



26 February 2021

Mr. Qahhorzoda Faiziddin Sattor  
Minister  
Ministry of Finance  
Republic of Tajikistan  
3, Prospekt Akademikov Radjabovkh  
734025 Dushanbe, Tajikistan

Dear Mr. Qahhorzoda:

**Subject: Grant No. 0417-TAJ(SF): Wholesale Metering and Transmission Reinforcement Project  
Amendments to Grant Agreement**

1. We refer to the Grant Agreement (Special Operations) dated 27 January 2015 between the Republic of Tajikistan ("Recipient") and Asian Development Bank ("ADB") for the captioned project ("Grant Agreement"), as amended to date. All capitalized terms used but not defined herein shall have the meaning given thereto in the Grant Agreement, unless the context requires otherwise.

2. Following a request from the Recipient No. 5/5-19/689 dated 9 December 2020, ADB approved, on 27 January 2021, changes in the Project concerning implementation arrangements relating to the relending requirements under the subject project by which the Recipient's transfer of grant proceeds, in the form of subsidiary loans, to the power utility joint stock company "Barqi Tojik" (BT) shall be converted into equity contributions. To give effect to the changes, ADB proposes that the Grant Agreement be amended as follows:

(a) In Section 1.02:

(i) Paragraph (f) shall be replaced as follows:

"(f) "Equity Contribution Agreement" means the agreement entered into between the Recipient and Barki Tojik referred to in Section 3.01(a) of this Grant Agreement;"

(ii) The terms starting from "FY" to "Safeguards Monitoring Report" shall be renumbered as paragraphs (g) to (u).

(iii) The term "Subsidiary Loan Agreement" and its definition shall be deleted entirely.

(b) Section 3.01(a) shall be revised to read as follows:

"Section 3.01. (a) The Recipient shall make available the proceeds of the Grant to the Project Executing Agency under an Equity Contribution Agreement upon terms and conditions satisfactory to ADB."

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- (c) In Sections 4.05(a) and (b), references to "Subsidiary Loan Agreement" shall be deleted and replaced by "Equity Contribution Agreement".
- (d) In Section 5.01(a), references to "Subsidiary Loan Agreement" shall be deleted and replaced by "Equity Contribution Agreement".
- (e) In Schedule 2, paragraph 5(a), reference to "Subsidiary Loan Agreement" shall be deleted and replaced by "Equity Contribution Agreement".

3. Save and except to the extent set out above, the Grant Agreement remains unchanged.

4. Pursuant to ADB's Access to Information Policy (2018) ("AIP"), the amendments to the Grant Agreement 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 AIP exceptions as specified by the Recipient.

5. Please indicate the Recipient's concurrence to the amendments set out in paragraph 2 of this letter agreement and to the terms of this letter agreement by countersigning each of the two original 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,

Shanny Campbell  
Country Director  
Tajikistan Resident Mission

A. Accepted and agreed.

B. Confirmed that the amendments to the Grant Agreement do not contain information falling within the AIP exceptions.

For and on behalf of the Recipient  
REPUBLIC OF TAJIKISTAN

Name: \_\_\_\_\_

Designation: Minister of Finance

Date: 15 March 2021

CC:

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