

Sample Agreement for Equity Share Transfer

This Equity Share Transfer Agreement ("**Agreement**") is made and entered into on this _____ day of _____, 20____, by and between:

- **Transferor:** _____ with address at _____.
- **Transferee:** _____ with address at _____.
- **Company:** _____, a company incorporated under the laws of _____, having its registered office at _____.

WHEREAS

(A) The Transferor is the legal and beneficial owner of _____ (_____) fully paid equity shares ("**Shares**") of the Company.

(B) The Transferee desires to purchase and the Transferor agrees to transfer the said Shares on the terms and conditions set forth herein.

NOW, THEREFORE, IT IS HEREBY AGREED AS FOLLOWS:

1. Transfer of Shares

The Transferor hereby agrees to sell, and the Transferee agrees to purchase, _____ (_____) equity shares of the Company ("**Shares**") for a total consideration of _____ (currency and amount), subject to the Company's Articles of Association and applicable laws.

2. Consideration and Payment

The Transferee shall pay the Purchase Price in full to the Transferor on or before _____ (date) by way of _____ (payment method).

3. Warranties and Representations

1. The Transferor represents that the Shares are fully paid, unencumbered, and free from any lien or charge.
2. The Transferor is entitled to transfer the Shares and has obtained all consents necessary for such transfer.
3. The execution of this Agreement will not violate any provision of law or contract binding upon the Transferor.

4. Closing

The Closing of this transfer shall occur on _____ (date) at the Company's registered office, or at such other place and time as may be mutually agreed in writing.

5. Miscellaneous

1. This Agreement constitutes the entire agreement between the parties with respect to the subject matter hereof and supersedes all prior understandings.
2. Any amendment to this Agreement shall be in writing and signed by both parties.
3. This Agreement shall be governed by and construed in accordance with the laws of _____.

IN WITNESS WHEREOF, the parties have executed this Agreement on the day and year first above written.

Transferor

Name: _____

Transferee

Name: _____