

[Your Company Name]  
[Your Address]  
[City, State, Zip Code]  
[Date]

[Recipient Name]  
[Recipient Title]  
[Recipient Company Name]  
[Recipient Address]  
[City, State, Zip Code]

## **Re: Letter of Intent for Technology Transfer Agreement**

Dear [Recipient Name],

This Letter of Intent ("LOI") sets forth the preliminary terms and conditions under which [Your Company Name] ("Transferee") and [Recipient Company Name] ("Transferor") intend to enter into a formal Technology Transfer Agreement.

**1. Description of Technology:** The parties intend to transfer the following technology, including but not limited to, patents, software, technical data, manufacturing processes, and specialized know-how: [Insert brief description of technology].

**2. Objective:** The primary objective is for the Transferor to provide the Transferee with the necessary intellectual property and technical assistance to [Insert purpose, e.g., manufacture, market, or develop products] using the technology.

**3. Proposed Consideration:** In exchange for the transfer of technology, the Transferee proposes the following compensation structure: [Insert details, e.g., upfront payment, royalty rates, or milestone payments].

**4. Confidentiality:** Both parties agree to maintain the strict confidentiality of all proprietary information exchanged during the negotiation process. This provision shall be binding regardless of whether a final agreement is reached.

**5. Due Diligence:** Upon signing this LOI, both parties will be granted a period of [Number] days to conduct technical and legal due diligence.

**6. Non-Binding Nature:** Except for the provisions regarding confidentiality and exclusivity, this LOI is a statement of intent and does not create a legally binding obligation on either party to conclude the transaction.

**7. Exclusivity:** The Transferor agrees not to negotiate with any third party regarding the transfer of the specified technology for a period of [Number] days from the date of this letter.

**8. Governing Law:** This LOI shall be governed by the laws of [State/Country].

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

Sincerely,

[Your Signature]  
[Your Printed Name]  
[Your Title]

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**Accepted and Agreed:**

For [Recipient Company Name]:

Signature: \_\_\_\_\_  
Name: [Recipient Printed Name]  
Title: [Recipient Title]  
Date: \_\_\_\_\_