



Asaf Shamir <asaf@rawmobility.com>

Breach of Fiduciary Duties and Misappropriation of Corporate Opportunities and Funds - Raw Mobility Ltd

2 messages

Asaf Shamir <asaf@rawmobility.com>

Thu, Nov 20, 2025 at 4:24 PM

To: Brad Gishen <brad.gishen@mobivate.com>, "Brad G. Gishen" <brad@bradgish.com>

Cc: Asaf Shamir <asaf@shamir.com.au>

Bcc: zlande@barlaw.co.il, hisraeli@barlaw.co.il, Eyal Shamir <shamir@midashholdings.com>, Jeremy Goldman <jgoldman@kcclaw.com.au>

Dear Brad,

I am writing to you in my capacity as a director and founding shareholder of Raw Mobility Ltd. ("Raw Mobility" or the "Company") regarding serious and ongoing concerns that have arisen in connection with your conduct as a director and shareholder of the Company.

As you are aware, directors and officers owe fiduciary duties to the Company, including duties of loyalty, good faith, and the obligation to act in the best interests of the Company. These duties extend to the proper handling of corporate opportunities, client relationships, and proprietary assets belonging to the Company.

Based on credible evidence, it appears that you have engaged in activities that constitute breaches of these fiduciary obligations inconsistent with these obligations. In particular, I have reason to believe that:

- You have made use of, or facilitated the use of, the Company's proprietary software known as "Blender", developed by me in my capacity as an employee of Raw Mobility, for purposes outside the Company's authorized business; and
- You have diverted or attempted to divert certain clients and business opportunities belonging to Raw Mobility to external entities under your ownership, control, or influence.

If substantiated, such actions would constitute serious breaches of your fiduciary duties and a misappropriation of corporate opportunities and property, resulting in substantial harm and financial loss to Raw Mobility Ltd., Shamir Holdings Ltd., and myself.

As a codirector, I hereby demand that you immediately cease and desist from any conduct giving rise to these violations and take all necessary steps to remedy the damage caused. Failure to do so will expose you to personal liability for the losses sustained by the Company and its shareholders, as well as to all other legal and equitable remedies available.

In light of the above, I hereby request that you:

1. **Immediately cease and desist** from any use, distribution, or development of the Blender software or any derivative thereof outside the scope of Raw Mobility's business;
2. **Refrain** from soliciting, engaging with, or otherwise interfering with any clients, partners, or business opportunities of Raw Mobility; and
3. **Provide complete books, records, and documentation from January 2025 onward** of any revenues, profits, or benefits obtained in connection with the use of Raw Mobility's intellectual property or business opportunities.

I expect your **written confirmation of compliance** with the above within **fourteen (14) days** of the date of this letter. Should you fail to do so, I will have no alternative but to take all necessary legal action to protect my and the Company's rights and interests.

This letter is written by me, Asaf Shamir, on behalf of myself and Raw Mobility Ltd., and is sent **strictly without prejudice** to any rights or remedies available to us, all of which are expressly reserved.

Yours sincerely,
Asaf Shamir

Asaf Shamir

Raw Mobility

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Brad Gishen - Mobivate <brad.gishen@mobivate.com>

Fri, Dec 5, 2025 at 7:30 AM

To: Asaf Shamir <asaf@rawmobility.com>, Asaf Shamir <asaf@shamir.com.au>

Cc: Martin Gishen <mcg@margish.com>

Dear Asaf

Your email is factually incorrect, internally inconsistent, inappropriate, and legally untenable. In addition, the statements you have made are defamatory of me, and I expressly reserve all rights and remedies available to me against you in respect of those allegations, which are rejected in their entirety.

You are hereby requested to resend your correspondence, clearly stating (i) the precise concerns you allege to have, and (ii) specific, concrete examples supporting those concerns. Unless you provide clear and coherent information, it is not possible for us to issue any substantive response, nor will we attempt to infer or speculate as to the meaning of your assertions.

For the avoidance of doubt, this acknowledgement shall not be construed as agreement with, acceptance of, or acquiescence in any aspect of your email or any allegations contained therein.

Needless to say, should you proceed with your threatened litigation the same will be vigorously defended and we will counterclaim for the relief we are entitled to.

I further note that you have failed to respond to my email dated 12 September 2025 (reproduced below). I hereby require that you provide a full and substantive response without further delay and with immediate effect.

Yours faithfully,
Brad Gishen

from: bradgish <brad@bradgish.com>
to: **Asaf Shamir** <asaf@shamir.com.au>
cc: Eli Lebovits <eli@gsca.com.au>,
Martin Gishen <mcg@margish.com>
date: **Sep 12, 2025, 11:05 AM**

Hi Asaf

I have spent an extraordinary amount of time explaining in a plethora of emails to you and the team at GSCA that I will **not** sign the financial statements until they are accurate both in terms of numbers and classification.

Whilst you have in your possession every single email I have sent, I will reiterate that as a starting point (and there is a lot more than this), I will **not** be signing anything until:

1. The License Fee is changed to reflect exactly what it is - i.e. remuneration to you.
2. The R&D fee is changed to reflect exactly what it is and that is remuneration for a coder **AND** that you provide the evidence that I have already requested from you in previous emails to justify this expense as genuine.

Again I will repeat what I have said in previous emails:

Your continued non-cooperation is both ill-advised and detrimental to your own best interests.

Regards

Brad Gishen

[Quoted text hidden]



Brad Gishen

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