

***Instrument of Withdrawal from the 2030 Water Resources Group Multi-Donor Trust Fund
(Trust Fund No. TF072950)***

1. Reference is made to the Administration Agreement between the PepsiCo Foundation, Inc. (the “Donor”) and the International Bank for Reconstruction and Development and the International Development Association (collectively, the “Bank” and together with the Donor, the “Parties and each a “Party”) concerning the 2030 Water Resources Group Multi-Donor Trust Fund (Trust Fund No. TF072950) (the “Trust Fund”) effective as of July 10, 2018 (the “Administration Agreement”).


2. Reference is also made to the Donor’s communication dated February 28, 2023, informing the Bank of its desire to withdraw from the Trust Fund. Accordingly, the Donor and the Bank agree to the following:

- (a) In accordance with paragraph 5.02 of Annex 2 to the Administration Agreement, the Donor’s pro rata share of any uncommitted balance of the Trust Fund is canceled effective as of the last day of the month in which this Instrument of Withdrawal is countersigned by the Donor (the “Cancellation Date”).
- (b) Notwithstanding paragraphs 5.02 and 5.03 of Annex 2 to the Administration Agreement, the Donor hereby waives any rights to receive: (i) its pro rata share of any remaining uncommitted balance of the Trust Fund as of the Cancellation Date; (ii) its pro rata share of any remaining balance of the Trust Fund as of the final end disbursement date; and (iii) any funds that the Donor may be entitled to receive after the end disbursement date of the Trust Fund.
- (c) As of the Cancellation Date, the Donor shall have no further rights with respect to the Trust Fund, including no rights to participate in any applicable governance arrangements of the Trust Fund, and the Bank shall have no further obligations to the Donor under the Administration Agreement, including no obligation to provide financial or progress reports.

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3. Each of the Parties represents, by confirming its agreement below, that it is authorized to enter into this Instrument and act in accordance with these terms and conditions. The Parties are each requested to sign and date this Instrument, and upon possession by the Bank of this fully signed Instrument, this Instrument shall become effective as of the date of the last signature.

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

By:  _____
Name: Juergen Voegelé _____
Title: Vice President _____
Date: 30-Mar-2023 _____

PEPSICO FOUNDATION, INC.

By:  _____
Name: Roberta Barbieri _____
Title: VP Global Sustainability _____
Date: 30-Mar-2023 _____