



Asian Development Bank

Southeast Asia Department

19 April 2022

H.E. Dr. Aun Pornmoniroth
Deputy Prime Minister
Minister of Economy and Finance
Ministry of Economy and Finance
St. 92, Sangkat Wat Phnom
Khan Daun Penh
Phnom Penh, Cambodia

Dear H.E. Dr. Pornmoniroth:

Subject: Grant No. 9226-CAM: Community-Based Tourism COVID-19 Recovery Project
– **Grant Effectiveness**

1. This is to confirm that the Grant Agreement (Externally Financed) (“Agreement”) between Kingdom of Cambodia (“Recipient”) and Asian Development Bank (“ADB”) was signed on 24 March 2022.
2. The Agreement was signed in duplicate by Your Excellency, on behalf of the Recipient and by Anthony Robert Gill, Officer-in-Charge, Cambodia Resident Mission, on behalf of ADB.
3. One set of the original signed Agreement was retained by the Recipient. A copy of the signed Agreement is enclosed for your records.
4. You will note that Section 5.01 of the Agreement specifies a date 90 days after the date of the Agreement as the date by which the Agreement should become effective for the purposes of Section 9.04 of the Externally Financed Grant Regulations, dated 1 January 2022 (“Grant Regulations”). The Agreement is dated 24 March 2022, and therefore, the Agreement should become effective **on or before 23 June 2022** unless a later date is established by ADB pursuant to the Grant Regulations.
5. Before the Agreement can become effective, certain steps will need to be taken to satisfy the conditions precedent to such effectiveness. According to Section 9.01 of the Grant Regulations, the Agreement shall not become effective until evidence satisfactory to ADB shall have been furnished to ADB that: the execution and delivery of the Agreement on behalf of the Recipient have been duly authorized or ratified by all necessary corporate and governmental action.
6. As part of the evidence to be furnished to ADB pursuant to Section 9.02 of the Grant Regulations, the Recipient shall furnish, or cause to be furnished to ADB, a legal opinion or opinions satisfactory to ADB, of counsel acceptable to ADB, showing: on behalf of the Recipient,

that the Agreement has been duly authorized or ratified by, and executed and delivered on behalf of, the Recipient and is legally binding upon the Recipient in accordance with its terms.

7. The legal opinion(s) for the purpose of compliance with Section 9.02 of the Grant Regulations, should, *inter alia*, review the procedures followed for authorization, ratification, execution and delivery of the Agreement. There should be appropriate references to and discussion of the relevant statutes, regulations, resolutions, authorities, minutes of meetings, instructions and other documents relied upon for the purpose of arriving at the conclusions stated in the opinion(s). Copies of extracts of such laws and documents should be annexed to the opinion(s), all in the English language.

8. We would be grateful if you would send to ADB, at the earliest opportunity, a draft of the legal opinion (together with draft copies of all attachments thereto) prior to its formal submission, so as to avoid any possible complications at a later date.

9. We hope that it will be possible for the Recipient to comply with the conditions of effectiveness on or before the date specified in paragraph 4 above, so that the Agreement can be declared effective immediately thereafter. Please let us know if you have any questions regarding the legal requirements relating to effectiveness of the Agreement.

10. Prior to the effectiveness of the Agreement, please also send to ADB (Attention: Controller's Department, Loan Administration Division) the evidence of authority to sign withdrawal applications that has been duly signed by the representative of the Recipient as designated in Section 7.01 of the Agreement. This should include the specimen signature(s) of person(s) who are authorized to sign withdrawal applications on behalf of the Recipient, pursuant to Section 11.02 of the Grant Regulations. A sample of the form on the Evidence of Authority to Sign Withdrawal Application is attached.

Very truly yours,



Jiangfeng Zhang

Director

Environment, Natural Resources and
Agriculture Division

Enclosure: Scanned copy of the Agreement
Form on the Evidence of Authority to Sign Withdrawal Application

cc: H.E. Vongsey Vissoth, Minister attached to the Prime Minister and Permanent Secretary of State,
Ministry of Economy and Finance (MEF)
H.E. Hem Vannady, Secretary of State, MEF
H.E. Pen Thirong, Under Secretary of State, MEF
H.E. Chuon Samrith, Director General, General Department of International Cooperation and Debt
Management (GDICDM), MEF
Mr. Yi Sokthearith, Deputy Director General, GDICDM, MEF

Mr. Houli Bonnaroth, Director, Department of Multilateral Cooperation, GDICDM, MEF
Mr. Non Wattanak, Deputy Director, Department of Multilateral Cooperation, GDICDM, MEF
Mrs. Veng Youim, Chief, Office of Multilateral Cooperation 1, DMC, GDICDM, MEF
Mr. Chan Sopanhavorn, Deputy Chief, Office of Multilateral Cooperation 1, DMC, GDICDM, MEF
Mr. Ramesh Subramaniam, Director General, SERD, ADB
Mr. Winfried Wicklein, Deputy Director General, SERD, ADB
Mr. Cheong Ann Png, Assistant General Counsel, ADB
Ms. Chai Sun Kim, Controller, ADB
Ms. Anthony Robert Gill, Acting Country Director, CARM, ADB
Ms. Ursula Lagan, Counsel, ADB
Mr. Rehan Kausar, Director, Portfolio Management Division, ADB
Ms. Duong Nguyen, Country Economist, CARM, ADB
Mr. Leonard Leung, Natural Resources and Agriculture Economist, SERD, ADB
Ms. Karen Chua, Senior Operations Officer, SERD, ADB
Ms. Sovannry Teng, Associate Operations Coordinator, CARM, ADB