

To: The Directors  
Saturn Resources Ltd (**Bidco**)  
No.5, President John Kennedy Street  
Rogers House  
Port Louis  
11302  
Mauritius

From: Sustainable Capital Africa Alpha Fund (**Sustainable**)  
c/o Apex Group Ltd  
4th Floor, 19 Bank Street  
Cybercity, Ebene  
72201, Mauritius

19 March 2024

Dear Directors

**Recommended Cash Acquisition by Bidco of Shanta Gold Limited (the Target) (the Proposal)**

Reference is made to the deed of irrevocable undertaking dated 20 December 2023 executed by Sustainable in respect of the Proposal, a copy of which is appended to this letter (the **Undertaking**).

It is hereby agreed that, in the Undertaking the use of the word "adjournment" or "adjourn" in connection with any general meeting, Shareholders' Meeting or any other relevant meeting of the Target's shareholders, shall also be deemed to include the valid postponement or reconvening thereof of any such meeting.

This letter and any non-contractual obligations arising out of or in connection with it will be governed by, and construed in accordance with, English law.

The English courts have exclusive jurisdiction to settle any dispute, claim or controversy arising out of or in connection with this letter (including a dispute, claim or controversy relating to any non-contractual obligations arising out of or in connection with this undertaking) and we irrevocably submit to the exclusive jurisdiction of the English courts for all purposes in relation to this letter.

The parties hereto have executed this letter agreement in as many originals as there are parties hereto, each party acknowledging receipt of one copy on the date first above written.

Yours sincerely

EXECUTED and delivered as a deed on )  
the date first set out above )

by )

**Sustainable Capital Africa Alpha Fund**

In the presence of:

Name: [Redacted]

Address: [Redacted]

[Redacted Signature]

(Shareholder)

[Redacted Signature]

Director, Sustainable Capital Africa Alpha Fund

[Redacted Signature]

(Witness)

Acknowledged by:



**Saturn Resources Ltd**

Name:  \_\_\_\_\_

Title: Director \_\_\_\_\_

## Appendix - Undertaking