[DATE]

[NAME AND ADDRESS]

**Notice of Invalidity under [NAME OF AGREEMENT]**

Dear [ADDRESSEE],

Reference is made to the [NAME OF AGREEMENT], dated [DATE], between [LEGAL NAME OF YOUR PARTY] (“**we**” or “**our**”) and [LEGAL NAME OF OTHER PARTY] (“**you**” or “**your**”) (the “**Agreement**”). Unless otherwise defined, capitalized terms in this letter shall have the meanings assigned in the Agreement.

We are writing to notify you that Section [NUMBER] of the Agreement is invalid or unenforceable due to [*REASON FOR INVALIDITY, e.g., inconsistency with applicable law, ambiguity causing the specific section to be unenforceable, or failure to meet legal requirements*].

As a result, this Section cannot be relied upon to [*STATE INTENDED PURPOSE OF Section, e.g., impose obligations, limit liability, or restrict rights*]. Notwithstanding this notification, the remaining provisions of the Agreement will remain in full force and effect unless otherwise specified or affected by this invalidity.

[We propose discussing potential revisions to the Agreement to address this issue and ensure mutual compliance with applicable laws. Please confirm your availability to meet by [DATE] or suggest an alternative timeframe.]

Please direct any questions or responses to [NAME], [TITLE], at [EMAIL ADDRESS/PHONE NUMBER].

This notice is issued without prejudice to any of our rights or remedies, all of which are expressly reserved.

Yours truly,

[LEGAL NAME OF YOUR PARTY]

By: …………………………..

Name: [NAME]

Title: [TITLE]