

Shareholder Ag

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		Included Provisions	Notes											
		Regulates finances and future borrowing	Contains further provisions on Company management	Contains further provisions regarding the Board, including appointments, the chairman and meetings	Contains more detailed share transfer clause	Contains good leaver , bad leaver clause	Contains non-competition and solicitation clause	Contains anti-competition clause	Provides favoured Shareholder with Options to Sell	Majority shareholder has added access to trading and accounts information	Favoured Shareholder has right to be a Director	Contains Drag Along Clause	Contains Tag Along Clause	Sets out matters to be dealt with on completion, including subscriptions, loans and special resolutions
Small family owned and run company where some or all of the shareholders are also employees.	Basic Shareholder Agreement – New Share Issue <b>Good leaver / bad leaver Shareholder Agreement (New Share Issue)</b>	✓				✓	✓	✓						✓
	Basic Shareholder Agreement – No Share Issue <b>Good Leaver / Bad Leaver Shareholder Agreement (No Share Issue)</b>	✓				✓	✓	✓						
Business partners undertaking a joint venture with equal shares.	Standard Shareholder's Agreement – New Share Issue	✓	✓	✓	✓		✓							✓
	Standard Shareholder's Agreement – No Share Issue <b>Shareholder Agreement Transfer to family and Transfer on Death / Incapacity of Shareholder</b>	✓	✓	✓	✓		✓							
Business partners with unequal shares, or where outside person takes an executive directorship with minority share.	Shareholder Agreement - Long – New Share Issue – Majority Shareholder Bias	✓	✓	✓	✓		✓		✓	✓	✓	◆		✓
	Shareholder Agreement - Long – No Share Issue – Majority Shareholder Bias	✓	✓	✓	✓		✓		✓	✓	✓	◆		
Business partners with unequal shares, or where	Shareholder Agreement - Long – New Share Issue – Minority Shareholder Bias	✓	✓	✓	✓		✓		✓		◆	◆		✓

# S A M P L E

outside investor takes majority share but not an executive directorship.

Shareholder Agreement - Long – No Share Issue – Minority Shareholder Bias

✓	✓	✓	✓	✓	✓		✓		✓		◆		◆	
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◆ = Optional clause