

[Company Letterhead of Holding Company]

[Date]

[Counterparty Name]

[Counterparty Address]

[City, State, Zip Code]

**Re: Letter of Comfort - [Subsidiary Name]**

Dear Sir/Madam,

We, [Holding Company Name], a company organized and existing under the laws of [Jurisdiction], refer to the Over-The-Counter (OTC) derivative transactions and related agreements (the "Transactions") entered into, or to be entered into, from time to time between [Subsidiary Name] (the "Subsidiary") and [Counterparty Name] (the "Counterparty").

We confirm that [Subsidiary Name] is a [wholly-owned/majority-owned] subsidiary of [Holding Company Name].

It is our current policy to maintain our equity interest in the Subsidiary and to ensure that the Subsidiary is managed in a manner that enables it to meet its financial obligations. We confirm that we are aware of the Transactions being entered into by the Subsidiary with the Counterparty.

This letter is provided for your information only and is not intended to be, nor shall it be construed as, a guarantee, a legal obligation, or a binding commitment by [Holding Company Name] to pay any indebtedness of the Subsidiary or to ensure the performance of its obligations under the Transactions. This letter does not create any legal or equitable rights in favor of the Counterparty or any third party.

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

Yours faithfully,

For and on behalf of [Holding Company Name]

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Name: [Authorized Signatory Name]

Title: [Title]