

Terms and conditions



Subscription Window (“TCSW”) of 09 December 2021 for Long Term BioLNG Services (“Services Offered”) for Long Term BioLNG Services (“Services Offered”)



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2. INTERPRETATION

In this Terms and Conditions for the Subscription Window ("TCSW"):

- All references to a clause/section/paragraph, unless specified otherwise, are references to a clause/section/paragraph in this TCSW;
- All capitalized words and expressions used in this TCSW are to be interpreted according to the list of definitions in the LNG Access Code for the Zeebrugge LNG Terminal ("LNG Access Code"), unless specifically defined in this TCSW;
- The layout, heading and (sub)sections are only for the benefit of the reader and are inconsequential as regards the interpretation of content of this TCSW;
- The description of rules, conditions and provisions only relates to the LNG Services Offered via this TCSW;
- All dates and time are referred to as in Belgium local time.

3. INTRODUCTION

3.1. Scope

This TCSW defines the relation between the Terminal Operator and the Participant to the Subscription Window and the requirements for participating to the Subscription Window.

The object of this Subscription Window concerns Long Term BioLNG Capacities starting on 01 January 2022 according to the provisions in the LNG Access Code.

[LNG Access Code](#)

This Subscription Window will start on 09 December 2021 at 09:00h ("Opening Time") local time and comes to an end on 23 December 2021 at 18:00h ("Closing Time") local time.

All requests received from Participants are binding (hereafter referred to as "Binding Requests"). Any Binding Requests received by the Terminal Operator after the above-mentioned Closing Time shall automatically be excluded from this Subscription Window.

The Terminal Operator will allocate the Long Term BioLNG Capacities offered through this Subscription Window at the latest on 24 December 2021 at 15:00h.

After the publication of these Terms and Conditions, only as from 01 January 2022, any remaining Services Offered will be available on a First Committed First Served ("FCFS") basis, until the start of the next subscription window. Capacities for 2023 and 2024 available in FCFS remain limited to the offered capacities in this Subscription Window.

3.2. Description of the Offered services

Fluxys LNG offers this Long Term BioLNG Capacity in two lots because the BioLNG market is an emerging market, and opportunities for the market in 2023 -2024 can still change. In this respect Fluxys LNG offers half of the capacity in Lot 2 (2023-2024) in this Subscription Window to allow the market to also access the other half in the next subscription window that will be organized in the second half of 2022.

The object of the Subscription Window (the “Offered LNG Services”) consists of two lots (“Lot”):

1. **Lot 1** for Long Term BioLNG Capacity offered for the period 01/01/2022 – 31/12/2022 (Gas Day). The maximum capacity for year 2022 is:

| Year | Maximum Long Term BioLNG Capacity |
|------|-----------------------------------|
| 2022 | 21.600 MWh/month |

2. **Lot 2** for Long Term BioLNG Capacity offered for the period 01/01/2023 – 31/12/2024 (Gas Day). The maximum capacity for years 2023 and 2024 are:

| Year | Maximum Long Term BioLNG Capacity |
|------|-----------------------------------|
| 2023 | 10.800 MWh/month |
| 2024 | 10.800 MWh/month |

For the avoidance of doubt, the Participant can decide the capacity himself as long as the capacity does not exceed the maximum offered capacity. The capacity requested can be different for each year subject to this Subscription Window.

3.3. Requesting the Services

A binding Long Term BioLNG Capacity for a Lot, shall be requested by stating the maximum capacity ("Maximum Request" in MWh/month) and a minimum capacity ("Minimum Request" in MWh/month) of Long Term BioLNG Capacity by means of the Service Request Form For Contracting (see SRFC in schedule 1 of this TCSW).

Note that (i) not submitting a Maximum Request for a year results in a capacity request of zero (0) MWh/month and (ii) not submitting a Minimum Request next to a capacity request will be considered as a Minimum Request of zero (0) MWh/month

3.4. Tariff(s)

The applicable tariffs to the Services Offered through this Subscription Window are the Regulated Tariffs as published on the Terminal Operator's website:

[Fluxys LNG services tariffs](#)

4. PARTICIPATING AND SUBMITTING A BINDING REQUEST

For the avoidance of doubt, pursuant to the Code of Conduct, before becoming a Participant a party has to be a Terminal User by having signed the LNG Terminalling Agreement ("LTA"). By submitting to Terminal Operator a duly completed and signed Binding Request, by means of the Service Request Form For Contracting (SRFC) to this Subscription Window, Terminal User becomes a Participant.

The Participant can send one (1) Binding Request during the Subscription Window that must be received no later than on the Closing time of this Subscription Window.

The Binding Request shall be sent to the Terminal Operator by e-mail info.LNG@fluxys.com addressed to

*Fluxys Belgium SA
Kunstlaan 31
1040 Brussels, Belgium*

Other information or notices can also be sent per e-mail to: info.LNG@fluxys.com

Any notice pursuant to this article, shall be deemed effective (within Opening Time and the Closing Time) on the date/time that such e-mail is delivered to recipient.

4.1. Evaluation of the Binding Request

The Terminal Operator shall evaluate if the Binding Request for a Lot of the Participant is in accordance with the rules as set out in this TCSW. Terminal Operator has the right to require an adapted SRFC from the Participant, replacing the previous SRFC in case of missing information received on the SRFC before the Closing Time.

The Terminal Operator shall in no way be liable for any damages of whatsoever nature in the event the Terminal Operator does not accept the Binding Request of the Terminal User as a result of an incomplete SRFC.

5. Allocation Process

5.1. Allocation Rules

The available Services under this Subscription Window between the Participants shall be allocated as follows for each Lot independently (as defined in 2.2 of the LNG Access Code):

1. If the total requested capacity in all years is less than or equal to the available capacity offered in the Subscription Window, each participant will be allocated the capacity requested;
2. If the total requested capacity in any year is more than the available capacity offered in the Subscription Window, binding capacity requests will be allocated as follows:
 - a) priority will be given to the binding capacity request with longest duration;
 - b) between binding capacity requests with the same duration:
 - i. the available capacity will be allocated pro rata the capacities requested ;
 - ii. if the application of the proportional allocation rule results in a certain capacity being allocated in a year to a participant which is less than the Minimum Request indicated by this participant for this year, no capacity will be allocated to this participant; and
 - iii. the capacity, which has not been allocated to certain participants will be allocated pro rata the capacity requested to the other participants insofar the minimum requests of the other participants are met.

For the avoidance of doubt, the longest duration is not applicable for Lot 1.

Terminal Operator will inform each Participant about its allocation results no later than 24 December 2021 at 15:00h local time, by e-mail to Participant sender of the binding request.

5.2. Performance of the Services Offered

The submission of a Binding Request (by means of an SRFC) for a Lot constitutes a legally binding offer on the part of the Participant which, for the Services allocated to the Terminal User pursuant to and in accordance with the TCSW, shall be a legally binding commitment on Participants' part, governed by the main conditions for LNG Services (LTA and the LNG Access code).

Terminal Operator shall only be considered to perform the LNG Services if Terminal Operator has executed the necessary Service Confirmation (as defined in LNG Access Code).

6. Other provisions

6.1. Representations and Warranties by the Participant

In addition to article 11 of the LTA, the Participant warrants and represents:

- It determines independently its participation in the Subscription Window, without any contact with a competitor as to the frequency and the level of its Binding Request. The Participant is aware of the obligations set by article 101 of the Treaty on the functioning of the European Union, article 2 of the Belgian *loi sur la protection de la concurrence économique / Wet tot bescherming van de economische mededinging*;
- It has not already sold, even on a conditional basis, the capacity which is being awarded through the Subscription Window; and
- The Participant will only submit a Binding Request for capacity pursuant to a *bona fide* estimate of Participant's actual needs. The Participant will not engage in hoarding behavior.

6.2. Languages

All communications pertaining to the Subscription Window shall be in the English language only. The convention used for writing numbers in this TCSW is that the point is used to indicate multiples of a thousand and the comma as the decimal point.

6.3. Governing Law and disputes

For the avoidance of doubt, article 6 of the LTA is applicable.

Schedule 1

SRFC for offered LNG Services requested by Terminal User



SERVICES REQUEST FORM for CONTRACTING (SRFC)

1. Client

| |
|----------------------|
| Company Name : |
|----------------------|

2. Request for Long Term Bio LNG Capacity : "Binding Request"

| Request for Long Term BioLNG capacity | LOT nr | Year | Available capacity | Maximum Request MWh | Minimum Request MWh |
|---------------------------------------|--------|------|--------------------|---------------------|---------------------|
| | LOT 1 | 2022 | 21.600 MWh/month | | |
| | LOT 2 | 2023 | 10.800 MWh/month | | |
| | | 2024 | 10.800 MWh/month | | |

Signing Date:

Name :

Position:

Signature:

To be sent by registered mail, express courier service or electronic mail (confirmed by registered letter or by express courier) to:

Fluxys LNG SA
Rue Guimard 4
1040 Brussels
Belgium
E-mail: info.lng@fluxys.com

By signing this SRFC, Client acknowledges and accepts all the provisions of the applicable regulated contractual documents and the Terms and Conditions for the corresponding Subscription Window for Long Term BioLNG services at the Zeebrugge LNG Terminal.