

Date: [Insert Date]

[Recipient Name]  
[Recipient Title]  
[Company Name]  
[Company Address]  
[City, State ZIP Code]

Dear [Recipient Name],

Thank you for providing the proposed contract for [Project/Service Name] and considering [Your Company Name] as a potential partner.

After a thorough review of the contract, we must respectfully decline to proceed based on the current terms. Our primary concern pertains to the liability clauses outlined in sections [Insert Clause Numbers or References], which place an undue and disproportionate level of risk and responsibility on our company.

While we appreciate the need to allocate risk appropriately, the current language creates obligations that are not reasonable or consistent with industry standards. Accepting these provisions could significantly and unfairly expose us to liabilities that should be assumed jointly or by the party best positioned to manage these risks.

We value our professional relationship and remain open to exploring revised terms that provide for a more balanced and equitable allocation of risk. Should you be willing to renegotiate the liability sections to better reflect fair industry practices, we would be pleased to re-engage in discussions.

Thank you again for your consideration and understanding. We look forward to the opportunity to collaborate under mutually acceptable terms in the future.

Sincerely,

[Your Name]  
[Your Title]  
[Your Company Name]  
[Your Contact Information]