
ALPE STANDARD PROCEDURE – INCOTERMS 2020

1. LOI + End Buyer CIS/KYC

The end buyer submits an official Letter of Intent (LOI), together with the end buyer's full CIS/KYC (corporate documents, UBO/beneficial owner, signing authorities, full contact details), plus preliminary evidence of import capability where applicable.

Note: *In case of an intermediary company, it must provide a Letter of Representation after receiving the SCO.*

2. Issuance of FCO / Seller's Offer

ALPE BRASIL (Seller) issues a formal FCO reflecting the aligned terms (Incoterms, destination, quantities, specifications, validity), including the Seller's non-negotiable procedure.

Note: *The intermediary company must provide a Letter of Representation. Without this, the transaction will be cancelled at this stage of the negotiation.*

3. ICPO + Full KYC + Proof of Capability (RWA/BCL/POF)

The buyer returns the signed/stamped FCO and provides:

- **3.1.** ICPO in accordance with ALPE BRASIL procedure and the approved commercial terms.
- **3.2.** Passport/ID (full color copy) of the authorized signatory.
- **3.3.** Full KYC pack (company registration, articles/bylaws, authorization/board resolution/POA, UBO declaration, proof of address, phone numbers/emails).
- **3.4.** RWA/BCL/POF evidencing financial capability, as required by the Seller's compliance.
- **3.5.** Where required by destination (licenses/authorizations/fees), evidence that the buyer has the means and permissions to import/clear the cargo.

ALPE BRASIL reserves the right to request additional documents and compliance clarifications.

4. Draft SPA Issuance

ALPE BRASIL (Seller) issues and sends the Draft SPA to the buyer within 72 hours after receipt of the complete package under item 3.

5. Draft SPA Review and Acceptance

The buyer reviews and confirms acceptance of the Draft SPA in writing within 72 hours or returns a consolidated list of requested amendments. If agreed, the Seller revises and re-issues the draft.

6. Execution of Final SPA + Commercial Invoice (CI)

ALPE BRASIL issues the final SPA, signs and stamps it, and sends it to the buyer together with the Commercial Invoice (CI) (and Proforma Invoice, if required). The buyer signs/stamps and returns the executed SPA within 24–48 hours.

7. Bank Filing (Recommended)

After execution, the parties may lodge a copy of the signed SPA with their respective banks for traceability and operational readiness.

8. Payment Instrument – Bank-to-Bank (Mandatory Pre-Shipment Condition)

The buyer must issue the payment instrument bank-to-bank, in favor of ALPE BRASIL (Seller), as follows:

- **8.1. Monthly Shipments / Contract:** SBLC MT760 (irrevocable, confirmed, operative, at sight, transferable, divisible and revolving), valid until the end of the contract, with revolving terms consistent with the monthly value and schedule.

9. Instrument Verification and Confirmation

The instrument must be issued by a bank acceptable to ALPE BRASIL and, where applicable, confirmed by the confirming bank appointed by the Seller. Shipment procedures will start only after ALPE BRASIL receives formal confirmation from its bank that the instrument is operative and compliant.

10. No “Full POP” Prior to Operative Instrument

ALPE BRASIL does not provide “Full POP” or sensitive operational documents before the instrument is operative and confirmed by the Seller’s bank.

Any prior proof will be limited to corporate and compliance documents, at the Seller’s discretion.

11. Performance Bond (PB) – ALPE Policy

No Performance Bond (PB) shall be issued unless expressly required in the final SPA and approved by ALPE BRASIL's compliance and legal/banking counsel. If agreed, the PB may only be issued after the instrument is operative and confirmed, with wording approved by both banks.

12. Shipment Execution and POL Inspection

After confirmation of the instrument, ALPE BRASIL schedules shipment. Independent inspection at the Port of Loading (POL) by SGS/BV or equivalent (as per SPA) will issue certificates aligned with the SBLC documentary requirements.

13. Documents Presentation and Payment (UCP 600 / Banking Rules)

ALPE BRASIL will present the full set of documents as per the SPA and instrument (e.g., B/L, CI, Packing List, COO, SGS/BV, CIF insurance policy, etc.). Payment shall be made at sight against compliant documents, directly to the Seller's bank.

14. Transfer of Title/Ownership

Transfer of title/ownership shall occur through the B/L and documentary set, in accordance with the SPA and the banking instrument rules. No generic "ownership transfer" mechanism applies outside standard documentary trade practice.

15. Customs Clearance Responsibilities (Incoterms 2020)

- **Seller:** export customs clearance at POL and issuance of export documents.
- **Buyer:** costs and responsibilities for import/customs clearance at POD (taxes, duties, licenses).

16. Discharge Port Inspection (If Applicable)

If destination inspection is required, it shall be at the buyer's expense and within the timeframe agreed in the SPA. Failure to perform destination inspection shall not prevent payment already triggered by compliant documents, unless expressly and bank ably stated in the instrument.

17. Governing Law and Dispute Resolution

Governing law and arbitration/venue will be defined in the SPA (ICC recommended).

The LOI is non-binding, except for confidentiality and non-circumvention clauses where applicable.