

MONETIZATION AGREEMENT FOR BRUSSLES SBLC/HSBC UK

This Monetization Agreement ("Agreement") is entered into on [DATE] ("Effective Date") by and among:

Transaction code: _____ Date: Click or tap to enter a date.

_____ **Client/SBLC Owner ("Client/End Beneficiary")**

Company Address: _____

Tel/Email Address: _____

Represented by: _____

And

_____ (**" Sender /Sender Representative "**)

Company Address: _____

Tel/ Email Address: _____

Represented by: _____

And

_____ (**"Monetizer/Receiver"**)

Company Address: _____

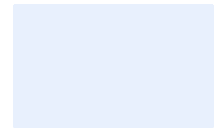
Tel/Email Address: _____

Represented by: _____

**Initials
Sender/Sender
Representative:** _____

**Initials Client/
End
Beneficiary:** _____

**Initials
Monetizer/Receiver:** _____



1. Scope of Agreement

The Sender/Sender Representative and the Client/End Beneficiary agree to provide the Monetizer/Receiver with access to a Standby Letter of Credit (SBLC) instrument via Brussels bank to Bank with MT799/MT760 from HSBC Bank in the UK with a total face value of €250,000,000 [Two Hundred and Fifty Million Euros] for a duration of one (1) year and one day from the Effective Date. The Monetizer/Receiver shall utilize the SBLC instrument for its business purposes.

2. Procedures

- All parties sign the agreement, confirming the terms and conditions for lodging the instrument.
- Ensure all details are accurately reflected.
- Instrument amount: €250 million.
- Delivery timeline: Issuance of an MT799 within 72 hours of signing this monetization agreement.
- The Monetizer/Receiver will receive the SBLC instrument with _____ Bank, the following details:

BANK NAME: _____

SWIFT/BIC: _____

IBAN: _____

Account Name: _____

Account Address: _____

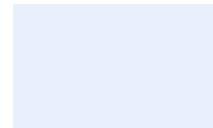
Transaction Code: _____

- The total value of the SBLC amounts to 250 million Euros.

Initials
Sender/Sender
Representative: _____

Initials Client/
End
Beneficiary: _____

Initials
Monetizer/Receiver: _____

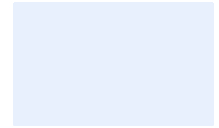


- HSBC UK will issue the SBLC, which will be backed by cash.
- The Sender/Sender Representative is responsible for providing an MT799 to the Monetizer/Receiver's Bank.
- Upon receipt of the MT799, the Monetizer/Receiver's Bank is required to respond and confirm by sending its own MT799 to the issuing bank.
- Subsequently, the Sender/Sender Representative will issue an MT760 to the Monetizer/Receiver's Bank.
- The SBLC will include hard copies and Bloomberg registration following the dispatch of the MT760.
- After receiving the MT760, the Monetizer/Receiver can initiate the monetization procedures for the instrument.
- **The LTV provided by the Monetizer/Receiver for this transaction is: _____% LTV ["Loan to Value"].**
- Within 10 banking days of receiving the hard copies of the SBLC, the Monetizer/Receiver must submit a Non-Recourse Payment of 20% of the SBLC Face Value to Sender/Sender Representative.
- Additionally, the Monetizer/Receiver must submit to the Client/End Beneficiary either:
 1. A one-time Non-Recourse Payment of ___% of SBLC Face Value within 10 banking days after the hard copies have been received by the Monetizer/Receiver's bank OR
 2. A Trade Program with ongoing monthly non-recourse payments. The terms of the Trade Program are as follows: _____
- The instrument is designated solely for monetization (akin to a lease) and will expire after one year and one day.
- Non-Performance: If the Monetizer/Receiver has not received the MT799 or the MT760 with adequate verifiable evidence of the Sender/Sender Representative's non-performance, which must be communicated via email to the Sender/Sender Representative, a full refund of _____ will be issued by the Monetizer /Receiver to the Client/End Beneficiary within thirty (30) business days.

Initials
Sender/Sender
Representative: _____

Initials Client/
End
Beneficiary: _____

Initials
Monetizer/Receiver: _____



3. Agreed Verbiage for the MT799 & MT760

MT799 Pre-Advice Verbiage:

VERBIAGE OF PRE-ADVICE SWIFT MT799 (APPLICANT BANK)
-----SWIFT MESSAGE HEADER-----

SWIFT OUTPUT:

SENDER:

BANK NAME:

BANK ADDRESS:

BANK OFFICER:

SWIFT CODE:

ACCOUNT NUMBER:

ACCOUNT HOLDER:

RECEIVER:

BANK NAME:

BANK ADDRESS:

BANK OFFICER:

SWIFT CODE:

ACCOUNT NUMBER:

ACCOUNT HOLDER:

TRANSACTION CODE:

REFERENCE NUMBER:

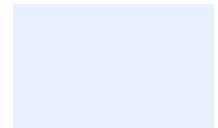
DESCRIPTION:

Initials
Sender/Sender
Representative:

Initials Client/
End
Beneficiary:

Initials
Monetizer/Receiver:

MONETIZATION COMPANY NAME



-----SWIFT MESSAGE TEXT-----

WE, [ISSUING BANK] OF [ISSUING BANK ADDRESS] WITH FULL BANKING RESPONSIBILITY AND LIABILITY HEREBY CONFIRM THAT WE HOLD ON THE ABOVE-MENTIONED ACCOUNT ON BEHALF OF OUR CLIENT CASH RESERVES OF TWO HUNDRED AND FIFTY MILLION EURO (€000,000,000.00). OUR CLIENT HAS CONVEYED HIS INSTRUCTION TO US TO BLOCK THESE CASH FUNDS AND ISSUE OUR SBLC (STAND BY LETTER OF CREDIT) FOR THE SUM OF XXXXXXXXXXXX EURO (€000,000,000.00) TO YOUR ACCOUNT HOLDER, XXXXXXXXXXXX, ACCOUNT NUMBER XXXXXXXXXXXX HELD AT YOUR BANK.

THE SAID FUNDS ARE CLEAR CLEAN AND OF NON-CRIMINAL ORIGIN AND FROM LEGAL SOURCE, FREE OF ANY LIENS, PLEDGES OR ENCUMBRANCES OF ANY KIND. THE SBLC (STAND BY LETTER OF CREDIT) WE ARE TO ISSUE SHALL BE CASH-BACKED AND ASSIGNABLE, TRANSFERABLE, UNCONDITIONALLY, CONFIRMABLE AND PAYABLE WITH FULL BANK RESPONSIBILITY AND LIABILITY WHEN PRESENTED AT OUR BANK ADDRESS ABOVE. THIS IS AN OPERATIVE AND CALLABLE INSTRUMENT AND IS SUBJECT TO THE UNIFORM COMMERCIAL CODE VALID FOR A MINIMUM OF ONE YEAR AND ONE MONTH AND MAY BE FURTHER VERIFIED ON A BANK-TO-BANK BASIS.

PLEASE CONFIRM YOU ARE READY TO RECEIVE AND FUND THIS BANK INSTRUMENT WITH GOOD, CLEAN AND CLEARED AND NON-CRIMINAL ORIGIN FUNDS.

THIS IS FULLY OPERATIVE INSTRUMENT. WE CONFIRM IS EMISSION AND CERTIFY THE TRANSPARENCY OF THIS OPERATION.

FOR AND ON BEHALF OF [BANK NAME] OF [BANK ADDRESS]

BANK OFFICER (1)

BANK OFFICER (2)

NAME: _____

NAME: _____

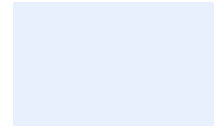
TITLE/PIN: _____

TITLE/PIN: _____

Initials
Sender/Sender
Representative: _____

Initials Client/
End
Beneficiary: _____

Initials
Monetizer/Receiver: _____



MT760 Verbiage:

DRAFT SWIFT TEXT FORMAT FOR MT760 (APPLICANT BANK)

-----SWIFT MESSAGE HEADER-----

SWIFT OUTPUT:

SENDER:

BANK NAME:

BANK ADDRESS:

BANK OFFICER:

SWIFT CODE:

ACCOUNT NUMBER:

ACCOUNT HOLDER:

RECEIVER:

BANK NAME:

BANK ADDRESS:

BANK OFFICER:

SWIFT CODE:

ACCOUNT NUMBER:

ACCOUNT HOLDER:

TRANSACTION CODE:

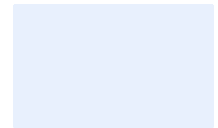
REFERENCE NUMBER:

NARRATIVE:

Initials
Sender/Sender
Representative:

Initials Client/
End
Beneficiary:

Initials
Monetizer/Receiver:



-----SWIFT MESSAGE TEXT-----

SUBJECT: _____

ISSUE DATE: _____

MATURITY DATE: _____

GUARANTEE NUMBER: _____

CURRENCY CODE: _____

SCREEN CODE: _____

BENEFICIARY: _____

MT760 TO: _____

PLACE: _____

DATE: _____

BANK GUARANTEE No: _____

WE, (NAME OF ISSUING BANK, BRANCH NAME, ADDRESS), HEREBY ISSUE OUR IRREVOCABLE, UNCONDITIONAL, TRANSFERABLE AND ASSIGNABLE STAND BY LETTER OF CREDIT IN FAVOUR OF XXXXXXXXXXXXXXXX, BEING THE BENEFICIARY FOR THE AMOUNT EUR XXXXXXXXXXXXXXXX ONLY (\$000,000,000.00) FOR CREDIT FACILITIES GRANTED TO THE CLIENT, XXXXXXXXXXXXXXXX.

THIS STAND BY LETTER OF CREDIT IS AVAILABLE BY PAYMENT AGAINST YOUR AUTHENTICATED SWIFT OR TESTED TELEX TO US CERTIFYING THAT THE CLIENT FAILED TO PERFORM IN ACCORDANCE WITH THE TERMS AND CONDITIONS OF THE CREDIT FACILITY AGREEMENT AND THE AMOUNT DRAWN REPRESENTS THE UNPAID BALANCE OF INDEBTEDNESS INCLUDING THE PRINCIPAL AMOUNT, INTEREST ACCRUED AND OTHER BANKING CHARGES DUE TO YOU BY THE CLIENT.

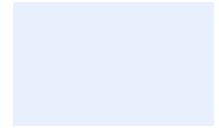
WE WILL FOLLOW RECEIPT OF THE ABOVE AUTHENTICATED SWIFT WITHIN 7 WORKING DAYS TO PAY YOU THE AMOUNT SPECIFIED IN YOUR AUTHENTICATED SWIFT OR TESTED TELEX IN

Initials
Sender/Sender
Representative: _____

Initials Client/
End
Beneficiary: _____

Initials
Monetizer/Receiver: _____

MONETIZATION COMPANY NAME



COMPLIANCE WITH THE ABOVE TERMS. THIS STAND BY LETTER OF CREDIT WILL COME INTO EFFECT ON AND EXPIRE ON AT THE COUNTER OF (ISSUING BANK NAME AND ADDRESS). PARTIAL AND MULTIPLE DRAWINGS ARE PERMITTED. ALL BANKING CHARGES ARE FOR ACCOUNT OF THE CLIENT. IT IS A CONDITION OF THIS LETTER OF CREDIT THAT THE EXPIRATION DATE SHALL BE AUTOMATICALLY EXTENDED WITHOUT AMENDMENT FOR ONE (1) YEAR FROM THE EXPIRATION DATE HEREOF OR ANY FUTURE EXPIRATION DATE, UNLESS AT LEAST NINETY (90) DAYS PRIOR TO SUCH EXPIRATION DATE WE SEND NOTICE TO YOU BY CERTIFIED MAIL OR BY HAND-DELIVERED COURIER, AT THE ADDRESS STATED ABOVE, THAT WE ELECT NOT TO EXTEND THIS LETTER OF CREDIT FOR ANY SUCH ADDITIONAL PERIOD. HOWEVER, IN NO EVENT SHALL THIS LETTER OF CREDIT BE AUTOMATICALLY EXTENDED BEYOND THE FINAL EXPIRY DATE OF UPON SUCH NOTICE TO YOU, YOU MAY DRAW ON US AT SIGHT FOR AN AMOUNT NOT TO EXCEED THE BALANCE REMAINING IN THIS LETTER OF CREDIT WITHIN THE THEN-APPLICABLE EXPIRY.

DATE: _____
FOR AND ON BEHALF OF _____
(NAME OF ISSUING BANK)

BANK OFFICER (1)

BANK OFFICER (2)

NAME: _____
TITLE/PIN: _____

NAME: _____
TITLE/PIN: _____

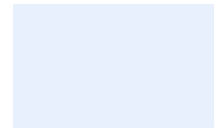
NOTE: THE MONETIZER/RECEIVER MAY SUGGEST OTHER VERBIAGE, WHICH WILL BE SUBJECT TO APPROVAL BY SENDER/SENDER REPRESENTATIVE.

General Info on the instrument: _____

Initials
Sender/Sender
Representative: _____

Initials Client/
End
Beneficiary: _____

Initials
Monetizer/Receiver: _____



Details:

INSTRUMENT TYPE: _____

TERM: _____

AGE: _____

ISSUING BANK: _____

COMMISSION: _____

MONETIZER/RECEIVER
TO SENDER/SENDER
REPRESENTATIVE: _____

CURRENCY: _____

CONTRACT AMOUNT: _____

SUBSEQUENT TRANCHE: _____

PAYMENT: _____

4. Obligations

All parties shall fulfil their respective obligations as outlined in this Agreement. The Sender shall ensure the SBLC instrument is properly lodged, and the User shall make timely payments.

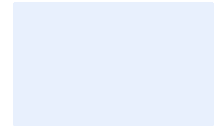
5. Governing Law

This Agreement shall be governed by and construed in accordance with the laws of the United States and the State of Delaware. Any disputes arising from this Agreement shall be resolved through [Dispute Resolution Process]. The Monetize/Receiver acknowledges that this SBLC is transmitted through Brussels Bank to Bank with MT799 and an MT799 Confirmation return to the sender, it includes hard copies and Bloomberg registration, and it will expire in one year and one day from the date the MT760 was sent.

Initials
Sender/Sender
Representative: _____

Initials Client/
End
Beneficiary: _____

Initials
Monetizer/Receiver: _____



6. Confirmation and Payout

Confirm with Monetizer/Receiver bank: _____ that the instrument has been lodged and accepted.

Expect the payment to be made within ____ banking days after SBLC hard copies have been received by Monetizer/Receiver.

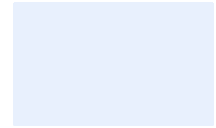
7. Sender's/Sender Representative Bank Details to obtain 20% of SBLC Face Value

For the Benefit of:	
Bank Name:	
Bank Address:	
Telephone:	
Account Number:	
Account Name:	
SWIFT:	
ABA Routing Number:	
Bank Officer Name and Email:	
Special Wire Instructions:	PREADVISE MUST BE SENT VIA SWIFT PRIOR TO WIRE TRANSFER & EMAIL a notification immediately upon each tranche transfer payment together with the transaction's code/s to:
Required Message:	ALL TRANSFER INSTRUCTIONS SHALL STATE: "FUNDS ARE CLEAN AND CLEAR, OF NON-CRIMINAL ORIGIN AND ARE PAYABLE IN CASH IMMEDIATELY UPON RECEIPT BY BENEIFICIARY'S BANK."

Initials
Sender/Sender
Representative: _____

Initials Client/
End
Beneficiary: _____

Initials
Monetizer/Receiver: _____



8. Client/End Beneficiary Bank Details to obtain _% of SBLC Face Value

For the Benefit of:	
Bank Name:	
Bank Address:	
Telephone:	
Account Number:	
Account Name:	
SWIFT:	
ABA Routing Number:	
Bank Officer Name and Email:	
Special Wire Instructions:	PREADVISE MUST BE SENT VIA SWIFT PRIOR TO WIRE TRANSFER & EMAIL a notification immediately upon each tranche transfer payment together with the transaction's code/s to:
Required Message:	ALL TRANSFER INSTRUCTIONS SHALL STATE: "FUNDS ARE CLEAN AND CLEAR, OF NON-CRIMINAL ORIGIN AND ARE PAYABLE IN CASH IMMEDIATELY UPON RECEIPT BY BENEIFICIARY'S BANK."

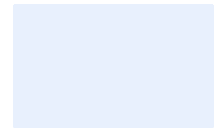
9. Monetiser Bank Coordinates

For the Benefit of:	
---------------------	--

Initials
Sender/Sender
Representative: _____

Initials Client/
End
Beneficiary: _____

Initials
Monetizer/Receiver: _____



Bank Name:	
Bank Address:	
Telephone:	
Account Number:	
Account Name:	
SWIFT:	
ABA Routing Number:	
Bank Officer Name and Email:	
Special Wire Instructions:	PREADVICE MUST BE SENT VIA SWIFT PRIOR TO WIRE TRANSFER & EMAIL a notification immediately upon each tranche transfer payment together with the transaction's code/s to:
Required Message:	ALL TRANSFER INSTRUCTIONS SHALL STATE: "FUNDS ARE CLEAN AND CLEAR, OF NON-CRIMINAL ORIGIN AND ARE PAYABLE IN CASH IMMEDIATELY UPON RECEIPT BY BENEFICIARY'S BANK."

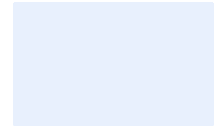
10. Consultants Bank Details to obtain % of SBLC Face Value

For the Benefit of:	
Bank Name:	
Bank Address:	
Telephone:	

Initials
Sender/Sender
Representative: _____

Initials Client/
End
Beneficiary: _____

Initials
Monetizer/Receiver: _____



Account Number:	
Account Name:	
SWIFT:	
ABA Routing Number:	
Bank Officer Name and Email:	
Special Wire Instructions:	PREADVISE MUST BE SENT VIA SWIFT PRIOR TO WIRE TRANSFER & EMAIL a notification immediately upon each tranche transfer payment together with the transaction's code/s to:
Required Message:	ALL TRANSFER INSTRUCTIONS SHALL STATE: "FUNDS ARE CLEAN AND CLEAR, OF NON-CRIMINAL ORIGIN AND ARE PAYABLE IN CASH IMMEDIATELY UPON RECEIPT BY BENEIFICIARY'S BANK."

11. Entire Agreement

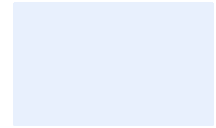
This Agreement constitutes the entire understanding between the parties and supersedes all prior discussions, negotiations, and agreements. By signing below, all parties acknowledge that they have read, understand, and agree to the terms and conditions of this Agreement.

Signature page follows

Initials
 Sender/Sender
 Representative: _____

Initials Client/
 End
 Beneficiary: _____

Initials
 Monetizer/Receiver: _____



Fully Agreed by all parties:

Sender /Sender Representative:

Name: _____
Title: _____
Signature: _____
Date: _____

Client/End Beneficiary:

Name: _____
Title: _____
Signature: _____
Date: _____

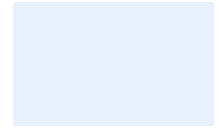
Monetizer/Receiver:

Name: _____
Title: _____
Signature: _____
Date: _____

Initials
Sender/Sender
Representative: _____

Initials Client/
End
Beneficiary: _____

Initials
Monetizer/Receiver: _____

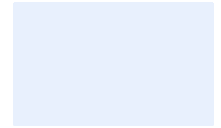


12. Monetizer /Receiver Articles of Incorporation

**Initials
Sender/Sender
Representative:** _____

**Initials Client/
End
Beneficiary:** _____

**Initials
Monetizer/Receiver:** _____



13. Monetizer/Receiver Director Passport

**Initials
Sender/Sender
Representative:** _____

**Initials Client/
End
Beneficiary:** _____

**Initials
Monetizer/Receiver:** _____