LXXI Limited

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TERMS OF ENGAGEMENT

Effective Date: *5 January 2026*
Applies To: *All brokerage, facilitation, and advisory services provided by LXXI Limited [except Asset acquisition/disposal and trades]*

Purpose

This document outlines LXXI's standard client engagement process from initial engagement through transaction execution and post-transaction relationship. It is designed to provide **clarity, transparency, and confidence** to clients, facilitators, partners, and counterparties engaging/referring LXXI's services.

LXXI Limited operates as a structured brokerage, advisory and property management institution. All engagements follow a defined process to ensure commercial alignment, risk management, and successful transaction outcomes.

Engagement Fee Policy

~Engagement Fee Requirement

With effect from **5 January 2026**, all LXXI's engagements are subject to an **Engagement Fee equal to 5% of the total applicable brokerage/service fee** for the requested service.

- The engagement fee is **mandatory**
- It confirms seriousness of intent and activates internal resources
- It is **deducted from the total brokerage fee** payable upon successful transaction completion

Illustration:

If total transaction is worth $2 million

Then, brokerage fee (5%)= $100,000
Engagement fee (5% of 5%) = $5,000
Balance payable at completion = $95,000

What the Engagement Fee Covers

The engagement fee covers early-stage professional services including:

- Transaction assessment and feasibility review
- Market intelligence and deal validation
- Due diligence and compliance needs
- Initial counterparty sourcing and outreach
- Structuring input and execution roadmap
- Allocation of deal team and resources
- Legal and Administrative services.

❗No introductions, documentation, negotiations, or counterparty engagements commence until the engagement fee is received.

Please Note that;

These terms apply to All brokerage, facilitation, and advisory services provided by LXXI Limited [except asset/Property management, Asset acquisition/disposal, and commodity trade services]

Overview of the Client Engagement Journey

1. Client Engagement Form (CEF)
2. Letter of Instruction (LOI)
3. Internal Review & Acceptance/rejection
4. Engagement Fee Payment
5. Mandate Activation
6. Documentation, negotiations and Introductions(as the case may be)
7. Transaction Execution
8. Deal Closure & Settlement
9. Post-Transaction Success, follow-up & Relationship Continuity

Client Engagement Form (CEF)

The engagement journey begins with completion of the **Client Engagement Form**.

The CEF captures:

- Client identity and ownership structure
- Authorized representatives
- Nature and scope of the requested transaction
- Asset class, geography, and estimated transaction value
- Target timelines and commercial expectations

Submission of the CEF allows LXXI to assess suitability and alignment before proceeding.

Letter of Instruction (LOI)

Upon completion of the CEF, the client issues a **Letter of Instruction** to LXXI Limited.

The LOI is written to officially formally mandate LXXI Limited, and outlines:

- Description of services required
- Transaction value, objectives, scope and dynamics.
- Acknowledgment of the engagement fee (5% of total service/brokerage fee)
- Acknowledgment of applicable brokerage/service fees
- Confidentiality and exclusivity terms (where applicable)
- Validity period of the instruction

The LOI serves as the client's formal instruction to proceed, subject to internal review and acceptance. If it is a credit transaction, proper details of the proposed security/collateral is expected to be sent in with the CEF and LOI for review.

Please bear in mind that the reviewing committee reserves the right to demand additional documents for pre-evaluation, and this doesn't mean that the transaction has been accepted.

(~All submissions and correspondence are to be made via ***business@lxxi.africa*** *)*

Internal Review & Engagement Acceptance

Following receipt of the CEF and LOI, a dedicated committee conducts an internal review covering:

- Commercial viability and profitability.
- Legal and regulatory considerations
- Reputational and counterparty risk
- Internal capacity and alignment

Upon approval, LXXI issues an **Engagement Acceptance notice** with an attached invoice for the payment of the engagement fee. But if not approved, an **Engagement rejection** is to be expected.

Engagement Fee Payment & Mandate Activation

An ***engagement fee invoice*** (5% of the applicable brokerage/service fee) is issued upon acceptance.

- Payment of the engagement fee formally **activates the mandate**
- Execution activities commence only after payment confirmation
- After receiving payment of the engagement fee, an official notice of receipt is sent alongside a detailed checklist of the documents expected from the client for the transaction.

Upon activation, an NDNCA and an engagement/brokerage agreement are executed. After which, a transaction lead is assigned and a structured execution plan is communicated.

*(Note that **the engagement fee is Non-refundable** as it duly covers the legal, administrative, compliance and documentative phase of the transaction)*

Transaction Documentation and Execution

LXXI begins to receive and review all the documents that were communicated in the checklist to the client, and starts undertaking execution activities which may include:

- Counterparty sourcing and introductions
- Commercial and structural negotiations

- Deal structuring and term alignment
- Due diligence coordination
- Regulatory, compliance, and closing support

Clients receive periodic updates and are consulted at all key decision points.

Deal Closure & Settlement

At transaction completion:

- Final brokerage/service fee is confirmed
- Engagement fee already paid is deducted
- Balance of brokerage/service fee becomes payable

Upon settlement, the transaction is formally closed.

Post-Transaction Success

LXXI Limited remains engaged up to 12 months post-closure to ensure transaction success through:

- Completion and value-delivery reporting
- Transition or handover support (where applicable)
- Post-deal review and optimization discussions

Relationship Continuity

LXXI Limited views every transaction as the foundation for a long-term relationship. Clients may be supported through:

- Repeat or portfolio-wide mandates
- Strategic advisory and asset management services
- Ongoing market intelligence and opportunity sourcing

LXXI Limited

Fee Structure

LXXI Limited operates a success-based brokerage and advisory model. Our fees reflect the value of access, structuring expertise, execution capability, and transaction risk we assume across complex and often cross-border transactions.

The brokerage/service (or success) fee is charged as ***a percentage of the transaction value*** or as an agreed fixed fee, depending on the nature, size, and complexity of the transaction.

Fees are:
•Transaction-specific
•Clearly communicated upfront
•Documented in the Engagement/brokerage Agreement

Indicative fee ranges

Actual fees depend on deal size, jurisdiction, complexity, timeline, and risk profile.

Transaction Size (₦ or equivalent)	**Fee (%)**
0 – ₦1Billion	5%
1 – ₦10Billion	4%
₦10 Billion, and above	3%

*[**For Asset Recovery;** Fees range between 5–10% of the total value of asset recovered, depending on the complexity of the transaction**]***

LXXI Limited
Structured Brokerage | Property Management | Strategic Facilitation | Advisory | Commodities | Venture catalysis

…empowering Africa’s growth through strategic investments and partnerships.