

April 18, 2011

Mr. Murray Proctor
First Assistant Director General
Sectoral Policy Division
GPO Box 887
Canberra ACT 2601
Australia Agency for International Development (AusAID)

***Trust Fund Administration Agreement between World Bank and Australia
for the East Asia and the Pacific Justice for the Poor Initiative 2008-2013***

***(Trust Fund No. TF071124)
(AusAID Agreement No. 48760)***

Second Amendment to the Administration Agreement

Dear Mr. Proctor:

1. We refer to the Administration Agreement signed on October 6, 2008 and countersigned on October 24, 2008, as amended by letter dated June 2, 2010, between the International Bank for Reconstruction and Development ("IBRD") and the International Development Association ("IDA") (collectively, the "World Bank") and the Government of Australia pursuant to which the Government of Australia has made available as a grant, the sum of ten million four hundred thirty-five thousand United States dollars (US\$ 10,435,000) (the "Grant") in support of the East Asia and the Pacific Justice for the Poor Initiative (TF No. 071124).
2. We are pleased to acknowledge, on behalf of the World Bank, the intention of the Government of Australia to make an additional contribution to the Trust Fund in the amount of one million one hundred thousand United States dollars (US\$1,100,000) (such amount, the "Additional Grant"). After the Additional Grant has been received by the World Bank, the aggregate contribution will be eleven million five hundred thirty-five thousand United States dollars (US\$11,535,000).
3. The Government of Australia, through AusAID, shall deposit the Additional Grant, i.e., one million one hundred thousand United States dollars (US\$1,100,000), into such bank account designated by the World Bank promptly following your countersignature of this Agreement and submission of a payment request by the World Bank.
4. When making such deposit, the Government of Australia shall instruct its bank to include in its payment details information (remittance advice) field of its SWIFT payment message, information indicating: the amount paid, that the payment is from the Government of Australia for Trust Fund No.071124 (East Asia and the Pacific Justice for the Poor Initiative), and the date of deposit. In addition, the Government of Australia shall provide a copy of its deposit instruction to the World Bank's Accounting Trust Funds Division by e-mail sent to "tfremitadvice@worldbank.org" or by fax sent to + 1 (202) 614-1315.

5. Additionally, pursuant to recent discussions between the World Bank and the Government of Australia, the World Bank proposes to amend the Administration Agreement, in order to extend the end date to December 31, 2013. Accordingly, it is proposed to replace the date "December 30, 2012" in the first sentence of Section 3.01 of the Administration Agreement, by the date "December 30, 2013".

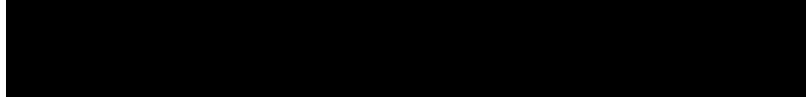
6. All the terms and conditions of the Administration Agreement that have not been amended hereby shall remain unchanged and in full force and effect.

7. The World Bank will disclose the Administration Agreement and any information related thereto, including this amendment letter in accordance with the World Bank Policy on Access to Information. By confirming below, the Government of Australia consents to disclosure of this amendment letter after it has become effective.

We propose that this amendment to the Administration Agreement shall, upon confirmation in the manner indicated below, constitute an agreement between the Government of Australia and the World Bank, and shall become effective on the date of countersignature.

Sincerely,

**INTERNATIONAL BANK FOR RECONSTRUCTION AND DEVELOPMENT
INTERNATIONAL DEVELOPMENT ASSOCIATION**

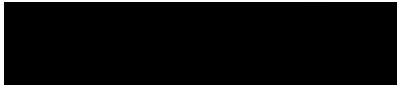


Anne-Marie Leroy

Senior Vice-President and Group General Counsel

AGREED:

AUSTRALIA

By: 

Date: 2/15/2011

*Murray Proctor
PAAC Secretary General
ASIAID*