

# Equity Capital Shareholder Agreement

Date of Agreement: [Insert Date]

**Parties:**

[Company Name], a [jurisdiction] company with its registered office at [address] ("Company")  
and  
[List of Shareholders and addresses]

## 1. Recitals

This Shareholder Agreement ("Agreement") sets forth the terms and conditions for the ownership, transfer, and management of equity capital among the shareholders of the Company.

## 2. Share Capital Structure

Shareholder	Number of Shares	% Ownership	Class of Shares
[Shareholder 1]	[Number]	[Percent]	[Class]
[Shareholder 2]	[Number]	[Percent]	[Class]

## 3. Rights and Obligations of Shareholders

- All shareholders agree to comply with the Company's Articles of Association.
- Shareholders shall be entitled to receive information, attend meetings, and vote as set forth in this Agreement and applicable law.

## 4. Transfer of Shares

- No shareholder shall transfer or dispose of any shares without first offering such shares to the other shareholders on the same terms (Right of First Refusal).
- All transfers must be approved by a [majority/specified threshold] of the shareholders.

## 5. Management of the Company

- The Company shall be managed by its Board of Directors as appointed by the shareholders.
- Major decisions, including issuance of new shares, amendment of Articles, or sale of significant assets, require special approval [state percentage or process].

## 6. Dividends and Distributions

Dividend policy shall be determined by the Board of Directors in accordance with applicable laws and this Agreement.

## 7. Confidentiality and Non-Compete

Shareholders agree to maintain confidentiality regarding Company business and not to compete with the

Company during and for a specified period after share ownership.

## 8. Dispute Resolution

Any disputes arising from this Agreement will be resolved by [mediation/arbitration] in [jurisdiction].

## 9. General Provisions

1. This Agreement supersedes all prior agreements relating to the subject matter.
2. Any amendments must be in writing and signed by all shareholders.

## Signatures

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[Shareholder 1 Name & Title]

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[Shareholder 2 Name & Title]

## Important Notes

- This is a template only—always tailor to the specific needs of the company and its shareholders.
- Legal review is highly recommended before execution to ensure compliance with local laws and regulations.
- Clearly define share classes, voting rights, transfer restrictions, and dispute resolution mechanisms.
- A well-drafted agreement minimizes future conflicts among founders and investors.