April 17, 2012

Mr. David Tan
Manager
Trust Fund Division
The World Bank

Dear Mr. Tan,

Reference is made to the Administration Agreement between the Federal Republic of Brazil, represented by the Ministry of Cities of Brazil and Caixa Econômica Federal (the “Donor”) and the International Bank for Reconstruction and Development and the International Development Association (collectively “the Bank”) regarding the Cities Alliance Multi-Donor Trust Fund (TF023589) to which the Donor has made contributions from time to time.

The Donor hereby authorizes the Bank to transfer the Donor's pro-rata share of unused funds in TF023589 to TF054674, which is the successor trust fund for the Cities Alliance Multi-Donor Trust Fund.

The transferred funds are to be used in accordance with the terms and conditions of Administration Agreement between the Donor and the Bank for the Cities Alliance Multi-Donor Trust Fund (TF054674) dated January 14, 2009.

In addition, the Donor consents to the disclosure of this letter and related information on this Trust Fund in accordance with the World Bank Policy on Access to Information.

Sincerely,

Ministry of Cities of Brazil

By: \[Signature\]

Name: ALEXANDRE CORDEIRO MACEDE

Title: MINISTRO INTERINO

Date: 05/06/2012

Caixa Econômica Federal

By: \[Signature\]

Name: JORGE FONTES HEREDA

Title: PRESIDENTE

Date: 05/06/2012