

[Date]

To: [Name of Trustee/Special Purpose Vehicle (SPV)]

Address: [Address of Trustee/SPV]

Attention: [Name/Department]

**RE: PARENT COMPANY GUARANTEE - ASSET-BACKED SECURITIZATION OF
[NAME OF TRANSACTION]**

Dear Sir/Madam,

This Parent Company Guarantee (the "Guarantee") is provided by **[Name of Parent Company]**, a company incorporated under the laws of **[Jurisdiction]** (the "Guarantor"), in favor of **[Name of SPV/Trustee]** (the "Beneficiary"), in connection with the asset-backed securitization (the "Transaction") involving **[Name of Subsidiary/Originator]** (the "Originator").

1. GUARANTEE

The Guarantor hereby irrevocably and unconditionally guarantees to the Beneficiary the due and punctual performance by the Originator of all its obligations under the [Title of Underlying Agreements, e.g., Purchase and Sale Agreement] dated [Date]. These obligations include, but are not limited to, the validity of the transferred assets, representation and warranty credits, and the payment of any indemnities or repurchase obligations arising from the Transaction.

2. PAYMENT

In the event that the Originator fails to meet any financial obligation or liability under the Transaction documents, the Guarantor shall, within [Number] business days of receiving a written demand from the Beneficiary, pay the amount due in the same manner as specified in the Transaction documents.

3. NATURE OF GUARANTEE

This is a guarantee of payment and performance, not merely of collection. The Beneficiary shall not be required to proceed against the Originator or exhaust any remedies against the Originator before enforcing its rights under this Guarantee.

4. DURATION

This Guarantee shall remain in full force and effect until all obligations of the Originator under the Transaction documents have been fully discharged and the Transaction has been terminated or liquidated in accordance with its terms.

5. GOVERNING LAW

This Guarantee shall be governed by and construed in accordance with the laws of **[Jurisdiction]**. Any disputes arising hereunder shall be subject to the exclusive jurisdiction of the courts of **[Jurisdiction]**.

Yours faithfully,

For and on behalf of **[Name of Parent Company]**

(Signature)

Name: [Name of Authorized Signatory]

Title: [Title]

Company Seal/Stamp: [If applicable]