April 26, 1994

Mr. Mohamed Ould Babetta General Director SONADER P. O. Box 321 Nouakchott Islamic Republic of Mauritania

Re: SONADER Project Agreement dated February 26, 1990, related to Development Credit Agreement (Agricultural Sector Adjustment and Investment Project) of even date therewith (Credit No. 2093 MAU) Amendment

Sir:

We refer to discussions held between the International Development Association and representatives of the Islamic Republic of Mauritania in view of replacing the functions of the liquidated Union des Banques de Developpement (UBD) by similar ones to be executed by the Union des Cooperatives Agricoles de Credit et d'Epargne (UNCACEM). Copies of the new UNCACEM Project Agreement and the Agreement providing for Amendment and Restatement of Development Credit Agreement, as well as the cover letters referring to the aforementioned Agreements, are attached hereto.

In view of the above, we agree that the afore-mentioned SONADER Project Agreement be amended as follows: Section 2.06 (a) is deleted; the letter "(b)" preceding the Section following it is also deleted.

Please indicate your agreement to the foregoing Amendment by authorizing H.E. the Ambassador of the Islamic Republic of Mauritania in Washington, D.C. to sign the form of confirmation on the copy of this letter.

Very truly yours,

/s/ Edward V. K. Jaycox Vice President Africa Region

SONADER

By: /s/ Mohamend Fall Ould Ainina Authorized Representative