

# Shareholder Agreement Form Sample

A **shareholder agreement form sample** with share transfer restrictions clearly outlines the terms governing the transfer of shares among shareholders. It ensures that all share transfers comply with agreed-upon rules to protect the company's ownership structure. This document is essential for maintaining control and preventing unwanted changes in shareholder composition.

## Sample Shareholder Agreement

### 1. Parties

This Shareholder Agreement (‘‘Agreement’’) is entered into on [Date] between the following shareholders (‘‘Shareholders’’) of [Company Name], a corporation organized under the laws of [State/Country] (‘‘Company’’):

- **Shareholder 1:** [Full Name, Address]
- **Shareholder 2:** [Full Name, Address]

### 2. Transfer of Shares

- a. **Restrictions on Transfer:** No Shareholder shall transfer, sell, assign, pledge, or otherwise dispose of any shares of the Company (‘‘Shares’’) unless such transfer is made in accordance with the provisions of this Agreement.
- b. **Right of First Refusal:** If any Shareholder wishes to transfer shares, the shares must first be offered in writing to the other Shareholders on the same terms and conditions as proposed (‘‘Offer Notice’’). The other Shareholders shall have [Number] days to accept the offer.
- c. **Company's Consent:** Any transfer of shares requires prior written consent of the Board of Directors of the Company. The Board may withhold their consent at their sole discretion to protect the interests of the Company.
- d. **Permitted Transfers:** Transfers to affiliated entities or family members (spouse, children) may be permitted, provided written notice is provided to the Company and other Shareholders.

### 3. Breach of Agreement

Any transfer in violation of this Agreement shall be null and void and the Company shall not recognize such transfer for any purpose.

### 4. Governing Law

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

### Signatures

Shareholder 1: \_\_\_\_\_

Shareholder 2: \_\_\_\_\_

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

*This shareholder agreement form sample is provided for general informational purposes and should be adapted to fit the specific legal requirements and business needs of the Company. Consult a qualified attorney before use.*