

[Date]

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

**Re: Conflict of Interest Waiver - Representation of [Affiliated Entity Name]**

Dear [Client Contact Name],

This letter seeks your consent to a potential conflict of interest arising from [Law Firm Name]'s representation of [Affiliated Entity Name] in connection with [Description of Matter/Transaction].

As you are aware, [Law Firm Name] currently represents [Current Client Name] in [Description of Existing Representation]. [Affiliated Entity Name] is an affiliate of [Adverse Party or Related Entity]. Under applicable rules of professional conduct, our representation of [Affiliated Entity Name] may be considered adverse to your interests or create a technical conflict of interest.

We have evaluated this matter and believe that [Law Firm Name] can represent both parties competently and diligently. To protect your interests, we will implement the following safeguards:

- **Ethical Wall:** Different attorneys will handle the respective matters.
- **Confidentiality:** No confidential information pertaining to your representation will be shared with the team representing [Affiliated Entity Name].
- **Limited Scope:** This waiver applies only to the matter described above.

By signing below, you acknowledge that you have been advised of the potential conflict, have had the opportunity to consult with independent counsel, and hereby waive any conflict of interest regarding this specific matter.

Sincerely,

[Partner Name]  
[Law Firm Name]

---

**CONSENT AND WAIVER**

On behalf of [Current Client Name], I hereby consent to the representation described above and waive any related conflict of interest.

Signature: \_\_\_\_\_  
Name: [Authorized Signatory Name]

Title: [Title]  
Date: [Date]