

JOINT REPRESENTATION CONFLICT WAIVER LETTER

Date: [Date]

To:

[Founder Name 1]

[Founder Name 2]

[Founder Name 3]

[Company Name, if applicable]

Re: Joint Representation Regarding Founder Equity Allocation

Dear Founders:

This letter confirms that [Law Firm Name] ("the Firm") has been asked to represent [Founder Name 1], [Founder Name 2], and [Founder Name 3] (collectively, the "Founders") in connection with the negotiation and documentation of equity allocation and vesting schedules for [Company Name] (the "Company").

1. Joint Representation

While your interests are currently aligned in forming the Company, your individual interests regarding specific equity percentages, vesting terms, and intellectual property contributions may diverge. Under applicable rules of professional conduct, a lawyer typically cannot represent multiple clients in the same matter if their interests are adverse, unless all clients provide informed consent.

2. Potential Conflicts

A conflict may arise if one founder desires a larger share of the Company or more favorable vesting terms than the others. In a joint representation, the Firm cannot advocate for one founder's position to the detriment of another. We will act as facilitators to document the agreement you reach collectively.

3. Confidentiality

In a joint representation, there is no expectation of confidentiality between the clients. Any information shared by one founder with the Firm regarding this matter will be available to all other founders included in this representation.

4. Withdrawal

If an actual dispute arises between you that makes it impossible for the Firm to represent you impartially, the Firm may be required to withdraw from representing some or all of you in this matter.

5. Recommendation for Independent Counsel

You have the right to, and we encourage you to, consult with independent legal counsel before signing this waiver to ensure your individual interests are fully protected.

Consent

By signing below, you acknowledge that you have read this letter, understand the potential conflicts, and waive any such conflicts to allow [Law Firm Name] to represent you jointly.

[Founder Name 1 Signature]

[Founder Name 2 Signature]

[Founder Name 3 Signature]