



## Major Change in Project

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## Cambodia: Greater Mekong Subregion: Rehabilitation of the Railway in Cambodia Project

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Asian Development Bank

## CURRENCY EQUIVALENTS

(as of 1 September 2014)

Currency unit	–	riel (KR)
KR1.00	=	\$0.00025
\$1.00	=	KR4,065

## ABBREVIATIONS

ADB	–	Asian Development Bank
EIRP	–	expanded income restoration program
km	–	kilometer
MPWT	–	Ministry of Public Works and Transport
TRR	–	Toll Royal Railway

## NOTE

In this report, "\$" refers to US dollars.

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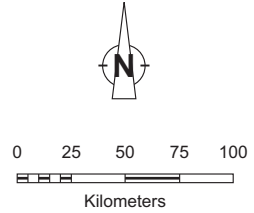
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# CAMBODIA GREATER MEKONG SUBREGION: REHABILITATION OF THE RAILWAY IN CAMBODIA PROJECT



- National Capital
  - Provincial Capital
  - City/Town
  - National Road
  - Other Road
  - Rehabilitated Northern Line
  - Rehabilitated Southern Line
  - Railway
  - River
  - Provincial Boundary
  - International Boundary
- Boundaries are not necessarily authoritative.



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## I. PROPOSED MAJOR CHANGES

1. A major change in scope in Greater Mekong Subregion: Rehabilitation of the Railway in Cambodia Project is proposed for Board consideration. The major changes are (i) reduction in track rehabilitation of the northern line by 318 kilometers (km) against the original plan,<sup>1</sup> (ii) cancellation of new freight and rolling stock maintenance facility at Samrong, (iii) exclusion of passing loops and a station in Poipet with facilities for border crossing, and (iv) exclusion of a rail link to a second dry port in Phnom Penh. The revised design and monitoring framework is in Appendix 1.

## II. BACKGROUND

2. The overall objective of the project was to support Cambodia's economic development and to strengthen subregional integration with neighboring Greater Mekong Subregion countries. The expected impact of the project was increased domestic and regional trade movement on the railway system. The outcome of the project was to be a railway that is sustainable and efficiently operated.

3. Before the project, Cambodia's railway had been experiencing a steady loss of traffic, resulting in operational losses. Cambodia's rail network comprises the southern line (254 km),<sup>2</sup> linking Phnom Penh with Cambodia's main port at Sihanoukville, and the northern line (335 km), which connects Phnom Penh to Sisophon. Railway freight traffic peaked in 2002 at about 560,000 tons, but then fell to about 270,000 tons by 2005. Passenger traffic peaked in 1992, when the railway transported about 1.4 million passengers. By 2006, passenger traffic on the southern line ceased and on the northern line was minimal, serving about 40,000 passengers annually. The decline in traffic was due to the combined impact of progressive physical deterioration of the railway and increasing competition from road transport. In 2004, consultants advising the government (i) assessed that all rail traffic on the northern line would stop by 2015 and on the southern line by 2020 if nothing was done to remedy the situation, (ii) assessed that the railway could become commercially viable if rehabilitated, and (iii) recommended that the government should quickly decide either to restore or to close the railway.

4. The project involves rehabilitating or reconstructing various segments of the railway. A private firm was to operate the rehabilitated railway under a 30-year concession.<sup>3</sup> The main project components are (i) rehabilitation and partial upgrading of the southern line, (ii) rehabilitation and partial upgrading of the northern line and reconstruction of the missing link, (iii) construction of freight facilities in Samrong, (iv) railway administration and operation restructure, (v) institutional strengthening of the Railway Department, and (vi) expanded income restoration program (EIRP).

5. The original project<sup>4</sup> consisted of the following financing: (i) SDR28.277 million (\$42 million equivalent) from ADB; (ii) \$13 million from OPEC Fund for International Development; (iii) \$2.8 million from the Government of Malaysia; and (iv) \$15.2 million from the Government of

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<sup>1</sup> Includes the 6 km of the missing link; of the 48 km of missing link, 42 km have been rehabilitated.

<sup>2</sup> 255.5 km was actually rehabilitated for the southern line based on actual design.

<sup>3</sup> Supplementary document provides the scope of the project as in the loan agreements and status.

<sup>4</sup> ADB. 2006. *Report and Recommendation of the President to the Board of Directors: Proposed Loan and Administration of Loan to the Kingdom of Cambodia for the Greater Mekong Subregion: Rehabilitation of the Railway in Cambodia Project*. Manila (Loan 2288-CAM, approved on 13 December 2006, made effective on 30 January 2008); (Loan 8228-CAM (OFID), approved on 10 January 2007, made effective on 20 February 2008).

Cambodia. The original loan closing date of 30 June 2010 was extended to 30 September 2013 in conjunction with the approval of a supplementary loan.

6. The modified project<sup>5</sup> is financed by a supplementary loan in the amount of SDR26.408 million (\$42 million equivalent) from ADB, and a \$21.5 million grant<sup>6</sup> from the Government of Australia<sup>7</sup> and \$5.1 million from the Government of Cambodia. The supplementary loan was signed on 2 March 2010 while the grant agreement was signed on 5 October 2010. The closing date for the ADB and OPEC Fund for International Development loans has been extended until 31 December 2014. The grant closed on 31 December 2013,<sup>8</sup> except for the EIRP component, which was extended until 31 December 2014.

### Modified Financing Plan

Source	Amount (\$ million)	Share of Total (%)
Asian Development Bank	84.0	58.9
Government of Australia	22.5	15.8
OPEC Fund for International Development	13.0	9.1
Government of Malaysia (grant-in-kind)	2.8	2.0
Government of Cambodia	20.3	14.2
<b>Total</b>	<b>142.6</b>	<b>100.0</b>

OPEC = Organization of the Petroleum Exporting Countries.

Source: Asian Development Bank.

7. The executing agency is the Ministry of Public Works and Transport (MPWT). The project is being implemented through the MPWT's Railway Department, except for resettlement, which is implemented by the Inter-ministerial Resettlement Committee through the Resettlement Department under the Ministry of Economy and Finance. The MPWT is supported by design review and supervision consultants (Nippon Koei and Japan Railway Technical Services) to implement the project. The concession contract to operate and manage the railway was awarded to Toll Royal Railway (TRR), a private company, in June 2009. Canarail, a consulting firm, provided capacity building to the Railway Department to manage the concession agreement.

## III. IMPLEMENTATION PROGRESS

### A. Project Progress

8. **Overall project progress.** As of 14 July 2014, the cumulative actual contract awards totaled \$97.6 million, while cumulative actual disbursements were \$81.1 million. The original project is rated *potential problem*; the modified project is rated *actual problem*. Despite difficulties encountered during project implementation, a number of project activities have been completed. The progress by component is described in paras. 10–15. Performance overview is provided in the linked document.

<sup>5</sup> Modified project is original and supplementary loan, combined.

<sup>6</sup> ADB. 2009. *Report and Recommendation of the President to the Board of Directors: Proposed Supplementary Loan and Administration of Grant and Technical Assistance Grant to the Kingdom of Cambodia for the Greater Mekong Subregion: Rehabilitation of the Railway in Cambodia Project*. Manila (Loan 2602-CAM, approved on 15 December 2009, declared effective on 21 April 2010); (Grant 0187-CAM, approved on 15 December 2009, declared effective on 5 January 2011).

<sup>7</sup> Additional financing of \$960,000 was approved by the President in January 2012 for an EIRP.

<sup>8</sup> Financed by the Australia's Department of Foreign Affairs and Trade, formerly known as the Australian Agency for International Development.



9. **Rehabilitation and partial upgrading of the southern line.** The 256 km southern line from Phnom Penh to Sihanoukville is substantially completed. The section between Phnom Penh and Touk Meas was reopened in October 2010, and the section between Touk Meas and Sihanoukville in December 2012. The railway is operated and maintained by the TRR. Currently, about 32 trains circulate each week on the line, carrying fuel, cement, and bagged rice in containers. In the first year of full operation in 2013, the railway carried 393,000 tons of freight on the southern line, already three times more than the average levels before the project. While the southern line is operational, the TRR has refused to formally take over the section, citing insufficient technical performance, leading the government to request the contractor to rectify defects. The supervision consultants have provided contract specialists to assist in ensuring that the tracks meet the minimum line standards as specified under the civil works contracts.<sup>9</sup> Meanwhile, the Government of Cambodia has decided to renegotiate the concession agreement being used by the TRR, based on the actual works completed. There is no change in scope for the southern line.

10. **Rehabilitation of the northern line and reconstruction of the missing link.** The northern line from Phnom Penh to Sisophon comprised 335 km, of which just 23 km is rehabilitated. The missing link from Sisophon to Poipet comprised 48 km, of which 42 km is completed. Works commenced only in 2010 although the contract was signed in January 2008, because of priority given by the government and the concessionaire to first complete the southern line to quickly start operations. At the TRR's request, the contractor prioritized the reconstruction of 42 km of the missing link<sup>10</sup> and the rehabilitation of a 23 km section from Phnom Penh to Bat Deong.<sup>11</sup> The contractor stopped work in June 2012 after sending a notice of termination to the MPWT. Negotiations to resume the works failed, and the MPWT has instructed the supervision consultants to take the necessary actions to close the contract.<sup>12</sup> The change in scope removes 318 km of the northern line and the missing link from the project scope.

11. **Construction of freight facilities at Samrong.** Construction of the new freight and maintenance facility at Samrong had been postponed because of legal issues on land ownership. As an alternative to the intermodal terminal planned for Samrong, the TRR has constructed a hard stand facility at the Container World Terminal dry port in Phnom Penh, which is now being used for loading and unloading train cargo. The change in scope removes the Samrong freight facility from the project scope.

12. **Railway restructuring.** On 12 June 2009, the Government of Cambodia and the TRR signed a 30-year railway concession agreement. Under the agreement, the TRR assumed responsibility for operation, maintenance, and development of the existing rail network, most of the permanent and moveable assets, and 670 staff members of the Royal Railways of Cambodia. The government then formed the Railway Department within the MPWT, with responsibility for overseeing the railway concession, managing the infrastructure rehabilitation project, and eventually becoming the railway sector regulator. This component is completed and there is no change in scope.

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<sup>9</sup> The engineer on 15 July 2013 issued a taking-over certificate with a "snag list", mainly minor in nature. Not all of these have been completed by the civil works contractor, who has stopped all works.

<sup>10</sup> Excluding the actual border crossing.

<sup>11</sup> At Km 9, known as bifurcation.

<sup>12</sup> The Contractor, through, International Court of Arbitration (ICC), Paris has sent a letter to the Government of Cambodia, initiating arbitration.

13. **Institutional strengthening of the Railway Department.** The consultant for capacity development assistance to the Railway Department started their services in February 2011, and completed them on 31 December 2013. The outcome monitoring program was also completed in December 2013; it established a monitoring and evaluation unit with the Railway Department to enable monitoring of railway operations in Cambodia. This component is completed and there is no change in scope.

14. **Expanded income restoration program.** The program provides financing for (i) community income restoration training and activities for displaced households, (ii) microfinance lending facilities, and (iii) social safeguard funds. The program is being implemented satisfactorily and supports income restoration of relocated households. The component is ongoing and there is no change in scope.

## **B. Implementation Issues**

15. **Cost Overrun and Implementation Delays.** During the conduct of the midterm review mission in May 2012, it was determined that some components of the project may have to be dropped because of shortage of loan and grant funds. At the detailed design phase, it was found that the extent and nature of repair and rehabilitation works was significantly different from what had been assumed at appraisal. This resulted in substantial increases in the type of works and quantity of materials required, which resulted in higher contract costs. However, due to ongoing delays in implementation, there will be unutilized amount which will be cancelled. A more detailed explanation is provided in the supplementary linked document.

16. **Weak project management.** Weak project management issues have repeatedly hampered project progress, particularly (i) ongoing disagreements between the engineer and contractor, which complicated MPWT's decision making; (ii) financial difficulties of the contractor, delays, and loss of joint-venture partner; and (iii) poor performance of the project supervision consultants. On several occasions ADB informed the MPWT and the government of the need to resource the project management unit with experienced staff; this did not happen. Several requests by the MPWT to the engineer to deploy experienced contract specialists and other specialists to ensure that the completed works meet the minimum line standard failed. ADB allowed the MPWT to also use resources under the capacity building contract to provide project management support, but this had limited impact.

## **IV. RATIONALE FOR THE PROPOSED CHANGES**

17. The cost overruns and delay in implementation have resulted in significant shortfall in resources in terms of both funding and time.<sup>13</sup> The proposed major change in scope is therefore aimed at effectively utilizing the available funding to achieve the originally envisaged project objective to the greatest extent before the loan closing. The cost overrun and implementation delays are explained in para. 15 and in the supplementary linked document. Based on available funds, the government has decided to allocate available resources to the southern line, which is already operational, and prioritized some works to be completed before the extended loan closing date of 31 December 2014.<sup>14</sup>

<sup>13</sup> The original project loan closing date was 30 June 2010 and was extended along with the supplementary project. The loan closing date for the supplementary project was 30 September 2013, revised to 31 December 2014.

<sup>14</sup> It took the government more than 15 months to provide the scope of priority works.

## V. DUE DILIGENCE

18. The reduced project scope on the southern line is technically sound; the line enables safe and efficient railway operations between the capital city and the main port in the south of the country. In the absence of an intermodal facility equivalent to Samrong, rail operations can function effectively using the Container World Terminal dry port in Phnom Penh, but traffic growth will be limited in the medium term. In this context, the civil works on the southern line are no longer economically viable, but only marginally, with an economic internal rate of return of 10.0%. The financial internal rate of return is estimated to be 5.0%, which is higher than the estimated weighted average cost of capital of 4.3%. This shows that the project with revised scope is financially viable.<sup>15</sup> The summary economic and financial analysis is provided in the linked document.

19. The executing agency has been submitting annual audited project financial statements and management letters prepared by independent auditors in accordance with the loan agreement since the project was implemented. Based on the auditor's reports, the executing agency appears to have a reasonably satisfactory financial accounting and reporting environment, and the financial management practice is considered adequate.

20. **Involuntary resettlement.** ADB's Involuntary Resettlement Policy (1995) applies to the project. ADB's policy will not apply to specific components or portions removed from the project after the proposed major change is effective. However, if there are households located in a component or portion removed from the project, and those households were relocated or affected by the project before the component or portion was removed from the project, then ADB's policy will apply. This is because loss to those households was incurred before the component or portion was removed from the project. With the exception of households covered by the addendum resettlement plan, and the ongoing implementation of the EIRP, project resettlement has been substantially completed.<sup>16</sup> There will be no additional land acquisition or resettlement impacts resulting from the change in scope and is classified category C. The change in scope will cause a reduction in the length of the corridor of impact for the project. A more detailed explanation is provided in the supplementary linked document. ADB is working with government to implement communication plans for both households that remain covered by the ADB policy and those that will no longer be covered and or be affected, and on the ADB Board approved recommendation of the Compliance Review Panel on this Project.

22. **Environment/Indigenous Peoples.** The proposed major change in scope will not involve additional civil works or additional impacts. It is classified category C in both respects.

23. The requirements of PAI 5.02, para. 9 have been met. Following the approval of the major change in project by the Board, the loan agreements will be amended accordingly, and reallocation will be done as needed.

## VI. THE PRESIDENT'S RECOMMENDATION

24. The President recommends that the Board approve the major changes in Greater Mekong Subregion: Rehabilitation of the Railway in Cambodia Project as described in para. 1.

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<sup>15</sup> The economic and financial reevaluations are based on the same premises as the initial evaluation, with the exception of base costs, baseline traffic, future gross domestic product growth rates, and freight rates, which were revised in line with actual figures and latest macroeconomic projections.

<sup>16</sup> As Samrong is being removed from the project scope, no households in Samrong are affected by the project.

## REVISED DESIGN AND MONITORING FRAMEWORK

Design Summary	Performance Targets and Indicators by 2015	Data Sources and Reporting Mechanisms	Assumptions and Risks
<p><b>Impact</b> Original Increase in domestic and regional trade movement via the railway, and a sustainable railway system</p>	<p>Original</p> <ol style="list-style-type: none"> <li>1. The railway captures 15% of container and 5% of dry bulk traffic between Thailand and Viet Nam</li> <li>2. The railway captures 80% of the freight market for bulk products between the capital and Sihanoukville and Thailand</li> <li>3. 90% of dangerous cargo (fuel, liquefied petroleum gas, chemicals) and at least half of all bulk cargo transports on national roads 3, 4, and 5 are diverted to rail</li> </ol>	<p>Customs and railway records; railway operator's physical and financial performance results Road traffic surveys Railway traffic statistics Railway department accounts, records, training manuals Railway department monitoring data on environmental issues, grievances, commercial disputes, and safety Railway department regulations Reports from the TA for outcome monitoring and procurement review</p>	<p><b>Assumption</b> The railway is efficiently operated and competitive.</p> <p><b>Risks</b> Economic growth and socioeconomic development are constrained by external factors. Effective cross-border interconnection with Thailand does not materialize. Resettlement is not completed in accordance with the project's resettlement plan. The project loan agreement contains the provision that no construction work is to begin on any section of the project unless resettlement has been completed in that section.</p>
<p>Revised: No change</p>	<p>Revised:</p> <ol style="list-style-type: none"> <li>1. The first indicator—that the railway captures 15% of container and 5% of dry bulk traffic between Thailand and Viet Nam—is deleted.</li> <li>2. No change</li> <li>3. No change</li> </ol>		
<p><b>Outcome</b> Original: The railway is sustainable and efficiently operated</p>	<p>Original: Rail transport is 20% cheaper than road transport</p> <p>98% of railway containers are delivered to destination on time</p> <p>Government deficit coverage for the railway is eliminated</p>	<p>Executing agency progress reports Reports from project supervision and reports from the project component for strengthening the new Railway Department Disbursement records Project reviews</p>	<p><b>Assumptions</b> Satisfactory restructuring of the railway subsector is completed.</p> <p>The Railway Department is established and operating.</p>

<b>Design Summary</b>	<b>Performance Targets and Indicators by 2015</b>	<b>Data Sources and Reporting Mechanisms</b>	<b>Assumptions and Risks</b>
		TA for outcome monitoring and procurement review reports Government accounts	
Revised: No change	Revised: No change		
<p><b>Outputs</b> Original 1. Existing railway line rehabilitated and partially upgraded, enabling safe operations at an average mainline speed of 50 km/hour</p> <p>2. Railway link to Thailand reconstructed</p> <p>3. Rail links to Sihanoukville port and the port in Phnom Penh rehabilitated and extended</p> <p>4. Freight facilities in Samrong and Phnom Penh constructed</p>	<p>Original 1. About 600 km of existing railway line rehabilitated and partially upgraded by the project</p> <p>2. About 48 km of railway line from Sisophon to the Thai border reconstructed</p> <p>3. About 15 km of rail links to Sihanoukville container port and the Port in Phnom Penh rehabilitated</p> <p>4. Access to two dry ports and 98-ha freight and maintenance depot constructed</p>	<p>Project reports, railway accounts, and user surveys</p> <p>Reports by the restructuring TA consultants</p> <p>Reports of project supervision consultants</p> <p>Project completion report</p> <p>Updated resettlement plans</p> <p>Independent resettlement monitor reports disaggregated by gender</p>	<p><b>Assumptions</b> The Railway Department is established by the end of 2009. Sufficient staff are appointed or transferred to the Railway Department to make it operational.</p> <p><b>Risks</b> The Government of Thailand does not reestablish the rail connection on time. Price increase or cost overrun leads to a reduction of project scope. Implementation is delayed.</p>

<b>Design Summary</b>	<b>Performance Targets and Indicators by 2015</b>	<b>Data Sources and Reporting Mechanisms</b>	<b>Assumptions and Risks</b>
<p>5. Affected households living within the railway ROW and stations satisfactorily compensated and assisted</p> <p>6. Railway Department staffed and operational</p> <p>7. Enhanced skills of residents in community development and livelihood activities<sup>a</sup></p>	<p>5. 232 affected households in Samrong satisfactorily compensated and assisted</p> <p>6. 25 staff transferred to the Railway Department and adequately trained</p> <p>7.1. All self-help groups established by Q1 2013</p> <p>7.2. At least 80% of the relocated households participate in community planning, decision making, and activities</p> <p>7.3. At least 40% women participate in training and livelihood activities</p> <p>7.4. At least 40% of social safety net fund beneficiaries are women<sup>a</sup></p>		
<p>Revised:</p> <p>1. No change</p> <p>2. No change</p> <p>3. No change</p> <p>4. Freight facilities in Phnom Penh constructed</p> <p>5. Deleted</p> <p>6. No change</p> <p>7. No change</p>	<p>Revised:</p> <p>1. About 278 km of existing railway line rehabilitated and partially upgraded by the project</p> <p>2. About 42 km of railway line from Sisophon to the Thai border reconstructed</p> <p>3. No change</p> <p>4. Access to one dry port and hard stand at the CWT dry port in Phnom Penh constructed</p> <p>5. Deleted</p> <p>6. No change</p> <p>7.1. No change</p> <p>7.2. No change</p> <p>7.3. No change</p> <p>7.4. No change</p>		

Activities with Milestones	Inputs
<p>1.1 Transaction preparation, public bidding, selection, and signing of concession agreement for the railway operator (signed in June 2009)</p> <p>1.2 Selection of consultants for design and supervision (completed in 2007)</p> <p>1.3 Prequalification and award of civil works contracts (completed in 2007)</p> <p>1.4 Acquisition of land and resettlement of affected households for the original project (to be completed by end of 2010)</p> <p>2.1 Reconstruction of the link to the border with Thailand, including earthworks, ballasting, track laying, stations, and repairs to bridges and culverts (42 km completed) ; the balance will not be completed under this project)</p> <p>2.2 Rehabilitation and partial upgrade of the northern line, including embankment repairs, ballasting, provision of missing fittings, and replacement of track to improve the riding quality for a minimum operational speed of 50 km/hour (23 km completed) ; the balance will not be completed under this project)</p> <p>3.1 Rehabilitation of the southern line, including repairs to embankments, renewal of track with concrete sleepers, and rehabilitation of bridges and culverts, (completed end of 2012)</p> <p>3.2 Rehabilitation of existing siding tracks and provision of additional tracks for efficient loading and unloading of containers in the Sihanoukville container port (to be completed by end 2014)</p> <p>4.1 Updating and implementation of the resettlement plan for Samrong (to be removed from this project)</p> <p>4.2 Design and construction of the new freight facility in Samrong (to be removed from this project)</p> <p>4.3 Design and construction of the new spur lines to freight terminals in Phnom Penh (to be completed by end 2014)</p> <p>5.1 A monitoring and evaluation framework is established and regular monitoring is ongoing (completed in March 2014)</p> <p>6.1 The Railway Department is established, staffed, trained, and operational (completed in December 2012)</p>	<p><b>Loan and Grant</b></p> <p>ADB: \$84 million</p> <p>OFID: \$13 million</p> <p>Government of Malaysia: \$2.8 million</p> <p>Government of Australia: \$22.5 million</p> <p>Government of Cambodia: \$20.3 million<sup>a</sup></p> <p><b>Total: \$142.6 million</b></p> <p><b>Technical Assistance</b></p> <p>Government of Australia: \$500,000</p> <p>Government of Cambodia: \$50,000</p> <p><b>Total: \$550,000</b></p>

ADB = Asian Development Bank, CWT = Container World Terminal, ha = hectare, km = kilometer, OFID = OPEC Fund for International Development, Q = quarter, ROW = right of way, TA = technical assistance.

<sup>a</sup> Added in connection with approval of additional financing from the Government of Australia for the expanded income restoration program in 2012.

Source: Asian Development Bank.

### **LIST OF LINKED DOCUMENTS**

<http://www.adb.org/Documents/MC/?id=37269-013-3>

1. Performance Overview
2. Revised Project Administration Manual

### **Supplementary Documents**

3. Economic and Financial Analysis
4. Reasons for Cost Increases
5. Involuntary Resettlement