

[Date]

[Name of IP Audit Firm/Legal Counsel]

[Address Line 1]

[Address Line 2]

[City, State, Zip Code]

RE: Letter of Intent for Intellectual Property Audit in Preparation for Initial Public Offering (IPO)

Dear [Name of Contact Person],

This Letter of Intent ("LOI") confirms the intent of [Your Company Name] (the "Company") to engage [Name of IP Audit Firm] (the "Auditor") to conduct a comprehensive Intellectual Property (IP) Audit. This audit is a critical component of the Company's preparations for a proposed Initial Public Offering.

1. Scope of Work

The Auditor shall identify, review, and evaluate all intellectual property assets owned, licensed, or used by the Company, including but not limited to:

- Patents and patent applications;
- Registered and unregistered trademarks and service marks;
- Copyrights and software code;
- Trade secrets and proprietary know-how;
- Domain names and social media handles;
- IP-related contracts, licensing agreements, and employment assignments.

2. Objectives

The primary objectives of this audit are to:

- Verify clear chain of title and ownership for all core IP assets;
- Identify potential infringement risks or third-party liabilities;
- Assess the strength and enforceability of the IP portfolio;
- Ensure all IP documentation meets the regulatory standards required for SEC filings and investor due diligence.

3. Timeline

The Company intends to commence the audit on or before [Start Date]. The final IP Audit Report must be delivered no later than [End Date] to align with the IPO roadmap.

4. Confidentiality

The Auditor agrees to keep all information obtained during this process strictly confidential. A formal Non-Disclosure Agreement (NDA) [is attached/shall be executed separately].

5. Fees and Formal Agreement

The proposed fee for this audit is [Amount/Fee Structure]. This LOI serves as a preliminary

expression of intent. The formal engagement will be governed by a definitive Professional Services Agreement to be signed by both parties.

Please indicate your acceptance of these terms by signing below.

Sincerely,

[Signature]

[Name of Authorized Officer]

[Title]

[Company Name]

Accepted and Agreed:

Signature: _____

Name: _____

Title: _____

Date: _____