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TO: BUYERS & BUYERS MANDATE

### SOFT CORPORATE OFFER

We the Finstars Oil&Gas Consultants B.V. on behalf of our Seller Refinery we hereby issue this Soft Offer and with full corporate responsibility we confirm and certify that our seller has the intention and capability to supply the following commodity according to the terms and the conditions to deliver the below products which is available in Rotterdam / Kazakhstan, and the price is negotiable.

<b>SPECIFICATION:</b> INTERNATIONAL EXPORT STANDARD <b>INSPECTION:</b> SGS OR SIMILAR BY SELLER <b>GRADE:</b> KAZAKHSTAN EXPORT GRADE <b>ORIGIN:</b> KAZAKHSTAN	<b>COMMISSION STRUCTURE:</b> (50% BUYER SIDE/50% SELLER SIDE) <b>CONTRACT TERM:</b> 12 MONTHS MINIMUM (WITH ROLLS AND EXTENSIONS) <b>PAYMENTS TERM:</b> MT103, BG OR SBLC VIA MT760 POP: PROVIDED AS PER DOCUMENTS LIST IN CONTRACT
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### PRODUCTS:

#### **JET FUEL JETA1, JET FUEL TS-1JP54**

ORIGIN: NON-SANCTIONED COUNTRIES  
DELIVERY: F.O.B - ROTTERDAM/KAZAKHSTAN  
PRICE: FOB GROSS \$90 / NET \$80 PER METRIC  
PRICE: CIF GROSS \$80/ NET \$70 PER METRIC TON  
QUANTITY: MINIMUM OF 100,000 METRIC TONS

#### **DIESEL EN590-10PPM**

ORIGIN: NON-SANCTIONED COUNTRIES  
DELIVERY: FOB: ROTTERDAM/SINGAPORE/HOUSTON/  
KAZAKHSTAN PRICE: FOB GROSS \$430 / NET \$410 PER BBL TON  
KAZAKHSTAN PRICE: CIF GROSS \$400 / NET \$380 PER BBL TON  
QUANTITY: MINIMUM OF 100,000 METRIC TONS

#### **D6 VIRGIN FUEL OIL**

ORIGIN: NON-SANCTIONED COUNTRIES  
DELIVERY: F.O.B - ROTTERDAM/KAZAKHSTAN PRICE: GROSS: \$2.10/ NET \$2.05 PER GALLON  
QUANTITY: 100,000 METRIC TONS PER MONTH  
PRICE: CIF GROSS \$0.95/ NET \$0.80 PER METRIC  
PRICE: CIF GROSS \$0.85/ NET \$0.75 PER METRIC

#### **DIESEL D2 GAS OIL GOST 305-82**

ORIGIN: NON-SANCTIONED COUNTRIES  
DELIVERY: F.O.B - ROTTERDAM/KAZAKHSTAN PRICE: FOB \$320USD GROSS/\$300 USD NET PER MT  
KAZAKHSTAN PRICE: CIF \$300 USD GROSS/\$280 USD NET PER MT  
QUANTITY: 100,000 METRIC TONS PER MONTH

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**MAZUT M100 GOST 10585-75/99**

ORIGIN: NON-SANCTIONED COUNTRIES

DELIVERY: F.O.B - ROTTERDAM/KAZAKHSTAN PRICE: FOB \$240 USD GROSS/\$220 USD NET PER MT

ROTTERDAM/KAZAKHSTAN PRICE: CIF \$220 USD GROSS/\$200 USD NET PER MT

QUANTITY: 100,000 METRIC TONS PER MONTH

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**ESPO BLEND CRUDE OIL GOST R 51858-2002**

ORIGIN: NON-SANCTIONED COUNTRIES

DELIVERY: FOB - ROTTERDAM/KAZAKHSTAN PRICE: \$60 USD GROSS/ \$50 USD NET PER BBL.

DELIVERY: CIF - ROTTERDAM/KAZAKHSTAN PRICE: \$50 USD GROSS/ \$40 USD NET PER BBL

QUANTITY:100,000 METRIC TONS PER MONTH

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**LIGHT CYCLE OIL (LCO)**

ORIGIN: NON-SANCTIONED COUNTRIES

DELIVERY: F.O.B - ROTTERDAM/KAZAKHSTAN PRICE: FOB \$380 USD GROSS/\$360 USD NET PER MT

KAZAKHSTAN PRICE: CIF \$350 USD GROSS/\$330 USD NET PER MT

QUANTITY 100,000 METRIC TONS PER MONTH

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**REBCO GOST 9965-76/REBCO GOST 51858-2002**

ORIGIN: NON-SANCTIONED COUNTRIES

DELIVERY: FOB - ROTTERDAM/ KAZAKHSTAN PRICE: \$50 USD GROSS/\$45 USD NET

PER BBL

DELIVERY: CIF - ROTTERDAM/KAZAKHSTAN PRICE: \$30 USD GROSS/\$25 USD NET

PER BBL

QUANTITY 100,000 METRIC TONS PER MONTH

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**LIQUEFIED NATURAL GAS LNG GOST R 57431-2017**

ORIGIN: NON-SANCTIONED COUNTRIES

DELIVERY: FOB - ROTTERDAM/KAZAKHSTAN PRICE: \$260 USD GROSS/\$240 USD NET PER MT

DELIVERY: CIF - ROTTERDAM/KAZAKHSTAN PRICE: \$240 USD GROSS/\$220 USD NET PER MT

QUANTITY:100,000 METRIC TONS PER MONTH

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**LIQUEFIED PETROLEUM GAS LPG GOST R 20448 90**

ORIGIN: NON-SANCTIONED COUNTRIES

DELIVERY: FOB - ROTTERDAM/KAZAKHSTAN PRICE: \$280USD GROSS/\$260 USD NET PER MT

DELIVERY: CIF - ROTTERDAM/KAZAKHSTAN PRICE: \$260 USD GROSS/\$240 USD NET PER MT

QUANTITY 100,000 METRIC TONS PER MONTH

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**DIESEL FUEL EN590 (50PPM) USLD**

ORIGIN: NON-SANCTIONED COUNTRIES

DELIVERY: FOB - ROTTERDAM/KAZAKHSTAN PRICE: \$380 USD GROSS/\$370 USD NET PER MT

DELIVERY: CIF - ROTTERDAM/KAZAKHSTAN PRICE: \$380 USD GROSS/\$370 USD NET PER MT

QUANTITY: 100,000 METRIC TONS PER MONTH

## **PROCEDURE OF TRANSACTION (F.O.B) TANK TO TANK**

1. BUYER ACCEPTS SELLER WORKING PROCEDURE AND ISSUES ICPO ADDRESSED TO THE SELLER.
2. SELLER ISSUES COMMERCIAL INVOICE (CI), BUYER SIGNS AND RETURNS COMMERCIAL INVOICE ALONG WITH THE NCNDA/IMFPA FOR ALL PARTIES TO SIGN.
3. SELLER PROVIDES BUYER WITH THE BELOW LISTED PPOP PRODUCT PASSPORT (PRODUCT ANALYSIS REPORT) IRREVOCABLE COMMITMENT LETTER TO SUPPLY, AUTHORITY TO SELL AND SUPPLY (ATSC), STATEMENT OF PRODUCTS AVAILABILITY AND DIP TEST AUTHORIZATION.
4. UPON BUYER'S CONFIRMATION RECEIPT OF PPOP DOCUMENTS, THIS SHALL NOT BE MORE THAN 24 HRS. THE BUYER EXTEND SELLER TANK FOR 2 DAYS TO ENABLE THE BUYER CONDUCT DIP TEST, SGS/CIQ AND LIFT THE PRODUCT AND INJECT THE PRODUCT INTO IS TANK OR VESSEL.
5. SELLER TANK STORAGE MAKES CONFIRMATION OF THE PAYMENT AND SELLER'S INJECT THE PRODUCT TO BUYER'S TANK OR BUYER'S VESSEL.
6. BUYER CONFIRMATION OF DIP TEST BUYER MAKES PAYMENT OF THE PRODUCT WITHIN TWENTY-FOUR (24) HOURS, BUYER ISSUES 100% TT WIRE TRANSFER PAYMENT TO THE SELLER.
7. THE SELLER TRANSFER THE TITLE OWNERSHIP TO THE BUYER. THE SELLER PAYS COMMISSION TO ALL THE INTERMEDIARIES.

## **TANK TO VESSEL FUJAIRAH, KAZAKHSTAN, ROTTERDAM & HOUSTON PORT**

1. SELLER ISSUES FULL CORPORATE OFFER TO BUYER COMPANY WITH THE SELLER ACCEPTABLE TERMS AND PROCEDURE OF TRANSACTION. BUYER CONFIRMS RECEIPT OF FULL CORPORATE OFFER AND ISSUES IRREVOCABLE CORPORATE PURCHASE ORDER (ICPO) ALONG WITH COMPANY CERTIFICATE AND PASSPORT SCANNED COPY.
2. SELLER ISSUES COMMERCIAL INVOICE (CI) FOR THE AVAILABLE QUANTITY ALONG WITH PRODUCT ANALYSIS REPORT, STATEMENT OF PRODUCT AVAILABILITY, AUTHORIZATION TO SELL AND COLLECT ( ATSC ) AND DIP TEST AUTHORIZATION (DTA). WITHIN 48 HOURS UPON VERIFICATION AND CONFIRMATION OF THE APPROVED CI AND PPOP, BUYER ENDORSES THE CI (COST DIP TEST) + DTA AND RETURNS IT TO SELLER.
3. BUYER PROCEEDS AND FINALIZES PAYMENT FOR EXTENSION OF THE SELLER'S TANK/RESERVOIR FOR 1-DAY IN ORDER TO RECEIVE THE GPS COORDINATE LOCATION OF THE TANKS, TANK HUB NUMBERS, AND TERMINAL ACCESS PERMIT WITH POSSIBILITY TO TAKE OVER THE SELLERS TANK.
4. UPON CONFIRMATION OF BUYER'S PAYMENT (FOR DIP TEST), SELLER SCHEDULES DIP TEST AND PROVIDES THE FINAL POP TO BUYER – SGS REPORT, TANK STORAGE. RECEIPT, INJECTION REPORT, CERTIFICATE OF OWNERSHIP AND NCNDA+IMFPA AGREEMENT.
5. UPON BUYER'S SUCCESSFUL Q&Q/DIP TEST RESULTS CONSISTENT OF THE SPECIFICATION ON THE CI (COMMERCIAL INVOICE). BUYER PROVIDES VESSEL DETAILS AND AUTHORITY TO INJECT, SELLER PROCEEDS WITH INJECTION OF PRODUCT TO BUYER VESSEL AND SELLER ISSUES PRODUCT INJECTION REPORT FOR THE QUANTITY INJECTED INTO BUYER'S VESSEL OR TANK.

6. BUYER PAYS THE SELLER FOR THE FULL INJECTED PRODUCT BY SWIFT MT103, AND SELLER CHANGES THE FULL PRODUCT OWNERSHIP TITLE TO BUYER COMPANY NAME WITHIN 24 HOURS.

7. SELLER PAYS COMMISSION TO INTERMEDIARIES VIA WIRE FUNDS TRANSFER MT103 /TT IMMEDIATELY UPON RECEIPT OF BUYER'S PAYMENT AS PER AGREED AND SIGNED NCNDA+IMFPA AND FOLLOWS TO EVERY BUYER'S LIFT IN THE FUTURE BASED IN COMMERCIAL INVOICE(CI) AND SPA/CONTRACT SIGNED BY THE SELLER AND BUYER

## **PROCEDURE OF TRANSACTION (C.I.F)**

1. BUYER ISSUES ICPO MUST BE WITH BUYER COMPANY LETTERHEAD.

2. SELLER ISSUES DRAFT CONTRACT (OPEN FOR ANY AMENDMENTS) TO BUYER. BUYER SIGNS, SEALS AND RETURNS THE DRAFT CONTRACT TO SELLER FOR FINAL ENDORSEMENT. SELLER GIVES PARTIAL PROOF OF PRODUCTS.

(A) SELLER IRREVOCABLE COMMITMENT TO SUPPLY

(B) STATEMENT OF AVAILABILITY OF PRODUCT

(C) CERTIFICATE OF ORIGIN

(D) COMMERCIAL INVOICE FOR THE FIRST VALUE SHIPMENT.

3. WITHIN 7 BANKING DAYS, BUYER'S BANK SENDS IRREVOCABLE OPERATIVE SBLC VIA MT760 OR DLC VIA MT700 IN USD 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 \$350,000 USD 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 FEDERAL MINISTRY OF ENERGY KAZAKHSTAN.

b) COPY OF APPROVAL TO EXPORT, ISSUED BY THE FEDERAL MINISTRY OF JUSTICE, KAZAKHSTAN.

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. COPY OF BILL OF LADING.

j) SGS REPORT AT LOADING PORT.

k) DIP TEST AUTHORIZATION (DTA) & ATB

l) NOR /ETA

m) CERTIFICATE OF OWNERSHIP TRANSFER

n) ALLOCATION TRANSACTION PASSPORT CODE CERTIFICATE (ATPCC) BY MINISTRY OF ENERGY KAZAKHSTAN.

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

## **ESCROW PROCEDURE**

1. BUYER ISSUES AN ICPO:

- THE BUYER ISSUES AN IRREVOCABLE CORPORATE PURCHASE ORDER (ICPO) ALONG WITH A BANK COMFORT LETTER/PROOF OF FUNDS, THE BUYER'S PASSPORT, AND THE BUYER'S COMPANY PROFILE.

2. SELLER ISSUES COMMERCIAL INVOICE:

- THE SELLER PREPARES THE COMMERCIAL INVOICE, AND BOTH PARTIES SIGN IT.

3. SELLER NOMINATES ESCROW:

- THE SELLER NOMINATES AN ESCROW AGENT TO HANDLE THE FINANCIAL TRANSACTIONS.

4. BOTH PARTIES SIGN ESCROW AGREEMENT:

- BOTH PARTIES REVIEW AND SIGN THE ESCROW AGREEMENT.

5. BUYER DEPOSITS 15% WITH ESCROW TO ACTIVATE TTM:

- THE BUYER DEPOSITS 15% OF THE TOTAL VALUE OF THE PRODUCT INTO THE ESCROW ACCOUNT.

6. CONFIRMATION OF FUNDS BY ESCROW:

- THE ESCROW AGENT CONFIRMS THE RECEIPT OF THE 15% DEPOSIT FROM THE BUYER.

7. TTM AND PHYSICAL DIP TEST:

- A FACE-TO-FACE MEETING (TABLE TOP MEETING OR TTM) IS HELD IN ROTTERDAM, NETHERLANDS.

- REPRESENTATIVES FROM THE BUYER AND SELLER ATTEND THE TTM TO PERFORM A PHYSICAL DIP TEST ON THE PRODUCT.

8. SELLER PERFORMS DIP TEST AND SENDS SGS TEST REPORT AND PARTIAL POP DOCUMENTS:

- THE SELLER CONDUCTS A DIP TEST ON THE PRODUCT IN THE PRESENCE OF THE BUYER'S REPRESENTATIVE.

- THE SELLER PROVIDES THE SGS (SOCIÉTÉ GÉNÉRALE DE SURVEILLANCE) TEST REPORT AND PARTIAL PROOF OF PRODUCT (POP) DOCUMENTS TO THE BUYER TO CONFIRM THE AVAILABILITY AND QUALITY OF THE PRODUCT.

9. BUYER CONFIRMS SGS TEST REPORT:

- UPON CONFIRMING THE SGS TEST REPORT, THE BUYER REMITS THE REMAINING 85% PAYMENT OF THE PRODUCT TO THE ESCROW ACCOUNT.

10. SELLER TRANSFERS TITLE AND ISSUES FULL POP DOCUMENTS:

- THE SELLER TRANSFERS THE TITLE TO THE BUYER AND ISSUES THE FULL PROOF OF PRODUCT (POP) DOCUMENTS TO THE BUYER.

11. ESCROW FUND RELEASE:

- THE BUYER AUTHORIZES THE ESCROW AGENT TO RELEASE THE FUNDS TO THE SELLER.

12. DELIVERY COMMENCES:

- THE BUYER PERFORMS TANK TO VESSEL (TTV) OR TANK TO TANK (TTT) TRANSFER.

THIS PROCEDURE ENSURES A SECURE AND STRUCTURED TRANSACTION, OUTLINING THE NECESSARY STEPS FOR PRODUCT VERIFICATION, PAYMENT, TRANSFER OF OWNERSHIP, AND DELIVERY.

SIGNED AND SEALED BY:  
DINA RAKHIMZIANOVA



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TITLE: CEO - Chief Executive Officer  
Finstars Consultants B.V. / Netherlands.