

SELLER'S COUNTEROFFER NO. _____

1 This is a counteroffer to the Sale Agreement or Buyer's Counteroffer No. _____.

2 Buyer(s) _____
3 Seller(s) _____
4 Property Address or Tax ID # _____
5 _____ (the "Property")

6 **1. AGREEMENT TO SELL:** Seller will sell the real and personal property upon the terms and conditions set forth in the Sale Agreement and
7 subsequent counteroffers where applicable, except as modified as follows: (*describe*)

8 _____
9 _____
10 _____
11 _____
12 _____
13 _____
14 _____
15 _____
16 _____ For additional provisions, see Addendum _____

17 All remaining terms and conditions of the Sale Agreement (and other counteroffer[s] where applicable), not otherwise modified, are approved and
18 accepted by Seller. Time is of the essence. This Seller's Counteroffer will automatically expire on (*insert date and time*) _____
19 at _____ a.m. p.m. (the "Counteroffer Deadline") if not accepted within that time. This Seller's Counteroffer may be accepted by Buyer only
20 in writing. However, Seller may withdraw this counteroffer before the Counteroffer Deadline at any time before Buyer's transmission of signed
21 acceptance.

22 Seller acknowledges receipt of a completely filled-in copy of Buyer's Offer and Seller's Counteroffer, and all subsequent counteroffers where
23 applicable, which Seller has fully read and understands. Seller acknowledges Seller has not relied on any oral or written statements of any Buyer,
24 Buyer's Agent, or Seller's Agent that are not expressly contained in the Sale Agreement as amended. Seller has reviewed the Seller Representations
25 made in the Sale Agreement and will promptly correct, in writing, any inaccurate representations.

26 Seller _____ Print _____ Date _____ a.m. p.m. ←
27 Seller _____ Print _____ Date _____ a.m. p.m. ←

28 **2. BUYER'S RESPONSE: (select only one)**

- 29 (a) Buyer accepts Seller's Counteroffer.
30 (b) Buyer does not accept Seller's Counteroffer AND Buyer has attached to this agreement OREF 004 – Buyer's Counteroffer.
31 (c) Buyer rejects Seller's Counteroffer.

32 Buyer acknowledges receipt of signed copies of the Sale Agreement and all subsequent counteroffers, including this Seller's Counteroffer, where
33 applicable, which Buyer has fully read and understands.

34 Buyer _____ Print _____ Date _____ a.m. p.m. ←
35 Buyer _____ Print _____ Date _____ a.m. p.m. ←

36 This offer was Delivered by Buyer's Agent to Buyer for signature on (*insert date and time*) _____ at _____ a.m. p.m.

37 If Delivery occurs after the Counteroffer Deadline identified above, it will not become binding upon Seller and Buyer unless the Parties agree to extend
38 the Counteroffer Deadline by an addendum, counteroffer, or other writing, jointly signed by the parties. The Parties' failure to do so will be treated as
39 a rejection under Section 2 (Buyer's Response), and this transaction will be automatically terminated.

40 Buyer's Agent(s) _____ Seller's Agent(s) _____