

Pro Forma Shareholder Agreement for Capital Subscription

1. PARTIES

This Shareholder Agreement ("Agreement") is entered into on **[Date]** by and among:

(a) **[Company Name]**, a company incorporated under the laws of **[Jurisdiction]** with registered office at **[Address]** ("Company"); and

(b) The undersigned subscribers whose details are set out in the table below ("Subscribers" or "Shareholders").

Name	Address	Number of Shares Subscribed	Subscription Amount
[Subscriber 1]	[Address 1]	[1000]	[\$10,000]
[Subscriber 2]	[Address 2]	[500]	[\$5,000]

2. PURPOSE

The purpose of this Agreement is to define the rights and obligations of the Shareholders relating to the subscription for and issuance of new shares in the Company.

3. SUBSCRIPTION FOR SHARES

3.1 Each Subscriber agrees to subscribe for the number of shares and pay the subscription amount as set forth above.

3.2 The Company undertakes to issue and allot such shares upon receipt of the subscription amounts.

4. RIGHTS AND OBLIGATIONS

4.1 The shares allotted shall rank pari passu in all respects with the existing shares of the Company.

4.2 Each Shareholder shall have such rights as are set out in the Articles of Association of the Company and the applicable law.

5. REPRESENTATIONS AND WARRANTIES

5.1 Each Subscriber represents that funds used for the subscription are not derived from unlawful activities.

5.2 The Company represents that the shares are free from any encumbrance and that the issuance has been duly authorized.

6. GOVERNING LAW AND DISPUTE RESOLUTION

This Agreement shall be governed by and construed in accordance with the laws of **[Jurisdiction]**. Any disputes arising hereunder shall be resolved by arbitration in **[City]** in accordance with the relevant arbitration rules.

7. SIGNATURES

Name	Signature	Date
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[Subscriber 1]	_____	_____
[Subscriber 2]	_____	_____
[For the Company]	_____	_____

IMPORTANT NOTES

- This is a sample pro forma document. Actual agreements should be reviewed by legal counsel to ensure compliance with applicable laws.
- Details such as the number of shares, consideration, and subscriber information should be accurately reflected based on the terms agreed upon.
- This document does not replace the Company's Articles of Association or statutory requirements regarding share issuance and subscription.
- Clarify pre-emptive rights, restrictions on transfer, and other shareholder rights in the principal agreement or amendments as needed.