

**IRREVOCABLE MASTER FEE PROTECTION AGREEMENT
& IRREVOCABLE CORPORATE PAYMENT ORDER**

BANK INSTRUMENT DESCRIPTION

Description of Instrument:

- 1. Instrument:**
- 2. Total Face Value:** XXXX Million EURO/USD
- 3. Issuing Bank:**
- 4. Age:** One Year and One Day
- 5. Delivery:** MT-760 {Bank-To-Bank Swift}
- 6. Payment:** Wire Transfer {Swift MT103}
- 8. Commission:** 2.5% ,

WE, WESAM EUROPE FINANCE LTD SP. Z O.O (HEREINAFTER AS THE “PAYER”), REPRESENTED BY THE DIRECTOR AND THE AUTHORIZED SIGNATORY ENGR. Dr. ANIEFIOK NTUK, THE HOLDER OPOLISH PASSPORT NO: _____, WITH OFFICE ADDRESS AT ZWYCIĘSTWA STR. NO 10, GLIWICE 40-100, POLAND, DO HEREBY IRREVOCABLY GUARANTEE, WITH FULL PERSONAL AND CORPORATE RESPONSIBILITY AND AUTHORITY UNDER PENALTY OF APPLICABLE PERJURY LAWS, TO ACT AS PAYER TO PAY THIS IRREVOCABLE MASTER FEE PROTECTION AGREEMENT WITH AN IRREVOCABLE CORPORATE PAYMENT ORDER WHICH IS AN INTEGRAL PART OF ABOVECODED AGREEMENT IN THE TOTAL AMOUNT OF TWO PERCENT (2,5%) OF THE TOTAL FACE VALUE OF THE TRANSACTION PROFIT PER TRANCH ESTIMATED TO BE (3,000,000,00 USD) ,75,000,00 USD TOTAL TWO AND HALF PERCENT (2,5%) CONSULTANT FEES, WHICH SHALL BE PAID INTO THE BELOW BANK ACCOUNT/S OF BOTH PARTIES’ BENEFICIRIES FOR DISTRIBUTION AND WHICH SHALL INCLUDE ALL ROLLS AND EXTENSIONS.

SELLER SIDE: 2,5% of face value of each and every tranche of total contract amount, including any and all rolls and extensions:

BANK NAME	
BANK ADDRESS	
ACCOUNT NUMBER	
ACCOUNT NAME	
SWIFT CODE	
IBAN NUMBER	
SORT CODE	

THIS IRREVOCABLE MASTER FEE PROTECTION AGREEMENT & IRREVOCABLE CORPORATE PAYMENT ORDER AND THE PAYMENT OF CONSULTING FEES HEREIN ARE SUBJECT TO THE INTERNATIONAL CHAMBER OF COMMERCE "ICC" AND THE ICC ARBITRATION ACT AS ADOPTED BY THE ICC OFFICE IN LONDON,UK BY THREE ARBITRARY APPOINTEES IN ACCORDANCE WITH ICC RULES. ALL NC/ND CLAUSES AS PRESCRIBED BY ICC RULES (LATEST EDITION) SHALL APPLY TO THIS AGREEMENT AND PAYMENT ORDER. THIS AGREEMENT AND IRREVOCABLE CORPORATE PAYMENT ORDER IS IRREVOCABLE, DIVISIBLE, AND UNCONDITIONAL, AND MAY BE ASSIGNED ONLY BY THE BENEFICIARIES NAMED HEREIN. THIS AGREEMENT AND IRREVOCABLE CORPORATE PAYMENT ORDER MAY BE EXECUTED IN ONE OR MORE COUNTERPARTS, EACH ONE SHALL BE DEEMED AN ORIGINAL AND ALL TOGETHER SHALL CONSTITUTE ONE AND THE SAME DOCUMENT.

A SIGNED FAX OR ELECTRONICALLY TRANSMITTED COPY OF THIS DOCUMENT SHALL BE DEEMED BINDING ON THE "PARTIES" WITH THE FORCE AS THE SIGNED ORIGINAL. THE AGREEMENT AND IRREVOCABLE CORPORATE PAYMENT ORDER IS VALID WHEN COMMENCEMENT OF THE ABOVE-REFERENCED TRANSACTION TAKES PLACE AND SHALL REMAIN VALID AND ENFORCEABLE FOR THE FULL TERMS OF THE TRANSACTION, INCLUDING ANY NEW AGREEMENT BETWEEN THE PARTIES AND/OR THEIR ASSIGNS.

THE BENEFICIARIES RESERVE THE RIGHT TO CHANGE THE BANK COORDINATES STATED HEREIN AT ANY TIME BY PROVIDING WRITTEN REQUEST TO THE PAYER. UPON EXECUTION OF THE AGREEMENT AND THE FINAL AGREEMENT AND PRIOR TO, OR SIMULTANEOUSLY WITH THE FIRST TRANSACTION, WE GUARANTEE THAT THIS IRREVOCABLE MASTER FEE PROTECTION AGREEMENT AND IRREVOCABLE CORPORATE PAYMENT ORDER WILL BE LODGED WITH THE PAYER'S BANK.

THE PAYER'S BANK SHALL PROVIDE THE BENEFICIARIES BY E-MAIL OR BY TELE/FAX WITH COPIES OF THE SWIFT RELATED TO ALL PAYMENT INSTRUCTIONS UPON THE CLOSING OF EACH AND EVERY TRANSACTION OF THE ABOVE TRANSACTION.

THE PAYER'S PAYING BANK DETAILS:

ACCOUNT NUMBER	
ACCOUNT NAME	
SWIFT CODE	
BANK OFFICER	
BANK TELEPHONE	
BANK FAX	

IN THE EVENT THAT THE TRANSACTION WAS NOT PERFORMED OR ONLY PERFORMED IN PART, THE PAYMASTERS / BENEFICIARIES LISTED ABOVE SHALL NOT HOLD THE UNDERSIGNED PAYER RESPONSIBLE FOR ANY EXPENSES, CHARGES AND/OR COST, OR HOLD THE PAYER LIABLE FOR ANY CIVIL AND CRIMINAL ACTIONS. THE UNPERFORMED PART OF THIS IRREVOCABLE MASTER FEE PROTECTION AGREEMENT WILL THEREFORE AUTOMATICALLY BECOME NULL AND VOID.

THIS IRREVOCABLE MASTER FEE PROTECTION AGREEMENT & IRREVOCABLE CORPORATE PAYMENT ORDER SHALL BE LODGED IN OUR BANK AND A COPY FROM THAT BANK WILL BE FORWARDED TO ALL BENEFICIARIES.

WE AGREE TO THIS ABOVE IRREVOCABLE MASTER FEE PROTECTION AGREEMENT & IRREVOCABLE CORPORATE PAYMENT ORDER IN ITS ENTIRETY.

SIGNED ON THIS XXX DAY OF XXXXX, 2022

For and On behalf of the PAYER:

SIGNATURE:

(CORPORATE SEAL)

Name: ANIEFIOK NTUK

Title: PRESIDENT/CEO

Passport No:

Place of Issue:

Issue date:

Expiry date:

WE ACKNOWLEDGED THE ABOVE IRREVOCABLE FEE PROTECTION AGREEMENT IN ITS ENTIRETY.

SIGNED ON THIS --TH DAY OF --- 2022

