

PUMBUKA RESOURCES LIMITED

Closed Mandate to Source Investment Funds

This Closed Mandate Agreement is made on _____ 20____ between:

1. Client / Licence Holder: _____
Company Registration Number: _____
Registered Address: _____
Authorised Signatory: _____
Title: _____

and

2. Pumbuka Resources Limited of Lusaka, Zambia ("Pumbuka").

1. Appointment

The Client hereby appoints Pumbuka on a closed mandate basis to identify, introduce, and engage potential investors or funding partners for the Client's mining opportunity.

2. Mandate Period

This mandate shall remain in force for a period of six (6) months from the date of signature, unless extended in writing by both parties.

3. Scope of Work

Pumbuka may review the opportunity, prepare investor-facing positioning materials, approach suitable investors, and facilitate preliminary funding discussions.

4. Client Obligations

The Client agrees to provide accurate corporate, licensing, geological, and technical information required for investor screening and engagement.

5. Exclusivity

During the mandate period, the Client shall not appoint another party on an equivalent closed mandate to source investment funding for the same opportunity without Pumbuka's prior written consent.

6. Commercial Terms

Success fees, reimbursement terms, and any transaction-specific commercial arrangements shall be agreed separately in writing before completion of a funding transaction.

7. Confidentiality

Both parties shall treat non-public information shared under this mandate as confidential, except where disclosure is required by law or authorised in writing.



8. Governing Law

This mandate shall be governed by the laws of Zambia, unless otherwise agreed in writing.

Signed for and on behalf of the Client / Licence Holder:

Name: _____

Signature: _____

Date: _____

Signed for and on behalf of Pumbuka Resources Limited:

Name: _____

Signature: _____

Date: _____