

# Joint Venture Shareholder Agreement

This Joint Venture Shareholder Agreement ("Agreement") is entered into as of \_\_\_\_\_, by and among:

- **Party 1:** \_\_\_\_\_ ("Shareholder 1")
- **Party 2:** \_\_\_\_\_ ("Shareholder 2")
- [Include additional parties as needed]

## 1. Purpose

This Agreement sets out the terms and conditions governing the relationship between the Parties as shareholders in respect of their joint venture company ("Company"), incorporated for the purpose of \_\_\_\_\_.

## 2. Shareholding

The share capital of the Company shall be allocated as follows:

- Shareholder 1: \_\_\_\_\_ %
- Shareholder 2: \_\_\_\_\_ %
- [Others as applicable]

## 3. Governance

The management and operation of the Company shall be overseen by a board of directors consisting of:

- Director appointed by Shareholder 1: \_\_\_\_\_
- Director appointed by Shareholder 2: \_\_\_\_\_
- [Others as applicable]

Decisions of the board shall be made by \_\_\_\_\_ majority/minority as agreed.

## 4. Reserved Matters

The following actions require the approval of all shareholders:

- Amendment of articles of incorporation
- Issuance of new shares
- Major acquisitions/disposals
- Others: \_\_\_\_\_

## 5. Transfer of Shares

No Shareholder may transfer, assign, or otherwise dispose of any shares except in accordance with the terms and conditions set forth in this Agreement.

## 6. Confidentiality

Each Party agrees to maintain as confidential all proprietary information relating to the Company.

## **7. Term and Termination**

This Agreement shall commence on the date hereof and continue until terminated by mutual written agreement or otherwise in accordance with its terms.

## **8. Governing Law**

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

## **9. Miscellaneous**

- This Agreement constitutes the entire agreement between the Parties in relation to its subject matter.
- Amendments may only be made in writing signed by all Parties.

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Shareholder 1

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

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Shareholder 2

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