

FOUNDER STOCK PURCHASE AGREEMENT

JOZIE AI INC.

(A Washington Corporation)

This Founder Stock Purchase Agreement (the “Agreement”) is entered into effective as of June 3, 2025 (the “Effective Date”), by and between:

Jozie AI Inc., a Washington corporation (the “Company”),
and
Xuan Pham, an individual (“Founder”).

1. Issuance of Shares

The Company hereby issues and sells to Founder, and Founder hereby acquires from the Company:

10,000,000 shares of Common Stock, no par value (the “Shares”).

The Shares are fully vested upon issuance.

2. Consideration

The Shares are issued in consideration of:

- Services rendered and to be rendered to the Company
- Assignment of intellectual property to the Company
- Other good and valuable consideration, the receipt and sufficiency of which is acknowledged

The Board of Directors has determined that such consideration constitutes adequate consideration under Washington law.

3. No Vesting; No Repurchase Right

The Shares shall be fully vested as of the Effective Date.

The Shares are not subject to:

- Vesting schedule
- Company repurchase right
- Forfeiture provisions

4. Restrictions on Transfer

Founder acknowledges that:

- The Shares have not been registered under federal or state securities laws.
- The Shares may not be transferred unless registered or an exemption applies.

The Company may impose reasonable transfer restrictions consistent with applicable law.

5. Intellectual Property Assignment

Founder acknowledges that execution of a Founder Intellectual Property Assignment Agreement is a condition of this issuance.

Founder agrees that all intellectual property related to the Company's business shall be owned exclusively by the Company.

6. Securities Representations

Founder represents and warrants that:

- The Shares are being acquired for investment purposes only.
- Founder is acquiring the Shares for Founder's own account.
- Founder understands the Shares are illiquid and speculative.

7. Governing Law

This Agreement shall be governed by and construed in accordance with the laws of the State of Washington.

8. Entire Agreement

This Agreement, together with the Founder Intellectual Property Assignment Agreement, constitutes the entire agreement between the parties concerning the Shares.

SIGNATURES

COMPANY:
JOZIE AI INC.

By: 

Thien Pham
Sole Director / CEO

Date: June 3, 2025

FOUNDER:

Xuan Pham

Xuan Pham

Date: June 3, 2025