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**LARGE SCALE LICENCE AGREEMENT**

between

**THE GOVERNMENT OF SIERRA LEONE**

and

**SL MINING LIMITED**

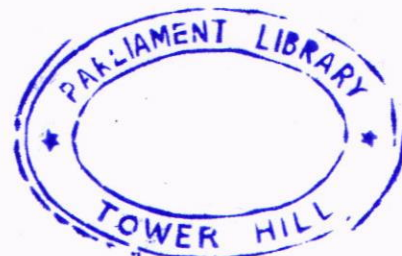
**THIS AGREEMENT** is made this day        of December 2017

between **THE GOVERNMENT OF THE REPUBLIC OF SIERRA LEONE** represented by the Minister of Mineral Resources (hereinafter referred to as "**GOSL**") of the **ONE PART**, and **SL MINING LIMITED**, a limited liability company incorporated under the Laws of Sierra Leone with registration number SL261016SLMIN00853 and with its registered offices at No. 26 Main Motor Road, Brookfields, Freetown in the Western Area of the Republic of Sierra Leone (hereinafter referred to as "**SL MINING**"), which expression shall, where the context admits, include its lawful assigns and successors) of the **OTHER PART**.

WHEREAS

- a) By the Mining Licence as hereinafter defined, **GOSL** demised and granted to **SL MINING** the minerals contained in Schedule A thereto in the area described in Schedule A thereto according to the Programme of Mining Operations described in Schedule A thereto, together with the rights referred to therein for a term of twenty-five (25) years as from 29th March 2017 upon the terms and conditions therein stated, and
- b) **SL MINING** and **GOSL** have agreed to enter into this Agreement to confirm the terms and conditions upon which **SL MINING** shall conduct mining operations in the Mining Licence Area, (as hereinafter defined).

**IT IS HEREBY AGREED AS FOLLOWS:**





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