

Preliminary Joint Venture Agreement

Date: _____

Parties:

This Preliminary Joint Venture Agreement ("Agreement") is entered into between:

- Party A: _____
- Party B: _____

1. Purpose

The Parties intend to combine resources, expertise, and efforts to explore the possibility of merging their respective initiatives into a joint venture ("JV") focused on the following objectives:

2. Non-Binding Nature

This Agreement reflects the intentions of the Parties with respect to the formation of the JV. Except for Sections 5 and 6, this Agreement is non-binding and does not create enforceable rights or obligations.

3. Proposed Structure

The Parties intend to structure the JV as follows (details to be mutually agreed in a definitive agreement):

- Ownership structure: _____
- Governance: _____
- Initial contributions: _____
- Key roles and responsibilities: _____

4. Due Diligence

Each Party will cooperate in good faith to provide information and conduct the necessary due diligence regarding the JV.

5. Confidentiality

The Parties shall maintain in strict confidence all information exchanged pursuant to this Agreement, except as required by law.

6. Exclusivity

For a period of _____ days from the date of this Agreement, neither Party shall enter into discussions with third parties regarding similar initiatives without the other Party's written consent.

7. Term and Termination

This Agreement will remain in effect until the earlier of:

- Execution of a definitive joint venture agreement;
- Mutual written agreement to terminate;
- _____ days from the date above.

8. Governing Law

This Agreement shall be governed by the laws of _____.

9. Miscellaneous

This Agreement represents the preliminary understanding between the Parties. Any amendments must be in writing and signed by both Parties.

Party A:

Name and Title:

Date:

Party B:

Name and Title:

Date:
