



SOFT CORPORATE OFFER

We the board of directors Najm Petro Oil, hereby issue our soft corporate offer/procedure with given terms and condition and confirm our readiness to execute a full corporate offer and there after a sales and purchase agreement with the end-buyer, for the following product information:

PRICE LIST FROM 18/11/2013 TILL 31/12/2014

| Fuel Type | Discount NEW | Commission paid by the buyer 50% for seller side (closed) 50% for buyer side (open) | First Shipment | Monthly Quantity | Delivery Port |
|-----------|-----------------|---|-------------------|---------------------|----------------------|
| D1 | \$ 80.00 | \$ 10.00 | 100,000 MT | 200,000 MT | CIF/FOB Rotterdam |
| D2 | \$ 80.00 | \$ 10.00 | 100,000 MT | 1,000,000 MT | CIF/FOB Rotterdam |
| D6 | \$ 70.00 | \$ 10.00 | 100,000 MT | 600,000 MT | CIF/FOB Rotterdam |
| JP54 | \$ 15.00 | \$ 3.00 | 1,000,000 BBL | 5,000,000 MT | CIF/FOB Rotterdam |
| JPA-1 | \$ 15.00 | \$ 3.00 | 1,000,000 BBL | 3,000,000 MT | CIF/FOB Rotterdam |
| LNG | \$ 70.00 | \$ 10.00 | 100,000 MT | 200,000 MT | ASWP* |
| LPG | \$ 70.00 | \$ 10.00 | 100,000 MT | 200,000 MT | ASWP* |
| MAZUT 75 | \$ 65.00 | \$ 10.00 | 100,000 MT | 500,000 MT | ASWP* |
| MAZUT 99 | \$ 65.00 | \$ 10.00 | 100,000 MT | 500,000 MT | ASWP* |



APPROVED CIF BANKING/WORKING PROCEDURE

1. Buyer issues **ICPO**, **COMPANY PROFILE** and **COPY OF PASSPORT** and WITH OFFICIAL CONFIRMATION FROM THE BUYER'S BANK THAT THE MT 103/72 CONDITIONAL CAN BE ISSUED, OR WIRE TRANSFER CONDITIONAL, OR CONDITIONAL TELEGRAPHIC TRANSFER (TT) address it like below:

To: NAXIOS TRADING LIMITED

Via & Attn: Sorena Najmabadi (Najm Petro Oil CEO)

2. Supplier issues draft CONTRACT AND PROFORMA INVOICE for negotiation.

Buyer and seller sign and seal after mutual agreement. (The contract and the invoice signed and sealed are sent to the CORRESPONDING banks).

3. Upon the signature of the FINAL CONTRACT AND THE PROFORMA INVOICE with Transaction code reference number, Buyer's Bank

issue for each cargo one MT 103/72 CONDITIONAL OR WIRE TRANSFER CONDITIONAL OR CONDITIONAL TELEGRAPHIC TRANSFER (TT) (to check and verify the documents and the product, including Dip Test Authorization) and REVOLVING.

Send via Swift to the supplier's bank, with copy to supplier's secure E-mail.

- Only the Buyer can release the payment when the condition from the Seller is met, which in this case is: "CONDITION: Payment is released only against documents and product being properly delivered and loaded at the loading port.

The payment is NEVER released before verification by The Buyer of all product documentation, and that the product loaded on the ship.

- The FUNDS are always under the control of The Buyer. The Seller on his part, accepts withholding of the money by Buyer for 10 Banking days, in those 10 days all documentation including DIP TEST and SGS report, must be verified by the Buyer who will receive the BILL OF LADING verifying that

- (i) the product being delivered meets all the technical specifications of The Buyer; and

- (ii) that the product is loaded on the vessel, and ready to go, free and clear.

- The only way to release the payment is: that product is verified by The Buyer and title over the product if transferred to The Buyer and that the Vessel leaves the port of destination, free and clear.

- The Buyer has the right to have a representative at the site of the Loading Port, so that Buyer can complete inspection of the product at his full satisfaction, and verify that product is loaded into the Vessel, to the effect of verifying that all steps previously described are completed, before releasing the payment, and make sure that this is done under total security and safety.



- Along with the Contract of Sale, at the moment of signature, the Buyer may issue a formal written request on his own letterhead duly sealed, requesting that the Buyer or Buyer's representative may be at The Loading Port of shipment, so the Seller may manage and issue the appropriate authorization to the Buyer or his representative, to be on the Loading dock, in situ, at the precise moment that product is being delivered and loaded into the Vessel, as has been described above in this report, before the payment of the product is released by The Buyer. In this way, with this authorization, it will be possible for The Buyer or his representative to make direct verification with their own eyes, that all conditions of validity of the product and loading procedures are completed before the release of the payment.
- All aspects of the issuance of the documents for the product and the CONDITIONAL MT 103/72 (or WIRE TRANSFER CONDITIONAL) must be issued and verified with the person you mentioned to me (Miss or Mr) and the release of payment be ordered after or against the product being fully loaded into the ship.
- payment is never released and is under complete control of the Buyer until the product loaded on vessel is to the full satisfaction of the Buyer.

4. Upon confirmation of the CONDITIONAL MT103/72 the Supplier Issues immediately the following:

All the documents regarding to the product as follows:

- a) The Dip Test Authorization, tank storage, receipt and survey report made by SGS or IASC
- b) Tanker Ullage report at loading port, with time log and Shipmaster report.
- c) Certificate of Origin, countersigned by a local Chamber of Commerce.
- d) Notice of readiness (NOR) lodged by Shipmaster at loading port, countersigned for acceptance by terminal's representative.
- e) Signed commercial invoice, based on the delivered quantity/quality, showing name of vessel date of completion, loading quantity and state of delivery.
- f) Master sample receipt at loading port.
- g) Any other documents pertaining or related to the current trip, duly by the authorized Buyer's persons.
- h) Certificate of Insurance Coverage with payment confirmation issued by Insurance Company.

POP Documents

- Copy of license to export issued by the Ministry of Energy from the country of product origin
- Copy of registration with Ministry of Justice --- Export Duty Control
- Copy of statement of allotment availability of the product by the refinery



- Copy of the refinery commitment to produce the product
- Copy of the contract to transport the Product to the Port
- Copy of the Port Storage agreement
- Copy of the charter party agreement(s) to transport the product to the discharge Port
- Assignment of ownership documents
- Q88 of vessel
- SGS Q/Q certification issued by seller as well as Tank Storage Receipts and Dip Test result

5. Buyer will receive within a short time, all relevant documents of the POP after the confirmation of the MT103/72, Once the buyer has received all the documents, he has 5 (five) banking days to check and verify the product and all the documents (Including the DIP test).

6. Once the DIP TEST is done successfully, the supplier issues COMMERCIAL INVOICE to the buyer. When the Buyer approves all the documents the product will be loaded into the vessel. Buyer receives the Charter Party agreement with the shipping company, the insurance (110% of the value of the product) and the Q88 of the vessel.

7. Supplier issues Bill of lading within 24 hours upon completion of vessel loading.

8. After the vessel is completely loaded and before the vessel leaves the port, Buyer instructs his bank to release the payment (MT103 wire transfer) against all relevant documents agreed and transfers title in the name of buyer.

Sorena Najmabady

A handwritten signature in blue ink, appearing to read "Sorena Najmabady", with a stylized flourish underneath.

**This sample is subject to bankers approval and mutually agreed by both parties
MT103 (CONDITIONAL – REVOLVING) VERBIAGE:**

TO:

Bank Officer:

Phone Number:

Fax Number:

S.W.I.F.T.:

Account Number:

Account Holder:

FROM:

Bank Officer:

Phone Number:

Fax Number:

S.W.I.F.T.:

Account Number:

Account Holder:

BY THE ORDER OF:

TRANSACTION CODE:

BUYER'S CODE:

SELLER'S CODE:

WE, , HEREBY PRESENT OUR IRREVOCABLE, DIVISIBLE, ASSIGNABLE, AND
CALLABLE CASH BACKED S.W.I.F.T. WIRE TRANSFER MT 103 CONDITIONAL IN YOUR FAVOR FOR
THE ACCOUNT OF (_) IN THE AMOUNT OF USD\$ FOR THE
PURCHASE OF

FOLLOWING DOCUMENTS.

LIST OF THE DOCUMENTS:

PRODUCT HEREIN DESCRIBED BY VERIFICATION FOR THE

- The Dip Test result occurred by the buyer inspection
- Tank storage official receipts/numbers and survey report and result made by SGS or IASC
- Tanker Ullage report at loading port with time log and Shipmaster report
- Certificate of Origin, countersigned by country of product origin Chamber of Commerce
- Notice of readiness (NOR) lodged by Shipmaster at loading port, countersigned for acceptance by terminal's representative
- Signed commercial invoice, based on the delivered quantity/quality, showing name of vessel date of completion, loading quantity and state of delivery
- Master's sample receipt at loading port
- Certificate of Insurance Coverage with payment confirmation issued by Insurance Company
- Titles of product ownership in the name of buyer

POP Documents

- Copy of license to export issued by the Ministry of Energy from the country of product origin
- Copy of registration with Ministry of Justice -Export Duty Control
- Copy of statement of allotment availability of the product by the refinery
- Copy of the refinery commitment to produce the product
- Copy of the contract to transport the Product to the Port
- Copy of the Port Storage agreement
- Copy of the charter party agreement(s) to transport the product to the discharge port
- Assignment of ownership documents
- Q88 of vessel
- SGS Q/Q certification issued by seller as well as Tank Storage Receipts and Dip Test result

THIS S.W.I.F.T. IS CONDITIONAL UPON CERTIFIED THE ABOVE DOCUMENTS.

WE HEREBY CONFIRM THAT THE FUNDS ARE GOOD, CLEAN AND CLEARED FUNDS OF NONCRIMINAL
ORIGIN AND ARE FROM A LEGAL SOURCE.

THIS IRREVOCABLE S.W.I.F.T. IS A BINDING FULLY PERFORMED DUE BILL AND IS IMMEDIATELY
CALLABLE CASH PAYMENT AGAINST CONDITIONAL THE VERIFY OIL PRODUCT DOCUMENTS
OUR ACCEPTANCE FOR THE PURCHASE AND DELIVERY.

INSTRUMENTS:

CURRENCY: UNITED STATES OF AMERICA DOLLARS

TERM: OIL PRODUCT

THIS CONDITIONAL, IRREVOCABLE, DIVISIBLE, ASSIGNABLE, AND CALLABLE S.W.I.F.T. WIRE
TRANSFER IS VALID FOR TEN (10) BANKING DAYS FROM DAY OF 2013 AND UNTIL
THE DAY OF 2013 17: 00 HRS CENTRAL EUROPEAN TIME.

THIS IS AN OPERATIVE BANK INSTRUMENT AND IS SUBJECT TO THE UNIFORM COMMERCIAL
CODE AS IT RELATES TO BANK CREDIT INSTRUMENTS.

BANK OFFICER BANK OFFICER

NAME NAME

TITLE TITLE

With revolving added the formula "the value of this instrument will be re-open every month till the end of the
present contract"