

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

[Date]

[Client Name]
[Client Address]
[City, State, Zip Code]

Re: Engagement for Legal Services - Stock Purchase Agreement

Dear [Client Contact Person],

This letter confirms that [Law Firm Name] ("the Firm") has been engaged by [Client Name] ("the Client") to provide legal advisory services in connection with the purchase of stock in [Target Company Name].

1. Scope of Services

The Firm will provide the following legal services:

- Due diligence review of the Target Company.
- Drafting and negotiation of the Stock Purchase Agreement (SPA).
- Preparation of ancillary closing documents.
- Coordination of the closing process.

2. Fees and Billing

Our professional fees will be based on [Hourly Rates / Fixed Fee]. Our current hourly rates for personnel assigned to this matter are:

- Partner: \$[Amount] per hour
- Associate: \$[Amount] per hour
- Paralegal: \$[Amount] per hour

Invoices will be issued [Monthly/Upon Completion] and are payable within [Number] days of receipt.

3. Retainer

The Firm requires an initial retainer of \$[Amount] before work commences. This amount will be held in our trust account and applied against final billings.

4. Conflicts of Interest

Based on the information provided, we have performed a conflict check and have determined that no conflicts prevent us from representing the Client in this matter.

5. Term and Termination

Either party may terminate this relationship at any time upon written notice, subject to the Client's obligation to pay for legal services rendered up to the date of termination.

Please sign and return a copy of this letter to indicate your acceptance of these terms.

Sincerely,

[Partner Name]
[Law Firm Name]

Agreed and Accepted:

[Client Representative Name]
[Title]
Date: _____