

[Your Name/Entity Name]
[Your Address]
[City, State, Zip Code]
[Date]

[Senior Shareholder Name]
[Address]
[City, State, Zip Code]

Re: Letter of Intent for the Purchase of Equity Shares in [Company Name]

Dear [Senior Shareholder Name],

This Letter of Intent ("Letter") outlines the preliminary terms and conditions under which [Buyer Name] ("Buyer") proposes to purchase the equity interest held by [Senior Shareholder Name] ("Seller") in [Company Name] (the "Company").

- 1. Purchase of Shares:** Buyer proposes to acquire [Number or %] of [Type of Stock, e.g., Common/Preferred] shares currently held by the Seller.
- 2. Purchase Price:** The proposed purchase price for the shares is \$[Amount] (the "Purchase Price").
- 3. Payment Terms:** The Purchase Price shall be paid as follows:
 - [Amount] payable in cash at the time of closing.
 - [Amount] to be paid via a promissory note under terms to be negotiated.
- 4. Due Diligence:** This proposal is subject to the Buyer's completion of a satisfactory due diligence review of the Company's financial, legal, and operational records.
- 5. Closing Date:** The parties shall aim to execute a definitive Stock Purchase Agreement and close the transaction on or before [Date].
- 6. Non-Compete and Consulting:** As part of this buyout, the Seller agrees to enter into a non-compete agreement for a period of [Number] years and may remain available for consulting for a period of [Number] months to ensure a smooth transition.
- 7. Binding Effect:** This Letter is a non-binding expression of intent, with the exception of sections regarding confidentiality and exclusivity, which shall be binding upon signing. A binding commitment shall only exist once a formal Stock Purchase Agreement is signed by both parties.
- 8. Exclusivity:** The Seller agrees not to negotiate with any other parties regarding the sale of these shares for a period of [Number] days from the date of this Letter.

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

Sincerely,

[Signature]

[Printed Name of Buyer]

Accepted and Agreed:

[Senior Shareholder Name]

Date: _____