

SUBSCRIPTION AGREEMENT

This Subscription Agreement (this “**Agreement**”) is made on _____,

BY AND BETWEEN:

(1) _____, (company registration number _____, a company incorporated in Singapore with its registered office at _____ (the “**Company**”);

AND

(2) _____, a citizen of _____ bearing passport number _____ and residing at _____ (the “**Investor**”).

[Or:]

_____, a company incorporated under the laws of _____ having company identification number _____ with its registered office address at _____ (the “**Investor**”),

(together, the “**Parties**”, and each, a “**Party**”).

WHEREAS:

(A) The Company is a private company limited by shares incorporated in Singapore.

(B) The Company is in the business of _____ (the “**Business**”).

(C) The Company is raising funds through a _____ financing round in the aggregate amount of _____ through the issuance of up to _____ Shares (as defined hereinbelow) (the “**Financing Round**”).

(D) The Investor is desirous of subscribing for the Subscription Shares (as defined hereinbelow) pursuant to such _____ Financing Round, and the Company proposes to allot and issue the Subscription Shares, on the terms and