



НЕФТЬОРГХИМ+

ОБЩЕСТВО С ОГРАНИЧЕННОЙ ОТВЕТСТВЕННОСТЬЮ "НЕФТЬОРГХИМ+"

Юридический адрес: 606015, Нижегородская область, город Дзержинск, ул. Самохвалова, д. 6 б, помещ. 10

ОГРН: 1185275005410 / ИНН: 5249160770 / КПП: 524901001

Email: ooo.neftiorgkhim@bk.ru || Tel: +79690081130

SPOT SOFT CORPORATE OFFER

We "ООО "НЕФТЬОРГХИМ+", under penalty and Perjury hereby confirm the availability and Capability to Supply the listed Products for Immediate Spot and Contract sales. The Supply is guaranteed to meet the Specifications and pass through the stringent requirements of SGS or equivalent A Financial Statement from the Buyer's bank clarifying the buyer's financial capability will be required to consider the buyer's negotiations. Only direct negotiations from End buyers will be considered

TRANSACTION TERMS OF DELIVERY

DELIVERY: FOB BASIS.

PAYMENT TERM: LC/MT103/TT Wire Transfer.

PERFORMANCE BOND: 2% operative PB will be issued from Seller's bank to Buyer's bank upon receipt of buyer's financial instrument in Seller's bank.

QUALITY: Q&Q test report will be conducted at the loading port by SGS or Equivalent at the expense of the seller company.

PRODUCTS ORIGIN: RUSSIA/AZERBAIJAN/KAZAKHSTAN Loading ports: Port of Vladivostok/Novorossiysk/Rotterdam/Houston (Any Safe World Port).

COMMISSION STRUCTURE FOR MANDATE/ REPRESENTATIVES

\$5USD PER MT for Seller Side/\$5 USD PER MT for Buyer's Side.

\$2 USD per Barrel Seller side/ \$2 USD per Barrel Buyer's side.

Payment terms: MT103-T/T Wire Transfer for IMMEDIATE QUANTITY.

INSPECTION: SGS or Similar.

PRODUCTS ORIGIN RUSSIA/AZERBAIJAN/KAZAKHSTAN PRICES ARE NEGOTIABLE:

DIESEL EN590 (10PPM)

MINIMUM QUANTITY: 10,000

MAXIMUM QUANTITY: 500,000 MT

CIF PRICE: GROSS \$320/NET \$310

FOB PRICE: GROSS \$310 /NET \$300

COMMISSIONS SELLER SIDE USD 5 BUYER SIDE USD 5

LIGHT CIRCLE OIL (LCO)

Minimum Quantity: 10,000 per metric ton.

Maximum Quantity 500,000 per metric ton.

CIF Price: Gross 250 USD Net 240 USD.

FOB price: gross 230 USD Net 220 USD

Commission 5 USD Seller side 5 USD Buyer side

D6 VIRGIN FUEL OIL

MINIMUM 100.000.000 G. WEEK AND

MAXIMUM 800.000.000 GALLONS PER WEEK X 52 WEEKS WITH R/E.



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MEMORANDUM OF UNDERSTANDING FOR TITLE TAKE OVER TTO PROCEDURE

1. Buyer issues ICPO containing the seller's working procedure with banking details and scanned copy of buyer's passport.
2. Seller issues original MOU for Buyer's review and endorsement.
3. Upon the receipt of countersign MOU from Buyer, Seller emails to Buyer the listed PPOP documents below:
Product Passport (Quantity & Quality Dip Test Analysis Report)

Certificate of Origin

Bill of Lading

Vessel Q88

E.T.A. (Estimated Time of Arrival) Of Vessel

4. Upon receipt confirmation of the above PPOP documents by the buyer, the buyer within 48hrs conducts due diligence on the product availability via Q88 or via the vessel IMO No, upon tracking the vessel's current location on the sea. The buyer makes a guarantee deposit of 4% Via MT103 T.T Wire Transfer to the seller's nominated bank account as a Transaction Guarantee Deposit (TGD) in order to get the vessel secured to the buyer's company name (This is Compulsory).
5. Upon buyer payment confirmation for the Transaction Guarantee Deposit (TGD), the seller makes contact with the necessary office to make the possible changes on the products pop documents from the previous failed buyer company name to the new potential buyer company name which will be processed by the office of the Legal Advisory Department (LAD) of the head of the petroleum sector in Russia, so as for a buyer to obtain original pop documents on their company name and get the Products Conformity Permit (PCP) in order to give the vessel captain a direct instruction to sail the vessel to the new buyer's designated port of discharge. (This is compulsory).
6. Vessel re-rout and arrive at the new buyer's desired port, and the new buyer conducts a DIP Test inspection on the products with SGS or Intertek.
7. Upon a successful inspection, the buyer pays for the full product value via MT103 T/T Wire Transfer which all necessary costs borne by the buyer earlier will be deducted from the total cost of products.
8. Buyer / Seller pays commission to all intermediaries involved as per signed NCNDA /IMFPA within 48 hours.
9. Possible contracts begin for one or more years.

Note: The title takeover payment will be deducted when the buyer is paying for the full product

COST, INSURANCE, AND FREIGHT (CIF) PROCEDURE.

1. Buyer Company Issues Irrevocable Corporate Purchase Order (ICPO) on its official company letterhead containing the seller's working procedure with banking details scanned copy of the buyer's Passport data page to the seller.
2. Seller refinery verifies buyer's details and issues the SALES AND PURCHASE AGREEMENT (S.P.A) buyer signs and returns the SALES AND PURCHASE AGREEMENT (S.P.A) to the seller.



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3. Seller refinery legalizes the signed SALES AND PURCHASE AGREEMENT (S.P.A) with the Authority in charge of Oil & Gas Export Control for Export Approval, and issues the Partial POPP documents below.
 - a. Product Passport
 - b. Commitment to Supply
 - c. Certificate of Origin
 - d. Export Licenses
 - e. Statement of Product Availability
 - f. Legalized SPA
 - g. Company Registration Certificate.
 - h. CPA to be signed by both parties.
4. Both the seller and the buyers jointly sign and finalize the CPA with the Shipping Company and together pay within 48hrs for the cost to commence loading.
5. Upon confirmation of the payment for the Chartered Freight Cost by the Shipping company, the seller issue to the buyer the complete shipping document below, and the vessel sails to the buyer's destination port.
 - a. SGS Report
 - b. Bill of Lading
 - c. Cargo Manifest
 - d. Vessel IMO/Q88
 - e. E.T.A. (Estimated Time of Arrival) Of Vessel
 - f. NCNDA/IMFPA (To be signed by all parties involved in the deal)
6. Upon receipt confirmation of the above PPOP documents by the buyer, the buyer conducts due diligence on the product availability via Q88 or the vessel IMO No, upon tracking the vessel's current location on the sea. The buyer bank issues a payment guarantee in form of SBLC/MT760 for the total contract of the product and the Seller bank activates with a 2% performance bond.
7. Upon the arrival of the vessel at the discharge port, the buyer conduct CIQ, for product Quantity and Quality.
8. Buyer makes the payment for 100% product face value via MT103/TT Wire Transfer to Seller designated account and the Seller pays all intermediaries according to the signed NCNDA/IMFPA within 48hrs and the transfers Title of Ownership to the buyer company name.
9. Buyer and seller agree to roll over to a one-year contract to continue the transaction, with monthly deliveries x 12 months (plus rolls and extensions if agreed)

Note: The amount paid by buyer for shipping will be deducted when the buyer is paying for the full product

TELEPHONE
+79690081130

SIGNED

MR. NIKOLAEVICH ZVONCHALOV

COMPANY NAME: ООО "НЕФТЬОРГХИМ+"

EMAIL: ooo.neftiorgkhim@bk.ru