

Equity Joint Venture Agreement Outline

1. Definitions and Interpretation

- Definitions of key terms
- Interpretation guidelines

2. Background and Purpose

- Recitals
- Business objectives

3. Formation of the Joint Venture

- Structure of the joint venture
- Name and registered office
- Business activities

4. Capital Contributions

- Initial contributions (cash, assets, IP, etc.)
- Further funding requirements

5. Shareholding and Ownership Structure

- Percentage of equity interests
- Issuance of new shares

6. Management and Governance

- Board of directors composition
- Voting rights
- Reserved matters
- Meetings of the Board and Shareholders

7. Business Plan and Operations

- Business plan approval
- Operational management

8. Accounts, Audit, and Finance

- Accounting standards
- Appointment of auditors
- Bank accounts

9. Profit Distribution

- Dividend policy
- Profit reserve

10. Non-Compete and Confidentiality

- Non-compete obligations
- Confidentiality clauses

11. Transfer of Shares/Interests

- Restrictions on transfer
- Right of first refusal
- Tag-along, drag-along rights

12. Deadlock Resolution

- Mechanisms and procedures

13. Term and Termination

- Term of the agreement
- Events of default
- Consequences of termination

14. Governing Law and Dispute Resolution

- Applicable law
- Dispute settlement (arbitration/mediation)

15. Miscellaneous Provisions

- Notices
- Entire agreement
- Amendments
- Severability

Signatures

- Party A: _____ Date: _____
- Party B: _____ Date: _____