

[Date]

[Client Name]

[Client Address]

[City, State, Zip Code]

**Re: Advance Conflict of Interest Waiver**

Dear [Name of Contact Person],

This letter confirms the agreement between [Law Firm Name] (the "Firm") and [Parent Company Name] (the "Client") regarding the scope of our representation and the waiver of certain potential conflicts of interest.

**1. Scope of Client Relationship:** The Client agrees that the Firm's representation is limited to [Parent Company Name] and does not extend to its subsidiaries, affiliates, or parent entities unless specifically agreed upon in writing. For the purposes of conflict of interest checks, our representation of [Parent Company Name] will not automatically disqualify us from representing other clients adverse to your subsidiaries or affiliates in matters unrelated to our work for you.

**2. Advance Waiver:** The Client acknowledges that the Firm represents a wide variety of clients. It is possible that now or in the future, the Firm may represent other entities in matters that are adverse to the interests of the Client's subsidiaries or affiliates. The Client hereby waives any conflict of interest that may arise from the Firm representing other clients in matters adverse to [Subsidiary Names or "any subsidiary/affiliate"] provided that:

- The matter is not substantially related to any matter in which the Firm is currently representing the Client;
- The Firm's representation of the other client does not involve the use of confidential information obtained from the Client; and
- Appropriate ethical screens are implemented where necessary.

**3. Confidentiality:** The Firm will maintain the confidentiality of all information provided by the Client in accordance with applicable professional conduct rules. No information belonging to the Client will be shared with any adverse party.

**4. Future Representation:** This waiver shall remain in effect for the duration of our professional relationship and applies to all current and future subsidiaries or affiliates of the Client.

Please indicate your consent to this arrangement by signing and returning the enclosed copy of this letter.

Sincerely,

[Partner Name]  
[Law Firm Name]

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**AGREED AND ACCEPTED:**

By: \_\_\_\_\_

Name: [Authorized Signatory Name]

Title: [Title]

Date: [Date]