Dear Mr. Zheng:

*China: Third National Railways Project (Loan 4847 – CHA)*

Amendment to Loan Agreement

We refer to the Loan Agreement between the People’s Republic of China and the Bank dated April 6, 2007 for Loan No. 4847-CHA (Third National Railways Project). We also refer to Mr. Zhang Wencai, Deputy Director-General, International Department, Ministry of Finance, letter dated January 4, 2012 requesting (1) reallocation of loan funds among categories and (2) extend the closing date to June 30, 2013.

I am pleased to inform you that the Bank, after due consideration, has agreed to the above requests. Therefore, the proceeds of the Loan are hereby reallocated by increasing to $164,368,886.16 the amount allocated to Category (1) “Works”, by decreasing to $35,000,000 the amount allocated to Category (2) “Goods”, by decreasing to $200,000 the amount allocated to Category (3) “Consultants’ services”, and by decreasing to zero the amount allocated to Category (5) “Unallocated”. Accordingly, the table in Section IV, paragraph A.2 of Schedule 2 to the Loan Agreement is hereby amended to read as follows:

<table>
<thead>
<tr>
<th>Category</th>
<th>Amount of the Loan Allocated (Expressed in U.S. Dollars)</th>
<th>% of Expenditures to be Financed</th>
</tr>
</thead>
<tbody>
<tr>
<td>(1) Works:</td>
<td>164,368,886.16</td>
<td>100%</td>
</tr>
<tr>
<td>(2) Goods:</td>
<td>35,000,000.00</td>
<td>100%</td>
</tr>
<tr>
<td>(3) Consultants’ service</td>
<td>200,000.00</td>
<td>100%</td>
</tr>
<tr>
<td>(4) Interest and other changes during construction</td>
<td>431,113.84</td>
<td>100%</td>
</tr>
<tr>
<td>(5) Unallocated</td>
<td>0.00</td>
<td></td>
</tr>
<tr>
<td><strong>TOTAL</strong></td>
<td><strong>200,000,000.00</strong></td>
<td></td>
</tr>
</tbody>
</table>
In addition, paragraph 2 in Part B of Section IV of Schedule 2 to the Loan Agreement is here amended to read as follows:

“The Closing Date is June 30, 2013.”

Except as specifically amended hereby, all the provisions of the Loan Agreement remain in full force and effect. Please indicate receipt of this letter by countersigning and dating the form of confirmation set forth herein below, and returning one fully signed original copy of the letter.

Yours sincerely,

Klaus Rohland
Country Director, China

CONFIRMED RECEIPT
PEOPLE’S REPUBLIC OF CHINA

By: [Signature]
Authorized Representative

Name: Mr. Zheng Xiaosong
Title: Director General
Date: April 6, 2012
Cleared with & cc: Mr. K. Uprety (LEGES), Mr. Chu Junxue (CTRFC)

cc: Messrs./Mmes.: K. Rohland, E. Sun, Y. Fan, L. Luo, RF. Yuan, X. Peng, L. Wu, Y. Shang (EACCF); J. Roome, P. Leonard, H. Chen (EASSD); B. Wang (EAPCA); K. Funk, L. Melgaard, YN. Jia (EACCQ); V. Jagannathan, I. Jensen, M. Juico, T. Ortega (EASIN); P. Kriss, J. Scales, G. Ollivier, SL. Yao, N. Yang, WY. Dong (EASCS); A. Nickesen, P. Lakshminarayan (EAPCO); J. Moss, K. Awanyo, JJ. Guo (EAPPR); S. Msadek, D. I, Y. Geng (EAPFM); HY. Wang (CTRDM); S. Berhanu, A. Bakshi, K. Jones (LEGES); EASINCHA; EAP Review Team, WBdocs