

Model Shareholder Agreement: Capital Infusion Terms

1. PARTIES

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

1. [Company Name], a company incorporated under the laws of [Jurisdiction], having its registered office at [Address] ("Company")
2. [Shareholder 1 Name], residing at [Address]
3. [Shareholder 2 Name], residing at [Address]
4. Each other person who signs this Agreement as a shareholder (collectively, "Shareholders")

2. PURPOSE

The purpose of this Agreement is to record the terms and conditions for a new capital infusion into the Company by its Shareholders and/or new investors.

3. CAPITAL INFUSION

- **Amount:** The total capital to be infused is [Amount and Currency] ("Subscribed Capital").
- **Subscription:** Each Shareholder agrees to subscribe for shares as set forth in **Schedule A**.
- **Payment Terms:** The Subscribed Capital must be paid to the Company's designated bank account in full on or before [Deadline Date].

4. ISSUANCE OF SHARES

On receipt of each Shareholder's payment, the Company shall promptly issue fully paid-up [ordinary/equity/preference] shares at a price per share of [Price] and update its share register accordingly.

5. WARRANTIES

The Company represents and warrants that all shares issued under this Agreement will be free from encumbrance and will rank pari passu with existing shares of the same class.

6. USE OF FUNDS

The Company agrees to use the proceeds of the capital infusion solely for [purpose, e.g., working capital, specific project, expansion, etc.].

7. PRE-EMPTION RIGHTS

In the event of any future issuance of shares, existing Shareholders shall have the right of first refusal to subscribe for such shares pro rata to their respective shareholding.

8. MISCELLANEOUS

- This Agreement will be governed by the laws of [Jurisdiction].
- Any amendment to this Agreement must be made in writing and signed by all parties.
- This Agreement supersedes all previous understandings relating to the subject matter herein.

SIGNATURES

Signed by the duly authorized representatives of the parties:

Company: _____ **Date:** _____

Shareholder 1: _____ **Date:** _____

Shareholder 2: _____ **Date:** _____

[Add more as applicable]

SCHEDULE A: SUBSCRIPTION DETAILS

Shareholder	Number of Shares	Amount (Currency)
[Shareholder 1 Name]	[Number]	[Amount]
[Shareholder 2 Name]	[Number]	[Amount]

IMPORTANT NOTES

- This document is a template and should be customized to suit specific legal, regulatory, and strategic needs.
- It is essential to seek legal advice before entering into a shareholder agreement.
- Capital infusion terms can significantly alter control, ownership, and rights within a company.
- Ensure all details (amounts, dates, names, and purposes) are accurate and clearly stated.
- Comply with local laws regarding share issuance, reporting, and company records.