

# Preliminary Shareholder Consent Agreement

This Preliminary Shareholder Consent Agreement ("Agreement") is entered into as of \_\_\_\_\_, by and among the undersigned shareholders (the "Shareholders") of \_\_\_\_\_ (the "Company", a \_\_\_\_\_ corporation).

## Recitals

- WHEREAS, the Shareholders collectively own shares of the Company and desire to provide preliminary consent with respect to certain corporate decisions described herein.
- WHEREAS, the Shareholders wish to facilitate decision-making by providing such consent in accordance with the Company's bylaws and applicable law.

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## 1. Approved Corporate Action(s)

By signing below, the Shareholders hereby provide their preliminary consent, subject to final approval or formal meeting requirements, to the following corporate action(s):

- \_\_\_\_\_
- \_\_\_\_\_

## 2. Effectiveness

This Agreement shall become effective upon execution by the undersigned Shareholders and may be amended, revoked, or superseded by written agreement of the parties hereto.

## 3. Governing Law

This Agreement shall be governed by and construed in accordance with the laws of the State of \_\_\_\_\_, without regard to conflict of law principles.

## 4. Counterparts

This Agreement may be executed in counterparts, each of which shall be deemed an original and all of which together shall constitute one agreement.

## IN WITNESS WHEREOF

The undersigned have executed this Preliminary Shareholder Consent Agreement as of the date first above written:

\_\_\_\_\_  
Shareholder Name: \_\_\_\_\_

\_\_\_\_\_  
Shareholder Name: \_\_\_\_\_

\_\_\_\_\_

Shareholder Name: \_\_\_\_\_