



FCO – FULL CORPORATE OFFER

RUSSIAN GOLD - BULLION December 2, 2020

FROM: NOVONICMETALS LTD.

We as seller's, under the penalty of perjury, with full legal and corporate responsibility, I do hereby issue firm offer to certify and confirm that we are ready and able to perform the goods herein offered under the started terms and conditions as follows through our co-operative.

A. TERMS AND CONDITIONS :

1.Commodity specifications

- a) Commodity : Gold Bullion
- b) Form : 1- 12.5 kg bars
- c) Purity : 99.99% Commodity Key Terms
- d) Hallmark and Origin : Russia
- e) Years: Over than 5 years
- f) Packing : packed in suitable Export package boxes

2. Location : ROLLFORD BONDE WAREHOUSE Russia

3. Quantity : 10.000kg/ first deal UP TO 3,000mt with R&E 59 MONTHS

4. Contract : 1 spot of 10,000kgs+ 10,000kgs monthly Extensive per 59 months with R & E

5. Delivery : By Transfer of SKR ownership against payment on Bullion gold at & Lift able gold from Roll ford Bonded warehouse.

6. Sales & Purchase Price : LBMA



a) Gross discount: 19%

b) Net Buyer: 15%

c) Commission: 4% (in the following ways)

d) Sale side and intermediates: 2% (closed)

e) Buyer side and intermediates: 2 %

(Buyer side 1%, Seller side Facilitators 1%)

7. Price & Payment Terms:

The agreed purchase price is the quoted in USD or Euros on to the previous day of transaction as set by the London Gold Market Fixing Ltd for Gold Bullion (AU), and displayed by "LBMA". In the event that the LBMA is not operating on that scheduled day, the price calculation shall be used based on the second LBMA fixing of the next Market opening day.

8. Payment:

8.1 The Buyer shall pay to the Seller an amount equal to (85%) Eighty-Five percent of LBMA Price, of the contract value to the Seller's Bank by Swift M103.

8.2 TRANSACTION PAYMENT:

According to the SPA, the Buyer shall pay the FULL purchase value which will be delivered and assayed to the bank account stated below on the basis of the following documentation against the issuance of the Bill INVOICE & the SKR, before any delivery could be done.

8.3 DELIVERY TERMS:

CIF delivery to buyer's designated destination by the seller (Rollford) in 3 to 10 business days time, depends on, if it's by Airfreight or Ship, once the payment is fully confirmed by seller.



B. DELIVERY DOCUMENTATION

- 1) SKR (**Safe Keeping Receipt**)
- 2) Bank Confirmation Letter
- 3) All others documents related to the Product including assay report.

C. TRANSACTION, SALE PROCEDURES

1. Seller issue SCO (**Soft Corporate Offer**) and buyer issues LOI or ICPO according to seller procedures.
2. Seller & Seller mandate agree to issue SPA draft (**Sales purchase agreement**), if require FCO, then Seller & seller mandate issue FCO to buyer & buyer mandate, buyer & buyer mandate should sign on FCO and send back to seller mandate with providing any POF (BCL or RWA or Bank statement or any verified funds by buyers bank) to seller (Rollford Bonded Warehouse)
3. Within 2 banking days, Seller & seller bank will verify the funds.
4. Buyer fill it with buyer full contents, banking information and attachment of passport copy with sign and seal on contract and purchase agreement as acceptances of terms and conditions, submit draft contract and purchase agreement for seller approval or amendment if any, and signed and sealed NCNDA_IMFPA for seller & seller mandate acceptances.
5. Seller/Seller mandate check it, if acceptance, submit the filling with seller full Information, copy sealed and signed on Sales and Purchase Agreement to buyer, and both parties lodge the contract.
6. Seller issue **SKR** to buyer and invoice for the total value of the gold purchase.
7. Within 5 banking days, Buyer bank should issue payment via **MT103** to seller bank.
8. Seller bank will then simultaneously verify and clarify the transferring transaction made by buyer.



9. After confirmation of the payment, seller bank will transfer all relevant documents to buyer, and then it will start the delivery process.

10. The date and time for the next transaction of next tranche will be executed.

11. As per contract as the same way of 1st tranche.

12. The Commissions will be paid by the buyer immediately without any delay to each appointed Paymaster or Beneficiary after each delivery and as per Terms and Conditions of the IMFPA-NCNDA.

D. BANK INFORMATION

D -1. SELLER'S BANK DETAILS (Receipt of Payment)

Bank Name: SCOTIABANK

Bank Address: Avenida Sor Juana Ines De La Cruz # 114, Colo Tlalnepantlav Centro Tlalnepantla De Baz Estado de Mexico CP: 54000.

Account Address: Jesus Reyes Heroles # 33 1 er piso Col.San Rafael, Tlalnepantla Edo De Mexico CP: 54120

Account Name: Novonicmetals Limited

Account No: 044180001050904552

SWIFT Code: MBCOMXMM

13. This Gold Bullion transaction purchase & sale will be secured by seller & buyer's Bank as per the above provided bank information details here on.



E. NON-CIRCUNVENT & NON-DISCLOUSURE:

Seller and Buyer accept and agree to the provisions of the International Chamber of Commerce, Paris, France, for non-circumvent and non-disclosure, with regards, to all participants and everyone of the third party nature with full reciprocity for a period of five (5) Year from the date of the delivery.

DIRECTOR SELLER COMPANY INFORMATION

Seller’s Passport Cop

SELLER: SIGNATURES



Seller’s Passport No: 65 10993448



**NOVONICMETALS LTD.
SALE DIRECTOR
Mr. Vasilchenko Andrey Leonidovich**

Address: 403901, Volgograd Region Novonikolayevsky District, Novonikolaevsku Town Proezhaja Street 1A, Russia Federation

December xx, 2020



**BUYER'S BANK INFORMATION & COMPANY SEAL,
SIGNATURE & PASSPORT COPY**

December xx, 2020

END OF DOCUMENT