[Lender Name]
[Lender Address]
[City, State, Zip Code]

[Date]

[Borrower Name]
[Borrower Address]
[City, State, Zip Code]

RE: Commitment Letter for Revolving Venture Debt Facility

Dear [Contact Name],

[Lender Name] ("Lender") is pleased to advise [Borrower Name] ("Borrower") that Lender hereby commits to provide a revolving credit facility (the "Facility") subject to the terms and conditions outlined below:

- **Facility Amount:** Up to $[Amount] (the "Maximum Commitment").
- **Facility Type:** Senior Secured Revolving Venture Debt.
- **Purpose:** For general working capital and corporate purposes.
- **Availability Period:** From the Closing Date until [Expiry Date/Term].
- **Interest Rate:** [Rate, e.g., Prime + X%], payable monthly in arrears.
- **Repayment:** Interest-only during the Availability Period, with the full principal balance due at Maturity.
- **Collateral:** A first-priority perfected security interest in all assets of the Borrower [including/excluding Intellectual Property].
- **Warrants:** As consideration, Borrower shall issue to Lender warrants to purchase [Number/Percentage] of [Series/Common] Stock at an exercise price of $[Price].
- **Fees:**
    - Commitment Fee: $[Amount] due upon execution.
    - Unused Line Fee: [Percentage]% per annum on the average unused portion of the Facility.

Conditions Precedent:
This commitment is subject to the completion of final legal documentation, satisfactory completion of due diligence, and [Specific Conditions, e.g., minimum equity raise].

Exclusivity:
By signing below, Borrower agrees to an exclusivity period of [Number] days to finalize the definitive agreements.

Expiration:
This commitment letter shall expire if not signed and returned by [Expiration Date].

Sincerely,

[Lender Signature]
[Name and Title]

Accepted and Agreed:

[Borrower Signature]
[Name and Title]
[Date]