



ESCALATION CLAUSE ACKNOWLEDGEMENT

To be completed by Buyer(s) prior to submitting an escalation clause addendum

1. Buyer Agrees and Acknowledges:

- The submission of an Escalation Clause with an offer **does not** guarantee acceptance of such offer by a Seller.
- Seller may receive multiple Other Offers with Escalation Clauses resulting in another offer having a higher net sales price.
- By submitting the Escalation Clause Addendum, Buyer is informing Seller that Buyer is willing to pay more than the sales price set forth in the Offer. Accordingly, Seller may reject the terms set forth in the Offer and/or Escalation Clause Addendum and may counter-offer with a sales price equal to or greater than the Cap set forth in the Escalation Clause Addendum.
- Seller may reject the Offer and counter-offer with a sales price equal to or greater than the Cap, even if Seller received no Other Offers.
- Seller may refuse to provide documentation evidencing Other Offers.

BUYERS

Date

Date