

# LLC GAZPROMNEFT-ORENBURG



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## SOFT CORPORATE OFFER

We, LLC "GAZPROMNEFT-ORENBURG" on behalf of our end Seller/Refinery with full legal responsibility under penalty of perjury hereby issue this **Soft Corporate Offer** with given terms and conditions as stated in this offer to confirm our readiness and to execute a Sales and Purchase Agreement with the end buyer, with the ability to supply the following commodities according to the terms and conditions stipulated in this soft corporate offer

**PRODUCTS ORIGIN: KAZAKHSTAN / RUSSIAN.**

**DELIVERY: FOB & CIF/TTO.**

**INSPECTION BY: SGS / CIQ**

**LOADING PORT: KAZAKHSTAN- AKTAU/ RUSSIAN / ROTTERDAM  
PORT/FUJAIRAH/JURONG/ZHOUSHAN.**

**DELIVERY PORT: ANY BUYER'S SAFE PORT**

**CONTRACT TERM: 12 MONTHS MINIMUM (WITH ROLLS AND EXTENSION)**

**POP: PROVIDED AS PER DOCUMENTS LISTED IN CONTRACT**

**PAYMENT TERM: MT103, T/T TELEGRAPHIC TRANSFER, BTC-USDT**

**COMMISSION: PAID BY SELLER.**

## LIST OF PRODUCTS:

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

Minimum Quantity: 10,000 Metric Tons per Month

Maximum Quantity: 500,000 Metric Tons per Month

CIF Price: Gross USD \$ 250.00MT NET / USD \$ 240.00MT

FOB Price: Gross USD \$ 220.00MT NET / USD \$ 200.00MT

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

Minimum Quantity: 10,000 Metric Tons per Month

Maximum Quantity: 500,000 Metric Tons per Month

CIF Price: Gross USD \$300.00/ USD \$ 290.00 NET

FOB Price: Gross USD \$260.00 / USD \$250.00 NET

### **ORIGIN AVIATION KEROSENE COLONIAL GRADE 54 JET FUEL**

Minimum Quantity: 500,000 Barrels per Month

Maximum Quantity: 5,000,000 Barrels per Month

CIF Price: Gross USD \$ 100.00BBL NET/ USD \$98.00 NET on CIF

FOB Price: Gross USD \$ 90.00BBL NET / USD \$84.00 NET

### **VIRGIN FUEL OIL D6**

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Minimum Quantity: 400,000,000 Gallons per Month

Maximum Quantity: 800,000,000 Gallons per Month

CIF Price: Gross USD \$ 0.70 / USD \$ 0.68 NET

FOB Price: Gross USD \$ 0.60 / USD \$0.58 NET

## **EXPORT BLEND CRUDE GOST 51 858-2002 / GOST 9965-76**

Minimum Quantity: 10,000 Barrels per Month

Maximum Quantity: 3,000,000 Barrels per Month

CIF Price: Gross USD \$80.00 / USD \$ 78.00 NET

FOB Price: Gross USD \$70.00 / USD \$ 76.00 NET

## **LIQUIDIFIED PETROLEUM GAS. GOST 20448-90**

Minimum Quantity: 10,000 Metric Tons per Month

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

CIF Price: Gross USD \$ 240.00MT / USD \$ 230.00MT

FOB Price: Gross USD \$ 220.00MT / USD \$ 210.00MT NET

## **LIQUEFIED NATURAL GAS (LNG) LIFTABLE QUANTITY**

Minimum Quantity: 100,000Metric Tons Per Month

Maximum Quantity: 400,000Metric Tons Per Month

CIF Price: Gross USD \$250.00/USD\$240.00 NET

FOB Price: Gross USD\$220.00/USD\$210.00 NET

## **FUEL OIL CST-180**

Minimum Quantity: 10,000 Metric Tons per Month

Maximum Quantity: 500,000 Metric Tons per Month

CIF Price: Gross USD\$200.00/ USD\$190.00 NET on CIF

FOB Price: Gross USD \$180.00/ USD \$160.00 NET

## **UREA 46% PRILLED & GRANULAR (KAZAKHSTAN/RUSSIAN ORIGIN)**

Minimum Quantity: 10,000 Metric Tons per Month

Maximum Quantity: 50,000 Metric Tons Month

CIF Price: Gross USD \$ 300.00 / NET USD \$ 290.00

FOB Price: Gross USD \$ 270.00 / NET USD \$ 260.00

## **SULPHUR GRANULAR**

Minimum Quantity: 50,000 metric tons per month

Maximum Quantity: 500,000 metric tons per month

CiF Price: Gross USD \$280 /NET USD \$270 on CIF

## **ORIGIN JET A1 FUEL**

Minimum Quantity: 500,000 Barrels per Month

Maximum Quantity: 5,000,000 Barrels per Month

CIF Price: Gross USD \$ 120.00BBL NET/ USD \$115.00 NET

FOB Price: Gross USD \$ 100.00BBL NET / USD \$96.00 NET

## **EN590 DIESEL GAS OIL ULTRA-LOW SULPHUR DIESEL**

Minimum Quantity: 50,000 metric tons

Maximum Quantity: 500,000 metric tons

CIF price: GROSS USD \$460.00 MT NET: USD \$ 450.00 MT

FOB Price: GROSS USD \$ 400.00 MT NET: USD \$ 390.00 MT



## **PETROLEUM COKE**

Minimum Quantity: 50,000MT per Month

Maximum Quantity: 400,000MT per Month

CIF Price: USD \$ 80.00MT/USD \$ 70.00 NET

## **LIGHT CYCLE OIL(LCO)**

Minimum Quantity: 50,000 MT per Month

Maximum Quantity: 400,000 MT per Month

CIF Price: USD \$ 250.00MT/USD \$ 240.00 NET

## **BITUMEN GRADE 60/80 AND 80 100**

CIF PRICE: GROSS \$370/NET \$360

## **TRANSACTION WORKING PROCEDURES FOB TANK TO TANK**

1. Buyer issues ICPO addressed to Seller with Seller's procedure incorporated on it, buyer's company details, banking details, passport copy with letter confirming readiness, wiliness and capability to carry out the transaction.
2. Seller receives buyer's ICPO. Seller issues Commercial Invoice (CI) for the total product in seller's leased tank in port terminal.
3. Buyer sign and return to seller signed and sealed Commercial Invoice along with buyer's own or leased Tank Storage Agreement (TSA) as a proof of buyer's availability of storage facility.
4. Seller accept the signed and sealed Commercial Invoice (CI) and verify buyer's Tank Storage Agreement (TSA) and make 2days tank lease payment to the buyer tank farm for the Injection Process.
5. Buyer pays his Tank Farm Company for 3 days tank storage costs, (bringing it to a total of 5day TSR) after his Tank Farm Company has received the payment from Seller Company 2 days cost.
6. Upon receipt of the TSR, Seller issues the POP documents;
  - a) Unconditional DTA.
  - b) SGS Report.
  - c) Injection Report
  - d) Product Passport.
  - e) Tank Storage Receipt (TSR)
  - f) Authority to Sell and Collect.
  - g) NCNDA/IMFPA Agreement.
7. Upon successful verification of POP documents, Buyer orders his SGS inspection team to conduct Q&Q test on the product in seller's tank at buyer's expense.
8. Following the successful completion of the Q&Q test with result consistent to the specification on the commercial invoice (CI). Buyer provides ATI from his logistic company and seller injects fuel into buyer's leased tanks.
9. Upon completion of the Injection, Seller submits the full Injection report to the buyer.
10. Buyer makes 100% payment by MT 103 TT wire transfer for the total product injected into the tank.
11. Seller transfer the Title Ownership of the product to the buyer's company name.



12. Seller pays commission to all intermediaries involved in the transaction within 24 hours after confirmation of the buyer's payment.

## **TRANSACTION WORKING PROCEDURES FOB TANK TO VESSEL**

1. Buyer accepts seller working procedure and issue ICPO
2. Seller's issues commercial invoice (CI), Buyer signs and returns back commercial invoice.
3. Seller issue
  - \* Commitment to supply
  - \* Statement of product availability
  - \* Tank storage receipt (TSR) with GPS coordinate
  - \* Payment invoice (3-5days tank extension) issued by tank storage to Buyer Company,
4. Buyer forward payment remittance copy to the Seller's storage for confirmation and to enable Buyer approval to gain access to the facility and execute the Quality & Quantity Inspection in Seller Tank Farm for FRESH Analytical Report/Result by SGS.
5. After successful DIP test, Buyer provide CPA/TSA for Seller approval and (NCNDA/IMFPA) will be signed by all parties.
6. Seller approved CPA/TSA from buyer (Injection programming & arrangement including signing of (IPA) and injects product into Buyer's vessel or injects into Buyer's tanks Buyer or buyer take over the storage tanks, within maximum 48 hours Buyer pays via MT 103/TT for the spot transaction and seller issues all export documents to buyer.
7. Upon conclusion of first lift transaction seller pays all intermediaries involved in the Transaction and proceeds with the signing of contract with Buyer

## **FOB PROCEDURE ROTTERDAM (TABLE TALK MEETING)**

1. Buyer send ICPO to Seller with company profile and passport copies of the buyer's representatives visiting the seller for TTM and closing.
2. Seller issue CI to Buyer countersign for CI and send back to seller
3. Buyer Issue RWA letter to confirms his Ability to pay for the product after SGS Report, upon receipt of the RWA letter seller issue to buyer below PPOP
  - A- Commitment letter to supply
  - B- Statement of product availability
  - C- Product Passport
  - D. Injection Agreement between seller and seller tank farm.
  - E. Seller TSR
4. Within 2 days after the receipt of PPOP, Buyer pay \$110,000USD Logistics fee to seller tank farm for TTM SCHEDULE, APPROVAL OF CAEP (clearance access entrance permit)-that will enable buyer as Third Party access the tanks for DIP TEST AND FRESH SGS, Upon receipt of the payment by sellers tank farm company TTM is scheduled and executed.
5. In the TTM seller shall provide full POP for buyer review, upon successful TTM, buyer perform Dip Test and upon successful Dip Test Buyer pays 100% for the product according to the SGS report



and Loading/Injection Commence.

6. Buyer will pay commission to buyer's side intermediaries as signed in the NCND/IMPFA

### **TANK TAKE OVER (TTO) PROCEDURE.**

1. Buyer issues ICPO according to the seller's working procedure along with buyer's company certificate of registration or profile with copy of buyer's passport.
2. Seller issues the Title Take-Over Contract (TTO/MOU) addendum for review and endorsement by all parties.
3. Seller issues Proof of Product and Shipping documents as listed below;
  - \*Product Passport (Quantity & Quality Dip Test Analysis Report)
  - \*Certificate of Origin
  - \*Bill of Lading
  - \*Tanker Vessel Q88 Document
  - \*Vessel (N.O.R) Notice of Readiness
  - \*Ullage Report
  - \*Cargo Manifest
  - \*Invoice for title transfer
4. Upon the receipt of the documents, buyer verifies the availability of the product on high sea via email or telephone call from the shipping company and immediately make \$310,000USD security guarantee payment of the total cost of the product which serves as a Title Take-Over Fee
5. Upon seller receipt of the title takeover payment, seller orders for re-rout to buyer's desired port, transfers the title to the potential buyer's company's name and also re-issue all other outstanding documents to the potential buyer's company's and via swift from seller bank the full prove of product Note: Fee made by buyer will be deducted when making payment for the total cost of the product at the discharge port after a successful CIQ/SGS test at the discharge port.
6. Vessel arrives the discharge port and buyer Carries out the CIQ/SGS inspection and upon a successful inspection, buyer pays by MT103 T/T for the full product to the seller.
7. Seller shall provide the following partial proof of product documents which were issued in name of initial buyer

### **SELLER STANDARD CIF WORKING PROCEDURE**

1. Buyer issues ICPO with this procedure incorporated on the ICPO along with Buyer's company registration certificate.
2. Seller Issues Sale & Purchase Agreement (SPA), Buyer review, amend (if necessary), signs and return the SPA in WORD format to Seller within 3 banking days. Seller sends final SPA to Buyer in PDF format, Buyer confirms final SPA and issues letter of acceptance of the final SPA.
3. Seller issues to Buyer via email the following transaction documents:
  - A. commitment to supply
  - B. statement of product availability
  - C. certificate of origin)
  - D. product passport



E. export license, Buyer confirms the receipt of the documents by mail and issue confirmation letter within 24hrs.

4. Seller makes arrangement for the chartered freight with a renowned shipping company for the transportation of the product to buyer designated discharge port, both Seller and Buyer sign the Charter Party Agreement (CPA) together with the shipping company (A three party CPA) this is applicable only for 1st shipment. (Seller & Buyer jointly pays CPA cost 50/50 via T/T wire transfer directly to the shipping company. Fee would later be refunded/deducted when Buyer is paying for the total product cost).

5. After completion of the above, Seller issues to Buyer product title transfer agreement, Buyer signs and returns. Seller legalizes the Contract with the authorities in charge and sends to buyer the legalized contract, the certificate of product title transfer and then proceeds with the port & custom clearance of product and all internal routines operations accordingly.

6. Upon completion of the above and confirmation of this export approval by the Authority to Seller with the endorsement of the Charter Party Agreement (CPA) and the Shipping Schedule by the Port Authority, to enable Seller release the below Proof of Product Documents:

- ~ Legalized Charter Party Agreement (CPA) with the Loading Port Authority.
- ~ Injection Report
- ~ Product Allocation Certificate.
- ~ Allocation Title Transfer Certificate.
- ~ Export License
- ~ Export Approval
- ~ Tank Receipt.
- ~ Dip Test Authorization.

7. Seller issues the commercial invoice and sends to Buyer and within 5 working days, Buyer's bank issues to Seller's bank swift operative Standby Letter of Credit (SBLC) via Swift MT760 or Documentary Letter of Credit (DLC) via Swift MT700 for the entire 1st shipment total product value, and for Seller to lodge and activate a 2% PB (Performance Bond/Performance Guarantee) in the favor of the Buyer. If Seller fails to supply the cargo/shipment of the product to the Buyer this 2% Performance Bond will be paid/forfeited to the Buyer.

8. The product SGS inspection charges will be borne by Seller at the loading port. Seller invites buyer for visitation to witness the final inspection and TTM for negotiation of future transaction (Optional to Buyer). Seller signs NCNDA/IMFPA between all intermediaries involved with the notarized copy sent to Seller's bank

9. Loading & Shipment of product commences as per schedule. Upon Vessel's arrival and finalization of SGS at destination port, Buyer release payment via swift fund transfer within 3 to 5 banking days to Seller for total

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SIGN AND SEAL:



Mr. YURY IVANOVICH SOLOVYOV

(General Director)

Limited Liability Company "Gazpromneft-Orenburg"

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##### END OF SOFT CORPORATE OFFER #####