Dr. Jonathan Pershing  
Deputy Assistant Secretary for Climate  
United States Department of Energy  
Room 7C-016  
1000 Independence Avenue  
Washington, DC 20585  
USA

Withdrawal from the Multi-Donor Trust Fund for the Global Gas Flaring Reduction Public-Private Partnership (TF 050954)

Dear

1. We refer to the Amended and Restated Administration Agreement, dated January 6, 2010 (the “Administration Agreement”), between the United States Department of Energy (the “Donor”) and the International Bank for Reconstruction and Development (“IBRD”) and the International Development Association (“IDA” and together with IBRD, the “Bank”) concerning the Multi-Donor Trust Fund for the Global Gas Flaring Reduction Public-Private Partnership (TF 050954) (the “Trust Fund”). Capitalized terms used but not defined in this letter have the meanings given to them in the Administration Agreement.

2. Pursuant to recent communications with the Department of Energy, informing the Bank of your desire to withdraw from the Trust Fund, it is agreed that:

(a) In accordance with paragraph 7.2 of Annex 2 of the Administration Agreement, the Donor's pro rata share of any uncommitted balance of the Trust Fund is cancelled effective as of the date of countersignature by the Donor of this letter (“Cancellation Date”).

(b) Notwithstanding paragraphs 7.2 and 7.3 of Annex 2 of the Administration Agreement, the Donor hereby waives any rights to receive (i) its pro-rata share of any remaining uncommitted balance of the Trust Fund as of the Cancellation Date; (ii) its pro-rata share of any remaining balance of the Trust Fund as of the final end-disbursement date; and (iii) any funds that the Donor may be entitled to receive after the end-disbursement date of the Trust Fund. In addition, the Donor hereby instructs the Bank to transfer to IDA, as part of its contribution to the resources of the Association, any funds under (ii) and (iii) that may become available.
(c) As of the Cancellation Date, the Donor shall have no further rights with respect to the Trust Fund including no rights to participate in any applicable governance arrangements of the Trust Fund, and the Bank shall have no further obligations to the Donor under the Administration Agreement, including no obligation to provide financial or progress reports.

3. The Bank will disclose this letter and related information on this Trust Fund in accordance with the World Bank Policy on Access to Information. The Donor hereby consents to the disclosure of this letter and related information on this Trust Fund.

Please confirm your agreement to the foregoing, on behalf of the Donor, by signing, dating, and returning to us the enclosed copy of this letter.

Sincerely,

INTERNATIONAL BANK FOR RECONSTRUCTION AND DEVELOPMENT
INTERNATIONAL DEVELOPMENT ASSOCIATION

S. Vijay Iyer
Director
Department of Sustainable Energy (SEG)

UNITED STATES DEPARTMENT OF ENERGY:

By: ___________________________ Date: 2 May 2013
Jonathan Pershing
Deputy Assistant Secretary for Climate