

CONFORMED COPY

AMENDMENT TO EXTEND

THE MEMORANDUM OF UNDERSTANDING

AMONG

THE INTERNATIONAL BANK FOR RECONSTRUCTION AND DEVELOPMENT,
THE SECRETARIAT OF THE UNITED NATIONS CONVENTION TO COMBAT
DESERTIFICATION

AND

THE SECRETARIAT OF THE GLOBAL ENVIRONMENTAL FACILITY

REGARDING

THE MEETINGS OF THE ADAPTATION FUND BOARD

Reference is made to the Memorandum of Understanding (the "MoU") dated 10 March 2010 among the International Bank for Reconstruction and Development (the "World Bank") as trustee ("Trustee") for the Adaptation Fund ("AF") Trust Fund ("AFTF"), the Secretariat (the "UNCCD Secretariat") of the United Nations Convention to Combat Desertification (the "UNCCD") and the Secretariat of the Global Environment Facility ("GEF"), acting as Secretariat for the Adaptation Fund Board (the "AFB Secretariat"), in connection with the 2010 Meetings of the AFB. The terms used in this amendment ("Amendment"), not defined herein, shall be understood and interpreted in accordance with the meaning given to them in the MoU.

Pursuant to recent discussions between the Trustee, the UNCCD Secretariat and the AFB Secretariat concerning the AFB's intention to continue conducting its meetings in Bonn, Germany, the Parties to the MoU have agreed to amend the MoU so that it shall apply to any future meetings of the AFB that will be held in Bonn.

Accordingly, the Parties agree to modify the MoU, as follows:

The fourth "whereas" of the Preamble of the MoU will read as follows:

Whereas, the AFB Secretariat requested the assistance of the UNCCD Secretariat in providing logistical support and making other arrangements on its behalf for any AFB meetings to be held in Bonn, Germany ("Meetings" or "Meeting", as appropriate).

Paragraph 1 of the MoU will read as follows:

1. DATE AND VENUE FOR THE MEETINGS. From 2011 onwards and unless otherwise determined by the AFB, it is expected that the Meetings will be held at the United Nations premises at Langer Eugen in Bonn, Germany. The AFB Secretariat will inform the UNCCD Secretariat of the dates of the Meetings at least ninety (90) days in advance of the proposed Meeting.

A new paragraph 11 will be added to the MoU, as follows:

11. DURATION AND TERMINATION.

11.1 The MoU as amended will remain effective for a period of three (3) years from the date of this Amendment. Unless otherwise terminated as provided in subparagraph 11.2 below, the MoU will be automatically extended for another three-year term from the expiry date of the Amendment.

11.2 Any Party may terminate the MoU by giving prior notice of not less than ninety (90) days to the other Parties.

4 A new paragraph 12 will be added to the MoU, as follows:

12. DISCLOSURE. The World Bank will disclose the MoU in accordance with the World Bank Policy on Access to Information. By entering into the MoU, the other Parties to the MoU consent to the disclosure of the same.

All other terms used in the MoU will remain the same.

6 The Amendment shall enter into force and effect upon the signature by the authorized representatives of the Parties.

IN WITNESS WHEREOF, the Parties have signed the Amendment in three (3) originals on the later day set forth below.

For the International Bank of Reconstruction and Development,
as Trustee for the Adaptation Fund Trust Fund

Signature:

Name: /s/By: Mr. Axel van Trotsenburg
Title: Vice President, Concessional
Finance and Global Partnerships
Date: March 8, 2011

For the Secretariat of the United Nations Convention to Combat Desertification

Signature:

Name: /s/By: Mr. Luc Gnacadja
Title: Executive Secretary
United Nations Convention to
Combat Desertification
Date: March 18, 2011

For the Secretariat of the Global Environment Facility,
as Secretariat for the Adaptation Fund Board

Signature:

Name: /s/By: Ms. Monique Barbut
Title: CEO
Global Environment Facility
Date: March 8, 2011