

## ANNEXURE A

### CONFIDENTIAL

**29 OCTOBER 2025**

BY ELECTRONIC MAIL

**Dear: MNAKA MINING**

### **Term Sheet**

The following constitutes a non-binding term sheet regarding your funding application which Mila Azania Holdings (Pty) Ltd "MAH" can elect to advance an amount of **R5 000 000.00**. The Applicant herewith acknowledges and understands that:

1. This offer is made freely and voluntarily to the Applicant whose details are stated in the Offer Table below.
2. On approval of the offer and after a successful due diligence is conducted by MAH and its affiliates, the Applicant will enter into a written and signed Agreement ("Agreement") whose terms and conditions shall be binding upon both parties only upon the successful and satisfactory due diligence has been conducted by MAH and/or its affiliates;
3. The Applicant will sign all necessary documents that will give MAH and its affiliates the mandate and ability to perform its management and administration obligation;
4. The Applicant shall utilize service providers verified, preferred and appointed by MAH and/or its affiliates.
5. The Applicant agrees to have a representative of MAH or its affiliates added onto their company CIPC as a non-executive director which will allow MAH to perform its administrative obligations;
6. In the event of payment default, the Applicant would be required to use 50% of its ordinary shares as security. The said ordinary shares will be issued to MAH and/or its affiliates.
7. Please note that the project management fees include the capital raising fees;
8. The Applicant shall furnish the following documents to MAH and/or its affiliates:
  - Certified copy of your ID;
  - Cost break down of the funding required
  - Invoice submitted to end user, if any;
  - Proof of residence;
  - CIPC Documents (CK)



- Copy of Purchase Order
- Recent CSD report (not older than 7 days)
- 6 Months bank statement;
- Cession agreement from the department, if any;
- Management accounts/Annual Financial Statement.

**Proposed Financing Structure:**

<b>Approved Capital Injection</b>	<b>R5 000 000.00</b>
<b>Project Management Fees</b>	<b>50/50 Profit Share:</b> <ul style="list-style-type: none"> <li>• 50% profits due to MAH</li> <li>• 50% profits due to MNAKA MINING</li> </ul>
<b>Admin fee</b>	<b>R2 750.00</b>
<b>Total due to MAH</b>	<b>50% profits + Admin fees (Payable in 60 days)</b>

The Applicant hereby acknowledges that this offer is non-binding and subject to the signature of the Agreement by MAH and a due diligence being undertaken by MAH. The offer is not a binding Agreement between the parties and shall not be construed as such in any manner but merely as an offer prior to the final binding Agreement.

Signed at \_\_\_\_\_ on \_\_\_\_\_ day of \_\_\_\_\_ 20\_\_\_\_\_.

Authorized Signatory: \_\_\_\_\_.

Full Name: \_\_\_\_\_.