

[Your Name]  
[Your Address]  
[City, State, Zip Code]  
[Email Address]  
[Phone Number]  
[Date]

[Recipient's Name]  
[Recipient's Address]  
[City, State, Zip Code]

Subject: Conditional Equity Transfer Letter

Dear [Recipient's Name],

I, [Your Name], hereby agree to transfer [number of shares] shares of [Company Name] (the "Equity") to you under the following conditions:

1. **\*\*Condition Precedent\*\***: This transfer is contingent upon [specific condition(s) that must be fulfilled for the transfer to occur, e.g., payment of a specified amount, completion of an agreement, etc.].
2. **\*\*Effective Date\*\***: The transfer shall take effect on [effective date], provided that the conditions stated herein are met.
3. **\*\*Obligations of the Recipient\*\***: You agree to [any obligations that the recipient must fulfill, e.g., confidentiality, compliance with laws, etc.].
4. **\*\*Governing Law\*\***: This agreement shall be governed by the laws of [State/Country].

Please acknowledge your acceptance of this conditional equity transfer by signing below.

Sincerely,

[Your Signature]  
[Your Printed Name]

Accepted and Agreed:

\_\_\_\_\_

[Recipient's Name]

[Date]

[Optional Notary Section]

Notary Public: \_\_\_\_\_

My Commission Expires: \_\_\_\_\_