

**BIOREFINERY, RENEWABLE CHEMICAL, AND BIOBASED PRODUCT
MANUFACTURING ASSISTANCE PROGRAM
CONDITIONAL COMMITMENT**

Capitalized terms will have the meaning defined in the applicable Program regulations.

TO: Lender	Case No.
Lender's Address	State
Borrower	Principal Amount of Loan

From an examination of information supplied by the Lender and other relevant information, the Agency agrees to issue this Conditional Commitment.

Therefore, the United States of America acting through the Rural Business – Cooperative Service (Agency) hereby agrees that, in accordance with applicable provisions of the regulations at 7 CFR 4279, subpart C (Regulations), it will execute Form RD 4279-3, "Loan Note Guarantee," subject to the conditions and requirements specified in the Regulations and herein.

The Loan Note Guarantee fee payable by the Lender to the Agency will be the amount as specified in the Regulations on the date of this Conditional Commitment. The Interest Rate for the loan is _____ percent 1/. If a variable rate is used, it must be tied to a published base rate agreed to by the Lender and Agency which cannot change more often than quarterly.

A Loan Note Guarantee will not be issued until the Lender certifies that there has been neither any Material Adverse Change in the Borrower's financial condition nor any other Material Adverse Change in the Borrower, for any reason, during the period of time from the Agency's issuance of the Conditional Commitment to issuance of the Loan Note Guarantee regardless of the cause or causes of the change and whether or not the change or causes of the change were within the Lender's or Borrower's control. The Lender's certification must address all Material Adverse Changes and be supported by financial statements of the Borrower and its guarantors executed not more than 60 days before the time of certification. As used in this paragraph only, the term "Borrower" includes any parent, Affiliate, or subsidiary of the Borrower.

The purposes for which the loan funds will be used and the amounts to be used for such purposes are set forth in the Attachment to this Conditional Commitment. Once this instrument is executed and returned to the Agency, no major change of conditions or approved loan purpose will be considered. Additional Conditions and Requirements including Source and Use of Funds are attached. 2/

This Conditional Commitment becomes null and void unless the conditions are accepted by the Lender and Borrower within 60 days from the date of issuance by the Agency. If the conditions set forth in this commitment are not met within ___ days from the date of this Conditional Commitment, the Agency reserves the right to discontinue the processing of the application and terminate this Conditional Commitment. 3/ If the Agency decides to terminate this Conditional Commitment, the Agency will provide the Lender a written notice at least 14 days prior to termination.

UNITED STATES OF AMERICA
Rural Business – Cooperative Service

By: _____

Typed or Printed Name: _____

Date: _____

(Title)

According to the Paperwork Reduction Act of 1995, no persons are required to respond to a collection of information unless it displays a valid OMB control number. The valid OMB control numbers for this information collection are 0570-0017. The time required to complete this information is estimated to average 1.5 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information.

ACCEPTANCE OF CONDITIONS

To: The Agency 4/

The conditions of this Conditional Commitment, including attachments, are acceptable and if the undersigned proceeds with the loan transaction the request to issue the Loan Note Guarantee will be submitted within _____ days.

Date: _____

By: _____
(Signature for Lender)

Date: _____

(Signature for Borrower)

- 1/ Insert fixed interest rate or, if authorized by Regulations, the variable interest rate (including the published base rate) and the appropriate loan subsidy rate, if applicable.
- 2/ Insert any additional conditions or requirements in the attachment to the Conditional Commitment and attach.
- 3/ The Agency will determine and insert the date by which conditions must be met.
- 4/ Return completed and signed copy of this form to the Agency's issuing office.