

**YOUR CO-FOUNDER
SEEMS GREAT. IS
THAT A RED FLAG?**

**CUT YOUR LEGAL
FEES BY 50%**

**FOUNDERS ARE NOW
GETTING RUINED**

**THE GREATEST LAWYER
JOKE EVER TOLD**

**THE
BRIEF**

EDITOR'S NOTE

Wars, oil prices, rising costs everywhere, and endless chatter about how AI is taking over.

Things can feel pretty bleak out there.

That is exactly why we decided to keep this edition of The Brief, light.

But never light on information that will actually help your business.

And 100% written by humans.

We did let AI proofread though.

Let's get into it!

Walter Silvester

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2026 ALB SE ASIA LAW AWARDS

Silvester Legal has been nominated in four categories at the ALB SE Asia Law Awards 2026. This recognition is a reflection of the trust you continue to place in us every day.

The nominations are:

1. Singapore Law Firm of the Year
2. Singapore Litigation Law Firm of the Year
3. Dispute Resolution Boutique Law Firm of the Year
4. Young Lawyer of the Year: Akesh Abhilash

YOUR CO-FOUNDER SEEMS GREAT. IS THAT A RED FLAG?

The biggest business disputes often begin with people you trusted most. Here are 10 warning signs many overlook.

1. Delaying the shareholders' agreement.

"Let's focus on building first" is a trap. Without one, you have no legal protection over your equity, exit rights, or dispute resolution.

2. Insisting on being the sole director.

Under Singapore law, a sole director has the power to sign contracts and make binding decisions without your signature.

3. Registering IP in their personal name.

If your brand or technology is filed under their name at IPOS, recovering it is costly and uncertain. The company must own the IP.

4. Vagueness about vesting schedules.

Vesting in Singapore is purely contractual, not required by law. Without a written schedule in your shareholders' agreement, a co-founder who leaves early has no obligation to return a single share.

5. Handling all ACRA filings themselves.

Controlling the official company record, shareholdings, and constitutional changes is a quiet but absolute form of control.

6. Pushing for unequal voting rights "temporarily".

Different share classes can be permanently baked into your constitution before you realise it. There is rarely anything "temporary" about a share class.

7. Bringing in undisclosed investors.

Hidden arrangements can complicate your cap table and dilute your position. If it's not on the official record, it's a liability.

8. Avoiding written minutes for decisions.

Without proper minutes, board decisions can be disputed or declared invalid under the Companies Act.

9. Proposing structures you don't fully understand.

Complex holding structures can legally marginalise you from day one. If you can't explain it, don't sign it.

10. Restructuring equity "before Series A".

Pre-emption waivers and new share issuances can dilute your stake into insignificance. If it is not in your agreement, you may have no recourse.

CUT YOUR LEGAL FEES BY 50%

When margins are tight, legal fees are often the first thing businesses cut.

Legally First by Silvester Legal offers fixed legal fees, so you always know what you are paying for.

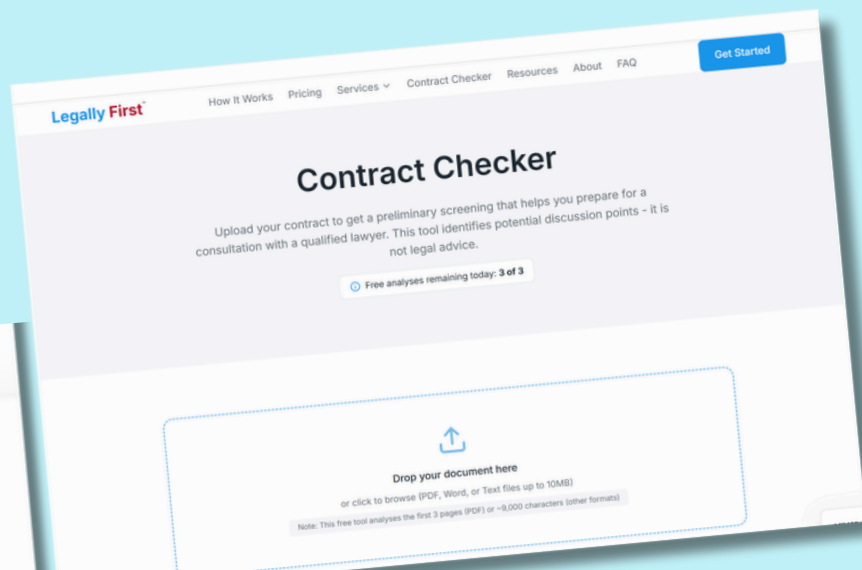
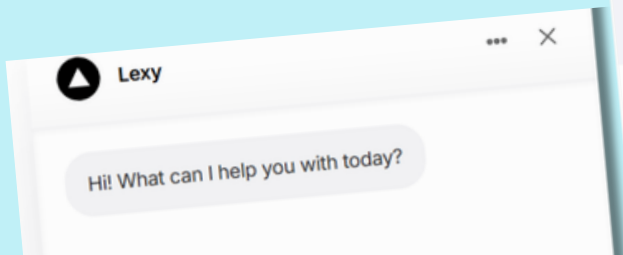
What you get:

- Fixed pricing. You know the cost before you begin. No billable hours, no surprise invoices.
- Every document reviewed by a Singapore-qualified lawyer. Not a template. Not AI. A real lawyer.
- Documents tailored to your business, not recycled from a one-size-fits-all library.

Not sure where to begin?

The Contract Checker on [LegallyFirst.com](https://legallyfirst.com) takes minutes and costs nothing. What you find might surprise you.

Sign up now and get 50% off all packages.



Select a package that supports your business. All prices are fixed and transparent.

Package	Price	Save Up to	Includes
Startup	\$3,600	40%	• Shareholders' Agreement • Constitution • Employment Agreement (Founder)
Growth	\$4,800	45%	• Shareholders' Agreement • Constitution • Employment Agreement (Founder) • Employment Agreement (Non-founder staff) • Core Commercial Contract
Enterprise	\$8,800	50%	• Shareholders' Agreement • Constitution • Employment Agreement (Founder) • Employment Agreement (Non-founder staff) • Core Commercial Contract • IP Assignment • Data Protection / Privacy Policy (PDPA Compliant) • Terms of Use / Website Terms • NDA
Legal Counsel	\$1,500 / 4 hours \$2,500 / 8 hours	45%	• Direct access to senior lawyers and directors • Strategic counsel on critical transactions and decisions • Experienced guidance for founders, boards, and management

FOUNDERS ARE NOW GETTING RUINED... BECAUSE OF THESE:

The startup ecosystem is full of terrible advice. Here are 10 dangerous myths and the reality check you need.

1. "You've got nothing to lose."

You have everything to lose. Get the right legal structure from day one.

2. "Just find a co-founder. It's more fun with two."

Co-founders are wonderful until they're not. Get a shareholders' agreement before anything else.

3. "It's just a handshake deal. He's a good guy."

Good guys become complicated guys when money is involved. Put it in writing. Every time.

4. "You don't need a lawyer yet. Wait until you're bigger."

Founders who wait arrive with a problem that could have been a clause. Early is always cheaper.

5. "Just use a template contract you find online."

Template contracts are written for someone else's problem. Free contracts have a habit of being very expensive.

6. "Your idea is your biggest asset."

Your idea cannot be trademarked. Protect your brand, your processes, and your contracts instead.

7. "Don't worry about the small print."

The small print is exactly where the problems live.

8. "Just hire someone quickly. You need the help."

A bad employment contract can cost far more than the help was worth.

9. "You can always sort out the paperwork later."

Later is expensive. Now is cheap.

10. "If it all goes wrong, you can just start again."

You can. But you'll recover faster if you protected yourself the first time.

THE GREATEST LAWYER JOKE EVER TOLD

A man gets into a serious car accident.

Blood everywhere.

He stumbles out to exchange insurance details with the other driver. To his dismay, the other driver steps out and says he is a lawyer.

“You are in serious trouble!” the lawyer says.

“This was my brand-new Porsche. I am going to sue you for that!

And you ruined my Dior suit! I'll sue you for that too!

I will sue you so much your grandchildren will still be paying for it!”

The man stares at him in disbelief.

“You lawyers are all the same. You only care about money. You have not even noticed your arm is missing.”

The lawyer looks down. Where his arm used to be, there is only a bloody stump.

He looks up.

“Where the hell is my Patek?!”



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Disclaimer: The content in this newsletter is for general information only and does not constitute legal advice.