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**LETTER OF INTENT**

Date [**Enter date**]

To:

From:

**Re: Letter of Intent for [Enter purpose/intent of letter]**

 This Letter of Intent (“LOI”) summarizes the principal terms and conditions of the proposed Agreements between [**Enter Company name**] (“Company”), on the one hand, and [**Enter other party**](“Recipient”), on the other. The Parties hereto are sometimes collectively referred to jointly in this document as the “Parties.” Subject to the conditions set forth below and to the successful negotiation and execution of definitive Agreements or Contracts, which will fully reflect the understanding and agreement of the Parties, Company and Recipient intend to consummate the LOI on the following terms:

**1. PRINCIPLE TERMS**

 A.

 B.

 C..

 D.

 **2. ADDITIONAL SPECIFIC TERMS**

 A.

 B.

 C..

 D.

 **3. ADDITIONAL ITEMS**

 A. Execution of Definitive Agreements and Closing. The execution of Definitive Agreements (i.e., the Agreements or Contracts setting forth the final terms of this LOI) shall occur no later than [**Enter date**] (“Closing Date”), or such other date as mutually agreed to by the Parties.

 B. Termination. In the event that (i) Definitive Agreements are not executed on or before the Execution Date, this LOI will terminate automatically upon such date, subject to any extension to the Closing Date as set forth above. In addition, this LOI may be terminated at any time by mutual written agreement of the Parties. Upon any such termination, no party will be under any further obligation hereunder.

The parties hereto confirm and agree to the terms of this LOI by signing below.

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