

[Company Letterhead]

[Date]

[Borrower Name]

[Borrower Address]

[City, State, Zip Code]

Re: Conditional Commitment for Mezzanine Debt Facility

Dear [Contact Name],

We are pleased to inform you that [Lender Name] ("Lender") has approved your application for a Mezzanine Debt Facility (the "Facility") subject to the terms and conditions outlined in this letter and the attached Summary of Terms.

1. Facility Amount: The Lender commits to provide a facility in the principal amount of up to \$[Amount].

2. Purpose: The proceeds of the Facility shall be used solely for [Purpose, e.g., the acquisition of X property / growth capital].

3. Interest Rate: The Facility will bear interest at a rate of [Percentage]% per annum, payable [Monthly/Quarterly].

4. Maturity Date: The Facility will mature on [Date], at which time all outstanding principal and interest shall be due.

5. Conditions Precedent: This commitment is strictly conditional upon the following:

- Satisfactory completion of all legal, financial, and technical due diligence.
- The execution of definitive loan documentation acceptable to the Lender.
- Evidence of a Senior Debt Facility in the amount of \$[Amount].
- No material adverse change in the financial condition of the Borrower.
- Payment of a commitment fee in the amount of \$[Amount].

6. Expiration: This commitment shall expire on [Expiration Date] unless the Facility is closed or an extension is agreed upon in writing.

7. Confidentiality: The terms of this letter are confidential and may not be disclosed to third parties without prior written consent, except as required by law.

Please indicate your acceptance of these terms by signing and returning a copy of this letter by [Deadline Date].

Sincerely,

[Signature]

[Name of Authorized Signatory]

[Title]

[Lender Name]

Accepted and Agreed:

[Borrower Name]

Date: _____