

To: [REDACTED]
Cc: Germon, Howard H [REDACTED]
[REDACTED]; Whittaker, Raymond V
SIK[REDACTED]
From: Poland, Marc B SIK
Sent: Mon 3/22/2010 4:17:27 PM
Subject: RE: forward on to george and mark

To offer a bit more clarity on what seems like a deal we can close, subject to Jeffrey's acceptance;

- New aircraft to match configuration of 750 in all regards, except cosmetics.
- Customer retains flexibility to specify new colors and interior materials.
- Baseline delivery will be June or July (July latest in contract, but I think we can pull in to June), final delivery in March, 2010.
- Price is as follows;

○ Calculated price	\$12,750,000
○ Less early-pymt discount	(\$250,000)
○ Less 'entitlements' (1)	<u>(\$190,000)</u>
○ NET PRICE	\$12,310,000

- Payment on contract execution is \$10,463,500. This is the 85%, exactly as described on 3/18. No payment at baseline delivery, and balance on final delivery of completion services.
- In the event of a contract being signed for the 76D prior to June 30, 2010, an adjustment will be made to the above price; reducing the 'NET PRICE' and the balance due on final delivery by \$100,000. This will yield the ~\$12.2M mentioned by Jeffrey.

Please confirm that the above is acceptable, following which we will swiftly adapt a contract to fit this and provide it to Darren for his review.

NOTES -

(1) presumes that 'entitlements' purchased on 750 will not go to new buyer, but will be transferred to this new ship. This includes the AAG charter time, additional training, and third year of warranty. We'll have to sort this out contractually with a series of short documents, but I suggest we keep the current contract 'clean' in this regard.

- Services Assignment Agreement : Extracts and assigns to new owner of 750 those entitlements contained in our standard offering

- Termination Agreement : Terminates all obligations of the 750 sales agreement
- Services Agreement : Obligates Sikorsky to buyer for the additional entitlements, now associated with a new purchase.

Any questions, please do not hesitate to contact me.

Thank you.

Marc B. Poland
Commercial Director

Sikorsky Global Helicopters

From: [REDACTED]
Sent: Monday, March 22, 2010 11:43 AM
To: [REDACTED]; Poland, Marc B SIK
Subject: Fwd: forward on to george and mark

Jeffrey ask me to Forward this to you Marc,

thanks,

Larry