

**[Date]**

[Borrower Name]

[Address Line 1]

[Address Line 2]

**Re: \$[Amount] Committed Debt Financing**

Dear [Contact Person Name],

[Lead Arranger Name] (the "Arranger") and [Lender Name] (the "Initial Lender," and together with the Arranger, "we" or "us") are pleased to set forth the terms and conditions under which the Initial Lender commits to provide a \$[Amount] senior secured credit facility (the "Facility") for [Borrower Name] (the "Borrower").

**1. Commitment**

The Initial Lender hereby agrees to provide 100% of the principal amount of the Facility, subject to the terms and conditions set forth in this letter and the attached Summary of Terms (the "Term Sheet").

**2. Syndication**

The Arranger reserves the right, before or after the execution of the definitive loan documentation, to syndicate a portion of the Initial Lender's commitment to a group of financial institutions (the "Lenders") in consultation with the Borrower. The Arranger will manage all aspects of the syndication, including timing, selection of Lenders, and the acceptance of commitments.

**3. Conditions Precedent**

The commitment of the Initial Lender is subject to the following conditions:

- Execution of definitive loan documentation consistent with the Term Sheet.
- Absence of any material adverse change in the business, operations, or financial condition of the Borrower.
- Completion of final legal and regulatory due diligence.
- Payment of all applicable fees and expenses.

**4. Fees and Expenses**

The Borrower agrees to pay all fees as outlined in the separate Fee Letter dated as of the date hereof. Additionally, the Borrower shall reimburse the Arranger and Initial Lender for all reasonable out-of-pocket expenses (including legal fees) incurred in connection with the Facility.

**5. Expiration**

This commitment will expire at [Time] on [Date] unless by such time the Borrower has accepted this letter and the Fee Letter.

Sincerely,

**[Lead Arranger Name]**

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

Name: [Name]

Title: [Title]

**[Initial Lender Name]**

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

Name: [Name]

Title: [Title]

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**Accepted and Agreed:**

**[Borrower Name]**

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

Date: \_\_\_\_\_