January 11, 2011

Mr. Hans Jacob Frydenlund
Deputy Director General
Regional Department, East and Central Africa
Ministry of Foreign Affairs
Norway
7 Juni Plassen, Victoria Terrasse
Oslo, Norway

Third Amendment to the Trust Fund Administration Arrangement between the Norwegian Ministry for Foreign Affairs and the International Development Association concerning the Multi-Donor Trust Fund for Southern Sudan (MDTF-SS)
(Trust Fund Number TF054723)

Dear Mr. Frydenlund:

1. We refer to the Administration Arrangement between the Norwegian Ministry of Foreign Affairs (the “Donor”) and the International Development Association (“IDA”), acting as administrator (the “Administrator”) of grant funds provided by various donors (collectively the “Donors”) under the Multi-Donor Trust Fund for Southern Sudan (“MDTF-SS”), dated September 24, 2005, as amended to date (the “Administration Arrangement”).

2. Following our discussion regarding the extension of the termination date of the MDTF-SS, the Administrator proposes to amend the Administration Arrangement by deleting paragraphs 11.1 and 13.1 of Annex 2 of the same Arrangement in their entirety and replacing them with the following paragraphs:

   “11.1. It is expected that the Contribution funds will be fully disbursed by IDA in accordance with the provisions of this Arrangement by December 30, 2012. IDA will only disburse Contribution funds for the purposes of this Arrangement after such date with the written approval of all the Donors.”

   “13.1. Unless otherwise agreed by the Donors and IDA, the MDTF-SS arrangements provided for under the Letter Arrangement and this Annex will terminate on the earlier of: (i) December 30, 2012; or (ii) such date as the TF Funds will have been fully disbursed. The MDTF-SS arrangements may be terminated, by agreement between the Donors and IDA, if at any time IDA determines that a situation shall have arisen, which shall make it improbable that the Program or a significant part thereof will be carried out.”

3. In all other respects, the Administration Arrangement will remain unchanged.
4. It is IDA’s policy to make publicly available the Administration Arrangement and any information related thereto, including this amending letter. By countersigning below in the space provided, the Donor consents to disclosure of this amending letter after it has become effective.

5. Please confirm your agreement to the foregoing Amendment, on behalf of the Donor, by signing, dating, and returning to us one of the enclosed originals of this Amendment. Upon receipt by IDA of such an agreement in writing by all Donors contributing to this Trust Fund, the Amendment to the Administration Arrangement will become effective as of the last date of the agreements by the Donors. IDA will promptly notify the Donor when the Amendment becomes effective.

Sincerely,

/s/ Ian Bannon
Acting Country Director for Sudan

CONFIRMED AND AGREED:

NORWEGIAN MINISTRY OF FOREIGN AFFAIRS

By: /s/ Jens-Petter Ksemprud

Title: Ambassador

Date: March 1, 2011