

[Date]

[Escrow Agent Name]

[Escrow Agent Address]

[City, State, Zip Code]

Re: Joint Instruction Letter regarding Escrow Account #[Account Number]

To [Name of Contact Person or Escrow Officer],

This Letter of Instruction is delivered to you pursuant to that certain Escrow Agreement dated [Date of Agreement] (the "Escrow Agreement") by and among [Buyer Name] ("Buyer"), [Seller Name] ("Seller"), and [Escrow Agent Name] as Escrow Agent.

Pursuant to Section [Number] of the Escrow Agreement, the Buyer and Seller hereby jointly instruct the Escrow Agent to perform the following actions regarding the Holdback Amount:

1. **Release of Funds:** The Escrow Agent is directed to release the sum of \$[Amount] from the Escrow Account.
2. **Payee Information:** The funds shall be distributed via wire transfer to the following account:
 - o Bank Name: [Name]
 - o Account Name: [Name]
 - o Account Number: [Number]
 - o Routing Number: [Number]
3. **Remaining Balance:** Any remaining balance in the Escrow Account following this distribution shall [be retained in escrow until further instruction / be released to Seller / be released to Buyer] in accordance with the terms of the Merger Agreement.

The undersigned represent and warrant that they are authorized to execute and deliver this Joint Instruction Letter on behalf of the Buyer and Seller, respectively.

Sincerely,

[BUYER NAME]

[SELLER NAME]

By: _____

By: _____

Name: [Name]

Name: [Name]

Title: [Title]

Title: [Title]