Date: 22nd June 2012

Mr. Jesús Manuel Gracia Aldaz  
Secretary of State for International Cooperation and for Ibero-America  
Ministry of Foreign Affairs and Co-operation  
Spain

Mr. Fernando Jiménez Latorre  
Secretary of State for the Economy and Support for Enterprises  
Ministry of Economy and Competitiveness  
Spain

Dear Mr. Gracia Aldaz and Mr. Jiménez Latorre:

Amendment to the Amended and Restated Administration Agreement between the Kingdom of Spain, acting through the Ministry of Economy and Competitiveness and the Ministry of Foreign Affairs and Co-operation, and the International Bank for Reconstruction and Development and the International Development Association concerning the Multi-Donor Trust Fund for EITI Implementation Support (TF053509)

1. Reference is made to the Amended and Restated Administration Agreement between the Kingdom of Spain, acting through the Ministry of Economy and Competitiveness and the Ministry of Foreign Affairs and Co-operation (the “Donor”), on the one hand, and the International Bank for Reconstruction and Development (“IBRD”) and the International Development Association (“IDA”) (collectively, the “Bank”), on the other hand, concerning the Multi-Donor Trust Fund for Extractive Industries Transparency Initiative (“EITI”) Implementation Support (TF No.053509) (“TF053509”) dated December 10, 2007, as amended (the “Agreement”). TF053509 is part of the EITI Implementation Support Facility (the “Facility”).

2. Pursuant to recent discussions between the Donor and the Bank concerning: (a) the extension of the term of TF053509; (b) the World Bank Policy on Access to Information, and (c) the termination of the Memorandum of Understanding entered into between members of the Management Committee, the Administrator and EITI, effective as of March 27, 2008, the Bank and the Donor agree to amend the Agreement as follows:

2.1. Section 8.1. of Annex 2 of the Agreement (“Standard Provisions Applicable to TF053509”) shall be amended by deleting it in its entirety and replacing it with the following:
"8.1. It is expected that the Contributions will be fully disbursed by the Bank in accordance with the provisions of this Agreement by June 30, 2016. The Bank will only disburse Contributions for the purposes of this Agreement after such date with the written approval of the Donors."

2.2. Section 9 of Annex 2 of the Agreement ("Standard Provisions Applicable to TF053509) shall be amended by deleting it in its entirety and replacing it with the following:

"9. Disclosure

9.1. The Bank will disclose this Agreement and related information on TF053509 and the Facility in accordance with the World Bank Policy on Access to Information. By entering into this Agreement, the Donor consents to disclosure of this Agreement and related information on TF053509 and the Facility."

2.3. Section 4 of Annex 3 of the Agreement ("Governance Terms Applicable to the EITI Implementation Support Facility") shall be amended by deleting it in its entirety and replacing it with the following:

"4. Coordination with EITI

4.1. [Intentionally deleted.]

4.2. [Intentionally deleted.]

4.3. If EITI alters its principles and criteria, and the EITI Secretariat and the Bank propose a modification to or replacement of the EITI Principles and Criteria for purposes of this Agreement, such modified or replaced terms shall become applicable to this Agreement upon a decision to accept such terms by the Management Committee in accordance with Section 3 above."

3. All other terms of the Agreement remain unchanged.

4. The Bank will disclose this Amendment and related information on TF053509 and the Facility in accordance with the World Bank Policy on Access to Information. By entering into this Amendment, the Donor consents to disclosure of this Amendment and related information on TF053509 and the Facility."
5 Please confirm your agreement with the foregoing, on behalf of the Donor, by signing, dating, and returning to us the enclosed copy of this Amendment. This Amendment shall become effective as of the date that the last of the then-current donors to TF053509 provides to the Bank its countersignature to its respective amendment regarding the subject matter herein.

Sincerely,

INTERNATIONAL BANK FOR RECONSTRUCTION AND DEVELOPMENT
INTERNATIONAL DEVELOPMENT ASSOCIATION

[Signature]
S. Vijay Iyer
Director
Sustainable Energy Department

CONFIRMED AND AGREED:

KINGDOM OF SPAIN
ACTING THROUGH THE MINISTRY OF FOREIGN AFFAIRS AND CO-OPERATION

[Signature]
By: ________ Date: July 20, 2012
Name: Jesús Manuel Gracia Aldaz
Title: Secretary of State for International Cooperation and for Ibero-America

ACTING THROUGH THE MINISTRY OF ECONOMY AND COMPETITIVENESS

[Signature]
By: ________ Date: July 30, 2012
Name: Fernando Jiménez Latorre
Title: Secretary of State for the Economy and Support for Enterprises