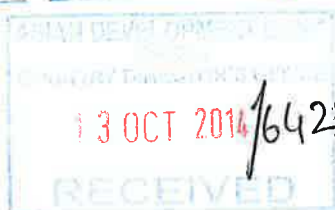


SCANNED/FAXED TO SAEN

CD/DCD/AJ



No.2/14/2007-ADB.II
Government of India/Ministry of Finance
Department of Economic Affairs
Multilateral Institutions Division

North Block, New Delhi,
Dated 10th October, 2014

To
✓ Ms. M. Teresa Kho, Country Director,
✓ INRM, Asia Development Bank, 4,
San Martin Marg, Chankyapuri,
New Delhi-110021, Fax: 2687 0955

Subject: MFF 0038-IND: Assam Power Sector Enhancement Investment Program (MFF), (i) Assam Power Sector Enhancement Investment Program – Project-1 (LN-2592), (ii) Assam Power Sector Enhancement Investment Program- Project -2 (LN-2677), (iii) Assam Power Sector Enhancement Investment Program- Project -3 (LN-2800)- Amendment related to Minor Change in MFF and related Projects- regarding.

This is with reference to ADB's letter dated 5th August on the above mentioned subject and to forward herewith duly countersigned amendment letter in original for further necessary action.

✓ Encl. As above.

Yours sincerely,

(S. K. Mandi)

Section Officer (ADB-II)

Tel:91-11-2309, 5130

E .mail: sunil.mandi@nic.in

Copy to the Joint Secretary, Power (Elect.) Department, Government of Assam, Dispur, Guwahati-6 with reference to his letter No.PEL.107/2012/Pt.179 dated 18th September, 2014. Please find enclosed herewith four amendment letters duly countersigned in original for record please.

Encl. As above.

(S. K. Mandi)

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5 August 2014

Mr. Nilaya Mitash
Joint Secretary (MI)
Department of Economic Affairs
Ministry of Finance
Government of India
New Delhi, India
Fax No. +91-11-2309 2039

Dear Mr. Mitash:

Subject: MFF 0038-IND: Assam Power Sector Enhancement Investment Program (MFF)
(i) **Assam Power Sector Enhancement Investment Program – Project 1 (Loan 2592)**
(ii) **Assam Power Sector Enhancement Investment Program – Project 2 (Loan 2677)**
(iii) **Assam Power Sector Enhancement Investment Program – Project 3 (Loan 2800)**
—(Amendment related to Minor Change in MFF and related Projects)

1. This refers to (i) the framework financing agreement (FFA) between Asian Development Bank ("ADB") and India, (15 September 2009) for the referred MFF; and (ii) each of the Loan Agreements between the India ("Borrower") and ADB for the referred Projects 1, 2 and 3 ("Projects") under the MFF along with related Project Agreements (collectively the "Legal Agreements").

2. This letter relates to certain amendments proposed to the FFA and the Legal Agreements relating to the (i) extension of the MFF availability period, and (ii) change in the Executing Agency(ies) ("EA") as discussed below.

Extension of MFF availability period

3. After considering the proposal of the EA for the MFF (i.e., the State of Assam) on extension of MFF availability period, India in its letter of 09 June 2014 has requested ADB for the extension of the MFF availability period; which was examined and extension approved by ADB up to 31 October 2019.

4. In order to affect this request in the relevant documents, the MFF availability period that currently stands at June 2015, wherever appearing in the FFA and the Legal Agreements, will be substituted by the new extended date of up to 31 October 2019.

Change in Executing Agencies in the Projects

5. The Borrower in its letter of 11 June 2014 has informed ADB of the dissolution of erstwhile EA for the Projects i.e., the Assam State Electricity Board ("ASEB") and in its place of its successive entities namely the Assam Power Generation Corporation Limited ("APGCL"), Assam Electricity Grid Corporation Limited ("AEGCL"), and Assam Power Distribution Company

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Limited ("APDCL"). The letter further requests ADB to accordingly make the relevant change in the EAs under each of the Projects as follows:

- (i) AEGCL for Projects 1 and 2; and
- (ii) APDCL for Project 3.

6. This request was also examined and approved by ADB. In order to affect this request in the FFA and relevant Legal Agreements, the name ASEB wherever occurring in the FFA as also in the relevant Legal Agreements for the Projects will be substituted by (i) "Assam Electricity Grid Corporation Limited ("AEGCL")" for Projects 1 and 2; and by (ii) Assam Power Distribution Company Limited (APDCL)" for Project 3.

7. Kindly indicate your agreement to the above by obtaining countersignatures of the new EAs i.e., the State of Assam, APGCL, AEGCL, and APDCL, and further countersigning yourself, all six originals of this letter in the appropriate spaces provided. Please return one original signed letter to ADB. One signed original may each be retained for your records and for that of the State of Assam, APGCL, AEGCL, and APDCL. The proposed amendment will be effective as of the date ADB receives this letter duly countersigned on behalf of the Borrower, State of Assam, APGCL, AEGCL and APDCL.

8. Please also note that according to the ADB's Public Communications Policy (PCP) on disclosure and exchange of information, any amendment to the FFA and Legal Agreements will automatically be publicly disclosed within two weeks after its effectiveness, unless ADB is advised by return mail by the Borrower that the amendment contains any information or data of a sensitive or confidential nature falling under the PCP exceptions.

Sincerely,



Hun Kim
Director General
South Asia Department



cc: Ajay Shanker Singh, Director (ADB-II), DEA, MoF, GoI
Mr. Anurag Goel, IAS, Commissioner and Secretary, Government of Assam
Mr. K.V. Eapen, Chairman APDCL/AEGCL/APGCL
Mr. Bikash Paul, Project Director, PMU

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Subject: MFF 0038-IND: Assam Power Sector Enhancement Investment Program (MFF)

- (i) Assam Power Sector Enhancement Investment Program – Project 1 (Loan 2592)
 - (ii) Assam Power Sector Enhancement Investment Program – Project 2 (Loan 2677)
 - (iii) Assam Power Sector Enhancement Investment Program – Project 3 (Loan 2800)
- (Amendment related to Minor Change in MFF and related Projects)

Confirmed:

1. For India

Name: _____

Designation: _____

Date: _____

(राजेश भुल्लार)
RAJESH BHULLAR
सहायक सचिव / Joint Secretary
वित्त विभाग / Ministry of Finance
आर्थिक वन्य विभाग / Dept. of Eco. Affairs
नई दिल्ली / New Delhi

2. For State of Assam

Name: ANURAG GOEL

Designation: Commissioner & Secretary
Power Deptt

Date: 12-09-2014

(Anurag Goel)
Commr. & Secretary
to the Government of Assam
Power & IT Department
Dispur, Guwahati-6

3. For Assam Power Generation Corporation Limited (APGCL)

Name: PRADYUT BUJARBARUAH.

Designation: MD, APGCL Managing Director
Assam Power Generation Corpn. Ltd.

Date: 22/8/2014 Bijulee Bhawan, 3rd Floor
Paltan Bazar, Guwahati -1

(Pradyut Bujarbaruah)

4. For Assam Electricity Grid Corporation Limited (AEGCL)

Name: (GOLAP KUMAR DAS)

Designation: MD, AEGCL Managing Director
AEGCL, Bijulee Bhawan
Paltanbazar, Guwahati -1

Date: 20/6/14

5. For Assam Power Distribution Company Limited (APDCL)

Name: CRATHINDRA LAL BARUA

Designation: MD, APDCL MD, APDCL
Bijulee Bhawan, Guwahati-1

Date: 24/8