

[Company Letterhead of Parent Entity]

Date: [Insert Date]

To:

[Name of Beneficiary/Counterparty Bank]

[Address]

[City, State, Zip Code]

Re: Parent Company Guarantee for Derivative and Hedging Liabilities

Dear Sir/Madam,

1. **Guarantee:** [Name of Parent Company], a company organized and existing under the laws of [Jurisdiction] (the "Guarantor"), hereby irrevocably and unconditionally guarantees to [Name of Beneficiary] (the "Beneficiary") the prompt and complete payment when due of all present and future obligations and liabilities (whether actual or contingent) of [Name of Subsidiary/Obligor] (the "Subsidiary") arising under or in connection with any derivative transactions, ISDA Master Agreements, schedules, and confirmations (the "Agreements").

2. **Nature of Liability:** This guarantee is an absolute, unconditional, and continuing guarantee of payment and not merely of collection. The Guarantor's liability under this guarantee shall not be affected by any amendment, novation, or supplement to the Agreements, or any bankruptcy or insolvency of the Subsidiary.

3. **Maximum Limit (Optional):** [The total liability of the Guarantor under this guarantee shall not exceed [Currency and Amount] / OR / This guarantee is unlimited in amount].

4. **Term:** This guarantee shall remain in full force and effect until all obligations under the Agreements have been fully discharged or until terminated by [Number] days' prior written notice to the Beneficiary, provided that such termination shall not affect obligations incurred prior to the effective date of termination.

5. **Governing Law:** This guarantee shall be governed by and construed in accordance with the laws of [Jurisdiction/State]. Any disputes arising hereunder shall be subject to the exclusive jurisdiction of the courts of [Jurisdiction].

6. **Representations:** The Guarantor represents that it has the full corporate power and authority to execute this guarantee and that this document constitutes a legal, valid, and binding obligation.

Yours faithfully,

For and on behalf of [Name of Parent Company]

(Signature)

Name: [Name of Authorized Signatory]

Title: [Title, e.g., Chief Financial Officer / Director]

Company Seal (if applicable)