

## ANNEXURE A

### **CONFIDENTIAL**

**12 JUNE 2025**

BY ELECTRONIC MAIL

**Dear:**

**MESSRS PHUMELELA**

### **Term Sheet**

The following constitutes a non-binding term sheet regarding the Amathole Municipality project which Mila Azania Holdings (Pty) Ltd "MAH" can elect to advance an amount of **R13 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. Please note that the project management fees include the capital raising fees;
7. The Applicant shall furnish the following documents to MAH and/or its affiliates:
  - Certified copy of your ID;
  - Proof of residence;
  - CIPC Documents (CK



- RFQ with specifications;
- Copy of Purchase Order
- Cost breakdown of the funding required
- Invoice submitted to end user, if any;
- 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:

Facility Amount	R13 000 000.00
Project Management Fees	30% of capital will be charged as Project Management fee for each amount withdrawal
Consultation fees	R1 300 000.00
Admin fee	R2750.00 (once off)
Total due MAH	Amount of withdrawal + fees (payable in 30 days)

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 \_\_\_\_\_

