



Global Legal Solutions®

Deal Shaper

Subscription Agreement

Private & Confidential



INTRODUCTION

1. OVERVIEW

- 1.1 This GLS Subscription Agreement Deal Shaper assists potential parties to investment documents in achieving alignment on the key points that will regulate their relationship.
- 1.2 It is inefficient to attempt to draft a long form Subscription Agreement if the parties are yet to achieve an informed and aligned view of how their relationship will work.
- 1.3 This tool works in conjunction with a GLS Facilitated Workshop, during which GLS advisors will work through each of the Key Terms to help build a clear consensus between the target company, its founders and the proposed investors.
- 1.4 Once the Deal Shaper process has been completed, a neatly aligned, full-blown subscription agreement (and shareholders agreement) can emerge in a fraction of the time and cost.

DEAL SHAPER

2. KEY TERMS & AGREED POSITIONS

KEY TERMS		CONSENSUS REACHED
STRUCTURE		
1	Parties	Who are the Parties? <u>Answer:</u> [•]
2	Target Founder(s)	Who are the founders behind the Target? Will they be shareholders going forward? <u>Answer:</u> [•]
3	Investment	Cash to be invested: [•] Sweat for equity contribution: [•] Payment in kind contribution: [•]
4	Investment Type	<u>Answer:</u> [Equity] / [Convertible debt instrument]
5	Subscription Shares	<u>Answer:</u> [Ordinary Shares] / [Preference Shares] If Preference Shares, what preference rights will apply: <u>Answer:</u> - Dividend Rights: - Liquidation Preference Rights: - Conversion Rights: - Anti-dilution Rights: - Voting Rights:]