

# Preliminary Shareholder Agreement

Date: \_\_\_\_\_

Between:

- [Company Name], a company incorporated and existing under the laws of [Jurisdiction], with its principal office at [Address].
- And
- [Shareholder Names], collectively referred to as the "Shareholders".

## 1. Purpose

This Preliminary Shareholder Agreement ("Agreement") sets out the initial understanding among the parties regarding their respective rights and obligations as shareholders in [Company Name] prior to execution of a final Shareholder Agreement.

## 2. Share Capital & Ownership

The parties acknowledge their intent to subscribe for and hold shares in [Company Name] as follows:

- [Shareholder 1 Name]: \_\_\_\_ %
- [Shareholder 2 Name]: \_\_\_\_ %
- [Additional Shareholders & percentages as necessary]

## 3. Governance

- The parties agree to cooperate in the management and direction of [Company Name].
- Major business decisions require consent of shareholders holding at least \_\_\_\_ % of total shares.

## 4. Transfer of Shares

No party may transfer, sell, or encumber any shares without written consent of the other shareholders, except as may be agreed in the final Shareholder Agreement.

## 5. Confidentiality

The parties agree to keep all terms of this Agreement and all proprietary information of the Company strictly confidential.

## 6. Governing Law

This Agreement shall be governed by and construed in accordance with the laws of [Jurisdiction].

## 7. Non-Binding Effect

Except for obligations under Section 5 (Confidentiality), this Agreement is intended as a statement of intent and shall remain non-binding until execution of a definitive Shareholder Agreement.

---

Authorized Signatory

[Company Name]

---

Shareholder

[Shareholder Name]

Date: \_\_\_\_\_