[Company Letterhead]

[Date]

[Recipient Name]
[Title]
[Firm Name/Consulting Group]
[Address]
[City, State, Zip Code]

Re: Letter of Intent for Initial Public Offering (IPO) Due Diligence Preparation

Dear [Recipient Name],

This Letter of Intent ("Letter") sets forth the preliminary understanding between [Your Company Name] (the "Company") and [Firm Name] (the "Consultant") regarding the engagement of services to prepare for the Company's proposed Initial Public Offering (IPO).

1. Scope of Services
The Consultant shall assist the Company in performing a comprehensive due diligence review, including but not limited to:

- Financial audit and historical data verification.
- Legal and regulatory compliance review.
- Operational and corporate governance assessment.
- Preparation of the virtual data room (VDR).
- Drafting and reviewing the S-1 registration statement sections.

2. Confidentiality
During the course of this preparation, the Consultant will have access to non-public, proprietary information. Both parties agree to execute a formal Non-Disclosure Agreement (NDA) prior to the exchange of any sensitive documentation.

3. Term and Timeline
The preparation period is expected to commence on [Start Date] and conclude upon the formal filing of the registration statement, or approximately [Number] months from the start date.

4. Exclusivity
The Company agrees that for a period of [Number] days following the signing of this Letter, it will not engage any other firm to perform similar IPO due diligence services without prior written notice.

5. Non-Binding Agreement
This Letter reflects the intention of both parties to proceed toward a formal service agreement. Except for the sections regarding Confidentiality and Exclusivity, this Letter does not constitute a legally binding obligation.

Please indicate your acceptance of these terms by signing below.

Sincerely,

[Signature]
[Full Name]
[Title]
[Your Company Name]

Accepted and Agreed:

____
[Signature for Consultant]
[Full Name]
[Date]