

ICPO Address to COMPANY NAME: **KOLZHAN OIL & GAS REFINERY**
ADDRESS: BUILDING 13, STREET KAZYBEK BI
KYZYLORDA KYZYLORDA REGION, KAZAKHSTAN
REPRESENTED BY: MR. ZHANG HUIYING
POSITION: EXPORT DIRECTOR
COUNTRY: KAZAKHSTAN
BIN: 010540000287

Reference No.: **Ko/KZ95142-SCO-2024**

To: **Buyer / Buyer representative**

Via: **/Seller representative**

Via : **Milenia Nazaret MJ Globus**

SUBJECT: SOFT CORPORATE OFFER

Commodity : **DIESEL FUEL EN590 (10PPM)**
Origin : KAZAKHSTAN
Quality : Export quality
Specification : As per Annex A
Price : Gross \$480 Net \$460 FOB
Gross \$500 / Net \$480 CIF
Total quantity : 50,000 MTS to 500,000 MTS

Commodity : **AVIATION JET FUEL (JET A1)/JP54**
Origin : KAZAKHSTAN
Quality : Export quality
Specification : As per Annex A
Price : Gross \$88 / Net \$86 FOB
Total quantity : 1,000,000 BBLs to 10,000,000 BBLs

Commodity : **VIRGIN OIL FUEL (D6)**
Origin : KAZAKHSTAN
Quality : Export quality
Specification : As per Annex A
Price : Gross \$0.98 / Net \$0.96 FOB
Total quantity : 50,000,000 GALS. to 800,000,000 GALS.

Commodity : **LNG /LPG**
Origin : KAZAKHSTAN
Quality : Export quality
Specification : As per Annex A
Price : Gross \$420 / Net \$400 CIF

Total quantity : 50,000 MTS to 200,000 MTS

Commodity : **LIGHT CYCLY OIL (LCO)**
Origin : KAZAKHSTAN
Quality : Export quality
Specification : As per Annex A
Price : Gross \$360 / Net \$340 CIF
Total quantity : 50,000 MTS to 200,000 MTS

Commodity : **PETCOKE**
Origin : KAZAKHSTAN
Quality : Export quality
Specification : As per Annex A
Price : Gross \$82 / Net \$78 CIF
Total quantity : 50,000 MTS to 400,000 MTS

Commodity : **CST FUEL OIL**
Origin : KAZAKHSTAN
Quality : Export quality
Specification : As per Annex A
Price : Gross \$310 Net \$290 CIF
Total quantity : 50,000 MTS to 300,000 MTS

Commodity : **UREA 46%**
Origin : KAZAKHSTAN
Quality : Export quality
Specification : As per Annex A
Price : Gross \$370 Net \$350 CIF
Total quantity : 50,000 MTS to 400,000 MTS

Commodity : **AUTOMOTIVE GAS OIL (AGO)**
Origin : KAZAKHSTAN
Quality : Export quality
Specification : As per Annex A
Price : Gross \$290 Net \$270 CIF
Total quantity : 50,000 MTS to 300,000 MTS

TERM, CONDITIONS AND PROCEDURES

COMMODITY	PRODUCTS LISTED ABOVE
Specification	As attached
Delivery Terms	FOB Rotterdam, Houston, Fujairah & CIF any safe port
Contract	Annual and Rolls & Extension
Inspection	SGS or Equivalent
Payment Terms	SBLC MT760 / MT103

PROCEDURES ONE (1)

THE NON-NEGOTIABLE PROCEDURE FOR SPOT FOB

FOB ROTTERDAM, FUJAIRAH AND HOUSTON TRANSACTION:

1. Buyer Issue ICPO containing the seller's working procedure with banking details and scanned copy of buyer's passport along with "TSA" and buyer company certificate of incorporation.
2. Upon approval of buyer's documents, Seller issues commercial invoice of the product to buyer to be signed and returned back to seller.
3. Upon confirmation of signed CI by buyer, seller issue DTA to buyer, for buyer logistic to signed and endorse for dip test to be carried out immediately.
4. Upon Confirmation of Endorsement of DTA, Seller Issue to Buyer POP document Listed Below:
 - Fresh SGS Report
 - Tank Storage Receipt (TSR) with GPS Coordinates of where the Tanks/Vessel are located.
 - Injection Report
 - Authorization to Sell
 - Authorization to verify the product in the seller's tank (ATV)
 - Country of origin
5. Buyer inspects by SGS on buyer's expenses and sends TSR.
6. Upon Successful Dip Test in Tanks/Vessel, product will immediately be injected into buyer's tanks. buyer makes payment for the product via mt103/TT

7. Buyer Lifts Product and all Intermediaries are paid. Seller and Buyer consider and signs further contracts after successful transaction.

PROCEDURES TWO (2)

TANK TO TANK FOB PROCEDURES (ROTTERDAM, FUJAIRAH & HOUSTON)

1. Buyer issues ICPO addressed to Seller /Refinery Mandate along with approved TSA for Buyer approval.
2. Upon approval of buyer's documents, Seller issues Commercial Invoice, Buyer signs and returns back to seller within 48 hours
3. Seller verifies and approve buyer's tanks farm by requesting for invoice of 2 day payment remittance, Seller leases the Buyer's tank for 2 day only and provide buyer with payment slip and buyer pay for 3 days. Seller issue Injection Schedule from a pipeline injection masters and Authority to inject (ATI).
4. Buyers tank farm provide seller with total days TSR + NOR to receive received the product.
5. Seller injection masters /company commences with the injection of the product and seller releases the following PPOP documents to buyer
 - A. Product Certificate of origin
 - B. Authorization to sell and collect (ATSC)
 - C. Product Passport
 - D. Injection Report
 - E. Availability of product
 - F. Commitment to supply
6. Upon the completion of the injection seller issues DTA to Buyer, Buyer inspects product with SGS Agent.
7. After Buyer's Successful Q&Q Dip Test on the product, Buyer makes the payment for the Total Value of the Product viaMT103- TT.
8. Upon Seller Receiving the Payment for the Product from the Buyer, Seller issues to Buyer the Title Ownership of the product and all Exportation Documents of the product.

9. Buyer Lifts Product and all Intermediaries are paid. Seller and Buyer consider and signs further contracts after successful transaction

PROCEDURES THREE (3)

FOB ROTTERDAM, FUJAIRAH & HOUSTON PORT PROCEDURE

1. Buyer Issues the Following Documents.

- ICPO With Seller Working Commercial Procedure
- Buyer's Company Registration Certificate
- Tank Storage Agreement (TSA)

2. Seller Issues Commercial Invoice to Buyer, Buyer Signs and Seller Countersigns

3. Seller Issues To Buyer The Following Documents

- Commitment Letter to Supply
- Authorization To Sell And Collect
- Statement of Product Availability
- Seller Issues To Buyer The Tank-To-Tank Transfer Agreement (TTIA) To Be Signed By Buyer And Buyer's Tank Farm.

4. Upon TTIA endorsement from buyer and Buyer tank farm, Seller Issues Injection Schedule To Buyer And Buyer's Tank Farm.

5. Dip Test Commence immediately upon the end of injection process.

7. Upon Successful Dip Test. All Parties Sign NCNDA/IMFPA.

8. The Buyer Makes Payment By Mt103 Or TT Wire Transfer For The Total Product Available.

9. The Seller Changes The Title Of Ownership To The Buyer's Name And Pays All Intermediaries According To The Signed NCNDA/IMFPA For Monthly Deliveries And The Buyer Lifts The Product.

PROCEDURES FOUR (4)

SALES PROCEDURE FOB (ROTTERDAM & HOUSTON)

1. Buyer accepts seller working procedure and ICPO issues to the End seller via Seller's representative.
2. Seller issues a commercial invoice and ICC Warning letter and Buyer signs and returns commercial invoice and ICC Warning letter on a due date along with Buyer TSA.
3. The Seller issues the following PPOP to the buyer for evaluation:
 - Statement of Product Availability
 - IPA
 - Letter of Guarantee
4. Upon buyer verification and confirmation of the above Documents, the buyer provides a signed IPA with his tank company to engage in injection Programming.
5. Upon Endorsement IPA receive from buyer, Seller provides the buyer with Injection program, Fresh SGS, Injection Report, and ATV (Physical Verification) with Unconditional DTA for Dip Test in seller tank for product reconfirmation before injection to buyer tank.
6. Buyer makes 100% payment by MT103 TT wire transfer for the total product and Seller pays commission to all intermediaries involved in the transaction within 24 hours after confirmation of the buyer's payment.
7. Seller issues draft SPA to the buyer to review for R&E monthly deliveries.
8. Buyer reviews and approves the SPA and issues SBLC/IRDLIC irrevocable, non-transferable, auto revolving for 12 months shipment value, documentary letter of credit for length of contract and for each lift per schedule. Buyer pays after Dip Test by MT103 Wire Transfer one each monthly quantity.
9. The subsequent delivery shall commence according to the terms and conditions of the contract.
10. Seller pays commissions to all intermediaries as per IMFPA/NCNDA 24 hours after receiving payment from the buyer

PROCEDURES FIVE (5)

TRANSACTION PROCEDURES (FOB) Rotterdam, Fujairah & Houston

- 1 The Buyer Issue an ICPO. Containing the seller's work procedures and Banking Details along with TSA (TANK STORAGE AGREEMENT), Buyer Certificate of incorporation, Company Profile (CP) and International Passport Copy of the CEO.
2. Seller issues ICC Warning Letter and Commercial Invoice (CI) of products in tank at port, buyer signs and returns the documents with acceptance and commitment letter stating to adhere to seller procedure.

3. The seller issues a copy of the SGS Report strictly JUST to the buyer's Tank farm Company only to verify the SGS Report.
4. after confirmation of successful verification of SGS Report only by Buyer's Tank Farm Company. The Buyer pays his Tank Company for 5 Days TSR and sends his TSR to the Seller. All Parties must sign NCNDA and IMFPA for endorsements.
5. The seller issues the following POP documents to the buyer;
 - (a) SGS report for quality and quantity not older than 48 hours
 - (b) Product Certificate of Origin
 - (c) Product injection report
 - (d) Tank storage receipt with full GPS coordinates
 - (e) Unconditional dip test authorization letter
 - (f) Authorization to sell and collect
 - (i)Q&A
6. After verification of the documents, the injection will be commenced and after injection the buyer makes payment for the total value of the product injected into the tank via MT103-TT.
7. After receiving confirmation of Buyer Payment, the seller immediately transfer the title ownership to the buyer.
8. Seller sends payment of all intermediaries involved in the transaction 24 hours after receiving confirmation of Buyer Payment as per signed & sealed NCNDA/IMFPA which is notarized by Public Notary in Kazakhstan and then monthly remittance is continued as per terms and terms of the contract of sale and purchase agreement t between the buyer and seller

CIF PROCEDURE NON-RUSSIAN ORIGIN / KAZAKHSTAN ORIGIN

1. Buyer issue Irrevocable Corporate Purchase Order (ICPO) to Seller and include banking details.
2. Seller issue Draft Contract to Buyer, Buyer sign and return to Seller along with Letter of Acceptance and Guarantee to issue SBLC MT760 within 10 bank working days or pay Cash Deposit of USD \$320,000 (MT103) as Product Allocation Guarantee.
3. Upon receipt of signed SPA and Letter of Acceptance, Seller issue PPOP consist of the following below:
 - a) Statement of Availability of Product
 - b) Irrevocable Commitment to Supply the Product
 - c) License to Export Approval
 - d) Pro-Forma Invoice (with 10 working days validity

4. Within ten (10) bank working days after receipt of the PPOP documents, Buyer issues SBLC MT760 to Seller Fiduciary Company's bank account or pay Cash Deposit of USD \$320,000 via MT103 as Product Allocation Guarantee to assure the transaction and the payment will be deducted from the total cost of product at discharge port.
5. Upon Seller's receipt and confirmation of SBLC MT760 or Cash Deposit of USD \$320,000, Seller issues a Confirmation of Product Allocation and obtains the Allocation Transaction Passport Code Certificate (ATPCC) from Ministry of Energy to the Buyer, and proceeds with the registration of the full set of POP with the Ministry of Energy and Justice, and with the loading Port Authorities, and charter of vessel for product shipment.
6. Seller sends to Buyer the full set of POP documents and 2% PB (Performance Bond) by Bank to Bank and by email to Buyer. Loading commences according to shipment schedule for shipment within the specified working days after Buyer verification and confirmation of POP and 2% PB. POP DOCUMENTS:
 - a) Certificate of Incorporation
 - b) Act of Transfer
 - c) Commercial Invoice
 - d) Company Tax Payer's Certificate
 - e) Fresh SGS Report at Loading Port
 - f) Tank Receipt
 - g) Vessel Q&Q and Quality Specification
 - h) Bill of Lading
 - i) Certificate of Non-Wooden Package
 - j) Notice of Readiness (NOR)
 - k) Estimated Time of Arrival (ETA)
 - l) Authorization To Sale (ATS)
 - m) Cargo Declaration / Conforming Warrant
 - n) Charter Party Agreement (CPA) to transport the product to the Discharge Port
 - o) Ullage Report
 - p) Customs Declaration Certificate.
 - q) Product Allocation Certificate
 - r) Notarized NCNDA/IMFPA and Endorsed by Seller Bank.

7. Within three (3) banking days of the Vessel arrival at Buyer destination port, Buyer makes payment via TT/MT103 to Seller against Shipping documents and Title transfer.

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