

F/T: 0131-244 5598  
E: dgeconomy@gov.scot

Liberty Aluminium Lochaber Ltd  
c/o Brodies LLP  
15 Atholl Crescent Edinburgh  
Scotland  
EH3 8HA

16 December 2016

Dear Sirs

### **GUARANTEE FEE**

This letter relates to the Guarantee and Reimbursement Agreement between the Scottish Ministers, Liberty Aluminium Lochaber Limited ("LAL") (and other parties) dated the same date as this letter. It is the Scottish Government (SG) Guarantee Fee Letter referred to in that Agreement. Other terms defined in that Agreement have the same meanings when used in this letter, unless the context otherwise requires.

This letter concerns the amounts due and payable to the Guarantor in respect of the provision of the SG Guarantee (the "Fee"). It summarises the methodology for calculating the Fee, the scale and timing of payments of the Fee to the Guarantor and the process for review of the Fee.

Please acknowledge receipt of this letter and confirm your agreement of its terms by signing and returning to me the receipt provided at Annex B.

#### *Fee calculation*

[REDACTED]

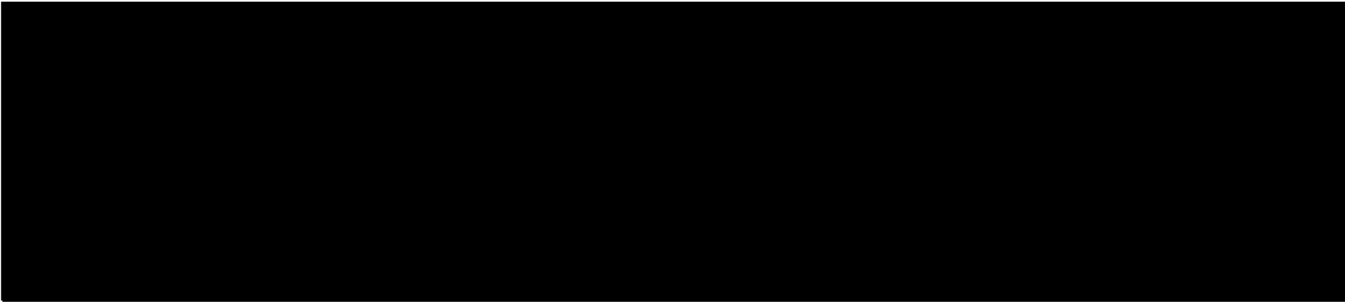
[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]




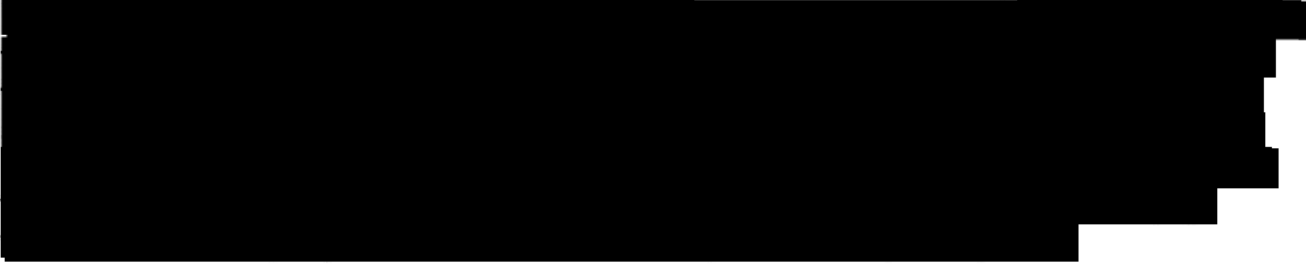
### *Schedule of payments*

The profile of the Fee payments is shown in Table 1 at Annex A of this letter.

The annual Fee payment for each relevant year shall be payable on the Effective Date and each anniversary of it. Payment shall be in Sterling and made electronically to a bank account nominated from time to time by notice in writing to LAL by the Guarantor.

### *Review*

The Fee will be reviewed by the Guarantor and LAL on an annual basis and, as soon as is reasonably practicable following each anniversary of the Effective Date, 

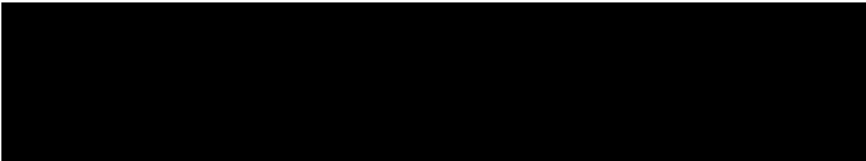


The Guarantor or LAL may request an additional review of the Fee outwith the annual review (but each may do this only once in any calendar year) in order to provide flexibility in the event of any event which could materially affect the level of the Fee calculation in which case the paragraph above shall apply (as if the date of the request was the "Effective Date").

Any dispute as to the outcome of a review shall be referred to an independent accountant agreed between the parties (or failing agreement within 30 days of a proposal as nominated on the request of the Guarantor or LAL by the chairman of the Institute of Chartered Accountants in Scotland) with the cost of the review to be shared between the Guarantor and LAL except in the event when one party requests an ad hoc review, in which case the costs to be borne by the requesting party.

This letter and any non-contractual obligations arising out of or in connection with it are governed by Scots law.

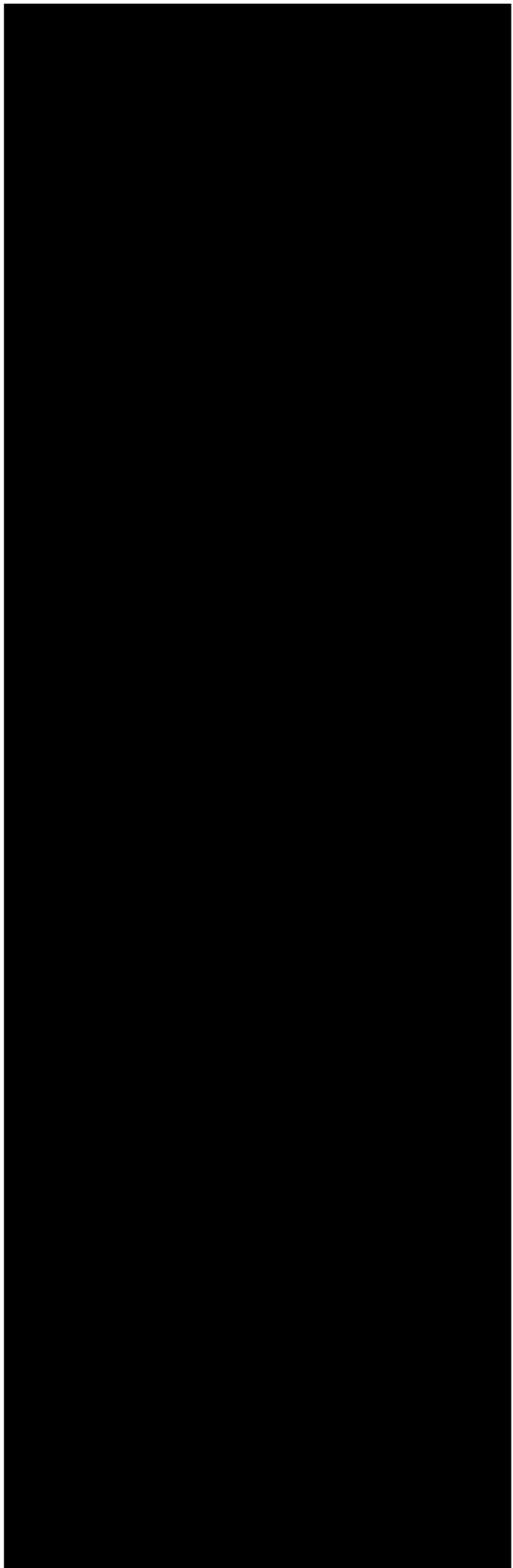
Regards



Liz Ditchburn  
Director General Economy

Taigh Naomh Anndrais, Rathad Regent, Dùn Èideann EH1 3DG  
St Andrew's House, Regent Road, Edinburgh EH1 3DG  
[www.gov.scot](http://www.gov.scot)





Taigh Naomh Anndrais, Rathad Regent, Dùn Èideann EH1 3DG  
St Andrew's House, Regent Road, Edinburgh EH1 3DG  
[www.gov.scot](http://www.gov.scot)



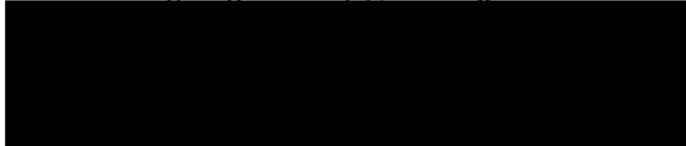
INVESTOR IN PEOPLE



## ANNEX B

### GUARANTEE FEE RELATING TO THE GUARANTEE AND REIMBURSEMENT AGREEMENT BETWEEN THE SCOTTISH MINISTERS, LIBERTY ALUMINIUM LOCHABER LIMITED

We acknowledge receipt of the letter dated 16 December 2016 from Liz Ditchburn, of which the foregoing is a copy, and agree to its terms.



16/12/16

For Liberty Aluminium Lochaber Ltd

Date

#### Return to:

Director General Economy  
Room 1N.01  
St Andrews House  
Regent Road  
Edinburgh  
EH1 3DG



T: 0131-244 5598  
E: DGeconomy@gov.scot

Jay Hambro  
Chief Investment Officer  
GFG Alliance  
7 Hertford Street  
Mayfair  
London  
W1J 7RH

12 November 2020

Dear Jay

### Lochaber Guarantee – Milestone Investments

I write in response to your letter of 11 November 2020 to the Cabinet Secretary for Rural Economy and Tourism. Where defined terms are used in this letter, they have the meanings given to them in the Amended and Restated Guarantee and Reimbursement Agreement entered into on 6 July 2020 between the Scottish Ministers, SIMEC Lochaber Hydropower Limited and the Corporate Undertakers (as defined therein) (the “**GRA**”).

I am pleased to have reached resolution of these issues and, taking the numbered paragraphs in turn from your letter of 11 November 2020:

■ [Redacted]

■ [Redacted]

■ [Redacted]

[Redacted]

The GRA itself remains in full force and effect between the parties thereto.

Yours sincerely,



**Liz Ditchburn**  
Director General Economy

[Redacted]

[Redacted]

[Redacted]

