

Multiconsult Trustees Ltd
C/o Cim Trustees (Mauritius) Ltd
5th Floor, Les Cascades Building
Edith Cavell Street
Port-Louis
Mauritius

Minimax Ltd
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5th Floor, Les Cascades Building
Edith Cavell Street
Port-Louis
Mauritius

S.G. Kleinwort Hambros Trust Company (UK) Limited
5th Floor
8 St. James's Square
London
SW1Y 4JU

The Private Infrastructure Development Group Limited
6 Bevis Marks
London
EC3A 7BA

10 *March*
~~February~~ 2021

**AMENDMENT NO.1 TO LETTER OF ARRANGEMENT DATED 4 DECEMBER 2018
BETWEEN**

**(1) THE SECRETARY OF STATE FOR FOREIGN, COMMONWEALTH AND DEVELOPMENT
AFFAIRS OF THE GOVERNMENT OF THE UNITED KINGDOM OF GREAT BRITAIN AND
NORTHERN IRELAND**

**(2) THE TRUSTEES OF THE PRIVATE INFRASTRUCTURE DEVELOPMENT GROUP
TRUST**

**(3) THE PRIVATE INFRASTRUCTURE DEVELOPMENT GROUP LTD
FOR SUPPORT FOR THE ACTIVITIES OF THE PIDG TRUST**

WHEREAS

- A. The Secretary of State for International Development of the Government of the United Kingdom of Great Britain and Northern Ireland, acting through the Department for International Development (“**DFID**”), the trustees of the Private Infrastructure Development Group Trust (such trust the “**PIDG Trust**” and such trustees the “**Trustees**”) and the Private Infrastructure Development Group Ltd (“**PIDG Ltd**”) entered into a Letter of Arrangement dated 4 December 2018 (the “**Letter of Arrangement**”) whereby DFID agreed to make available a grant of GBP 398,100,000 (three hundred and ninety-eight million one hundred thousand pounds sterling) to be allocated for the activities of the PIDG Trust as set out in the Letter of Arrangement and drawn down over the period 1 April 2018 – 31 March 2021.
- B. On 2 September 2020 the functions of the Secretary of State for International Development, including all property rights and liabilities of the said Secretary of State, were transferred to the Secretary of State for Foreign, Commonwealth and Development Affairs (hereinafter referred to as the “**Secretary of State**”).

C. The parties now wish to make certain changes to the Letter of Arrangement.

1 Amendments to Letter of Arrangement

1.1 In consideration of the mutual promises and agreements contained in this Letter (the "**Amendment Letter**") and for other good and valuable consideration, the receipt and adequacy of which are acknowledged, the parties agree to amend the Letter of Arrangement as set out in this Amendment Letter. Any capitalised terms not defined in this Amendment Letter will have the meaning given to them in the Letter of Arrangement.

1.2 With effect from the date of this Amendment Letter, the parties hereby agree the following amendments to the Letter of Arrangement:

(i) the period referred to in the subject heading of the Letter of Arrangement, paragraphs 4 and 6 of the Letter of Arrangement and Schedule 1 of the Letter of Arrangement shall be 1 April 2018 – 31 March 2022;

(ii) the termination date in paragraph 22 (i) of the Letter of Arrangement shall be 31 March 2022;

(iii) a new paragraph 30 shall be added to the Letter of Arrangement as follows:

"30. This Letter of Arrangement supersedes and replaces the Letter of Arrangement dated 9 July 2018 with respect to a grant of 8,360,000 (eight million three hundred and sixty thousand pounds sterling) for the General Administration Costs of the Private Infrastructure Development Group."; and

(iv) each reference to DFID shall be a reference to the Secretary of State.

1.3 Save as set out in this Amendment Letter, all other provisions of the Letter of Arrangement shall remain as set out in the Letter of Arrangement.

2 Execution of Amendment Letter

2.1 This Amendment Letter may be executed in any number of counterparts and this has the same effect as if the signatures were on a single copy of this Amendment Letter.

Executed for and on behalf of the Secretary of State for Foreign, Commonwealth and Development Affairs of the Government of the United Kingdom of Great Britain and Northern Ireland,

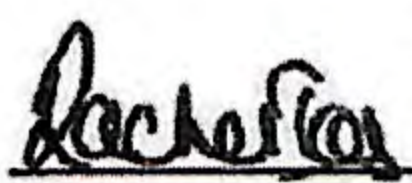


By: Mita Samani, Head of Private Sector Department

Date: 09/03/2021

Executed for and on behalf of the Trustees acting for and on behalf of The Private Infrastructure Development Group Trust by

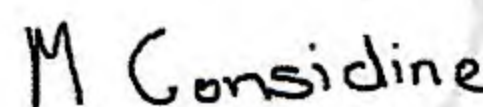
SG Kleinwort Hambros Trust Company (UK) Ltd



Digitally signed
by Rachel ILES
Date: 2021.02.24
17:09:10 Z

By:

Date:



Digitally signed by
Mike CONSIDINE
Date: 2021.02.24
17:25:31 Z

By:

Date:

Minimax Ltd

By:

Date:

By:

Date:

Multiconsult Trustees Ltd

By:

Date:

By:

Date:

Executed for and on behalf of the Trustees acting for and on behalf of The Private Infrastructure Development Group Trust by

SG Kleinwort Hambros Trust Company (UK) Ltd

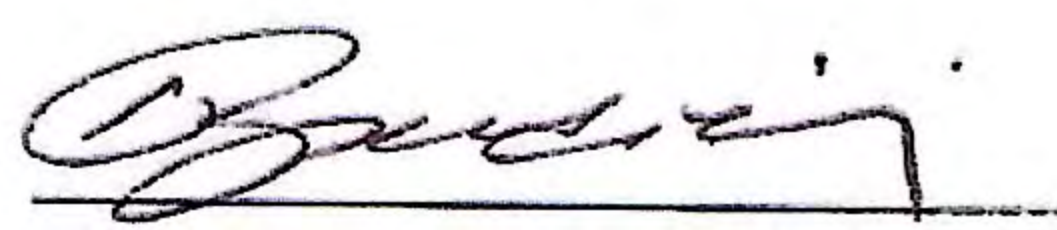
By:

Date:

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Minimax Ltd



By: Kamalam Rungapadiachy

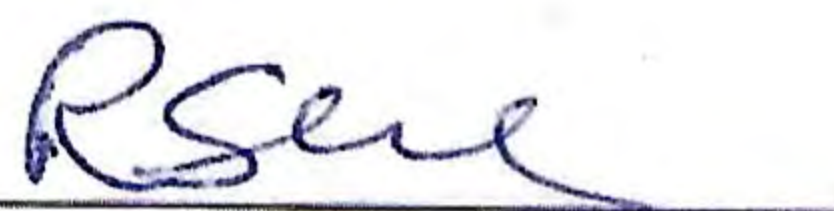
Date: 26.02.2021



By: Ashraf Ramtoola

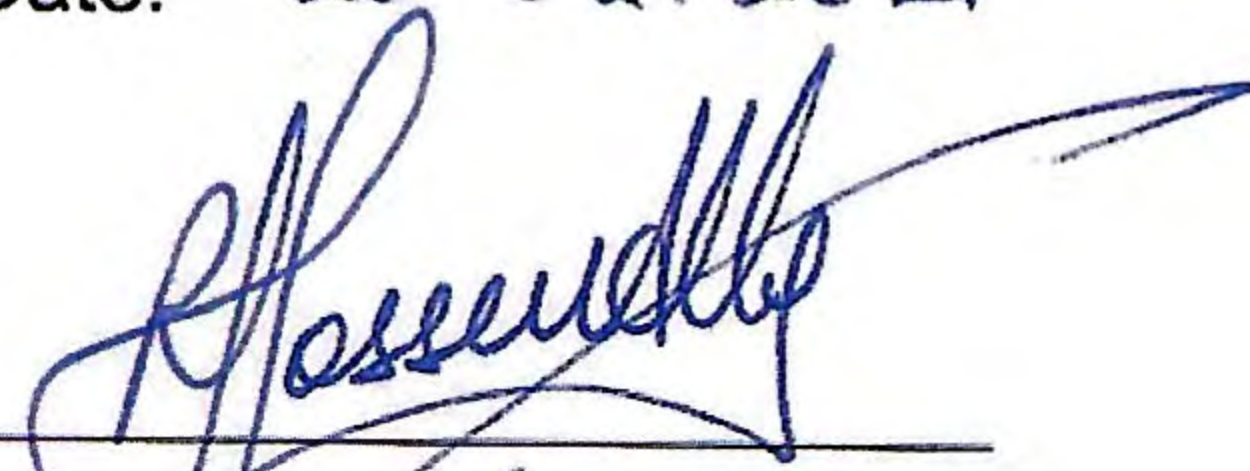
Date: 26.02.2021

Multiconsult Trustees Ltd



By: Rooksana Shahabally

Date: 26.02.2021



By: Rubina Hossen Ally

Date: 26.02.2021

