ASSIGNMENT OF SHARES

This Assignment of Shares (the “Assignment”) takes effect on [DATE],

**BETWEEN: [YOUR COMPANY NAME]** (the "Assignor"), a company organised and existing under the laws of the [PROVINCE/STATE] of [COUNTRY], with its head office located at:

 [YOUR FULL ADDRESS]

**AND: [ASSIGNEE NAME]** (the "Assignee"), an individual with his main address located at OR a company organised and existing under the laws of the [PROVINCE/STATE] of [COUNTRY], with its head office located at:

 [COMPLETE ADDRESS]

**TERMS**

1. For value received, which is acknowledged, the Assignor hereby assigns all interest and benefit to Assignee in the [CLASS] shares of [COMPANY NAME] evidenced by Share Certificate No(s). [NUMBER(S)] ("Shares").

1. The Assignor warrants the Assignee that the Shares are fully paid-up and that the Assignor owns the Shares free and clear of all encumbrances.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement on the date first above written.

ASSIGNOR ASSIGNEE

Authorised Signature Authorised Signature

Print Name and Title Print Name and Title