[Insert Date]

[Insert addressee name]   
[Insert full legal name and address]

By Email: [Insert email address]

Dear [Insert name]

**Letter Of Intent Relating to [Insert Subject]**

I refer to recent discussions between [us/name of individuals] relating to [Insert Subject].

This letter of intent (**LOI**) summarizes the agreed in principle terms of a proposed [Insert brief overview of nature of proposed relationship]. This LOI is not legally binding except for the terms stated in part D. There will be no obligation related to the proposed [Insert brief name of proposed relationship] until a binding formal agreement is signed by the parties.

**Part A - Background (Non-Binding)**

[Insert brief description of each party].

[Insert brief description of why the parties wish to work together].

**Part B - In-Principal Terms (Non-Binding)**

[Insert a High-level Description of what the parties have agreed/intend – This can be in bullet-point form].

[Insert any assumption on which the High-level terms are based].

**Part C – Next Steps (Non-Binding)**

[Insert detailed next steps (this might include due diligence and conditions such as third party or regulatory approvals)] **OR** [The parties will continue to discuss in good faith and agree the more detailed arrangements on which they will work together, with a view to entering into a formal written agreement by [Insert date]].

**Part D – Legally Binding Terms**

The contents, and existence, of this LOI, and all information disclosed by either party to the other in connection with this LOI, are confidential and may only be disclosed by the parties to their respective directors, advisers and employees on a need-to-know basis.

This LOI is governed by, and must be interpreted in accordance with, the laws of [New Zealand]. Each party submits to the non-exclusive jurisdiction of the courts of [New Zealand] in relation to any dispute connected with this LOI.

Either party may terminate this LOI on [no less than [insert period e.g., 30 days’] prior] notice to the other party [at any time / if a formal agreement has not been entered into by [Insert Date]]. This part D will survive termination of this LOI.

**confirmation**

To confirm your agreement to this LOI, please sign and date below and return a copy to me.

Yours sincerely

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_  
[Name]  
For [full legal name of first party]

**Confirmed On Behalf of [full legal name of other party] by:**

|  |
| --- |
|  |
| Signature |
| Name |
|  |
| Title |
|  |
| Date |