

# ОБЩЕСТВО С ОГРАНИЧЕННОЙ ОТВЕТСТВЕННОСТЬЮ "СЕЛЕНА-ОЙЛ"

ОГРН: 1027739732602 / ИНН/КПП 7706022087 - 590201001

Юридический адрес: 614000, Пермский край, г Пермь,

Монастырская ул, д. 15, офис 46.

Телефон +7 (929) 013 7701 Fax: +7 (495) 753-55-55

Электронная почта: info@selenaoil.ru

## SOFT CORPORATE OFFER

We, ООО "СЕЛЕНА-ОЙЛ", the Seller hereby confirm under Penalty of Perjury, under International Law that we are ready, willing, and able to sell the following commodity as per the specification and quantity/ price as specified in the terms and conditions stated below.

We further warrant and attest that this allocation has been fully confirmed as existing, is true and valid and is available for Sale & Purchase transaction. We further warrant and attest under penalty of perjury that we have full and complete legal rights and authority to sell this contract to prospective Buyer.

## PRODUCTS

<b>PRODUCT</b>	GAS OIL D2 DIESEL
<b>GRADE</b>	GOST 305-82
<b>QUANTITY</b>	50,000 - 500,000 MT SPOT ONLY
<b>PRICE</b>	FOB - \$350 Gross / \$330 Net ---CIF - \$370 GROSS/ \$350 NET

<b>PRODUCT</b>	LIGHT CYCLE OIL (LCO)
<b>GRADE</b>	GOST 56871-2016
<b>QUANTITY</b>	50,000 - 500,000 MT SPOT ONLY
<b>PRICE</b>	FOB - \$360 Gross / \$340 Net ---CIF - \$380 GROSS/ \$360 NET

<b>PRODUCT</b>	DIESEL FUEL EURO 5/6, EN590
<b>GRADE</b>	GOST 32511-2013
<b>QUANTITY</b>	50,000 - 500,000 MT SPOT ONLY
<b>PRICE</b>	FOB - \$360 Gross / \$340 Net ---CIF - \$380 GROSS/ \$360 NET

<b>PRODUCT</b>	ULTRA-LOW-SULFUR DIESEL ULSD, ASTM D975
<b>GRADE</b>	2-D S15 / 1-D S15, 10 PPM
<b>QUANTITY</b>	50,000 - 500,000 MT SPOT ONLY
<b>PRICE</b>	FOB - \$360 Gross / \$340 Net ---CIF - \$380 GROSS/ \$360 NET

<b>PRODUCT</b>	FUEL OIL VIRGIN
<b>GRADE</b>	D6
<b>QUANTITY</b>	200,000,000 – 800,000,000 GALS SPOT ONLY
<b>PRICE</b>	FOB \$0.9 GROSS/ \$0.7 NET ---CIF - \$1.1 GROSS/ \$0.9 NET

<b>PRODUCT</b>	AUTOMOTIVE GAS OIL
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Коды статистики: ОКПО 40189546, ОКАТО 57401372000, ОКТМО 57701000001

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<b>GRADE</b>	AGO
<b>QUANTITY</b>	50,000 - 500,000 MT SPOT ONLY
<b>PRICE</b>	FOB - \$360 Gross / \$340 Net ---CIF - \$380 GROSS/ \$360 NET

<b>PRODUCT</b>	FUEL OIL CST
<b>GRADE</b>	180/280/380
<b>QUANTITY</b>	50,000 - 500,000 MT SPOT ONLY
<b>PRICE</b>	FOB - \$360 Gross / \$340 Net ---CIF - \$380 GROSS/ \$360 NET

<b>PRODUCT</b>	JET FUEL (A, A1 & TS-1)
<b>GRADE</b>	GOST 10227-86
<b>QUANTITY</b>	500,000 – 4,000,000 BBLs SPOT ONLY
<b>PRICE</b>	FOB - \$50 Gross / \$46 Net ---CIF - \$54 GROSS/ \$50 NET

<b>PRODUCT</b>	AVIATION KEROSENE
<b>GRADE</b>	JP54
<b>QUANTITY</b>	500,000 – 4,000,000 BBLs SPOT ONLY
<b>PRICE</b>	FOB - \$48 Gross / \$44 Net ---CIF - \$52 GROSS/ \$48 NET

<b>PRODUCT</b>	FUEL OIL MAZUT M100
<b>GRADE</b>	GOST 10585-75 & 10585-99
<b>QUANTITY</b>	50,000 - 300,000 MT SPOT ONLY
<b>PRICE</b>	FOB - \$280 Gross / \$265 Net ---CIF- \$295 GROSS/ \$280 NET

<b>PRODUCT</b>	CRUDE OIL ESPO - EASTERN SIBERIAN PACIFIC OIL
<b>GRADE</b>	34,8° API gravity with a sulfur content of 0.53% - 0.62%
<b>QUANTITY</b>	500,000 – 4,000,000 BBLs SPOT ONLY
<b>PRICE</b>	FOB - \$45 Gross / \$40 Net ---CIF - \$45 GROSS/ \$50 NET

<b>PRODUCT</b>	LPG - LIQUEFIED PETROLEUM GAS
<b>GRADE</b>	GOST 20448-90
<b>QUANTITY</b>	50,000 - 300,000 MT SPOT ONLY
<b>PRICE</b>	PLATT, Negotiable

<b>PRODUCT</b>	LNG – LIQUEFIED NATURAL GAS
<b>GRADE</b>	GOST 5542-87
<b>QUANTITY</b>	50,000 - 300,000 MT SPOT ONLY
<b>PRICE</b>	PLATT, Negotiable

<b>PRODUCT</b>	BITUMEN OIL 60/70/80/100
<b>GRADE</b>	GOST 22245-90
<b>QUANTITY</b>	50,000 - 300,000 MT SPOT ONLY

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<b>PRICE</b>	FOB - \$265 Gross / \$245 Net ---CIF- \$285 GROSS/ \$265 NET
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<b>PRODUCT</b>	PETROLEUM COKE OF DELAYED COKING
<b>GRADE</b>	TU 0258-008-05766600-2001
<b>QUANTITY</b>	50,000 - 100,000 MT SPOT ONLY
<b>PRICE</b>	FOB - \$120 Gross / \$100 Net ---CIF PRICE- \$140 GROSS/ \$120 NET

<b>PRODUCT</b>	UREA 46 CARBAMIDE FERTILIZER N 46,2% (H2N-CO-NH2)
<b>GRADE</b>	GOST 2081-92, A PREMIUM GRADE
<b>QUANTITY</b>	50,000 - 100,000 MT SPOT ONLY
<b>PRICE</b>	FOB - \$300 Gross / \$280 Net ---CIF PRICE- \$320 GROSS/ \$300 NET

## TERMS OF TRANSACTION

<b>DELIVERY</b>	CIF ANY SAFE WORLD PORT & FOB ROTTERDAM
<b>PAYMENT TERM</b>	MT 103, TT WIRE, SBLC, DLC
<b>ORIGIN</b>	RUSSIAN FEDERATION, AZERBAIJAN, KAZAKHSTAN, KYRGYZSTAN
<b>INSPECTION</b>	ANY UNIVERSALLY ACCEPTED Q&Q INSPECTION COMPANY
<b>COMMISSION</b>	TO BE SHARED 50% EACH BY BOTH SIDES

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## C.I.F. COST, INSURANCE, FREIGHT

1. Buyer issues Purchase Order upon receipt in acceptance of seller's Soft Offer.
2. Seller issues Draft Sales and Purchase Agreement Contract and, Commercial Invoice for buyer's review and signing.
3. Buyers sign the Sales and Purchase Agreement Contract and Commercial Invoice back to the seller.
4. Seller registers and legalizes the signed Sales and Purchase Agreement Contract.
5. Seller sends legalized contract and below Partial POP Documents to buyer as listed below:

- **Certificate of Origin,**
- **Commitment to Supply,**
- **Product Passport,**
- **Statement of Availability of the product,**
- **Export license.**

6. Buyer issues their Financial Guarantee (DLC MT700) to cover the first shipment to seller's bank in Five (5) working Days.
7. If Buyer fails to issue DLC-MT700 in 5 working days, in alternative buyer shall make Security Guarantee Deposit of 2% via T.T Wire from total value of the first shipment to seller fiduciary bank account as performance to secure the allocation which will be deducted from the first shipment.
8. Upon confirmation of buyer's DLC-MT700 or Security Guarantee Deposit of 2% via T.T Wire to Fiduciary seller's bank, seller will issue 2% Performance Bond, Full POP and Shipping Documents via SWIFT bank-to-bank as shown below:

- **Product Allocation Export Permit,**
- **Allocation Title Ownership Certificate,**
- **Trans-Neft Contract to transport the product to the loading port,**
- **Port storage agreement,**
- **Charter party Agreement to transport the product to discharge port,**
- **Tank Storage Receipt,**
- **SGS Quality and Quantity Certificate,**
- **Bill of Landing,**
- **Vessel Questionnaire 88.**

10. Shipment commences and upon arrival of the vessel tanker at the discharge port, buyer conducts SGS Inspection and makes operative SBLC/DLC or makes payment for the full shipment via TT Wire or MT103.

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## C.I.F. - COST, INSURANCE, FREIGHT PROCEDURE #2:

1. Buyer issues an official Irrevocable Corporate Purchase Order (ICPO), with Seller's procedures.
2. Seller issues Sales and Purchase Agreement (SPA) open for amendment via Co-Buyer to Potential Buyer.
3. Potential Buyer countersigns, duly initial by Co- Buyer and sends back to Seller the aforesaid SPA in Acceptance.
4. Seller requests the nominated shipping company to issue the Charter Party Agreement (CPA) for Seller to sign with the shipping company as the Consignee to be shown on the Bill of Lading to whom the shipment is consigned.
5. Seller submits the Contract to the Ministry of Energy for Legalization and final approval and notarization (if required), then Seller furnishes Potential Buyer with the Duplicate Copy of CPA via Co-Buyer along with the following Partial POP Documents:

- **Product Passport (Quantity & Quality Dip Test Analysis Report).**
- **Certificate of Origin.**
- **Copy of TSR (Tank Storage Receipt) at Loading Port.**
- **Legalized Contract (SPA).**
- **Export License.**
- **Q88 questionnaire**

6. Seller issues the INVOICE instruction of Freight Payment (50/50 between Seller & Potential Buyer). Such payment shall be deducted from the final cargo payment.
7. All parties involved in this transaction sign the NCNDA/IMFPA to protect for all intermediary's commission(s) as payable by each side oneself separately.
8. Once Receipt of Payment as aforesaid Seller commences loading of the product into the chartered oil tanker vessel and provides the following shipping documents via Co-Buyer to the Potential Buyer after loading:

- **Ocean Bill of Lading**
- **Fresh SGS Report**
- **Cargo Manifest**
- **Certificate of Insurance**
- **Certificate of Ownership**
- **Ullage Report**
- **SDS (Safety Data Sheet)**
- **The Quota Allocation Certificate issued by the Ministry of Energy of Russia**

9. Upon vessel on arrival to the Discharge Port, Seller issues ATB/DTA via Co-Buyer to Potential Buyer and meantime directs the captain to dock with the shipping agent along with inspection team to conduct Dip Test in the Vessel Tanker to confirm Q&Q.
10. Upon successful RESULT of Dip Test, Potential Buyer causes his bank to pay via Swift MT103 by T/T wire.

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## TANK TAKE OVER PROCEDURES (TTO):

1. Upon acceptance of seller's Offer, buyer issues Purchase Order.
2. Seller issues Draft Contract and Commercial Invoice for buyer's review and signing.
3. Buyer signs the contract and commercial invoice and returns to seller, signed CI and contract, seller issues the POP Documents as shown below:
  - **Q&Q Report;**
  - **Commitment to Supply;**
  - **Bill of Lading/Q88;**
  - **Certificate of Origin;**
  - **Product Allocation Certificate issued by the Ministry of Energy.**
  - **Export License;**
  - **Statement of Product Availability;**
4. Buyer conducts due diligence on the product availability and makes a Security Guarantee Deposit of 5% Via T.T Wire to seller.
5. Buyer contact the shipping company to re-direct the route of the vessel Tanker to buyer's destination port and seller transfer's title to buyer's name. Upon arrival of the vessel at buyer's discharge port, Seller issues an Authorization for the buyer's reps and inspection team to board the vessel and conduct Q&Q Inspection.
6. Upon the successful Inspection, buyer makes payment for the product via TT Wire or MT103 to the seller and takes over the vessel tanker.
7. Seller issues buyer the full Proof of Product Documents and 2% Performance Bond for the monthly contract shipments.
8. Buyer issues their Bank Guarantee SBLC (MT760) OR DLC to seller's Bank guarantee the monthly shipment.
9. Monthly shipment commences to the buyer's discharge port and stipulated in the contract.

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## F.O.B. FREE ON-BOARD ROTTERDAM & HOUSTON PORT:

1. Upon acceptance of seller's Offer, buyer issues Purchase Order (ICPO) and Tank Storage Agreement.
2. Upon acceptance of buyer ICPO/TSA, Seller issues Commercial Invoice/ICC Warning Letter for buyer's review and signing.
3. Buyer signs the commercial invoice and returns to seller, the signed CI/ICC Warning Letter, seller issues the POP Documents as shown below:

- **Q&Q Report**
- **Ullage Report**
- **Clean-on-board Ocean Bill of Lading/Q88**
- **Export License**
- **Cargo Manifest**

4. Upon Buyer confirmation of the above POP on the arriving loaded vessel, buyer provide below Tank details within 3 days to enable seller commence Injection once the Vessel is moored.

- **TANK RECEIPT valid for 5days (Minimum)**
- **Notice of Readiness issued by Storage Tank Company**
- **AUTHORITY LETTER TO VERIFY / INJECT**

5. Upon vessel arrival at Buyer's nominated port, Vessel Captain shall Berth the Vessel at the Buyer Tank Terminal for Injection process to take place, and upon completion of Injection into buyers Tank, the SGS inspectors' team will be invited for carrying out the DIP TEST Q and Q. \* NCNDA/IMFPA is signed by the involved parties.

6. Upon successful Q and Q including Dip Test, BUYER pays for product by Wire Transfer / Swift MT-103 into the Seller's account.

7. Seller releases original POP documents in buyer's name and Trans-loading commences.

8. Pays commissions to all intermediaries, Both Parties proceed with the signing for a 12 Month FOB Rotterdam contract upon completion of the first trial order.

Mr. Lamp Jurgen,  
Director General,  
ООО "СЕЛЕНА-ОЙЛ"  
Date: 26.10.2022



Valid till December 30, 2022

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