



29 June 2015

URM

Honorable Mr. Rustam Azimov  
Minister of Finance  
Ministry of Finance of the Republic of Uzbekistan  
5, Mustaqillik Maidoni  
Tashkent 100008  
Republic of Uzbekistan

Dear Minister Azimov:

Subject: **Loan Nos. 3025-UZB and 3026-UZB(SF): Amu Bukhara Irrigation  
System Rehabilitation Project  
-- Amendments to Loan Agreements**

1. We refer to (i) the Loan Agreement for Loan No. 3025-UZB dated 21 November 2013 between the Republic of Uzbekistan ("Borrower") and Asian Development Bank ("ADB") for the captioned project ("Ordinary Operations Loan Agreement") and (ii) the Loan Agreement for Loan No. 3026-UZB(SF) dated 21 November 2013 between the Borrower and ADB, also for the captioned project ("Special Operations Loan Agreement", and together with the Ordinary Operations Loan Agreement, the "Loan Agreements"). All capitalized terms used but not defined herein shall have the meaning given thereto in the Loan Agreements, unless the context requires otherwise.

2. Following a request from the Borrower dated 25 June 2015, ADB approved, on [ ] June 2015, (i) a change in the Project to permit the use of the Ordinary Operations Loan to finance outstanding works claims in the Borrower's agricultural sector and (ii) a reallocation of the proceeds of the Ordinary Operations Loan in relation to the foregoing change in the Project. To give effect to the changes, ADB proposes that the Loan Agreements be amended as follows:

(a) Paragraph 2 of Schedule 1 (Description of the Project) to the Special Operations Loan Agreement shall be revised to include an additional item (j) as follows:

"Payment of Works Claims

(j) Payment of works claims in the Borrower's agricultural sector."

(b) Schedule 2 (Allocation and Withdrawal of Loan Proceeds) of the Ordinary Operations Loan Agreement shall be revised to include an additional paragraph 6 as follows:

"Retroactive Financing

6. Withdrawals from the Loan Account may be made for reimbursement of eligible expenditures incurred under the Project before the Effective Date in connection with the payment of works claims in the Borrower's agricultural sector, subject to a maximum amount equivalent to 10% of the Loan amount."

(c) The Table included in the Attachment to Schedule 2 (Allocation and Withdrawal of Loan Proceeds) of the Ordinary Operations Loan Agreement is amended and restated in its entirety as indicated in the attachment hereto.

3. Save and except to the extent set out above and in the attachment hereto, the Loan Agreements remain unchanged.

4. Pursuant to ADB's Public Communications Policy ("PCP") on disclosure and exchange of information, the amendments to the Loan Agreements will be posted on ADB's website within 2 weeks from the date that the amendments become effective, after removing any information that falls within the PCP exceptions as specified by the Borrower.

5. Please indicate the Borrower's concurrence to the amendments set out in paragraph 2 of this letter agreement and in the attachment hereto and to the terms of this letter agreement by countersigning each of the two originals of this letter agreement in the space indicated below. Please retain one signed original of this letter agreement for your records and return the other to ADB. The proposed amendments shall take effect on the date of receipt by ADB of a signed original of this letter agreement.

Yours sincerely,



Mart Khaltarpurev  
Authorized Signatory

*OIC, URM*

A. Accepted and agreed.

B. Confirmed that the amendments to the Loan Agreements do not contain information falling within the PCP exceptions.

For and on behalf of the  
REPUBLIC OF UZBEKISTAN

By: \_\_\_\_\_

Name: Rustam Azimov

Designation: Minister of Finance

Date: \_\_\_\_\_

cc: S. Khamraev, Deputy Minister,  
Ministry of Agriculture and Water Resources  
Director, CWER (A. Siddiq)  
B. Tambunan, CWER  
D. Perkins, OGC

## Loan No. 3025-UZB: Amu Bukhara Irrigation System Rehabilitation Project

Amended and Restated Table Included in the Attachment to Schedule 2 (Allocation and Withdrawal of Loan Proceeds) of the Ordinary Operations Loan Agreement

TABLE

ALLOCATION AND WITHDRAWAL OF LOAN PROCEEDS (Amu Bukhara Irrigation System Rehabilitation Project)				
Number	Item	Total Amount Allocated for ADB Financing (\$)		Basis for Withdrawal from the Loan Account
		Category	Subcategory	
1	Turnkey**	144,320,000		
1A	New Khamza 1 Pump Station**		92,040,000	100% of total expenditure claimed*
1B	Kizil Tepa Pump Station**		52,280,000	100% of total expenditure claimed*
2	Works**	5,040,000		100% of total expenditure claimed*
3	Unallocated	10,890,000		
4	Works Claims in Agricultural Sector	13,750,000		100% of total expenditure claimed
	Total	174,000,000		

\*Exclusive of taxes and duties imposed within the territory of the Borrower.

\*\*Subject to the condition for withdrawal described in paragraph 5 of Schedule 2.