

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

[Shareholder 1 Name & Title]

[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.