

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

[Date]

[Founder Name/CEO]
[Company Name]
[Company Address]

RE: Non-Binding Letter of Intent for Series A Financing

Dear [Founder Name],

This Letter of Intent ("LOI") outlines the preliminary terms under which [Investor Name] ("Investor") proposes to invest in [Company Name] (the "Company").

1. Investment Amount: The Investor proposes an investment of \$[Amount] as part of a Series A financing round totaling \$[Total Round Size].

2. Valuation: The investment is based on a pre-money valuation of \$[Amount], resulting in a post-money valuation of \$[Amount].

3. Security Type: The investment will be made in the form of Series A Preferred Stock.

4. Conditions Precedent: This offer is strictly conditional upon the following:

- Satisfactory completion of business, financial, and legal due diligence.
- Approval by the Investor's Investment Committee.
- Execution of definitive legal documentation (Stock Purchase Agreement, Voting Agreement, etc.).
- No material adverse change in the Company's business or financial condition.

5. Board Representation: Upon closing, the Investor shall have the right to appoint [Number] member(s) to the Company's Board of Directors.

6. Exclusivity: The Company agrees to a period of [Number] days of exclusivity starting from the date of this letter, during which it will not negotiate with other financing sources.

7. Confidentiality: The terms of this LOI are strictly confidential and may not be disclosed to third parties without prior written consent.

8. Non-Binding Nature: Except for the sections on Exclusivity and Confidentiality, this letter is a non-binding expression of intent and does not constitute a legal obligation to invest.

If these terms are acceptable, please sign below and return a copy by [Expiration Date].

Sincerely,

[Investor Signature]
[Investor Name/Title]

Accepted and Agreed:

For [Company Name]:

Signature: _____

Name: [Name]

Title: [Title]

Date: [Date]