

[Your Name/Company Name]

[Address Line 1]

[City, State, Zip Code]

[Email Address]

[Date]

[Recipient Name/Company Name]

[Address Line 1]

[City, State, Zip Code]

RE: Letter of Intent for Non-Disclosure and Technology Transfer

Dear [Recipient Name],

This Letter of Intent ("Letter") sets forth the preliminary understanding between [Your Company Name] ("Discloser") and [Recipient Company Name] ("Recipient") regarding the evaluation and potential transfer of [Name of Technology/Intellectual Property].

1. Purpose

The parties intend to enter into discussions to evaluate the feasibility of a technology transfer agreement. The Recipient wishes to review the Discloser's proprietary technology for the purpose of [State Purpose, e.g., commercialization, manufacturing, or internal testing].

2. Non-Disclosure and Confidentiality

All technical information, data, software, and know-how disclosed by either party during these discussions shall be considered "Confidential Information." The Recipient agrees to:

- Maintain strict confidentiality of the information.
- Use the information solely for the evaluation of the technology transfer.
- Not disclose the information to any third party without prior written consent.

3. Technology Transfer Terms

The parties agree to negotiate in good faith the terms of a formal Technology Transfer Agreement, which may include:

- Scope of the license (exclusive or non-exclusive).
- Financial terms, including upfront fees and royalty payments.
- Training, technical support, and documentation delivery.
- Intellectual property ownership and protection.

4. Non-Binding Nature

With the exception of the confidentiality obligations in Section 2, this Letter is a statement of intent and does not create a legally binding obligation on either party to conclude a final agreement.

5. Expiration

This Letter and the offer to negotiate shall expire on [Date], unless extended by mutual written agreement.

If the terms outlined above are acceptable, please sign and return a copy of this Letter.

Sincerely,

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

Agreed and Accepted:

Signature: _____
Name: [Recipient Printed Name]
Title: [Recipient Title]
Date: _____