

GUARANTEE – CONTRACT CLAUSE

Include as a new party to the Agreement:

[FULL COMPANY NAME], a company incorporated in England and Wales with company number [NUMBER] and whose registered office is at [REGISTERED OFFICE ADDRESS] (the **Guarantor**)

Include in Recital

The Guarantor is a party to this Agreement.

Include in Definition

Guarantee means the obligations of *Party A* payable by the Guarantor under the Agreement.

Include as new

1 Guarantor

.1 The Guarantor shall be liable for the due and punctual performance of the obligations as and when they become due.

.2 If *Party B* is in breach of its obligations guaranteed immediately on demand by the Guarantor.

.3 As a security for the performance of the Guarantor under the Agreement, the Guarantor shall, on demand by *Party B*, provide any of the following as valid or sufficient security:

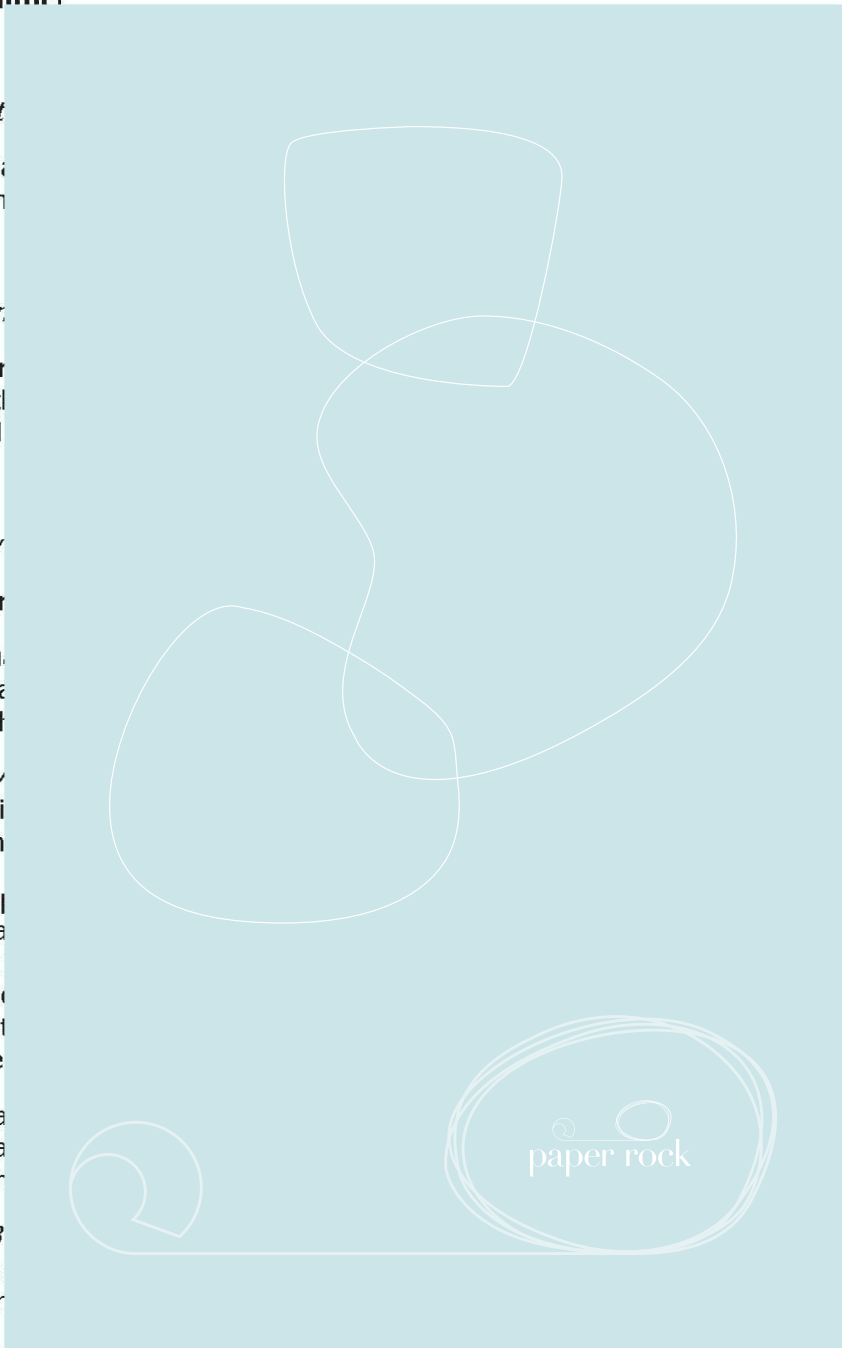
.4 This Clause shall not apply until all of the Guarantor's obligations under the Agreement have been paid in full by the Guarantor.

.5 *Party B* shall not be liable for any damages or other action against the Guarantor, making the Guarantor liable for any damages or other action against *Party B*.

.6 The liability of the Guarantor under this Clause shall not be affected by, nor shall it be reduced or discharged by reason of:

(a) any act, omission or other thing which:

(i) would not have affected, reduced or discharged the liability of the Guarantor had the Guarantor been a principal obligor instead of a guarantor or indemnifier; or



- (ii) but for this Clause [].6(a)(ii), would or might result in the Guarantor being released or discharged or liability of the Guarantor being reduced;
- (b) any insolvency, administration, winding-up, liquidation, dissolution, reconstruction, amalgamation or merger of *Party A* or any change in the status or capacity of *Party A*;
- (c) any amendment, variation, novation, renewal, restatement, replacement, termination, settlement or discharge of:

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Amend execution sections and blocks:

In witness whereof this Agreement has been executed as a Deed and delivered on the date stated at the beginning of this Agreement.

Executed as a Deed by)
[NAME OF PARTY A])
acting by a director in the presence of)

Director

Witness Signatu

Witness Name

Witness Address

Witness Occupa

Add execution l

