

Convertible Note Investment

Agreement

Date: _____

Company: _____

Investor: _____

Principal Amount: _____

1. Investment

The Investor agrees to loan the Principal Amount to the Company, subject to the terms and conditions set forth in this Agreement and the accompanying Convertible Promissory Note.

2. Conversion

Upon the occurrence of a qualified financing event or as otherwise stated in the Note, the outstanding principal and accrued interest shall automatically convert into equity securities of the Company according to the terms specified in the Note.

3. Terms and Conditions

1. **Interest Rate:** _____% per annum, simple interest.

2. **Maturity Date:** _____

3. **Valuation Cap:** _____

4. **Discount Rate:** _____%

4. Representations and Warranties

- The Company is duly organized and in good standing.
- The Investor is authorized to make this investment.
- Both parties have the authority to execute this Agreement.

5. Miscellaneous

- This Agreement is binding upon execution by both parties.
- This Agreement will be governed by the laws of _____.

- All amendments must be in writing and signed by both parties.

Company

Name: _____

Title: _____

Date: _____

Investor

Name: _____

Title: _____

Date: _____