

From: "jeffrey E." <jeevacation@gmail.com>
To: Alireza Ittihadieh <[REDACTED]>
Subject: Re: SPA Pichton II and Plan D
Date: Tue, 28 Apr 2015 14:44:37 +0000

frankly , this is the last thing on my mind sorry, I will know more after 6 eastern.

On Tue, Apr 28, 2015 at 9:12 AM, Alireza Ittihadieh <[REDACTED]> wrote:
What should be done?

Alireza I.

Begin forwarded message:

From: "Watson, Derek" <[REDACTED]>
Date: 28 April 2015 08:59:35 GMT-4
To: Alireza Ittihadieh <[REDACTED]>
Subject: FW: SPA Pichton II and Plan D

Alireza, I did not receive any reply to my e-mail below, have you heard anything from buyer?

Best regards

Derek

From: Watson, Derek
Sent: 23 April 2015 2:02 PM
To: 'Darren Indyke'
Subject: RE: SPA Pichton II and Plan D

Darren, have you reviewed the revised draft and do you have any other comments than the two you mentioned below?

Best regards

Derek

From: Watson, Derek
Sent: 21 April 2015 3:52 PM
To: 'Darren Indyke'
Subject: RE: SPA Pichton II and Plan D

I will wait to hear from you after you have reviewed the draft and then take instructions.

Many thanks

Derek

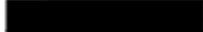
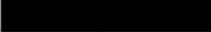
From: Darren Indyke [<mailto:> ]
Sent: 21 April 2015 3:48 PM
To: Watson, Derek
Subject: Re: SPA Pichton II and Plan D

Set the cap at \$100,000

We can control our bank transfer fees but not fees at the escrow agent's bank or your bank. We should only take responsibility for our bank's transfer fees.

I am in meetings all day today and will review the drafts as soon as I can.

Thanks.

DARREN K. INDYKE
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On Apr 20, 2015, at 11:09 AM, Watson, Derek <[REDACTED]> wrote:

Thanks Darren. On the basis that these are the buyer’s final comments:

- the only point which was not acceptable was the deletion of cap on buyer’s costs indemnity in sections 2.7 and 4.1(g) as seller will not agree an open-ended amount;
- in view of your further comments section 7.2(a) has been amended to make clear it is only getting at bank transfer fees and that Seller should receive purchase price in full, any such bank fees being for buyer’s account; and
- all your other further comments have been incorporated in the attached revised draft (thelblackline is against your latest version).

I believe the SPA should now be in acceptable form and look forward to receiving your confirmation. I have been instructed that if buyer is not willing to sign without further delay then seller wishes to terminate the discussions.

Best regards

Derek

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Derek Watson

Partner*

T: [REDACTED] | F: [REDACTED]

M: [REDACTED]

[REDACTED]

Assistant: Claire Bayley, T: [REDACTED]

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From: Darren Indyke [[mailto:\[REDACTED\]](mailto:[REDACTED])]

Sent: 16 April 2015 7:54 PM

To: Watson, Derek

Subject: SPA Pichton II and Plan D

Derek,

I trust that your holiday is going well. Please see my attached revisions marked to your latest draft SPA.
Thanks.

EFTA00858326

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