

**TRINITY METALS LIMITED
SUPPLY CHAIN
SOLE SUPPLIER MOTIVATION / BID WAIVER FORM**

In compliance to the FIN 01: DELEGATION OF AUTHORITIES POLICY

- All Purchase Orders >\$ 500 must be supported by 3 quotes obtained through the tender process by the Supply Chain Department.
- All exceptions to the tender 3 quote Procurement process will be subject to a written Deviation Request, being in the form of a Bid Waiver Motivation/Sole Supplier Motivation.
- A **Bid Waiver Motivation** should be completed in instances where there are other potential suppliers, but sound reasons exist not to go out on tender to multiple potential bidders, before selecting the final supplier.
- A **Sole Supplier Motivation** shall be used only in instances where there is no other supplier providing the required product(s) and/or service(s).

SOLE SUPPLIER MOTIVATION

☒

BID WAIVER MOTIVATION

(Tick the appropriate box)

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Discipline/Department:

Office of the General Counsel & Chief Compliance Officer

Contact person:

Tristan Minyati

Tel. no.:

+250 788307422

(Approved document to be attached to the Purchase Requisition)

Product(s) or service(s) required	Provision of specialized Legal and Tax services
Background information	Trinity Metals is registered in the British Virgin Islands and has three Opcos in Rwanda following the merger transaction involving all the shareholders of the three Opcos. We are now exploring the opportunity of establishing Trinity locally. To be able to do so, we would require to conduct a thorough legal and tax analysis to ensure that we provide the Board with necessary information to make informed decision on whether it serves the company's interests to register locally and if so, understand the adverse this may have to our operation companies. We have extended the scope to cover the transactions that birthed Trinity and the legal and tax implications this would have to the operational companies. We have conducted a preliminary analysis using our internal legal resources and were convinced that an external further external specialized legal and tax analysis and advice would be required. Myself and the CEO have had a meeting with ENSafrica partner who will work on the project and we have engaged into preliminary discussions and have been convinced that they are the right people to perform this specialized task for us.
Scope of service(s) or product(s) required	ENSAfrica shall provide Trinity Metals Limited with legal and tax advice in connection with a proposed restructuring by establishing a Rwandan holding company (the "HoldCo"), and advising on tax implications of certain past transactions related to the merger that birthed Trinity Metals.

Details of recommended supplier	ENSAfrica is the leading firm in Rwanda and is part of a larger group operating in various jurisdictions. Below is its addresses: Kigali office Kacyiru, KG 7th Avenue #35 Blue Star House 1st Floor - Wing B Kigali Rwanda PO Box 6571 Kigali Rwanda tel: +250 252 551 500 email: infoKGL@ENSAfrica.com
Motivation for recommending this supplier	ENSAfrica is the Africa's largest law firm, with offices located in Eastern, Southern and Western Africa. they have a proven track record and a solid understanding of commercial, law and tax dimensions of transactions and have enough diversified expertise including partners working only on tax. ENSAfrica has been named Rwandan National Law Firm of the Year at the IFLR Africa Awards. it is recognized by leading international ranking agencies, including Chambers Global, Legal 500, IFLR1000 and the World Tax Guide, for achieving consistently high standards. Furthermore, it is a regular recipient of regional awards such as DealMakers and the African Legal Awards. We have discussed the scope of work with their partner specialized on taxation and we were convinced about expertise covering not only Rwandan law but also international considerations given that trinity metals are registered in BVI. We believe that they have capacity and expertise that is unique and unavailable to other law firms operating in Rwanda.
Estimated Value/Budget and Cost	USD 10,000 VAT exclusive. The initial quote was USD 12,000 but we negotiated it down to USD 10,000.
What other Mine/Mines are using this service(s)/ product(s)?	N/A
Additional information	

We the undersigned do hereby declare that:

Neither I, nor any members of my family are directly or indirectly employed; directors of the company; members of close corporation or share in partnership or joint venture with the supplier referred to in this motivation.

All Sole Supplier Motivations/ Bid Waiver Motivations must be signed off in terms of the Delegation of Authority (DOA).

Summary Table of Authorisation –Budgeted Requisitions

Value	Authorisation
\$5 000 to \$50 000	Manager, General Manager
\$50 001 to \$100 000	Manager, General Manager, COO
\$100 001 to \$400 000	Manager, General Manager, COO & CEO
\$400 001	Manager, General Manager, COO, CEO and Board

Evode Imeoro

Name

General Manager

Designation

[Signature]

Signature

22-07-2024

Date

Name

Designation

Signature

Date

Motivation supported

Joseph M

Group Procurement Superintendent

[Signature]

Date

22/7/24

Name

Designation

Signature

Date

Name

Designation

Signature

Date

Gene [Signature]

Group Supply Chain Manager

22/07/2024

Date