

Schedule 2.6(a)
NOTICE OF PENDING SALE

To be completed by Lessee

Lessee: _____

Parcel Address: _____

Third-Party Offer

A. Third-Party Offer Price: \$ _____

B. Estimated Closing Date for Third-Party Sale: _____

C. Other Material Terms of Third-Party Offer:

Lessee Signature

Date

Required Attachments to This Form

- ❖ Copy of the applicable Notice of Intent to Sell
- ❖ Copy of the applicable Lessor ROFO Response
- ❖ Copy of the applicable Extension Notice
- ❖ Copy of the Third-Party Offer documents

LESSOR ACKNOWLEDGEMENT

To be completed by Lessor

Notice of Sale Date

(within two (2) business days of receipt): _____

Outside Lessor Response Date

(three (3) business days from Notice of Sale Date): _____

Lessor Signature

Date

This form does not change the terms of the Lease (as amended by the Lease Amendment) in any way, and the terms of the Lease are controlling. Definitions for terms used in this form can be found in the Lease Amendment.

Instructions
Schedule 2.6(a)
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You will use this form if Stanford declined to purchase your leasehold under the ROFO provision, and you have obtained an acceptable written purchase offer from a third party that you intend to accept.

Third-Party Offer Price: State the gross price you will accept from the third-party buyer that is reflected in the offer documents. You do not need to subtract any brokerage commissions or other closing costs from the Third-Party Offer Price.

Estimated Closing Date for Third-Party Sale: This is the date you expect to close escrow with the third-party buyer.

Other Material Terms of Third-Party Offer: You will list any Other Material Terms of the Third-Party Offer and indicate whether they are consistent with or different than the Other Material Terms described in the Notice of Intent to Sell. If they have changed, you will need to provide a description of the changes. These terms should be non-standard in nature, such as a leaseback, delayed closing, or any unusual credits to be granted as part of the sale. “Other Material Terms” is more specifically defined in the Lease Amendment.

When you submit this form to Stanford, also include a copy of the corresponding Notice of Intent to Sell, a copy of the Lessor ROFO Response, a copy of the Third-Party Offer documents, and a copy of the Extension Notice, if applicable. Stanford will respond within three (3) business days from the Notice of Sale Date. The Notice of Sale Date is established within two (2) business days of receipt of the Notice of Pending Sale form.