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PREVIEW
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SHARE PURCHASE AGREEMENT (“Earn Out” Formula) entered into at, Province of, Canada.

BETWEEN: V1 (name of individual), (occupation), domiciled and residing at (civic number and street name),, Province of (name of province), (postal code) [, operating as a sole proprietorship under the name (business name)];

OR

V2 (corporate name), a legal person duly incorporated under the Act (name of statute under which the corporation was incorporated), with its principal place of business at (civic number and street name),, Province of (name of province), (postal code), and duly registered under the designating number in accordance with the Act (name of the applicable statute governing the legal registration of the corporation), represented by (name of representative), its (title of representative), duly authorized for the purposes hereof, [as he/she so declares] OR [as indicated in the resolution of the sole director [OR board of directors], attached hereto as Schedule A];

OR

V3 (common business name), [a general partnership], OR [a limited partnership represented by (name of its general partner), its general partner] OR [an undeclared partnership], OR [a joint venture], OR [a collaboration], OR [a group of persons] operating a business, duly formed under the [..... Act (identify applicable statute)] OR [Civil Code of Quebec] OR [applicable general law], with its head or registered office at (civic number and street name),, Province of (name of province), (postal code), and duly registered (if applicable) under the designating number in accordance with the Act (name of applicable statute governing legal registration of corporation) represented by (name of representative), its (title of representative), duly authorized for the purposes hereof as he/she so declares OR [as indicated in the resolution of the partners of the general partnership], OR [as indicated in the resolution of the sole director [or Board of Directors] of the general partner of the limited partnership], OR [as indicated in the resolution of the partners of the undeclared partnership], OR [as indicated in the resolution of the sole director [or Board of Directors] of each participant in the joint venture], OR [as indicated in the resolution of the sole director [or Board of Directors] of each participant in the collaboration], OR [as indicated in the resolution of the members of the group of persons], attached hereto as Schedule A;

HEREINAFTER THE “BUYER”;

BUYER	SELLER