

# Capital Commitment Subscription Agreement Template

This Capital Commitment Subscription Agreement (the "Agreement") is entered into as of **[Effective Date]** (the "Effective Date") by and between:

- **The Fund:**  
[Fund Name], a [State/Country of Formation] [type of entity, e.g., limited partnership] (the "Fund")
- **The Investor:**  
[Investor Name], [entity type/individual], (the "Investor")

## 1. Subscription

The Investor hereby irrevocably subscribes for and agrees to purchase, and the Fund agrees to issue and sell to the Investor, an interest in the Fund with a Capital Commitment of **[Amount in USD]** (the "Capital Commitment"), subject to the terms and conditions of this Agreement and the Fund's governing documents.

## 2. Representations and Warranties of the Investor

1. The Investor has full legal capacity and authority to enter into this Agreement.
2. The Investor acknowledges receipt of, and has reviewed, the Fund's offering materials and governing documents.
3. The Investor is acquiring the interest for its own account and not for the account of others.
4. The Investor qualifies as an accredited or eligible investor under applicable securities laws.

## 3. Capital Calls

The Fund may deliver notice(s) to the Investor (each a "Capital Call Notice") from time to time requiring the Investor to contribute capital in respect of its Capital Commitment, in accordance with the terms of the Fund's governing documents.

## 4. Acknowledgment and Agreements

1. The Investor agrees to be bound by and comply with all terms and provisions of the Fund's governing documents as they apply to investors.
2. This Agreement shall be governed by and construed in accordance with the laws of [Governing Jurisdiction].

**IN WITNESS WHEREOF**, the undersigned have executed this Agreement as of the Effective Date.

**[Investor Name]**

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_  
Date: \_\_\_\_\_

**[Fund Name]**

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_  
Date: \_\_\_\_\_

## Important Notes

- This document is a template and should be tailored to your specific fund and investor relationship.
- The agreement is legally binding once signed by both parties.

- Be sure to consult legal advisors to ensure all regulatory and compliance requirements are met.
- Fund governing documents referenced herein (such as partnership agreement) must be reviewed alongside this agreement.
- All capital commitments are typically subject to capital calls according to the fund's investment needs.