

[Seller Name]  
[Property Address]  
[City, State, Zip Code]  
[Date]

[Buyer Name]  
[Buyer Address]  
[City, State, Zip Code]

Dear [Buyer Name],

Thank you for your offer to purchase the property located at [Property Address]. While we appreciate your interest, we are submitting this counteroffer for your consideration with the following revised terms:

- 1. Purchase Price:** The purchase price shall be \$[Revised Price].
- 2. Appraisal Gap Clause:** In the event that the lender's appraised value of the property is lower than the agreed-upon purchase price, the Buyer agrees to pay the difference between the appraised value and the purchase price in cash at closing, up to a maximum amount of \$[Maximum Gap Amount].
- 3. Earnest Money:** The earnest money deposit shall be increased to \$[New Amount].
- 4. Expiration:** This counteroffer shall remain open for acceptance until [Time] on [Date]. If not accepted in writing by that time, this counteroffer shall be deemed withdrawn.

All other terms and conditions of the original offer dated [Original Offer Date] remain unchanged except as modified herein.

Sincerely,

[Seller Signature]

[Seller Printed Name]