January 25, 2013

Mt. R. Parasuram
Chief Secretary
Government of Madhya Pradesh
Mantralaya, Vallabh Bhawan
Bhopal - 462003
Madhya Pradesh, INDIA

Dear Sir:

Sustainable Urban Transport Project (GEF Grant No. TF095549-IN)
Amendment to the Project Agreement between the Bank and Madhya Pradesh

We refer to the Global Environment Facility (GEF) Grant Agreement dated February 5, 2010 between India (the “Recipient”) and the International Bank for Reconstruction and Development (the “Bank”), acting as an implementing agency of the GEF (the “Grant Agreement”), and the Project Agreement of even date (the “Project Agreement”) between the Bank and the State of Madhya Pradesh ("Madhya Pradesh"), for the above-referenced Project (the “Project”). We also refer to the letters from the Government of India dated July 17, 2012, and October 29, 2012, requesting a re-structuring of the Project and an amendment to the Project Agreement.

We are pleased to inform you that after due consideration, the Bank concurs with the request. Accordingly, the Project Agreement is proposed to be amended as follows:

Paragraph A.2 of Section II of the Schedule is hereby amended to read as follows:

“Madhya Pradesh shall ensure that its Project Implementing Agency shall provide to the Recipient not later than January 31, 2016, for incorporation in the report referred to in Section 2.06(b)(ii) of the Standard Conditions all such information as the Recipient or the Bank shall reasonably request for the purposes of such Section.”

Please confirm your agreement to the amendments set forth above by countersigning and dating the corresponding form of confirmation set forth below, and returning one fully signed original of this amendment letter to us.
Except as specifically amended hereby, all other provisions of the Project Agreement remain in full force and effect. Upon receipt by the Bank of the copy of: (a) this letter duly countersigned by the authorized representatives of India and the State of Madhya Pradesh, respectively; and (b) the Letter amending the Grant Agreement duly countersigned by authorized representative of the Recipient, the above amendments to the Project Agreement shall become effective.

Very truly yours,

INTERNATIONAL BANK FOR RECONSTRUCTION AND DEVELOPMENT

[Signature]

Onno Ruhl
Country Director, India
South Asia Region

AGREED:
STATE OF MADHYA PRADESH

By: [Signature]

Name:SANJAY KUMAR SHUKLA
Title:COMMISSIONER, URBAN ADMINISTRATION
       1. DEVELOPMENT & EX-OFFICIO SECRETARY
Date: 25-3-2013

[Signature]

Name:SANJAY KUMAR SHUKLA
Title:COMMISSIONER, URBAN ADMINISTRATION
       1. DEVELOPMENT & EX-OFFICIO SECRETARY
Date: 25-3-2013
Mr. R. Parasuram

January 25, 2013

cc:
Mr. Mukesh Nandan Prasad, Executive Director (India), World Bank
Mr. Manoj Pant, Senior Adviser to Executive Director (India), World Bank

Mr. Nilaya Mitash, Director (MI), Department of Economic Affairs, Ministry of Finance, New Delhi
Mr. S. K. Lohia, Officer on Special Duty (UT), Ministry of Urban Development, New Delhi
Mr. I. C. Sharma, Project Manager, Project Management Unit (PMU), SUTP, Ministry of Urban Development, New Delhi
Mr. S. G. Dastidar, Controller of Aid Accounts & Audit, Office of the Controller of Aid Accounts & Audit, New Delhi

Mr. Ajay Nath, Principal Secretary, Finance, Government of Madhya Pradesh, Bhopal
Mr. S. P. S. Parihar, Principal Secretary, Government of Madhya Pradesh, Urban Administration & Development, Bhopal
Mr. K. V. S. Choudhary, CEO, Atal Indore City Transport Services Limited, Indore