

**BORROWER'S NOTICE OF WITHDRAWAL**

[Date]

To: [●] (as "Agent" and "Account Bank")

Dear Sirs

[ ]

**CREDIT AGREEMENT DATED [ ]**

1. We refer to the above mentioned agreement between (amongst others) Interhealth Canada Infrastructure (TCI) Limited (as Borrower), Interhealth Canada Infrastructure Holdings (TCI) Limited (as HoldCo) and FirstCaribbean International Bank (Bahamas) Limited as Agent and Account Bank (the "**Credit Agreement**"). Terms not otherwise defined in this Notice shall have the same meanings as in the Credit Agreement.
2. We hereby request the following withdrawal:
  - (a) Project Account to be debited: [account name] [account number]
  - (b) Amount to be debited: [amount]
  - (c) Beneficiary/Account transferee: [account name] [account number]
3. We certify that the purpose for which such withdrawal [transfer] is: [ ].
4. We certify that all the terms and conditions of the Senior Finance Documents with respect to such request have been fulfilled and will, on the date on which such request takes effect, remain fulfilled.
5. [We represent and warrant<sup>1</sup>:
  - (a) that no Default has occurred and is continuing and no Event of Default will occur as a result of the proposed withdrawal; and
  - (b) in the case of a proposed withdrawal from the Proceeds Account to meet Project Costs or MES Project Costs such costs have or shall have

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<sup>1</sup> Note: Other than the Borrower Distribution Account or the Mezzanine Distribution Account

become, due and payable as set out in clause 28.19 (*Order of Payment*) of the Credit Agreement and the Borrower is not prohibited from making any payment in respect thereof pursuant to the terms of the Credit Agreement.]

6. Date of proposed withdrawal [            ].

Yours faithfully

.....

By [•]

(Authorised Signatory for and on behalf of the Borrower)

[Yours faithfully

.....

By [•]

(Authorised Signatory for and on behalf of the Crown in right of its Government in the Turks and Caicos Islands)]<sup>2</sup>

[The Agent hereby authorises the Account Bank to give effect to the Notice of Withdrawal in accordance with the terms of the Notice of Withdrawal on the proposed date.

Yours faithfully

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By [•]

(As Agent)]<sup>3</sup>

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<sup>2</sup> Required for withdrawal from the Joint Insurance Proceeds Account (InfraCo).

[The Majority EBL Lenders hereby authorise the Account Bank to give effect to the Notice of Withdrawal in accordance with the terms of the Notice of Withdrawal on the proposed date.

Yours faithfully

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By [●]

(For and on behalf of the Majority EBL Lenders)]<sup>4</sup>

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<sup>3</sup> Subject to any other provision of the Senior Finance Documents, countersignature is not required for withdrawal from the Borrower Distribution Account or Mezzanine Distribution Account.

<sup>4</sup> In the case of a withdrawal from the Loan Stock Account.