International Development Association
1818 H Street, N.W.
Washington, DC 20433
United States of America

Re: Financing No. Grant NH 7999
(Improved Investment Climate within the Organization for the
Harmonization of Business Law in Africa "OHADA" Project)

Article IV of the general Conditions: Project execution.
Member Country representations and warranties

Dear Sirs and Madams.

In connection with the Financing Agreement of even date herewith between Organization for the Harmonization of Business Laws in Africa/Organisation pour l'Harmonisation du Droit des Affaires en Afrique ("OHADA") ("Recipient") and International Development Association ("Association" or "IDA") providing a grant ("Financing") for the above-captioned Project and the International Development Association General Conditions for Credits and Grants ("General Conditions") made applicable to the Financing Agreement, I am writing on behalf of the Republic of Côte d'Ivoire ("Member Country") to set forth the following:

1. We understand that, for purposes of Section 4.11 and 4.02 of the General Conditions, the Member Country is required:

(a) To afford all reasonable opportunity for representatives of the Association to visit any part of its territory for purposes related to the Financing or the Project.

(b) To enable the Association's representatives: (i) to visit any facilities and construction sites included in the Project: and (ii) to examine the goods financed out of the proceeds of the Financing for the Project, and any plants, installations, sites, works, buildings, property, equipment, records and documents relevant to the performance of the obligations of the Recipient under the Legal Agreements.

(c) Not to take or permit to be taken any action which would prevent or interfere with the execution of the Project or the performance by the Recipient of its obligations under the Financing Agreement.
2. We represent, by confirming our agreement below that the Member Country shall ensure that all requirements set forth in paragraph (1) above are duly complied with in regard to the above-captioned Project.

3. Please confirm your agreement to the foregoing by having a duly authorized representative of the Association sign in the space provided below.

REPUBLIC of COTE D’IVOIRE

By

Authorized Representative

Chargé de l'Etat
Loma CISSE MATTO

AGREED:
INTERNATIONAL DEVELOPMENT ASSOCIATION

By

Authorized Representative