

[Date]

[Recipient Name]

[Recipient Title]

[Target Company Name]

[Address Line 1]

[Address Line 2]

RE: Letter of Intent for Acquisition and Technology Transfer

Dear [Recipient Name],

This Letter of Intent ("Letter") outlines the preliminary terms and conditions under which [Acquiring Company Name] ("Buyer") proposes to acquire certain assets and intellectual property, specifically the [Name of Technology/Software/Platform], from [Target Company Name] ("Seller").

1. Proposed Transaction

The Buyer intends to acquire 100% ownership of the technology described as [Detailed Description of Technology], including all source code, patents, trademarks, technical documentation, and associated trade secrets.

2. Purchase Price

The proposed consideration for the technology transfer is [Amount in Currency], payable as follows: [e.g., Cash at closing, stock options, or earn-out provisions].

3. Technology Transfer and Integration

Upon closing, the Seller agrees to facilitate a full transfer of technical knowledge. This includes a [Number]-month transition period where Seller's key technical personnel will provide training and support to the Buyer's team.

4. Due Diligence

Following the signing of this Letter, the Buyer will have a period of [Number] days to conduct a thorough technical, financial, and legal due diligence review of the technology and its related assets.

5. Exclusivity

The Seller agrees to a period of exclusivity for [Number] days, during which it will not engage in negotiations with any other party regarding the sale of the aforementioned technology.

6. Confidentiality

Both parties agree that the terms of this Letter and all information exchanged during due diligence shall remain strictly confidential.

7. Non-Binding Nature

Except for the provisions regarding Exclusivity and Confidentiality, this Letter is a non-binding

expression of intent and does not constitute a legal obligation for either party to complete the transaction.

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

Sincerely,

[Sender Name]
[Sender Title]
[Acquiring Company Name]

Accepted and Agreed:

[Recipient Name]
On behalf of [Target Company Name]