

## **CONFIDENTIAL**

[Date]

[Borrower Name]

[Address Line 1]

[Address Line 2]

Re: Fee Letter - [Project/Facility Name]

Dear [Contact Person Name],

This Fee Letter is delivered to you in connection with the Commitment Letter of even date herewith between [Lender Name] ("Lender") and [Borrower Name] ("Borrower"). This letter sets forth the fees payable to the Lender in consideration of the Asset-Based Credit Facility.

### **1. Closing Fee**

The Borrower shall pay a one-time closing fee in the amount of \$[Amount] or [Percentage]% of the maximum Credit Facility. This fee is earned in full upon execution and is payable on the Closing Date.

### **2. Unused Line Fee**

The Borrower shall pay an unused line fee equal to [Percentage]% per annum on the average daily unused portion of the Credit Facility. This fee shall be calculated on a [360/365]-day basis and paid monthly in arrears.

### **3. Collateral Monitoring and Audit Fees**

The Borrower shall reimburse the Lender for all out-of-pocket costs related to field examinations, audits, and appraisals. In addition, a standard fee of \$[Amount] per day, per auditor, shall be charged for inspections conducted by the Lender's internal staff.

### **4. Facility Management Fee**

The Borrower shall pay a monthly management fee of \$[Amount] for the ongoing administration of the loan account, payable on the first day of each month.

### **5. Documentation and Legal Fees**

The Borrower agrees to pay all reasonable legal fees and expenses incurred by the Lender in the preparation, negotiation, and execution of the loan documentation, regardless of whether a formal closing occurs.

### **6. Confidentiality**

This Fee Letter and its terms are confidential and may not be disclosed to any third party (other than the Borrower's legal and financial advisors) without the prior written consent of the Lender.

Please indicate your acceptance of these terms by signing below.

Sincerely,

[Lender Representative Name]

[Title]

[Lender Name]

**ACCEPTED AND AGREED:**

By: \_\_\_\_\_

Name: [Borrower Representative Name]

Title: [Title]

Date: [Date]