

Connie Davis  
Sr. Contract Specialist  
CIT Rail



August 10, 2016

Chief, Section of Administration  
Office of Proceedings  
Surface Transportation Board  
Washington, D.C. 20423

RECORDATION NO. 32281  
FILED AUGUST 10, 2016 1:36 PM  
SURFACE TRANSPORTATION BOARD

**RE: IVX01002L**

Dear Secretary,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) is a Memorandum of Lease Agreement dated as March 31, 2016 to a primary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease Agreement.

Lessee: Indorama Ventures Xylenes & PTA LLC  
1401 Finley Island Road  
Decatur, AL 35601

Lessor: The CIT Group/Equipment Financing, Inc.  
30 South Wacker Drive, Suite 2900  
Chicago, IL 60606

A description of the railroad equipment covered by the enclosed document is: Railcars within the series CEFX 1502 and CEFX 2012 as more particularly set forth in the equipment schedule attached to this document.

A short summary of the document to appear in the index is: Memorandum of Railcar Lease.

Kindly return stamped copies of the enclosed document to the undersigned.  
If you have any questions or concerns, please contact Connie Davis at 312.906.5871.

Best regards,

/s

Connie Davis  
Sr. Contract Specialist  
CIT Rail

Enclosure

**CIT RAIL**  
30 South Wacker Drive  
Suite 3000  
Chicago, IL 60606

t: 312.906.5907 f: 312.906.5833  
[Tina.Amico@cit.com](mailto:Tina.Amico@cit.com)

**Schedule A**

<b><u>Quantity</u></b>	<b><u>Description and mark</u></b>
1	GP15D 1500hp, locomotive CEFX 1502
1	GP20D- 2, 000hp, locomotive CEFX 2012

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MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 31<sup>st</sup> day of March, 2016, is made by The CIT Group/Equipment Financing, Inc. a Delaware corporation, with an address at 30 South Wacker Drive, Suite 2900, Chicago, Illinois 60606 (the "Lessor"), and Indorama Ventures Xylenes & PTA LLC, a Delaware limited liability company, with an address at 1301 Finley Island Road, Decatur, AL 35601 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee are parties to that certain Locomotive Lease Agreement dated as of June 3, 2015 (as previously amended by Amendment No. 01 dated January 29, 2015, and effective as January 5, 2016, the "Agreement") and Full Service Schedule No. 01 thereto dated June 3, 2016, and Full Service Schedule No. 02 thereto dated February 23, 2016 (the "Schedule"; the Schedule and the Agreement to the extent relating to the Schedule, are hereinafter referred to as the "Lease") covering the equipment listed on Schedule A hereto (the "Equipment"), and

WHEREAS, the Parties wish to show for the public record the existence of the aforesaid Lease, and the respective interests therein of the Parties and accordingly the Parties have caused this Memorandum to be executed by their respective duly authorized officers, as of the date first above written,

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

The CIT Group/Equipment Financing, Inc.

By: [Signature]  
Name: KENNETH M. PIERCE  
Title: SVP

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

Indorama Ventures Xylenes & PTA LLC  
By: [Signature]  
Name: SRINIVASAN PRAKUSHANKAR  
Title: Sr. V.P.

XXXX###FSCHEDULECU

CONFIDENTIAL

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CIT RAIL  
30 South Wacker Drive  
Suite 3000  
Chicago, IL 60606

t: 312.906.5907 f: 312.906.5833  
[Tina.Amico@cit.com](mailto:Tina.Amico@cit.com)

Schedule A

(1) GP15D-1,500hp, locomotive	CEFX 1502
(1) GP20D-2,000hp, 4 axle, locomotive	CEFX 2012

