

**[Parent Company Letterhead]**

**To:** [Beneficiary/Counterparty Name]

**Address:** [Beneficiary Address]

**Date:** [Insert Date]

**Subject: Keepwell Deed and Comfort Letter regarding [Subsidiary Name]**

Dear Sir/Madam,

We, [Parent Company Name], a corporation organized and existing under the laws of [Jurisdiction], refer to the [Description of Trade Agreement/Obligation] dated [Date] (the "Agreement") between [Subsidiary Name] (the "Subsidiary") and [Beneficiary Name].

In consideration of you entering into the Agreement with our Subsidiary, we hereby confirm and undertake the following:

1. **Direct Ownership:** We confirm that we directly or indirectly own [Percentage]% of the issued share capital of the Subsidiary and intend to maintain a controlling interest during the term of the Agreement.
2. **Maintenance of Net Worth:** We shall ensure that the Subsidiary maintains a positive consolidated net worth and sufficient liquidity to ensure timely performance of its payment obligations under the Agreement.
3. **Liquidity Support:** In the event that the Subsidiary is unable to meet its payment obligations as they fall due, we intend to provide, or cause to be provided, sufficient funds to the Subsidiary to enable it to fulfill such obligations in accordance with the terms of the Agreement.
4. **Regulatory Compliance:** We will use our best efforts to ensure the Subsidiary obtains all necessary cross-border regulatory approvals and foreign exchange clearances required to make payments to you.

This letter is a statement of our current policy and supportive intent. It does not constitute a direct legal guarantee of the Subsidiary's debt; however, it represents our commitment to the financial standing of our Subsidiary.

This letter shall be governed by and construed in accordance with the laws of [Governing Jurisdiction].

Yours faithfully,

For and on behalf of **[Parent Company Name]**

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[Authorized Signatory Name]

[Title/Position]

[Company Seal/Stamp]