



URBAN ENERGY HOLDINGS LIMITED

FULL CORPORATE OFFER (“FCO”)

We, **URBAN ENERGY HOLDINGS LIMITED**, hereby confirm with full corporate responsibility under the penalty of perjury, that we, as seller, are ready, willing and able to sell the offered Gold Bullion Bars Commodity, as a private transaction, according to the terms and conditions stated below.

PRODUCT DESCRIPTION:

COMMODITY : Gold Bullion

FORM : 12.5 kilo bars of GLD Standard

FINENESS : 999.9% or better

HALLMARK : Internationally accepted hallmarks with less than 5 years.

LOCATION : Dubai

DELIVERY : FOB

QUANTITY : 55 Metric Tons with Roll Extension

DURATION : Depends on Buyer

TRANCHES : 1 metric tons or as decided between buyer and seller

PRICE : Per tranche. The agreed purchase price is the quoted price as set forth in the latest valid Second Fixing Rate (PM) Issued by the London Bullion Market Association (LBMA) on the Day-of-Transaction for the relevant tranche. In the event that the price is not available from LBMA for the purpose of transaction settlement on that scheduled day, the price calculation used shall be based on second LBMA fixing of the previous day, next change to last Market opening day.

DISCOUNT : 12% gross / 9% net discount

COMMISSION : Buyer pays to Seller and Seller to distribute pursuant to FPA.

3.0% Commission, as stated below:

1.5% to Seller Side (CLOSED),

1.5 % to Buyer's Side (.75% CLOSED & .75% OPEN)

PAYMENT : All PAYMENTS by clear, clean money of non-criminal origin and by SWIFT/WIRE TRANSFER MT103 after the first official available assay.

OTHER CONDITIONS OF PRODUCT:

- (A). Unless otherwise stipulated above, the entire quantity of the Product adheres to the quality specifications for Good Delivery Gold as published by LBMA, is also in compliance with LBMA's Responsible Gold Guidance, and its latest update.
- (B.) The SELLER also declares that the Product is not associated with or belong to any country, organization or individual listed under any currently effective restriction or embargo resolutions of the United Nations

Security Council Committee and the SELLER do not work in collaboration with or to use its own name to sell the Product on behalf of any of the aforesaid countries, organizations or individuals.

Offshore Incorporations Center,
Road Town, Tortola P.O Box 957,
British Virgin Islands



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RANSPORT & PRODUCT DOCUMENTATION

- (a) Original Certificate of Deposit
- (b) Proforma Commercial Invoices in favor of Buyer
- (c) Certificate of Origin
- (d) Certificate of Legal Ownership
- (e) Internationally Accepted Assay Certificate
- (f) Certificate of Insurance
- (g) Export Permit – Export License
- (h) Custom Duty Seller's Certificate stating that the refined Bullions are free and clear of all liens and encumbrances and freely tradable and exportable and is of no criminal origin. Any other document required at the country of Discharge as by the Customs for the import of the Bullion.
- (i) Warehouse Receipts
- (j) Certificate of Weight List describing each bar as follows:
 - Serial Number as stamped on each bar
 - Fineness as stamped on each bar
 - Raw Weight as stamped on each bar
 - Total Weight as stamped on each bar
 - Receipt of Custom Duties and Taxes
- (k) Packing list
- (l) Bank Warranty of Delivery

PROCEDURE:

The Parties hereby agree to perform the following steps of the Procedure in the exact sequence in a timely manner. **Time is of essence for all steps below.**

1. Seller and Buyer sign this Agreement
2. Buyer and Seller lodge the signed Agreement along with NCNDA and IMFPA with their respective Banks.
3. **Buyer's Bank sends to Seller's Bank MT199 for 55MTs**
4. Upon verification of MT199 by Seller, Seller's Bank Officer shall present the copy of the SKR/POP of 55MT as Proof of Product to Buyer's Bank Officer.
5. Seller shall invite Buyer for the physical inspection of the AU Metal at the Seller's Storage/Vault in Dubai and Seller shall also provide the original SKR/POP of AU with related Documentation to the Buyer. The Buyer then shall sign for acknowledgement of the said SKR/POP and the documentation.
6. Seller also accepts Buyer's request to deliver the said commodity to one of LBMA approved refineries to assay and certify the commodity as a standard payment procedure, all expenses incurred will be for Buyer's account for which the Buyer must sign a side contract with the said refinery or include in the Agreement. The total inspection time shall be agreed between Buyer and Seller.

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7 After assaying, Seller and Buyer have a meeting in the Seller's Warehouse/Legal Office or Buyer's Bank for concluding the Transaction. Buyer shall release the full payment via MT103 or TT for

the Au of THE FIRST Lift, into the Seller's Account. Seller shall transfer the Ownership of the AU Metal Lifted and all related documentation to the Buyer.

8. Provided the Buyer is satisfied with the assay results of the First lift, the purchase of the remaining quantity can be completed without further assaying but within Thirty (30) banking days.

9. Thereafter, any Rolls and Extensions to be agreed between Seller and Buyer.

Mr. Chang Wan Kok
President

BUYER'S IRREVOCABLE ACCEPTANCE:

REFERRING TO THE FULL CORPORATE OFFER ("FCO") BEARING TRANSACTION REFERENCE OF GOLD BULLION .ATTACHED HERETO, WE, THE BUYER, HEREBY AGREE TO PURCHASE THE ABOVE COMMODITY IN ACCORDANCE WITH THE TERMS AND CONDITION AND TO FOLLOW THE PROCEDURE IN THE OFFER AS STATED BY YOU.THIS ALSO SERVES AS OUR IRREVOCABLE CORPORATE PURCHASE ORDER (ICPO) TO YOU, THE SELLER, AND WE HEREBY SOLEMNLY DECLARE THAT WE ARE READY, WILLING AND ABLE TO ENTER INTO THE INTENDED TRANSACTION CONTRACT TO PURCHASE IMMEDIATELY.

Company Name:		
Signatory's Name:		
Signatory's Title:		
Nationality:		
Passport No.:		
Company Address:		
Phone & Fax No.		
E-mail:		Signature & Seal Date:

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