

Civic Wealth Inc. Operating and Shareholders' Agreement

Effective Date: May 5, 2025

1. Formation and Purpose

Civic Wealth Inc. ("the Company") is a corporation established under the laws of DemocracyCraft. Its primary purpose is to manage and operate the Civic Wealth ETF and other potential investment products, providing diversified stock-based investments to clients.

2. Share Structure

- **Authorized Shares:**
 - **15,000 Class B Shares** (Common, Publicly traded).
 - **Class A Shares** (Private, 100% owned by KingBOB99878).
- **Initial Shareholders:**
 - **KingBOB99878** – 100% of **Class A Shares**.
 - **Class B Shares** – Publicly available for purchase, with no voting rights.

3. Management and Governance

- **Board of Directors:**
 - The Company shall be managed by a Board of Directors consisting of [Insert Number] directors.
 - **KingBOB99878**, as the sole owner of **Class A Shares**, will have the right to vote on the appointment of directors.
- **Officers:**
 - The Board shall appoint officers as necessary (e.g., CEO, CFO, Secretary).

4. Shareholders' Rights and Obligations

- **Class A Shareholder (KingBOB99878):**
 - KingBOB99878, as the sole **Class A Shareholder**, will have full voting rights on the appointment of directors and other key decisions.
 - KingBOB99878 may receive dividends as declared by the Board.
- **Class B Shareholders (Public):**
 - Class B shareholders have **no voting rights** on the Board of Directors or major company decisions.
 - Class B shareholders may receive dividends as declared by the Board.

5. Transfer of Shares

- **Class B Shares** may be freely traded and transferred on the open market, subject to in-game economy rules.
- **Class A Shares** are not transferable and are exclusively owned by KingBOB99878.

6. Capital Contributions and Additional Funding

- No additional capital contributions are required unless agreed by KingBOB99878.
- The Company may raise additional funds via loans or issuing new **Class B Shares**, subject to KingBOB99878's approval.

7. Duties and Responsibilities

- Directors and officers shall act in good faith and in the best interests of the Company.
- Regular reports on ETF performance, financials, and operations shall be made available to all shareholders.

8. Meetings

- **Annual General Meeting:** To be held **every year in [Insert Month]**.
- **Special Meetings:** May be called by KingBOB99878 or the Board.

9. Dispute Resolution

- Any disputes arising under this Agreement shall be resolved through mediation. If mediation fails, the matter will be resolved through in-game legal procedures or third-party arbitration if agreed by KingBOB99878.

10. Dissolution

- The Company may be dissolved at the discretion of KingBOB99878.
- Upon dissolution, remaining assets after debt repayment shall be distributed to KingBOB99878.

11. Amendments

- This Agreement may be amended only with the written consent of KingBOB99878.

IN WITNESS WHEREOF, the parties have executed this Agreement as of the Effective Date.

Shareholder Signatures:
