

Date: [Insert Date]

To:

[Name of Lead Arranger/Agent Bank]

[Address]

(Acting as Agent for the Syndicate of Lenders)

RE: GUARANTEE FOR SYNDICATED OVERDRAFT FACILITY

Dear Sirs,

1. **The Facility:** We, [Name of Parent Company/Guarantor], a company incorporated under the laws of [Jurisdiction] (the "Guarantor"), refer to the Overdraft Facility Agreement dated [Date] (the "Agreement") entered into between [Name of Borrower] (the "Borrower") and the financial institutions listed therein (the "Lenders") for a total facility amount of [Amount and Currency].

2. **Guarantee:** In consideration of the Lenders providing the Syndicated Overdraft Facility to the Borrower, the Guarantor hereby irrevocably and unconditionally guarantees to the Agent (for itself and on behalf of the Lenders) the due and punctual payment of all sums of money which are now or may at any time hereafter become due and payable by the Borrower under or in connection with the Agreement.

3. **Indemnity:** If any sum due from the Borrower is not recoverable for any reason, the Guarantor agrees to indemnify the Lenders immediately on demand against any loss or cost incurred by the Lenders as a result of the Borrower's failure to pay.

4. **Continuing Security:** This guarantee shall be a continuing guarantee and shall remain in full force and effect until all underlying obligations under the Agreement have been discharged in full.

5. **Primary Obligor:** The Guarantor's liability under this letter shall be as a primary obligor and not merely as a surety. The Lenders shall not be required to exhaust their remedies against the Borrower before enforcing this guarantee.

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.

7. **Governing Law:** This Guarantee Letter is governed by and shall be construed in accordance with the laws of [Jurisdiction/Country].

Yours faithfully,

For and on behalf of [Name of Guarantor]

Authorized Signatory

Name: [Name]

Title: [Title]

Acknowledged by [Name of Agent Bank]:

Authorized Signatory

Date: [Date]