

[Date]

[Managing Law Firm Name]

[Address]

[City, State, Zip]

Attn: [Lead Partner Name]

RE: Letter of Intent - Co-Counsel Syndication for [Company Name] Series A Financing

Dear [Lead Partner Name],

This Letter of Intent ("LOI") outlines the proposed terms under which [Syndicate Law Firm Name] ("Co-Counsel") will collaborate with [Managing Law Firm Name] ("Lead Counsel") to provide legal services for the Series A Financing of [Company Name] (the "Company").

1. Scope of Work

Co-Counsel shall assist Lead Counsel in the following areas: [List specific tasks, e.g., Intellectual Property Due Diligence, Regulatory Compliance, Employment Audit, or Jurisdictional Opinion]. Lead Counsel shall remain the primary point of contact for the Company and lead the overall transaction.

2. Fee Arrangement and Allocation

The parties agree to the following fee structure:

- Co-Counsel will bill at a discounted hourly rate of [Amount] or a fixed fee of [Amount].
- Total fees for Co-Counsel's portion shall not exceed [Amount] without prior written approval from Lead Counsel.
- Billing will be submitted [Monthly/Upon Closing] to Lead Counsel for inclusion in the master invoice to the Company.

3. Conflict of Interest

Co-Counsel represents that it has performed a conflict check and is cleared to represent the interests associated with this transaction. Co-Counsel will not represent any other party (e.g., Lead Investor) in this Series A round without a written waiver.

4. Confidentiality

Both firms agree to maintain the confidentiality of all Company data and transaction details. Work product shared between firms is protected by Common Interest Privilege.

5. Term and Termination

This agreement commences on [Start Date] and terminates upon the closing of the Series A Financing or upon 15 days' written notice by either party.

Please indicate your acceptance of these terms by signing below.

Sincerely,

[Your Name]
[Your Title]
[Syndicate Law Firm Name]

ACCEPTED AND AGREED:

By: _____
Name: [Lead Partner Name]
Title: Partner, [Managing Law Firm Name]
Date: _____