

Date: [Insert Date]

To: [Name of Beneficiary/Entity]
[Address of Beneficiary]

Subject: Tax Liability Indemnity and Guarantee Letter

Dear [Name of Contact Person],

This letter is provided in connection with [Reference the Transaction/Agreement Name] dated [Date] between [Name of Indemnitor] (the "Indemnitor") and [Name of Beneficiary] (the "Indemnified Party").

1. Indemnity: The Indemnitor hereby agrees to indemnify, defend, and hold harmless the Indemnified Party from and against any and all losses, claims, damages, liabilities, costs, and expenses (including reasonable legal fees) arising out of or resulting from any unpaid tax liabilities, assessments, or penalties relating to [Describe Specific Asset or Period].

2. Guarantee: The Indemnitor unconditionally and irrevocably guarantees the full and prompt payment of any tax obligations that may be levied by [Insert Name of Tax Authority] against the Indemnified Party in relation to the aforementioned transaction.

3. Period of Liability: This indemnity and guarantee shall remain in full force and effect until the expiration of the applicable statute of limitations for the relevant tax periods, or until [Insert End Date].

4. Notice: The Indemnified Party shall provide prompt written notice to the Indemnitor of any claim or demand made by a tax authority that may give rise to a claim under this letter.

5. Governing Law: This letter shall be governed by and construed in accordance with the laws of [Insert Jurisdiction].

Yours faithfully,

[Signature]
[Printed Name of Authorized Signatory]
[Title/Position]
[Name of Indemnitor Company]