[Sender Name]
[Sender Title]
[Sender Company Name]
[Sender Address]
[Date]

[Recipient Name]
[Recipient Title]
[Recipient Company Name]
[Recipient Address]

Re: Assurance Regarding Material Adverse Change - [Reference Contract/Agreement Name]

Dear [Recipient Name],

This letter is provided in connection with the [Agreement Name] dated [Date] (the "Agreement") by and between [Party A] and [Party B].

Pursuant to [Section/Clause Number] of the Agreement, [Sender Company Name] hereby represents and warrants that, as of the date of this letter, no Material Adverse Change (MAC) has occurred regarding its business, assets, financial condition, or results of operations.

Specifically, [Sender Company Name] confirms that:

- There have been no significant decreases in overall financial performance or liquidity since the date of the last audited financial statements.
- There are no pending legal actions, regulatory changes, or labor disputes that would reasonably be expected to have a material negative impact on the ability to perform obligations under the Agreement.
- All operational capabilities required to fulfill the terms of the Agreement remain intact.

We remain committed to the terms of our Agreement and will promptly notify you should any event occur that could reasonably be expected to constitute a Material Adverse Change in the future.

Please contact the undersigned if you require any further documentation or financial data to support this assurance.

Sincerely,

[Signature]

[Printed Name]
[Title]