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

[Law Firm Name]
[Contact Partner Name]
[Law Firm Address]
[City, State, Zip Code]

**RE: Letter of Intent for Legal Counsel Engagement regarding Initial Public Offering (IPO)**

Dear [Partner Name],

This Letter of Intent ("Letter") confirms the intention of [Company Name] (the "Company") to engage [Law Firm Name] (the "Counsel") to act as lead legal counsel in connection with the Company's proposed Initial Public Offering ("IPO") of its common stock.

**1. Scope of Services**
The Counsel shall provide comprehensive legal services including, but not limited to:

- Conducting legal due diligence.
- Drafting and filing the Registration Statement with the relevant Securities Commission.
- Drafting and negotiating underwriting agreements and other transactional documents.
- Advising on corporate governance and compliance requirements for public companies.
- Liaising with regulatory authorities and stock exchanges.

**2. Professional Fees**
The fee structure for this engagement will be based on [Hourly Rates / A Fixed Fee Arrangement / A Capped Fee Arrangement] as detailed in the forthcoming formal Engagement Letter. Out-of-pocket expenses shall be reimbursed by the Company.

**3. Confidentiality**
Both parties agree to maintain the strict confidentiality of all non-public information exchanged during this engagement and the fact that this IPO is being contemplated.

**4. Formal Agreement**
This Letter serves as an expression of intent. The formal terms of the engagement will be governed by a definitive Engagement Letter to be signed by both parties within [Number] days of this Letter.

**5. Governing Law**
This Letter shall be governed by and construed in accordance with the laws of [Jurisdiction].

Please indicate your acceptance of this Letter of Intent by signing and returning a copy to us.

Sincerely,

[Signature]
[Name of Authorized Representative]
[Title]
[Company Name]

**Accepted and Agreed:**

[Signature]
[Name of Partner]
[Law Firm Name]
[Date]