

(Sample)
Non-Binding Conditional Loan Commitment Letter
(To be issued on Commercial Bank Letterhead
signed by two Bank officers)

(Addressed to the Client.)

Ref: LOAN FACILITIES AGAINST MTN and Structured Notes
Project: (Name of Project / Transaction)

Amount: USD \$ _____ **(Enter Principal Loan amount)**

Dear Mr. -----

We confirm, subject to discussion and acceptance with the Guarantor Bank and final approval of all documents, that we are in a position to give a Non-Binding Conditional Loan Commitment to make available a credit line in the amount of **(Written out Principal Loan amount, United States Dollars)** (USD **\$Numeric Principal Loan amount** under the following terms: ten year length, interest only of **(insert interest rate)** __% per annum to be paid semi-annually, to finance the above referenced project to be drawn under (Name of the Client). The principal loan amount shall be secured with a 10 year Medium Term Note to be issued by an S&P "AA-" or better rated bank that is acceptable to us, with interest fully secured and with claims on additional assets as contingent collateral in case of any default on the principal or interest.

We are prepared, with the conditions listed above, to act as principal on behalf of you, our client, for settlement of the note on a DVP basis via Euroclear, subject to our normal verification process.

Sincerely,

Bank Officer

Bank Officer