

[Company Letterhead]

[Date]

[Lender Name]

[Lender Address]

[City, State, Zip Code]

Re: Management Representation Letter - Going Concern and Debt Covenant Compliance

To [Contact Person or Department Name],

In connection with the credit agreement dated [Agreement Date] between [Company Name] (the "Company") and [Lender Name] (the "Lender"), management provides this representation letter regarding the Company's financial condition and compliance status as of [Reporting Period End Date].

1. Debt Covenant Compliance

Management confirms that as of [Date], the Company is in full compliance with all financial and restrictive covenants outlined in the Credit Agreement. Specifically:

- [Covenant Name 1]: Actual [Value] vs. Required [Value]
- [Covenant Name 2]: Actual [Value] vs. Required [Value]

2. Going Concern Assessment

Management has evaluated the Company's ability to continue as a going concern for a period of at least twelve months from the date of this letter. Based on our current financial projections, cash flow analysis, and available credit facilities, we have a reasonable expectation that the Company has adequate resources to continue operational existence for the foreseeable future.

3. Financial Projections

The financial forecasts provided to the Lender are based on assumptions that management believes are reasonable and realistic given current market conditions. No events have occurred subsequent to the reporting period that would materially alter the Company's liquidity position or its ability to meet its debt obligations.

4. Internal Controls

Management acknowledges its responsibility for the design and implementation of internal controls to prevent and detect financial inaccuracies and to ensure ongoing compliance with all lending requirements.

Sincerely,

[Signature]

[Name of Chief Financial Officer/Authorized Officer]

[Title]

[Company Name]