



S-LOGISTICS

ORGN: 1094025002257

INN: 4025422788

KPP: 402501001

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SOFT CORPORATE OFFER

VALIDITY: 6 MONTHS

TO: BUYERS & BUYERS MANDATE

“S-LOGISTICS” is a Registered Russian Mandate company for top refineries in Russian Federation and abroad. “S-LOGISTICS” was Registered on the 30-07-09

We “S-LOGISTICS” with full corporate and legal responsibility under penalty of perjury confirms that we are willing, ready and able to sell and negotiate for the following petroleum products under the corporate laws and Regulations.

TERMS OF TRANSACTION

DELIVERY TERMS	CIF, FOB, TTO.
PAYMENT TERMS	SBLC, DLC, T/T
PERFORMANCE BOND	SELLER ISSUES 2% PERFORMANCE GUARANTEE BOND
MAX QTY. FOR 1 ST SHIPMENT	200,000 MT, 2,000,000 BBLs, 200,000,000 GALLONS
INSPECTION	SGS/CIQ
LOADING PORTS	RUSSIAN PORTS, ROTTERDAM, HOUSTON

PETROLEUM PRODUCTS AND PRICE LIST

AUTOMOTIVE GAS OIL (AGO)

Monthly Quantity: 50,000MT - 500,000MT

Price per MT: FOB \$330 Gross/\$320 Net.

CIF: \$360 Gross / \$350 Net.

Commission: \$5 / \$5.

AVIATION KEROSENE COLONIAL GRADE 54 JET FUEL RUSSIAN ORIGIN

Monthly Quantity: 500,000-10,000,000 BBLs

Price per Barrel: FOB \$62 Gross/\$60 Net.

CIF: \$68 Gross / \$66 Net

Commission: \$2/\$2.

CRUDE OIL GOST 9965-76

Monthly Quantity: 300,000BBL - 6,000,000 BBLs

Price Per BBL: FOB \$40 Gross/\$38 Net.

CIF: \$42 Gross /\$40 Net.

Commission: \$2/\$2.

DIESEL D6 VIRGIN FUEL OIL

Min. Quantity: 25,000,000 Gallon. Max. Quantity: 50,000,000

Gallon per Week,

FOB Price: \$0.90 Gross/\$0.89 Net.

CIF: Price: \$1.1 Gross/\$1.0

Commission: \$0.05/\$0.05

DIESEL ULTRA-LOW SULPHUR (ULSD) (ALL GRADES – 50PPM, 500PPM)

Minimum Quantity: 10,000 Metric Tons per Month

Maximum Quantity: 1,000,000 Metric Tons per Month

FOB \$330 Gross/ \$320 Net.

CIF \$360 Gross / \$350 Net.

Commission: \$5/\$5





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TRANSACTION PROCEDURE TANK TO VESSEL (TTV)

- 1 Buyer accepts seller's working procedure and issues Irrevocable corporate purchase order (ICPO) to the End seller via Seller's representative with their company registration certificate.
- 2 The Seller Issues Commercial Invoice (CI) and Memorandum of understanding (MOU),
- 3 The Buyer signs and returns the commercial invoice and Memorandum of understanding (MOU)
- 4 The Seller issues to the buyer the below documents
 - . Dip test Authorization Letter
 - . Authorization to verify the product.
 - . Statement of Product Availability
 - . Letter of guarantee
 - . Company Registration Certificate with the contract signatory Passport copy
5. Buyer confirms receipt of the above-issued documents and issues a letter of acceptance and readiness to lift the product with the contract signatory Passport copy.
- 5 The Buyer contacts the Seller Tank Administrator to execute the Quality & Quantity, and to register In the Tank Farm Terminal prior to the Inspection (at buyers' expense).
- 6 Upon the Successful Dip Test Inspection in the Sellers Tank, the Buyer Submits Notice of readiness from his Shipping Company, and the seller contacts the buyer's shipping line to confirm the Notice of readiness from the shipping line, upon successful confirmation, the buyer's vessel arrives at the port of loading in compliance with the notice of readiness received.
7. Seller and buyer coordinate with the injection firm to initiate the injection to the buyers' vessel, seller Issues to the Buyer Title holder transfer agreement and NCNDA/IMFPA between all intermediaries involved for commission payment to be signed by the buyer and seller prior to Injection.
8. Upon completion of the injection to the buyer's vessel Buyer makes 100% payment by MT103 / telegraphic transfers (TT) for the total product injected upon confirmation of the product payment, the seller issues to the buyer the below documents
 - . Legalized Title holder transfer agreement
 - . Product Allocation Certificate
 - . Authorization to collect and sell the product
 - . All export documents.
 - . COO
9. Seller will release commission payments to the intermediaries involved within 72 hours of receiving the Payment for the product from the Buyer's bank.
10. Seller issues draft Sales and purchase agreement to the buyer to review for 12 monthly contract deliveries with role and extension.
11. Buyer review and approves the Sales and purchase agreement and issues Letter of credit, Standby letter of credit, or Documentary letter of credit (non-transferable) auto revolving for 12 months shipment value, for the length of the contract, and for each lift per schedule.
12. Upon the product's arrival at the port of delivery the vessel captain will hand over the entire original POP documents to the buyer's or buyers' representative, the buyer pays for each shipment after SGS, CIQ, or equivalent inspection at the discharge port, the Buyer release payment within 5 to 7 banking days via MT103 / telegraphic transfers (TT) on each monthly quantity delivery.
13. The subsequent delivery shall commence according to the terms and conditions of the contract; the Seller pays commissions to all intermediaries as per IMFPA/NCNDA 72 hours after receiving the product payment from the buyer.

FOB ROTTERDAM/HOUSTON PORT DIP AND PAY TRANSACTION PROCEDURE

1. Buyer Issues ICPO, Company Registration Certificate, and Data Page of Buyer's valid Government Identity card.
2. Seller Issues Commercial Invoice (CI) and ICC warning letter For the Available Quantity in the storage tank in Rotterdam/Houston Port along with the allocation of where the product is stored, Following Documents after Receipt of the Signed CI.
3. Buyer signs and returns the commercial invoice and ICC Warning letter on the due date along with the Buyer's letter of commitment confirming readiness to lift the product upon receipt of the buyer's letter of commitment to lift the product the seller issues the below documents.
 - . Company Registration Certificate with the contract signatory Passport copy
 - . Export License
 - . Copy of Statement of Product Availability in the Tank
 - . Commitment to Supply
 - . Certificate of Origin
 - . Sellers issue a payment invoice to the buyer as a guaranteed deposit to secure the allocation.
4. Buyer makes payment of the sum of \$210,000 to secure the allocation, upon confirmation of the payment by the seller, the seller issued to the buyer the below documents.



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3. Within 5 banking days, Buyer's bank sends Irrevocable Operative SBLC via MT760 or DLC via MT700 according to seller's fiduciary bank verbiage to seller nominated fiduciary offshore bank account for first month shipment, should buyer fail to issue payment instrument within 5 banking days, buyer will make cash deposit of \$420,000USD by TT wire transfer for security guarantee to enable seller charter vessel and commence shipment, and this payment will be deducted from the total cost of product after inspection at discharge port, or legal action will be taken against buyer for default.
4. Seller's Bank issues Full POP Documents to the Buyer's Bank alongside with 2% Performance Bond (PB2%).
 - a) Copy of license to export, issued by the department of the Ministry of Energy, Kazakhstan Republic.
 - b) Copy of Approval to Export, issued by the Ministry of Justice, Kazakhstan Republic.
 - c) Copy of statement of availability of the product.
 - d) Copy of the refinery commitment to produce the product.
 - e) Copy of Transnet contract to transport the product to the loading port.
 - f) Copy of the port storage agreement.
 - g) Copy of the charter party agreement to transport the product to discharge port.
 - h) Copy of Vessel Questionnaire 88.
 - i) Copy of Bill of Lading.
 - j) SGS Report at loading port.
 - k) Dip test Authorization (DTA) & ATB I) NOR /ETA.
 - l) Certificate of Ownership Transfer.
 - m) Certificate of Ownership Transfer.
 - n) Allocation Transaction Passport Code Certificate (ATPCC) by Ministry of Energy.
5. Shipment commences as per signed contract delivery schedule and the shipment should arrive at Buyer's discharge port within 5-24 days. The SGS inspection will be borne by the Seller at the loading seaport and Buyer at the unloading seaport.
6. Buyer releases payment to Seller by TT/MT103 upon receipt of the shipping documents and confirmation of the Q&Q by SGS/CIQ at destination port.

TANKER TAKE OVER (TTO) TRANSACTION PROCEDURE

1. Buyer issues Irrevocable Corporate Purchase Order (ICPO).
2. Seller issues draft (MOU) agreement to Buyer counter-sign and return back to seller.
3. Upon Seller receipt of sign MOU- contract from the buyer, Seller legalizes the agreement.
4. Seller sends to Buyer the following documents for Buyer's confirmation.
 - (A) Seller's Export License/ Registration Certificate.
 - (B) Bill of Lading- (in the name of previous buyer as Consignee.)
 - (C) Vessel Tanker Details.
 - (D) Product Passport- Dip- Test Report.
 - (E) Proforma Invoice.
 - (F) 5% Payment deposit Invoice.
 - (G) Cargo Manifest.
 - (H) Cargo Ullage Report. (I) Q88.
5. Buyer confirms the goods document and makes 5% down deposit which stands as an Allocation and Security Guarantee payment to the seller nominated bank by T/ T Wire Transfer 3 banking days to enable seller change every document to buyer's name and instruct the vessel captain to re-route the vessel to the new buyer's destination port. The 5% deposit payment made shall be deducted from the total payment value of the takeover product.
6. Seller releases a fresh dated Dip- Test Authorization- DTA to buyer to order SGS inspection or equivalent inspection team for Q & Q inspection upon goods/cargo arrival at the discharge port.
7. Upon the successful completion of Dip- test inspection, Buyer makes the balance payment by MT103 wire transfer for the total goods value, Seller transfers Title of ownership Certificate to buyer's name as the legitimate owner of the goods and commence Trans loading.
8. Trans-loading commence immediately. 9. Seller will release payments to the intermediaries involved within 48 hours of receiving the Payment for the product from the Buyer's bank.

THE PRICE MAY BE NEGOTIABLE AND CAN BE CHANGE ACCORDING TO PETROLEUM AND CRUDE OIL PRICE IN THE WORLD MARKET.

SIGNATORY

MR. ODINETS MAXIM PAVLOVICH (CEO)

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