

FOUNDERS' AGREEMENT

This Founders' Agreement (this "**Agreement**") is made on _____ (the "**Effective Date**");

BY AND BETWEEN:

(1) _____ (company registration no. _____), a company incorporated under the laws of Singapore with its registered office at _____ (the "**Company**");

(2) _____ a citizen of _____ bearing passport number _____ and residing at _____ (the "**Founder 1**");

AND

(3) _____ a citizen of _____ bearing passport number _____ and residing at _____ (the "**Founder 2**");

where Founder 1, Founder 2, and Founder 3 shall collectively be referred to as the "**Founders**", and individually, a "**Founder**," and the Founders and Company shall be collectively referred to as the "**Parties**", and each, a "**Party**".

WHEREAS

- A. The Founders have created the Company in order to engage in the business of _____ (the "**Business**").
- B. To regulate the relationship of the Founders (as defined below) *inter se* and with respect to the conduct of the Business and affairs of the Company in the spirit of mutual confidence and co-operation, the parties hereto have agreed to enter into this Agreement on the terms and conditions hereinafter set out.

THE PARTIES THEREFORE AGREE as follows:

1. DEFINITIONS & INTERPRETATION

1.1. In this Agreement, unless the subject or context otherwise requires the following words and expressions shall have the following meanings:

"**Business**" has the meaning ascribed to it in Recital A;