Dr. Corrado Clini  
Director General  
Department for Sustainable Development, Climate and Energy  
Ministry for the Environment, Land and Sea  
Republic of Italy  
Via Cristoforo Colombo, 44  
00147 Rome  
Italy

**Supplementary Agreement to the Trust Fund Administration Agreement between the Republic of Italy and the International Bank for Reconstruction and Development concerning the Italian Carbon Fund Prepaid Contributions Trust Fund (TF No. 051069)**

Dear Dr. Clini:

We refer to the Agreement dated January 28, 2004 between the Republic of Italy ("Italy") and the International Bank for Reconstruction and Development ("IBRD") concerning the Italian Carbon Fund Prepaid Contributions Trust Fund ("ICF Prepaid Contributions Trust Fund") (TF 051069), as amended on July 26, 2005, March 3, 2006 and November 14, 2007 (the "Agreement").

In accordance with the Agreement (as per amendment dated November 14, 2007), the IBRD converted USD 34,118,604.80 from Italy’s prepaid amounts in the ICF Prepaid Contributions Trust Fund into EUR 23,341,728.67 and deposited such converted EUR 23,341,728.67 into the EURO sub-account (TF 080281) of the ICF Prepaid Contributions Trust Fund ("EURO Account"). The EURO Account has only been used to hold the converted EUR 23,341,728.67 on behalf of Italy and to make payments on behalf of Italy from the EURO Account to the Italian Carbon Fund ("ICF"). Following subsequent payments from the EURO Account to the ICF, as of the date of this Supplementary Agreement, the remaining balance in the EURO Account is EUR 7,058,079.58 ("Prepaid EURO Balance Amount").

Italy herewith requests and authorizes the IBRD (i) promptly following your confirmation of this letter, to purchase USD 3,500,000.00 with a portion of the Prepaid EURO Balance Amount and to transfer such converted USD 3,500,000.00 to the trust fund for Advisory Services for the Clean Energy Access Program relating to the Sustainability Business Innovator Facility (TF 071518) ("CEAP Trust Fund") to be managed by the International Finance Corporation ("IFC") as per the Administration Agreement dated July 20, 2010 between the Italian Ministry for the Environment, Land and Sea and IFC, (ii) to transfer the remaining Prepaid EURO Balance Amount in Euros...
to the Multi-Donor Trust Fund for Communication for Climate Change (TF 071191) (“CCC Trust Fund”) and (iii) to close the EURO Account upon having transferred the aforementioned amounts to the CEAP Trust Fund and the CCC Trust Fund.

For this purpose, we propose to amend the Agreement as follows:

1. The first paragraph of section 1 “Introduction” shall be deleted and replaced with the following:

   “We are pleased to acknowledge on behalf of the International Bank for Reconstruction and Development (the “IBRD”) the intention of the Republic of Italy as represented by the Ministry for Environment and Territory (“Italy”) to make available to the IBRD grant funds of forty five million three hundred seventy five thousand United States Dollars (U.S. $45,375,000) and fifty million euros (50,000,000 EUR) (collectively, the “Contribution”), to be held by the IBRD in the Italian Carbon Fund Prepaid Contributions Trust Fund (the “ICF Prepaid Contributions Trust Fund”; TF 051069) pending subsequent transfer to the Italian Carbon Fund Main Fund (“ICF”; TF 051070), the CDCF technical assistance fund (“CDCF Technical Assistance Fund”; TF 052032), the CEAP Trust Fund (TF 071518) and the CCC Trust Fund (TF 071191). Other donors are also expected to contribute to the ICF Prepaid Contributions Trust Fund.”

2. Section 4 of the Agreement shall be deleted and replaced as follows:

   “The IBRD will administer the ICF Prepaid Contributions Trust Fund until either the ICF, the CEAP Trust Fund and the CCC Trust Fund have been terminated or until such time as the Contribution has been fully transferred from the ICF Prepaid Contributions Trust Fund in accordance with this Agreement, whichever is earlier,”

This Supplementary Agreement shall become an integral part of the Agreement and shall constitute an agreement between Italy and the IBRD and be executed in two counterparts, each of which shall be an original.

The IBRD may disclose this Supplementary Agreement and information with respect to the ICF Prepaid Contributions Trust Fund in accordance with IBRD’s access to information policy.

Please confirm your agreement to the foregoing, on behalf of Italy, by signing, dating, and retuning to us the enclosed copy of this Supplementary Agreement. Upon receipt by the IBRD of the countersigned copy of this Supplementary Agreement, this Supplementary Agreement shall enter into effect as of the date of your countersignature.
Sincerely,

INTERNATIONAL BANK FOR RECONSTRUCTION AND DEVELOPMENT

[Signature]

[Name] SIMON WHITEHOUSE
[Name of Unit/Dept] CARBON FINANCE UNIT
Date: 7 March, 2014

CONFIRMED AND AGREED:

REPUBLIC OF ITALY

By: CORRADO CLINI
Name: __________________________
Title: DIRECTOR GENERAL
Date: 14 July, 2014