

From: [REDACTED] <[REDACTED]>

To: Je vacation <jeevacation@gmail.com>

Subject: Fwd: LOI Thomas World AirWays, LLC - BBJ MSN 30884

Date: Sun, 04 Sep 2016 12:41:31 +0000

Attachments: Letter_of_Intent_[Thomas_World_Air]_-_Executed_4_Sep_2016.pdf

Inline-Images: image001.png

From Claire

Sent from my iPhone

Begin forwarded message:

From: Claire Brugirard <[REDACTED]>

Date: September 4, 2016 at 8:38:32 AM EDT

To: Darren Indyke <[REDACTED]>

Cc: [REDACTED] <[REDACTED]>

Subject: RE: LOI Thomas World AirWays, LLC - BBJ MSN 30884

Dear Darren,

Dear [REDACTED]

I am pleased to send you herewith the updated LOI signed by our CEO, dated 4th September 2016; I kindly ask you to return the countersigned document via scanned email.

- Threshold has been put back to USD 500,000
- Wording "in form and substance acceptable to the FAA" has been reinserted
- Validity has been set to 8th September

With regards to the certification of the aircraft;

- This Aircraft has FAA approved STCs for up to 19 seats (including the modification whereby the dining table was removed)
- There is an EASA approved STC which was done for cabin reconfiguration from 19 to 22 seats passenger occupancy (for the aft facing divan)
- The STC is for private use; Royal Jet got the necessary waivers approved by GCAA for commercial air transport

Generally we recommend that the buyer ensures from his end that all documents provided to him shall be accepted by the FAA for import and registration. We do not know if FAA rules and regulations impose any additional requirements for aircraft import criteria, therefore we recommend that this is checked by yourselves.

We look forward to moving towards the next steps in the process of this transaction; i.e. Escrow Deposit, Aircraft Draft Purchase Agreement and Pre-Purchase inspection.


If you have any questions, please do not hesitate to call me anytime.

Best Regards



Claire Brugirard
Sales Manager



From: Darren Indyke [mailto:]
Sent: Thursday, September 1, 2016 7:26 PM
To: Claire Brugirard
Cc: 
Subject: Re: LOI Thomas World AirWays, LLC - BBJ MSN 30884
Importance: High

Dear Claire,

Thank you for your email attaching a revised LOI for BBJ MSN 30884. Your changes are acceptable subject to two revisions:

1. The "Threshold" must be restored to the \$500,000 amount provided for in the original proposed LOI.
2. As I believe you are aware, it is the purchaser's intention to register the Aircraft in the United States. Because of the changes made to the Aircraft's interior, it is essential that Aircraft be delivered in a condition acceptable to the FAA so that a U.S. C of A may be obtained for the Aircraft and an N number may be issued. This is the reason for the request that the Export C of A be "in form and substance acceptable to the FAA." We therefore request that language "and in form and substance acceptable to the FAA" be reinserted into paragraph 6 of the LOI.

In addition, we should change the acceptance deadline in paragraph 10 so that it reflects the date by which both parties will actually sign the LOI.

The revised LOI that you sent is in pdf form and we are unable to make changes to it. Please make the changes to the LOI as requested above and re-send it to me for signature.

I look forward to working with you.

Regards,

DARREN K. INDYKE
DARREN K. INDYKE, PLLC



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On Aug 31, 2016, at 9:41 AM, Claire Brugirard <[REDACTED]> wrote:

Dear [REDACTED]
Dear Darren,

I am pleased to send you herewith the LOI signed by our CEO incorporating our proposed changes (kindly refer to the redline PDF which shows the changes vs your LOI for easy reference).

If you are in agreement with the proposed changes, we would appreciate if you could countersign and send it back by return email.

As a matter of transparency, we would like to clarify in advance with you that with regards to "discrepancies" which shall be defined in detail in the purchase agreement, cosmetic and non-airworthy cabin items should be excluded and such items should not be considered as a reason for rejection.

Furthermore, I am pleased to introduce you to the following people in copy of this email who will be working on this project within Royal Jet;

- Mr Rob DiCatri, CEO
- Mr Fahad Wali, Chief Commercial Officer
- Mr Ashok Kumar, CFO
- Mr Husham Osman, Director Technical

If you have any questions, please do not hesitate to call me on my mobile.

We look forward to hearing from you at your earliest convenience in order to move forward with this transaction.

Best Regards

<image001.png>

Claire Brugirard
Sales Manager



<Letter of Intent - Executed by RJ - 31 Aug 2016.pdf><LOI (Thomas World Air) (red-line).pdf>