

JR

HOLDINGS

LIMITED LIABILITY PARTNERSHIP

+77751354892

jr.holding@yahoo.com

Almaty City, Zhetysu District,
Ainabulak Microraditon, 12/2

BIN: 200640015952

KATO: 751510000

Date Issued: 10th December 2024
Expire Date: 11th March 2025
Our ref: VOG-SCO2091372FOB/KZ

SOFT CORPORATE OFFER

WE "JR HOLDINGS LIMITED LIABILITY PARTNERSHIP" is a direct mandate to the (end-seller) with full legal responsibility, under Penalty of perjury hereby issues this soft offer with the given term and condition as stated in this offer to confirm Our readiness to execute an official contract with end buyer, with the ability to supply the following commodity According to the terms and condition stipulated below.

AVIATION KAZAKHSTAN/HOUSTON/TURKEY:

PRODUCT & PRICE

1. DIESEL D6

PRICE PER FOB MT: \$320.00

PRICE PER MT: CIF \$340.00

Commission: \$5/\$5

2. JET FUEL JP54

PRICE PER BBL: FOB \$80.00

PRICE PER BBL: \$ CIF 85.00

Commission: \$5/\$5

3. JET FUEL A1

PRICE PER BBL: FOB \$80

PRICE PER BBL. CIF \$85

Commission \$5/\$5

4. LIQUIFIED PETROLEUM GAS (LPG)

PRICE PER MT: FOB

\$ 420.00

PRICE PER MT CIF

\$430

Commission \$5/\$5

5. MAZUT M100

PRICE PER MT: FOB \$310

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PRICE PER MT: CIF \$320
Commission \$5/\$5

6. DIESEL GAS OIL D2

PRICE PER MT: FOB \$330
PRICE PER MT: CIF \$340
Commission: \$5/\$5

7. LIQUIFIED NATURAL GAS (LNG)

PRICE PER MT: FOB \$310
PRICE PER MT: CIF \$320
Commission: \$5/\$5

8 BITUMEN

40/50,60/70,80/100,85,150
PRICE PER MT: FOB \$380
PRICE PER MT: CIF \$390
Commission\$5/\$5

9. GASOLINE OCTANE

87/89/93/95
PRICE PER MT: FOB
\$ 310.00
PRICE PER MT: CIF
\$320
Commission: \$5/\$5

10. BASE OIL SN.150

PRICE PER MT: FOB \$ 330
PRICE PER MT: CIF\$340
Commission: \$5/\$5

11. PET COKE

PRICE PER MT: FOB \$ 280
PRICE PER MT: CIF \$290
Commission \$5/\$5

12. DIESEL EN 590

(10PPM) (50PPM)

PRICE PER MT: FOB \$450
PRICE PER MT: CIF \$500

13. UREA GRANULAR AND PRILLED

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PRICE PER MT: FOB \$280

PRICE PER MT: CIF \$290

Commission: \$5/\$5

14. EXPORT BLEND

CRUDE OIL

GOST 9965-76

PRICE PER BBL: FOB

\$180 PRICE PER BLL:

15. ESPO BLEND

CRUDE OIL

ORIGIN:

PRICE PER MT: FOB

\$120

PRICE PER MT: CIF

\$130

Commission: \$5/\$5

16. LIGHT CYCLE OIL (LCO)

PRICE PER MT: FOB \$290

PRICE PER MT: CIF \$300

Commission: \$5/\$5

17. FUEL OIL CST 180

PRICE PER MT: FOB \$350

PRICE PER MT: CIF \$360

Commission: \$5/\$5

18. SULPHUR.

PRICE PER MT: FOB \$170

PRICE PER MT: CIF \$190

Commission: \$5/\$5

OFFICIAL TRANSACTION PROCEDURE ON CIF

1. Buyer issues ICPO alongside Buyer's Passport copy, company's registration certificate.
2. Seller acknowledges ICPO and issue Draft Contract SPA to Buyer, Buyer review SPA open for any amendment, sign and return to Seller for approval.

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3. Seller registers and legalizes the signed Sales and Purchase Agreement contract and provides the registered legalized and notarized SPA including PPOP as listed below.

- a. Certificate of Origin.
- b. Commitment to Supply.
- c. Statement of Availability of the product.
- d. Product export license
- e. Product Allocation payment invoice at buyer's expense.

4. Upon buyer securing allocation, Seller issues and register the Full set of POP with the Ministry of Energy and Justice including the loading Port Authority, and charter of vessel for product Shipment.

5. Seller send to Buyer the full set of POP documents, vessel documents including SGS report at Origin Country to Buyer via (Bank to Bank secured email) and loading commence according to shipment schedule for departure from origin port within the specified working days after Buyer final notification of POP verification and Confirmation.

• **POP DOCUMENTS:**

- Certificate of Incorporation
- Act of Transfer
- Commercial Invoice
- Fresh SGS Report at Loading Port
- Tank Receipt
- Vessel Q&Q and Quality Specification
- Bill of Lading
- Notice of Readiness (NOR)
- Estimated Time of Arrival (ETA)
- Authorization To Sell Certificate (ATSC)
- Cargo Declaration / Conforming Warrant
- Ullage Report
- Customs Declaration Certificate.
- Product Allocation Certificate
- Notarized NCNDA/IMFPA

6. within 3 banking days of the Vessel arrival at Buyer destination port, upon Buyer's Confirmation and satisfaction with product buyer makes payment via TT/MT103 to Seller against Shipping documents and Title transfer.

7. Product discharged into Buyer's storage facility/vessel, and Seller pays commission to all intermediaries within 24 hours after receiving payment from Buyer.

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FOB DIP & PAY

1. Buyer issues ICPO.
2. Seller issues CI, buyer signs and return.
3. Seller issues Countersigned CI alongside UDTA to the buyer for preparation and nominations with inspectorate.
4. Buyer pays for the (ISPS Code) to access the port facilities as a non-title holder, payment shall be made through seller tank farm / logistics company.
5. Seller issues the below POP documents
 - a. Fresh SGS Report / Injection Report
 - b. Certificate of Origin
 - c. Valid Tank Storage Receipt (TSR)
 - d. Product Passport
 - e. Export License
 - f. Terminal Clearance Certificate
 - g. Authorization to Sell and Collect (ATSC)
5. Port authority issues the ISPS code for the buyer's product access and visitation.
6. Buyer performs dip-test, provides its TSA/TSR and pays for the total cost of goods.
7. Upon successful Dip Test exercise, buyer within 24 hours pays for total value of product and seller immediately transfers the Title of Product Ownership to buyer and commission is paid to all intermediaries upon receipt of buyer's payment and injection into buyer's tank commences.
7. Seller issues a contract for buyer's desired duration upon successful completion of the trial order. Subsequent monthly shipment continues as per terms and conditions of the sales and purchase agreement contract to be signed between buyer and seller.

OPTION 2

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1. Buyer issues ICPO along with company certificate of registration, valid means of identification and tank storage agreement (TSA).
2. Seller issues Product Commercial Invoice (CI).
3. Buyer signs and returns the Commercial Invoice (CI).
4. Seller issues to buyer the below listed PPOP documents:
 - a. Product Passport
 - b. Certificate of Origin
 - c. Authorization to Verify (e-verification)
 - d. Statement of Product Availability
5. Buyer issues to seller either of the following documents: (Tank Storage Receipt (TSR), Authorization to Verify (ATV) or Tank to Tank Injection Agreement (TTIA) issued by its tank farm company.
6. Upon receipt and confirmation of the above document(s), Seller issues to buyer the full POP documents
 - a. Unconditional Dip Test Authorization (UDTA)
 - b. Fresh SGS Report (24/48 hours old)
 - c. Injection Report
 - d. Certificate of Origin
 - e. Tank Storage Receipt (TSR)
 - f. NCNDA / IMFPA
 - g. Authorization to Sell and Collect (ATSC)
7. Buyer conducts dip test inspection on the product in seller tanks

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8. Upon successful verification of the SGS, seller transfer product to buyer's tank. Buyer conduct dip test on the product in buyer's tank. Buyer pays for the total product.

9. Seller immediately transfers the title of product ownership to buyer with all export documents and commission is paid to all intermediaries within 48 hours upon receipt of buyer's payment and injection into buyer's tanks or vessels commences

10. Seller issues a contract for buyer's desired duration upon successful completion of the trial order. Subsequent monthly shipment continues as per terms and conditions of the sales and purchase agreement contract to be signed between buyer and seller.

OPTION 3

1. Buyer issues ICPO along with Company Certificate of Registration, and valid Tank Storage Agreement (TSA)

2. Seller issues Product Commercial Invoice (CI) with available quantity, Buyer signs and returns the Commercial Invoice (CI), alongside an acceptance letter to perform in accordance with the sales procedure

3. Seller issues to buyer "Product Injection Programming Agreement (PIPA)", which is to be completed by both buyer and its tank farm company within 72 hours alongside countersigned approved copies of CI.

4. Seller upon receipt of the completed Product Injection Programming Agreement (PIPA), issues below the listed POP documents;

a. Fresh SGS Report (24/48 hours old)

b. Authorization to Sell and Collect (ATSC)

c. Unconditional Dip Test Authorization (UDTA)

d. Terminal Clearance Certificate (TCC)

e. Authority to Verify (Physical)

f. Certificate of Origin

g. Tank Storage Receipt (TSR)

h. Export License

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i. Product Passport

5. Buyer upon receipt of the above POP documents, verify documents, inspect product, provide seller its valid Tank Storage Receipt (TSR) and injection commences into buyer's tanks while Dip Test follows.

6. Upon successful Dip Test exercise, buyer within 24 hours pays for total value of product and seller immediately transfers the Title of Product Ownership to buyer and commission is paid to all intermediaries upon receipt of buyer's payment and injection into buyer's tanks or vessels commences

7. Seller issues a contract for buyer's desired duration upon successful completion of the trial order. Subsequent monthly shipment continues as per terms and conditions of the sales and purchase agreement contract to be signed between buyer and seller.

OPTION 4

1. Buyer issues ICPO and Company Registration Certificate or any I.D. with TSA for Seller's verification.

2. Seller Issue Draft Commercial Invoice, Buyer and Buyer's tank farm company completes and return to Seller within its validity.

3. Seller upon receipt of the above reverts with copies of the countersigned & legalized CI alongside full POP Documents as below listed:

* Fresh SGS Report (not older than 48 hours)

* Dip Test Authorization-Unconditional

* Injection Report

* Tank Storage Receipt with GPS Coordinates

* Letter of Commitment to Supply.

* Registration Certificate & Copy of Export License

* Authority to Sell & Collect (ATSC)

* ATV - For Physical Verification

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* Irrevocable Commitment to Supply for Spot and 12 months Contract

* NCNDA/IMFPA

4. Buyer conduct Dip-Test in Seller's tank via SGS on Buyer's cost; Seller injects the fuel into Buyer's tank and Buyer makes payment based on Q&Q by MT103 wire transfer/TT according to the final Commercial Invoice.

5. Seller transfers the title of ownership as per Buyer's instruction. Buyer lifts the product.

6. Seller pays all intermediaries involved in the transaction and subsequently monthly contract shipment continues as per terms and conditions of the Sales and Purchase Agreement contract between Buyer and Seller.

TANK TO VESSEL

1. Buyer issues its ICPO addressed to seller alongside CP and Passport Copy.

2. Seller issues Draft Commercial Invoice for buyer's review and execution alongside Commitment Letter to Supply and Certificate of Origin.

3. Buyer reverts with signed copies of the CI alongside its Charter Party Agreement. Upon receipt of these documents from buyer, Seller reverts with the Approved Countersigned copies of the Commercial Invoice and Dip Test Authorization (DTA).

4. Buyer upon receipt of the Approved Commercial Invoice and DTA, contacts Seller's storage company with the details on the DTA within 48 hours to obtain the tank terminal clearance permit in order to conduct Dip test on product (Clearance Permit fee will be paid by buyer) and upon successful clearance, seller issues the below POP Documents.

- Fresh SGS Report
- Product Passport (Quantity and Quality Analysis)
- Authorization to Sell and Collect Certificate
- Pipeline Injection Report
- Certificate of Product Origin
- Tank Reservoir Receipt

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• Port Clearance Certificate

5. Upon receipt of the above POP Documents, buyer make available its SGS officials and conduct Dip Test in the seller's tanks and upon a successful Dip Test, Submits its Q88 and Seller issues Title of Ownership Transfer Certificate

6. Injection commences into buyer's vessel while buyer makes payment of the total cost of product via MT103 (T/T Wire Transfer) and Seller within 24 hours upon receipt of buyer's payment pays allocated commission to all intermediaries

7. Seller issues a contract for buyer's desired duration upon successful completion of the trial order. Subsequent monthly shipment continues as per terms and conditions of the sales and purchase agreement contract to be signed between buyer and seller.

(CIF) ESCROW PROCEDURES

1. Buyer issues ICPO incorporating the transaction procedure addressed to " SELLER "
2. Seller issues draft SPA to buyer, buyer signs and return the contract to seller.
3. Buyer makes security proof of fund, 10% of total product cost to Seller's nominated Escrow Legal, which will be deducted from total product cost.
4. Upon verification and confirmation of the security proof of funds to the Escrow Law Firm
5. Seller legalize contract on seller expense and forward copy to Buyer along with comprehensive Proof of Product (POP) documents to the Buyer:

- Copy of Q&Q Report done at the loading port(SGS).
- Copy of the port storage agreement
- Copy of Vessel Questionnaire Q88
- Cargo Manifest
- Copy of Bill of Lading
- Dip Test Authorization.
- Authorization to Verify.
- Authorization to Board
- ETA

6. Upon arrival of the vessel at destination port Buyer conduct dip test in the vessel.

7. Upon successful verification of the product, Buyer releases 100% value of the product via MT103 and Seller transfers title of the product to buyer.

8. Seller pays commission to the intermediaries and Mandates.

REFINERY TTM ESCROW PROCEDURE.

1. Buyer issues an irrevocable purchase order along with Know Your Customer (KYC) and Customer Information Sheet (CIS) to the seller.

2. Seller issues a commercial invoice for the immediately lift able commodity to the buyer.

3. Buyer countersigns the commercial invoice and sends it back to the seller as final.

4. Both buyer and seller sign the escrow agreement via email or at the escrow attorney office in the USA/SWITZERLAND (optional). Upon signing the escrow agreement, both parties make a non-performance security deposit equivalent to 5% of the nominal face value of the commercial invoice to the account of the escrow attorney. The non-performing party forfeits the escrow deposit to the offended party if it fails to perform its obligation as per the signed commercial invoice.

5. Upon confirmation of the security deposit by the escrow attorney, the seller provides the following Proof of Product (POP) documents to the buyer:

a. Injection report

b. Tank receipt

c. Unconditional Dip Test Authorization (UDTA)

d. SGS Quality and Quantity report (not more than 48 hours old)

e. Title Transfer Affidavit document

f. Tank storage agreement

g. Certificate of origin

6. The buyer schedules for the dip test at the seller's tank storage and conducts the quality and quantity inspection. Upon the satisfactory dip-test report, the buyer pays the seller for the total cost of the product, deducting the 5% security deposit made to the escrow attorney's account.

7. The seller transfers title to the buyer and injects the product into the buyer's reservoir or vessel. Necessary documents like the Irrevocable Paymaster Agreement (IPA) or Tank to tank injection agreement (TTIA) are signed by the seller and buyer before pumping.

8. The seller pays commissions to all intermediaries within 48 hours after receiving payment from the buyer.

9. The seller and buyer sign a contract for a 12-month shipment if necessary and satisfactory. It is essential to ensure that all steps and documents in the transaction adhere to legal and regulatory requirements specific to the jurisdictions involved. Consulting legal professionals experienced in international trade or energy transactions can help ensure compliance with all relevant laws and regulations.

TANK TAKE OVER

1. Buyer issues its ICPO addressed to seller alongside CP and Passport Copy.
2. Seller issues Draft Commercial Invoice for buyer's review and execution alongside Product Passport, Commitment Assurance Letter to Supply and valid Tank Storage Receipt.
3. Buyer reverts with signed copies of the CI and upon receipt, Seller reverts with the Approved Countersigned copies of the Commercial Invoice.
4. Buyer upon receipt of the Approved Commercial Invoice, contacts Seller's storage company with the details on the TSR within 48 hours and extend the storage tanks for a minimum of two (2) days to enable product inspection Dip Test exercise. Upon confirmation of successful extension of tanks, seller issues below POP Documents

- Fresh SGS Report
- Unconditional Dip Test Authorization (U.D.T.A)
- Product Passport (Quantity and Quality Analysis)
- Export License
- Statement of Product Availability
- Authorization to Sell and Collect Certificate

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- Pipeline Injection Report

- Certificate of Product Origin

5. Upon receipt of the above PPOP Documents, buyer make available its SGS officials and conduct Dip Test in the extended seller's tanks and upon a successful Dip Test, Seller issues Title of Ownership Transfer Certificate

6. Injection commences into buyer's vessel while buyer makes payment of the total cost of product via MT103 (T/T Wire Transfer) and Seller within 24 hours upon receipt of buyer's payment pays allocated commission to all intermediaries

7. Seller issues a contract for buyer's desired duration upon successful completion of the trial order. Subsequent monthly shipment continues as per terms and conditions of the sales and purchase agreement contract to be signed between buyer and seller.

CIF PROCEDURE

1. Buyer confirms SCO and issues an official ICPO inserting seller's terms and procedures.

2. Seller issues draft contract/SPA which is open for amendments.

3. Buyer returns the signed draft contract with NCNDA/IMFPA and a letter of guarantee to perform.

4. Seller submits the signed SPA for registration and legalization with the appropriate authorities.

5. Seller sends the below listed partial pop documents to buyer via government secured courier service or mail, on buyer choice.

A. statement of availability of product

B. commitment to supply the product

C. certificate of origin

D. Product Passport

6. Buyer within 5 to 7 banking days issues SBLC swift MT760 according to Seller's fiduciary bank

verbiage to seller nominated fiduciary

offshore bank account for first month shipment, and whereby buyer fail to issue

payment instrument
within 5 to 7 banking days,
buyer will make cash deposit of \$410, 000 by TT wire transfer for allocation and
security guarantee to
enable seller charter vessel and commence shipment,
and this payment shall be deducted from the total cost of product after inspection
at discharge port.

7.Seller bank issues the full set of proof of product (pop) and shipping documents
with 2%pb
(performance bond) to buyer's bank.

QQ Certificate & Product passport docs, all will be issued on time.

8.Shipment commences immediately as scheduled in the contract.

9.Buyer pays for the total product value via TT/MT103 to the seller's bank after
successful SGS/CIQ
inspection at discharge port
and title of product ownership transferred to buyer.



Viktor Alexandrov