**Counterparty Letter**

2001 Euro Protocol sponsored by the International Swaps and Derivatives Association, Inc.

I am writing to inform you that [sending firm's name] has signed up to the 2001 Euro Protocol (the "Protocol"). We hope that, as one of our counterparties, you will do the same. Here are some of the reasons that persuaded us:

* substantial time and cost savings;
* product of widespread consultation; and
* supporting legal opinions provided.

**Protocol Objective**

The objective of the Protocol is to allow firms to address a range of issues related to amending the ISDA Master Agreement and, in some cases the ISDA Interest Rate and Currency Exchange Agreement and ISDA Interest Rate Swap Agreement, through the use of standard amendments prepared by ISDA and then applying these to outstanding transactions with other Protocol participants.

**Protocol Advantages and Procedures**

The Protocol process provides firms with the ability to amend all their existing ISDA Master Agreements and, in some cases ISDA Interest Rate and Currency Exchange Agreements and ISDA Interest Rate Swap Agreement, by submitting an Adherence Letter to ISDA, thereby avoiding significant time and expense that could be involved in bilaterally negotiating these amendments. The Protocol process is multilateral, but the effect is the same as it would be were we to enter into a separate bilateral amendment with you. Each firm sends an Adherence Letter to ISDA's offices specifying which standard amendments it wishes to make with other Protocol adherents by indicating the Annexes to the Protocol which it wishes to make applicable. All existing agreements are amended where Adherence Letters match, with information on other Protocol participants available from ISDA's web site.

**Further Information**

If you need more information about the Protocol, I encourage you to visit the 2001 Euro Protocol section of the ISDA web site - [www.isda.org](http://www.isda.org/) - where you will also see the names of other market participants that have already adhered to the Protocol.

[I attach the following additional information about the Protocol: the text of the Protocol / a specimen Adherence Letter / an overview of some Frequently Asked Questions, giving you a more detailed explanation of the Protocol]. I [also] attach a copy of [sending firm's name] Adherence Letter.

Please feel free to call me if you have any questions about the Protocol.

Yours sincerely,

[Signatory's Name]