

Foreign Investor Shareholder Agreement

This Foreign Investor Shareholder Agreement ("Agreement") is made and entered into on this day of , by and between the following parties:

- **Company:** , incorporated in , with its principal office located at .
- **Shareholder (Foreign Investor):** , a citizen of , with address at .

1. Definitions

2. Recitals

3. Subscription and Allotment of Shares

1. Number and class of shares being purchased:
2. Purchase price per share:
3. Payment terms:

4. Rights and Obligations of Shareholders

- Voting Rights
- Dividends
- Information Rights
- Transfer Restrictions

5. Foreign Investor Representations & Warranties

- Legal authority to invest
- Compliance with applicable laws
- No conflict with existing obligations

6. Management and Board Representation

7. Reserved Matters

- 1.
- 2.

8. Transfer of Shares

1. Right of First Refusal
2. Tag-along/Drag-along rights
3. Permitted transfers

9. Confidentiality

10. Non-Compete and Non-Solicitation

11. Governing Law and Dispute Resolution

Jurisdiction:

Dispute Resolution Mechanism:

12. Term and Termination

13. Miscellaneous

- Entire Agreement
- Amendments
- Severability
- Notices

For and on behalf of the
Company

Name:

Title:

Date:

Shareholder (Foreign Investor)

Name:

Title:

Date: