

DANA RAKHYMBAY, LLP - SOFT CORPORATE OFFER (SCO)

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SOFT CORPORATE OFFER

DANA RAKHYMBAY, LLP " is a registered company in Republic of Kazakhstan that act as an agent or facilitator in wholesale trading of solid, liquid and gaseous fuels and similar products. We hereby confirm with full legal and corporate responsibility and under penalty of perjury that we are ready to supply various crude products, in affordable quantity and price as specified in the Terms and Conditions stated below

ORIGIN: KAZAKHSTAN / RUSSIAN ORIGIN

LOADING PORT: ROTTERDAM PORT, KAZAKHSTAN, RUSSIA, HOUSTON, UAE, CHINA, SINGAPORE ETC.

DESTINATION PORT: BUYER'S OPTION.

PAYMENT TERMS: T/T WIRE TRANSAFER & MT103/USDT

INSPECTION: SGS INSURANCE: PAID BY SELLER COVERING 110% OF THE SHIPMENT VALUE

COMMISSION: EQUAL SHARE BETWEEN SELLER'S SIDE AND BUYER'S SIDE.

PRODUCTS AND PRICING

Product	Min Qty	Max Qty	CIF (Gross/Net)	FOB (Gross/Net)	Unit
Diesel Gas D2 Oil GOST 305-82	50,000 MT	100,000 MT	$340/$330	$300/$290	Per MT
D6 Virgin Fuel Oil	100,000,000 Gal	400,000,000 Gal	$0.90/$0.88	$0.84/$0.82	Per Gallon



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Liquefied Petroleum Gas (LPG)	50,000 MT	100,000 MT	$420/$410	$400/$380	Per MT
Diesel Fuel EN590 ULSD (10ppm/50ppm/500ppm)	50,000 MT	100,000 MT	$340/$330	$300/$290	Per MT
Automotive Gas Oil (AGO)	50,000 MT	100,000 MT	$340/$330	$310/$300	Per MT
Liquefied Natural Gas (LNG)	50,000 MT	100,000 MT	$420/$410	$400/$380	Per MT
Jet Fuel A1 (Colonial Grade)	1,000,000 BBL	4,000,000 BBL	$70/$68	$66/$64	Per Barrel

DELIVERY TERMS

- **Delivery Basis:** CIF / FOB (Seller's choice of port or buyer's nominated port upon agreement)
- **Origin:** Russian Federation / Kazakhstan / Middle East (depending on product availability)
- **Inspection:** SGS / CIQ at loading and discharge port at buyer's cost unless otherwise stated
- **Payment Terms:** MT103 TT Wire Transfer or Documentary Letter of Credit (DLC/SBLC)
- **Currency:** USD
- **Performance Bond:** 2% (where applicable for CIF contracts)

TRANSACTION PROCEDURES

1. FOB CI DIP & PAY

1. Buyer issues ICPO addressed to Seller with full details, incorporating Seller's procedures, company and banking details, passport copy, and a letter confirming readiness and capability.

2. Seller receives the ICPO and issues a Commercial Invoice (CI) for product in Seller's tank at port terminal for Buyer's endorsement.
3. Buyer endorses and returns CI with TSA (Tank Storage Agreement).
4. Seller verifies TSA and, if satisfied, issues PPOP documents:
    - DIP Test Authorization (DTA)
    - Legalized CI
    - Company Certificate
    - Guarantee Letter to Supply
    - Product Availability Statement
5. Buyer returns endorsed DTA within 48 hours. Seller then provides full POP including Certificate of Origin, Product Passport, Tank Storage Receipt, and NCNDA/IMFPA.
6. Buyer conducts SGS Q&Q test at own cost.
7. Seller begins injection into Buyer's tank or vessel.
8. Buyer and Seller may sign SPA (optional).
9. Buyer pays via MT103.

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2. FOB DIRECT INJECTION INTO BUYER'S TANK

1. Buyer issues an **Irrevocable Corporate Purchase Order (ICPO)** addressed to the Seller, incorporating the Seller's procedure, Buyer's company details, banking information, and passport copy, along with a letter confirming readiness, willingness, and capability to carry out the transaction.
2. Seller receives the Buyer's ICPO and issues a **Commercial Invoice (CI)** for the total product in the Seller's leased tank at the port terminal.
3. Buyer signs and returns to the Seller the signed and sealed **Commercial Invoice (CI)** along with Buyer's own or leased **Tank Storage Agreement (TSA)** as proof of Buyer's available storage facility.
4. Seller accepts the signed and sealed Commercial Invoice (CI), verifies Buyer's Tank Storage Agreement (TSA), and makes a **3-day tank lease payment** to the Buyer's tank farm for the injection process.

5. Buyer pays his tank farm company for **2 days of tank storage cost** (bringing the total to 5 days of Tank Storage Receipt – TSR), after his tank farm company has received the 3-day payment from the Seller.

6. Upon receipt of the **TSR**, Seller issues the following **Proof of Product (POP)** documents:

    - Unconditional Dip Test Authorization (DTA)
    - SGS Report
    - Injection Report
    - Product Passport
    - Tank Storage Receipt (TSR)
    - Authority to Sell and Collect (ATSC)
    - NCNDA/IMFPA Agreement

7. Upon successful verification of the POP documents, Buyer orders his **SGS inspection team** to conduct a **Quantity & Quality (Q&Q)** test on the product in the Seller's tank at Buyer's expense.

8. Following the successful completion of the Q&Q test — with results consistent with the specifications on the Commercial Invoice (CI) — Buyer provides an **Authorization to Inject (ATI)** from his logistics company, and Seller injects the 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 **MT103 T/T wire transfer** for the total quantity of product injected into the tank.

11. Seller transfers the **Title Ownership** of the product to the Buyer's company name.

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3. SHIP-TO-SHIP (STS) PROCEDURE

- Buyer issues an **Official Irrevocable Corporate Purchase Order (ICPO)** with full Buyer banking details and company registration certificate.

- Seller issues a **Commercial Invoice (CI)** for the first lift quantities available on the Seller's vessel for both parties' signatures and endorsement.



 Buyer provides a **Charter Party Agreement (CPA)** for the spot **Ship-to-Ship (STS)** transaction.

 Seller verifies the Buyer's CPA and issues the following documents:

- Freight Cargo Manifest
- Commitment to Supply
- Product Passport
- Authorization to Sell (ATS)
- Bill of Lading (B/L)
- Dip Test Authorization (DTA)
- Notice of Readiness (NOR) to be signed by Buyer's tanker/vessel company

 Within **48 hours**, Buyer contacts the Seller's vessel company to obtain **Authority to Board (ATB)**, and the Buyer's vessel issues full vessel details for injection and discharge programming.

 Upon arrival at the **STS location**, the Buyer's team boards the Seller's vessel, and a **dip test** of the product is conducted at the Seller's expense **before** commencement of the product transfer.

 After injection is completed, Buyer conducts a **dip test inspection** for quantity and quality of the product at Buyer's expense.

 Upon successful completion of the injection, Buyer makes payment **within 24 hours maximum** via **MT103 T/T wire transfer** for the total value of the product injected into the Buyer's vessel.
All **exportation documentation** related to the petroleum product is then transferred to the Buyer.

 Within **72 hours**, Seller pays commissions to all intermediaries involved in the transaction.

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4. TITLE TAKE-OVER (TTO) PROCEDURE

 Buyer issues an **Irrevocable Corporate Purchase Order (ICPO)** according to the Seller's working procedure, along with the Buyer's company certificate of registration or profile and a copy of the Buyer's passport.

 Seller issues the **Title Take-Over Contract (TTO/MOU)** addendum for review and endorsement by all parties.



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- Seller issues the **Proof of Product (POP)** and **Shipping Documents** as listed below:

  - Product Passport (Quantity & Quality Dip Test Analysis Report)
  - Certificate of Origin (Sanitized)
  - Bill of Lading (Sanitized)
  - Tanker Vessel Q88 Document
  - Vessel Notice of Readiness (N.O.R)
  - Ullage Report (Departure)
  - Cargo Manifest (Sanitized)
  - Invoice for Title Transfer

- Upon receipt of the above documents, Buyer verifies the **availability of the product on high sea** and immediately makes a **security guarantee payment of USD $480,000**, which serves as the **Title Take-Over Fee**.

- Upon receipt of the Title Take-Over payment, Seller:

  - Orders the vessel to **re-route to the Buyer's desired port**,
  - Transfers the **title ownership** to the Buyer's company name,
  - Re-issues all outstanding documents to the Buyer's company, and
  - Sends via SWIFT from Seller's bank the **full Proof of Product (POP)** documentation.

Additional documents to be released include:

- On Board Quantity (OBQ) Report
- Certificate of Origin (Consignee)
- Bill of Lading (Consignee)
- Vessel Experience Factor (VEF) Report
- Hydrogen Sulfide (H_2S) Gas Report
- Ullage Report (Arrival)
- Customs Documents
- Cargo Manifest (Consignee)

- Material Safety Data Sheet (MSDS)
- Crew List
- Ship's Particulars

 Upon arrival of the vessel at the **discharge port**, Buyer conducts **CIQ/SGS inspection**. Following a successful inspection, Buyer makes **full payment via MT103 T/T wire transfer** to the Seller for the total product.

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5. FOB (TANK TO VESSEL) PROCEDURE

 Buyer issues an **ICPO** addressed to the Seller, incorporating the Seller's procedure, Buyer's company details, banking information, passport copy, and a letter confirming readiness, willingness, and capability to carry out the transaction.

 Seller issues a **Commercial Invoice (CI)** for the available quantity of product in the Seller's leased tank to the Buyer.

 Buyer signs and returns the Commercial Invoice along with Buyer's **Charter Party Agreement (CPA)**.

 Seller issues to Buyer the **Inter Terminal Transfer (ITT) Operation / Tanks to Vessel Injection Protocols**, to be endorsed by the Seller, Buyer, and Buyer's logistics company.

 Upon return of the endorsed ITT, Seller releases the following **Proof of Product (POP)** documents to Buyer:

- Commitment Letter to Supply
- Company Registration Certificate
- Quality Report (Product Passport)
- Tank Storage Receipt (TSR)
- Authorization to Verify (ATV) via call or email
- Inter Terminal Transfer Operation Invoice

 Upon return of the fully completed and signed ITT Protocols by Buyer and its logistics company, Buyer becomes solely responsible for the ITT Protocols cost to the Seller's logistics company, which secures legitimate approval for the **Transfer of Ownership / Allocation** to Buyer's company name.

 Seller issues **Dip Test Authorization (DTA)** for Buyer to proceed with the dip test upon confirmation of Buyer securing legal access to the product.

- Buyer and their **SGS inspection team** conduct a dip test on the product in the tank.

- Upon satisfactory results of the dip test, Seller's storage company issues to Buyer the **Notice of Readiness (NOR)** to inject the product.

- Buyer provides **Q88** and **Authorization to Inject (ATI)** from their logistics company and makes the vessel available for the injection process as scheduled.

- Upon completion of the injection, Seller releases the following **POP documents** to Buyer:

  - Product SGS Report
  - Pipeline Injection Report
  - Authority to Sell and Collect (ATSC)
  - Product Passport (analysis test report)
  - Certificate of Origin
  - NCNDA/IMFPA signed by intermediaries of both Seller and Buyer

- Buyer immediately pays for the total cost of the product injected into the vessel via **MT103 T/T wire transfer**.

- Upon receipt of payment, Seller pays all intermediaries involved in the transaction and issues **title change / transfer of product** to Buyer.

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6. CIF DELIVERY PROCEDURE

1. Buyer company issues an **Irrevocable Corporate Purchase Order (ICPO)** on its official company letterhead to the Seller.
2. Seller company issues a **Draft Contract / Sales & Purchase Agreement (SPA)** (open for amendments if any). Both parties sign, seal, and exchange electronic copies of the contract.
3. Seller company registers and legalizes the contract officially with the appropriate authorities to facilitate booking of allocation and secure legitimate approval for the **Transfer of Ownership / Title Allocation** to Buyer's company name at Seller's expense.
4. Seller company sends a **hard copy of the notarized and insured POP documents** along with the legalized contract to Buyer company. The partial POP documents sent with the contract include:
   - Certificate of Origin

- Company Registration Certificate
- Statement of Product Availability
- Product Quality Passport (Dip Test Analysis)
- Refinery Commitment to Produce / Supply
- Refinery Legalized Draft Contract
- Proforma Invoice

5. Upon confirmation of receipt of the partial POP, Buyer must, within **seven (7) banking days**, issue a **Bank Guarantee** in the form of **DLC/MT700** or **SBLC/MT760**.
    - If the Bank Guarantee is not issued within the stipulated days, Buyer must issue a **Performance Security financial deposit of USD $320,000** to enable the Seller to secure the service of the vessel for transportation to Buyer's destination port.

Note: The fee made by Buyer will be deducted from the total product cost at the discharge port after a successful **CIQ/SGS inspection**.

6. Seller's bank sends via **SWIFT** the original and full Proof of Product (POP) documents, along with the **2% PB operative**, copy of the **Charter Party Agreement (CPA)** for vessel transport, shipping schedule documents, product analysis report, and certificate of origin.
7. Both banks confirm to Seller and Buyer that the **Standby Letter of Credit** and **2% PB** have been accepted. Shipping then commences as scheduled in the contract for CIF delivery.
8. Payment for the product will be made by Buyer's bank via **T/T MT103 Wire Transfer** to Seller's bank after the **CIQ/SGS inspection** at the port of discharge and after delivery of all required documents. Seller releases the **commission to intermediaries immediately**.

GENERAL TERMS

- All parties must execute **NCNDA/IMFPA** to protect intermediaries.
- **Commissions** shall be paid within 24 hours after confirmation of buyer's payment.
- All operations and transfers shall comply with **international trade and maritime regulations**.



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- **Validity:** This SCO is valid for **10 international banking days** from the date of issue.

Authorized Representative:
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Company Seal & Signature:

