

[Date]

[Recipient Name]

[Recipient Title]

[Company Name]

[Address]

RE: BINDING AND NON-BINDING TERMS

Dear [Name],

This letter outlines the proposed terms for the transaction between [Party A] and [Party B].

1. NON-BINDING PROVISIONS

The following sections of this letter are intended solely as an expression of intent and do not create any legal obligation or binding agreement between the parties:

- [Insert Clause Name, e.g., Purchase Price]
- [Insert Clause Name, e.g., Scope of Services]
- [Insert Clause Name, e.g., Timeline]

2. BINDING PROVISIONS

Notwithstanding the non-binding nature of the sections listed above, the parties agree that the following sections are legally binding and enforceable upon execution of this letter:

- **Confidentiality:** Both parties agree to keep all information shared during negotiations private.
- **Exclusivity:** The parties agree not to negotiate with third parties for a period of [Number] days.
- **Governing Law:** This letter shall be governed by the laws of [Jurisdiction].
- **Expenses:** Each party is responsible for their own legal and professional fees.

3. TERMINATION

This letter of intent will expire on [Date] unless a definitive agreement is signed by both parties or terminated earlier by written notice.

Please sign below to indicate your agreement with the terms set forth above.

Sincerely,

[Your Name]

[Your Company]

ACCEPTED AND AGREED:

[Recipient Signature]

[Date]