thirty (30) days prior to the date on which the successor trustee will take up such role. For the avoidance of doubt, the term “take up the role” shall mean the date on which the legal agreement between the Fund and the successor trustee takes effect.”

4. All other terms of the Agreement shall remain the same.

5. The Trustee and the Fund will disclose this Amendment in accordance with their respective policies and procedures with respect to the disclosure of information, in effect at the time of such disclosure. By entering into this Amendment, the Parties consent to such disclosure.

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6. 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 Parties are requested to sign and date this Amendment, and upon possession by the Trustee of this fully signed Amendment, which may be executed in counterparts, this Amendment shall become effective as of the date of the last signature.

GREEN CLIMATE FUND

By: ___________________________________________ Date: ______________________
Howard Bamsey
Executive Director

INTERNATIONAL BANK FOR RECONSTRUCTION AND DEVELOPMENT
SERVING AS THE INTERIM TRUSTEE OF THE GREEN CLIMATE FUND TRUST FUND

By: ___________________________________________ Date: ______________________
Dirk Reimermann
Director
Trust Funds and Partner Relations
Development Finance

April 19, 2018