# Letter of Intent (LOI)

*This Letter of Intent (LOI) expresses the preliminary understanding between the parties regarding a potential future agreement. This document outlines key terms under discussion but does not constitute a binding contract unless explicitly stated otherwise.*

## Parties

This Letter of Intent is made and entered into on **{date}**, by and between:

**Party A:** {partyAName}, located at {partyAAddress}  
**Party B:** {partyBName}, located at {partyBAddress}

## Purpose

The purpose of this LOI is to outline the preliminary terms and mutual understanding between {partyAName} and {partyBName} regarding the intention to enter into a formal agreement concerning the following project/transaction:

**{projectDescription}**

## Key Terms (Non-binding)

|  |  |
| --- | --- |
| **Item** | **Description** |
| {#terms}{termTitle} | {termDescription}{/terms} |

## Confidentiality

Both parties agree to maintain the confidentiality of any exchanged proprietary or sensitive information throughout the negotiation period and as detailed in any accompanying Non-Disclosure Agreement (NDA) if applicable.

{#hasNda}

Non-Disclosure Agreement: An NDA has been signed between the parties effective on **{ndaEffectiveDate}**.

{/hasNda}

{^hasNda}

Non-Disclosure Agreement: No NDA has currently been signed.

{/hasNda}

## Binding Effect

Except for the sections expressly designated as binding, such as Confidentiality and Exclusivity (if applicable), this LOI represents a statement of mutual intent and does not obligate either party to proceed with any definitive agreement until such agreement is executed in writing by both parties.

## Exclusivity

{#hasExclusivity}

The parties agree to negotiate exclusively for a period of **{exclusivityPeriod}** days from the date of this LOI. During this period, neither party shall negotiate with third parties regarding the subject matter herein.

{/hasExclusivity}

{^hasExclusivity}

No exclusivity is agreed upon in this Letter of Intent.

{/hasExclusivity}

## Termination

This LOI may be terminated by either party at any time, with written notice to the other party. Termination of this LOI shall not affect any binding provisions, including Confidentiality.

## Signatures

|  |  |
| --- | --- |
| \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_    **{partyAName}**    Representative: {partyARepresentative}    Title: {partyARole} | \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_    **{partyBName}**    Representative: {partyBRepresentative}    Title: {partyBRole} |