

PRIVATE AND CONFIDENTIAL

[Date]

[Borrower Name]

[Street Address]

[City, State, Zip Code]

Attn: [Contact Name/CEO]

Subject: Commitment Letter for Growth Capital Venture Debt Facility

Dear [Name],

[Lender Name] ("Lender") is pleased to provide [Borrower Name] ("Borrower") with this commitment for a growth capital venture debt facility. This commitment is subject to the terms and conditions outlined below and the execution of definitive loan documentation.

1. FACILITY DETAILS

- **Facility Type:** Growth Capital Term Loan.
- **Total Facility Amount:** \$[Amount].
- **Availability Period:** The facility may be drawn in [Number] tranches until [Date].

2. PRICING AND REPAYMENT

- **Interest Rate:** [Prime Rate + X%] per annum, payable monthly in arrears.
- **Loan Term:** [Number] months from the date of initial funding.
- **Amortization:** [Number] months of interest-only payments followed by [Number] months of equal principal and interest payments.
- **Final Payment:** An end-of-term payment equal to [X]% of the total principal advanced.

3. FEES AND EQUITY PROVISIONS

- **Commitment Fee:** [X]% of the Facility Amount, due upon execution of this letter.
- **Warrants:** Borrower shall issue to Lender warrants to purchase [Common/Preferred] Stock equal to [X]% of the total loan amount at an exercise price of \$[Price].

4. COLLATERAL AND COVENANTS

- **Security:** A first-priority perfected security interest in all assets of the Borrower [including/excluding] Intellectual Property.
- **Financial Covenants:** Borrower shall maintain [Minimum Cash Balance / Revenue Targets] as defined in the definitive agreement.

- **Reporting:** Monthly financial statements and annual audited financials.

5. CONDITIONS TO CLOSING

This commitment is subject to the completion of final due diligence, absence of a material adverse change, and the execution of legal documentation satisfactory to the Lender.

6. EXPIRATION

This offer expires on [Date] at [Time] if not accepted by the Borrower.

Agreed and Accepted:

For [Lender Name]:

Signature
[Title]

For [Borrower Name]:

Signature
[Title]