**Samples for Letter of Reference**

# *Sample 1*

 \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ [Date]

Letter of Reference No. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

To: Ohio Power Company, an Ohio corporation (“AEP Ohio”)

Ladies and Gentlemen,

We \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ (“the Bank”) are currently the agent on a $\_\_\_\_\_\_\_\_\_\_ [amount] revolving credit facility to \_\_\_\_\_\_\_\_\_\_\_\_\_\_ (“Bidder”). At this time, there is sufficient unused availability under the credit facility to issue a letter of credit in the amount of $\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_[amount] on behalf of Bidder in support of its bid in AEP Ohio’s Competitive Bidding Process for purposes of procuring supply under the Master Standard Service Offer (“SSO”) Supply Agreement.

We have had a relationship with Bidder since \_\_\_\_\_\_\_[date]. Our relationship with Bidder remains in good standing.

We certify that we, the Bank, satisfy the minimum senior unsecured debt rating of “A-” from Standard & Poor’s or “A3” from Moody’s.

Please feel free to call us if you require any additional information.

Sincerely,

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Authorized signature

Bank

[name] [title]

Ladies and Gentlemen,

We \_\_\_\_\_\_\_\_\_\_\_\_[Bidder] certify that we have obtained this letter of reference in good faith, and that we know of no action on our part that would significantly alter the unused availability under the credit facility mentioned above, or otherwise impair \_\_\_\_\_\_\_\_\_\_\_\_[Bank]’s ability to provide us with the support described above.

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Authorized signature

Bidder

# [name] [title]*Sample 2*

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ [Date]

Letter of Reference No. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

To: Ohio Power Company, an Ohio corporation (“AEP Ohio”)

Ladies and Gentlemen:

We \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ (“the Bank”) are currently the agent on the credit agreements to \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ (“Bidder”). Bidder has \_\_\_\_\_\_\_\_\_\_\_[amount] of unused credit facilities at our bank available for borrowing under the terms and conditions of these credit agreements. Such a loan could be used as a cash deposit in support of Bidder’s bid in AEP Ohio’s Competitive Bidding Process for purposes of procuring supply under the Master Standard Service Offer (“SSO”) Supply Agreement.

We have had a relationship with Bidder since \_\_\_\_\_\_\_[date]. Our relationship with Bidder remains in good standing.

We certify that we, the Bank, satisfy the minimum senior unsecured debt rating of “A-” from Standard & Poor’s or “A3” from Moody’s.

Please feel free to call us if you require any additional information.

Sincerely,

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Authorized signature

[Bank]

[name] [title]

Ladies and Gentlemen,

We \_\_\_\_\_\_\_\_\_\_\_\_[Bidder] certify that we have obtained this letter of reference in good faith, and that we know of no action on our part that would significantly alter the amount of unused credit facilities mentioned above, or otherwise impair \_\_\_\_\_\_\_\_\_\_\_\_[Bank]’s ability to provide us with the support described above.

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Authorized signature

[Bidder]

[name] [title]

# Sample 3

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ [Date]

Letter of Reference No. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

To: Ohio Power Company, an Ohio corporation (“AEP Ohio”)

Ladies and Gentlemen,

We have been asked to provide a letter of reference on behalf of \_\_\_\_\_\_\_\_\_\_ (“Bidder”) relative to its intentions to bid in AEP Ohio’s Competitive Bidding Process for purposes of procuring supply under the Master Standard Service Offer (“SSO”) Supply Agreement.

Our relationship with Bidder has been extensive and has included involvement in a credit facility for $\_\_\_\_\_\_\_\_\_[amount] with aggregate lending commitments in excess of $\_\_\_\_\_\_\_\_\_[amount].

Should there be no material change in affairs, we would consider extending a letter of credit to Bidder in an amount not to exceed $\_\_\_\_\_\_\_\_\_\_\_\_[amount]. This letter, however, should not and cannot be taken as an indication of financing commitment or guaranty of any kind whatsoever, or an absolute commitment to provide any other services.

We certify that we \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ (“Bank”) satisfy the minimum senior unsecured debt rating of “A-” from Standard & Poor’s or “A3” from Moody’s.

Please feel free to call us if you require any additional information.

Sincerely,

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Authorized signature

[Bank]

[name] [title]

Ladies and Gentlemen,

We \_\_\_\_\_\_\_\_\_\_\_\_[Bidder] certify that we have obtained this letter of reference in good faith, and that we know of no action on our part that would significantly impair \_\_\_\_\_\_\_\_\_\_\_\_\_[Bank]’s assessment or its ability to provide us with the support described above.

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Authorized signature

[Bidder]

[name] [title]