



**Terms and Conditions for the Subscription Window
of May 2021 (“TCSW”)**

For

**Additional Berthing Rights and Stand Alone Berthing
Rights at the Zeebrugge LNG Terminal**

1. Preliminary note

It should be noted that, at the Opening Date of this Subscription Window as specified in paragraph □ of this TCSW:

- 1) the applicable regulated documents (the LNG Terminalling Agreement for LNG Services "LTA", hereafter the "Agreement", the LNG Access Code "ACL" and LNG Terminalling Programme "LTP") have been approved by the CREG on 17 December 2020 (LTA and ACL) and 11 February 2021 (LTP).
- 2) the regulated tariffs for LNG Services offered in this Subscription Window have been approved by CREG on 9th July 2020.

2. Interpretation

In this TCSW:

- 1) all references to a clause/section/paragraph, unless specified otherwise, are references to a clause/section/paragraph in this TCSW;
- 2) all capitalized words and expressions used in this TCSW are to be interpreted according to the list of definitions of chapter 5 of the "ACL", unless specifically defined in this TCSW;
- 3) 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;
- 4) the description of rules, conditions and provisions only relates to the LNG Services offered via this TCSW;
- 5) all dates and time are referred to as in Belgium local time, i.e. CET.

3. Introduction

As provided for in the ACL, Additional Berthing Rights and Stand Alone Berthing Rights can be offered to the market. In this context Fluxys LNG has decided to launch this subscription window ("Subscription Window") consisting of:

- the Subscription of Additional Berthing Rights (hereafter "ABRs")
- the Subscription of Stand Alone Berthing Rights (hereafter "SABRs")
- the opportunity to convert already subscribed Additional Berthing Rights ("ABR") into Stand Alone Berthing Rights ("SABR").

3.1. Scope

This TCSW defines the relationship between the Terminal Operator and the Participant for the Subscription Window, as well as the subscription requirements and procedure for participating in the Subscription Window.

This Subscription Window is restricted to Additional Berthing Rights and Stand Alone Berthing Rights and will be open from the Opening Date of 17th May 2021 at 10:00 AM until the Closing Date of 30th May 2021 at 06:00 PM.

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

The Terminal Operator will allocate the Additional Berthing Rights, Stand Alone Berthing Rights and subscribed Additional Berthing Rights converted into Stand Alone Berthing Rights through this Subscription Window, as detailed in paragraph 5 of this TCSW.

As from June 7th 2021, a total of 30 Additional Berthing Rights/Stand Alone Berthing Rights can be subscribed, strictly for use before December 31st 2021. Additional Berthing Rights, Stand Alone Berthing Rights are also offered up to 2039 (see 3.2) together with the possibility to convert already subscribed ABRs into SABRs.

In case Additional Berthing Rights and Stand Alone Berthing Rights are still available after this Subscription Window, the remaining Additional Berthing Rights and Stand Alone Berthing Rights can be booked FCFS for any duration up to December 31st 2039 (until the next Subscription Window).

3.2. Description of the offered services during the Subscription Window

During the Subscription Window following services are offered to participants:

1. The subscription of ABRs and SABRs with a Start Date equal to or later than 7th June 2021 and an End Date equal to or before 31st December 2039. The total number of available Additional Berthing Rights and Stand Alone Berthing Rights are:
 - a. A total of 30 ABRs/SABRs for the remaining months in 2021;
 - b. A total of 58 ABRs/SABRs per year for the period 2022-2026;
 - c. A total of 70 ABRs / SABRs per year for the period 2027-2039.
2. The conversion of already contracted Additional Berthing Rights into three (3) Stand Alone Berthing Rights for the same contractual period as the ABR. Note that the conversion of ABRs into SABRs is only possible for ABRs subscribed before the Opening Date of this Subscription Window and with an End Date later than 07th June 2021.

Fluxys LNG reserves the right to extend the offer for more berthing rights – subject to an investment decision – in case of substantial demand. It has to be noted that Additional Berthing Rights and Stand Alone Berthing Rights are subject to the maritime rules applicable the port of Zeebrugge as mentioned in the ACL.

3.3. Tariff

The Additional Berthing Rights and Stand Alone Berthing Rights contracted under this Subscription Window are subject to the Regulated Tariffs.

The monthly-updated tariffs can be found on the Fluxys website: https://www.fluxys.com/en/products-services/empowering-you/tariffs/tariff_fluxyslng-lng

For information, the April 2021 tariffs are:

- 83.693,11€ for an Additional Berthing Right, plus:
 - o 0,20 €/MWh for LNG Redelivery Services
- 28.564,14 € for a Stand Alone Berthing Right, plus:
 - o 0,75 €/MWh for LNG Delivery Services, applicable as from 38.205 MWh reloaded;
 - o 1,12 €/MWh for LNG Redelivery Services, applicable as from 25.561 MWh reloaded

4. Participating and submitting a Binding Request

4.1. Becoming a Terminal User under the Agreement

A Participant to this Subscription Window must become a Terminal User by signing the LNG Terminalling Agreement for LNG Services. To that end, interested parties who have not yet entered into the LNG Terminalling Agreement need to:

1. Make a request to receive a copy of the LNG Terminalling Agreement for LNG Services by sending a completed Know-Your-Customer Form to info.LNG@fluxys.com.
2. The requesting party will receive a copy of the LNG Terminalling Agreement for LNG Services no later than 5 Business Days after Terminal Operator has received all information required in the KYC and after a positive creditworthiness assessment;
3. Return to Terminal Operator two duly signed and initialed copies of the LNG Terminalling Agreement for LNG Services.

As from the reception and (counter)signing by Terminal Operator of the LNG Terminalling Agreement for LNG Services, requesting party is a Terminal User and can become a Participant under this TCSW. The Terminal Operator will

subsequently send one signed copy of the LNG Terminalling Agreement for LNG Services to the Terminal User.

4.2. Participant to the Subscription Window

Any Terminal User interested in booking Additional Berthing Rights and/or Stand Alone Berthing Rights and/or converting subscribed ABRs into SABRs under this Subscription Window is a Participant as from the moment such Terminal User submits before the Closing Date of the Subscription Window to Terminal Operator a duly completed and signed version of the Service Request Form for Contracting (hereafter SRFC), see Annex A & B & C.

Please note that, only one (1) Affiliate may participate to the Subscription Window. If it appears that two or more Affiliated Companies (intend to) take part in the Subscription Window, the Terminal Operator will exclude all concerned Affiliated Companies from this Subscription Window, except the first one having sent a Binding Request.

A Participant may simultaneously submit its Binding Request with its request for an LNG Terminalling Agreement, but such Binding Request will only be considered as a valid Binding Request if a version of the Agreement signed by the Terminal User authorized representatives is returned to the Terminal Operator before the Closing Date of the Subscription Window.

4.3. Submitting the SRFC of the Binding Request:

4.3.1. Subscription of Additional Berthing Rights

During the Subscription Window, a Participant can submit a Binding Request for contracting Additional Berthing Rights by submitting a duly completed and signed Service Request Form for Contracting - as made available in Annex A of this TCSW. This request will specify the "Minimum Request" and the "Request" of Additional Berthing Rights and the Start and End Date expressed in (whole) calendar years, with the exception that for calendar year 2021 the Start Date must be 7th June 2021:

- (i) the "Minimum Request" is the number of ABRs for the period requested, under which Participant is not interested in subscribing ABRs; and
- (ii) the "Request" is the number of ABRs for the period requested, for which Participant is requesting to subscribe ABR and which may not exceed the offered number of ABRs;

The Binding Request containing the SRFC shall be sent (i) by registered mail with acknowledgement of receipt or (ii) by email to the attention of:

Mrs. Leentje Vanhamme
Fluxys LNG N.V.
Kunstlaan 31
1040 Brussels
Belgium
info.lng@fluxys.com

4.3.2. Subscription of Stand Alone Berthing Rights

During the Subscription Window, a Participant can submit a Binding Request for contracting Stand Alone Berthing Rights by submitting a duly completed and signed Service Request Form for Contracting - as made available in Annex B of this TCSW. This request will specify the "Minimum Request" and the "Request" of Stand Alone Berthing Rights and the Start and End Date expressed in (whole) calendar years, with the exception that for calendar year 2021 the Start Date must be 7th June 2021:

- (i) the "Minimum Request" is the number of SABRs for the period requested, under which Participant is not interested in subscribing SABRs; and
- (ii) the "Request" is the number of SABRs for the period requested, for which Participant is requesting to subscribe SABR and which may not exceed the offered number of SABRs;

The Binding Request containing the SRFC shall be sent (i) by registered mail with acknowledgement of receipt or (ii) by email to the attention of:

Mrs. Leentje Vanhamme
Fluxys LNG N.V.
Kunstlaan 31
1040 Brussels
Belgium
info.lng@fluxys.com

4.3.3. Conversion of existing ARB into SABR

A Participant having contracted ABR before the Opening Date of this Subscription Window and with an End Date later than 7th June 2021 can convert each ABR into an equivalent of three (3) SABRs. Participant can obtain a conversion by submitting a duly completed and signed Service Request for Contracting Form (SRFC) – as made available in Annex C of this TCSW - specifying the number of contracted ABRs and its/their Start and End Date.

Each converted ABR will result in three (3) SABRs with the same Start Date and End Date as the converted ABR.

The Binding Request containing the SRFC shall be sent (i) by registered mail with acknowledgement of receipt or (ii) by email to the attention of:

Mrs. Leentje Vanhamme
Fluxys LNG N.V.
Kunstlaan 31
1040 Brussels
Belgium
info.lng@fluxys.com

4.4. Evaluation of the Binding Requests:

Terminal Operator shall evaluate if the SRFC submitted by the Participant is duly completed and as the case may be:

- (i) either accept the SRFC to be a Binding Request;
- (ii) or require from the Participant an adapted SRFC replacing the previous SRFC in case of missing information. Only SRFCs received before the Closing Date of this Subscription Window will be considered. Any Binding Request received by Terminal Operator after the above-mentioned Closing Date shall automatically be excluded from this Subscription Window.

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

5. Allocation of the Additional Berthing Rights and Stand Alone Berthing Rights:

5.1. Allocation Rules

During this Subscription Window the available number of ABRs and SABRs shall be allocated as follows (in line with article 2.2 of the ACL):

1. If for any given year, the total of the "Requests" in the Binding Requests for ABRs, SABRs and conversion of already subscribed ABRs into SABRs of all Participants is less than or equal to the yearly available ABRs and SABRs offered in the Subscription Window, each participant will be allocated its Request;
2. If for any given year, the total of the "Requests" in the Binding Requests for ABRs, SABRs and conversion of already subscribed ABRs into SABRs of all Participants exceeds the yearly available ABRs and SABRs offered in the Subscription Window, Binding Requests for ABRs, SABRs and conversion of subscribed ABRs into SABRs will be allocated as follows:
 - a. priority will be given to the Binding Request with the longest duration;
 - b. between Binding Requests with the same duration:
 - i. the available ABRs and SABRs will be allocated pro rata the Requests. In the case of the conversion of already subscribed ABRs into SABRs, if the pro rata allocation is not a multiple of 3, the allocation will be reduced to the closest multiple of 3;
 - ii. if the application of the proportional allocation rule described in 2.b.i results in a number of ABRs, SABRs and/or already subscribed ABRs converted into SABRs being allocated to a Participant that is less than the Minimum Request indicated by this Participant, no ABRs, SABRs and conversion of already subscribed ABRs into SABRs will be allocated to this Participant; and
 - iii. the ABRs, SABRs and conversion of subscribed ABRs into SABRs that have not been allocated to certain Participants (based on 2.b.i and 2.b.ii) will be reallocated pro rata the Requests of the other Participants insofar the Minimum Requests of the other Participants are met until no more ABRs, SABRs and conversion of subscribed ABRs into SABRs can be reallocated.

If a Minimum Request cannot be fulfilled, the Terminal Operator whenever possible will try to match the highest Minimum Request which is unfulfilled with the available unfulfilled allocations, and so forth;

In case Additional Berthing Rights and Stand Alone Berthing Rights are still available after the corresponding Subscription Window, these Additional Berthing Rights and Stand Alone Berthing Rights will be offered under the principle "First Committed, first Served" until the next subsequent Subscription Window is organized by the Terminal Operator.

5.2. Allocation Results

No later than five (5) Business Days after the Closing Date of this Subscription Window at the latest, the Terminal Operator will confirm the results of the allocation procedure set out in 5.1 to the Participants, unless otherwise required for regulatory reasons.

6. Performance of the Additional Berthing Rights and Stand Alone Berthing Rights

The submission of a Binding Request constitutes a legally binding offer on the part of the Participant which, for Additional Berthing Rights and Stand Alone Berthing Rights allocated to the Terminal User pursuant to and in accordance with this TCSW, shall be a legally binding commitment on Participant's part, governed by the Agreement and the ACL.

In case Participant has been allocated Additional Berthing Rights and/or Stand Alone Berthing Rights, Participant shall pay the Regulated Tariffs for allocated services.

Terminal Operator shall only be obliged to perform the Additional Berthing Rights and/or Stand Alone Berthing Rights during the Service Duration of the Service Confirmation if Participant has duly completed the Service Confirmation for Contracting (as defined in the Agreement).

7. Other provisions

7.1. Representations and Warranties by the Participant

In addition to article 11 of attachment B of the Agreement, the Participant warrants that:

- (i) 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

prohibitions set by article 101 and 102 of the Treaty on the functioning of the European Union and article IV.1 and IV.2 of the Belgian *Code de droit économique / Wetboek van economisch recht*.

- (ii) It has not already sold, even on a conditional basis, the capacity which is being awarded through the Subscription Window;
- (iii) 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.

7.2. Notices

Without prejudice to article 4.3 of this TCSW (concerning submission of the SRFC), all other notices in writing pursuant to this TCSW shall be sent (i) by registered mail with acknowledgement of receipt or (ii) by email to the attention of:

Mrs. Leentje Vanhamme
Fluxys LNG N.V.
Kunstlaan 31
1040 Brussels
Belgium
E-mail: info.LNG@fluxys.com

Any notice pursuant to this article, shall be deemed effective as of the following points in time:

- (i) if sent by registered mail, on the date on which such letter is delivered or a first delivery attempt is made;
- (ii) if sent by electronic mail, on the date that such mail is delivered;

It being understood that any notice must be delivered timely for the Terminal Operator to answer to such notice (as the case may be) taking into account the Closing Date of this Subscription Window.

7.3. Financial security

For the avoidance of doubt, if the Participant was allocated at least one Additional Berthing Right or Stand Alone Berthing Right, the Participant must comply with article 10 of Attachment B of the Agreement regarding the provision of Credit Cover.

7.4. 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 space is used to indicate multiples of a thousand and the comma as the decimal point.

7.5. Governing Law and disputes

For the avoidance of doubt, Clause 6 of the LNG Terminalling Agreement for LNG Services is applicable.

8. Annexes

8.1. Annex A: Service Request Form for Contracting (SRFC) Additional Berthing Rights



SERVICES REQUEST FORM for CONTRACTING (SRFC)

1. Participant Information

Client :
Contact Person:
Phone: Fax:
E-mail:

2. Request for LNG Services : "Binding Request"

		Requested number of Additional Berthing Right		Start date	End date
		Minimum	Maximum		
Additional Berthing Rights	number (max. 30)			07/06/2021	31/12/2021
Additional Berthing Rights	number (max. 58)			01/01/2022	31/12/2022
Additional Berthing Rights	number (max. 58)			01/01/2023	31/12/2023
Additional Berthing Rights	number (max. 58)			01/01/2024	31/12/2024
Additional Berthing Rights	number (max. 58)			01/01/2025	31/12/2025
Additional Berthing Rights	number (max. 58)			01/01/2026	31/12/2026
Additional Berthing Rights	number (max. 70)			01/01/2027	31/12/2027
Additional Berthing Rights	number (max. 70)			01/01/2028	31/12/2028
Additional Berthing Rights	number (max. 70)			01/01/2029	31/12/2029
Additional Berthing Rights	number (max. 70)			01/01/2030	31/12/2030
Additional Berthing Rights	number (max. 70)			01/01/2031	31/12/2031
Additional Berthing Rights	number (max. 70)			01/01/2032	31/12/2032
Additional Berthing Rights	number (max. 70)			01/01/2033	31/12/2033
Additional Berthing Rights	number (max. 70)			01/01/2034	31/12/2034
Additional Berthing Rights	number (max. 70)			01/01/2035	31/12/2035
Additional Berthing Rights	number (max. 70)			01/01/2036	31/12/2036
Additional Berthing Rights	number (max. 70)			01/01/2037	31/12/2037
Additional Berthing Rights	number (max. 70)			01/01/2038	31/12/2038
Additional Berthing Rights	number (max. 70)			01/01/2039	31/12/2039

Shipper hereby:	Shipper hereby:
Signing Date:	Signing Date:
Name :	Name :
Position:	Position:
Signature:	Signature:

By signing this SRFC, Shipper acknowledges and accepts all the provisions of the corresponding TCSW and Service Confirmation

**To be sent by registered mail to Fluxys LNG
Mrs. Leentje Vanhamme**

**Fluxys LNG N.V.
Kunstlaan 31
1040 Brussels
Belgium
E-mail: info.LNG@fluxys.com**

8.2. Annex B: Service Request Form for Contracting (SRFC) Stand Alone Berthing Rights



SERVICES REQUEST FORM for CONTRACTING (SRFC)

1. Participant Information

Client :

Contact Person:

Phone: Fax:

E-mail:

2. Request for LNG Services : "Binding Request"

		Requested number of Stand Alone Berthing Right		Start date	End date
		Minimum	Maximum		
Stand Alone Berthing Rights	number (max. 30)			07/06/2021	31/12/2021
Stand Alone Berthing Rights	number (max. 58)			01/01/2022	31/12/2022
Stand Alone Berthing Rights	number (max. 58)			01/01/2023	31/12/2023
Stand Alone Berthing Rights	number (max. 58)			01/01/2024	31/12/2024
Stand Alone Berthing Rights	number (max. 58)			01/01/2025	31/12/2025
Stand Alone Berthing Rights	number (max. 58)			01/01/2026	31/12/2026
Stand Alone Berthing Rights	number (max. 70)			01/01/2027	31/12/2027
Stand Alone Berthing Rights	number (max. 70)			01/01/2028	31/12/2028
Stand Alone Berthing Rights	number (max. 70)			01/01/2029	31/12/2029
Stand Alone Berthing Rights	number (max. 70)			01/01/2030	31/12/2030
Stand Alone Berthing Rights	number (max. 70)			01/01/2031	31/12/2031
Stand Alone Berthing Rights	number (max. 70)			01/01/2032	31/12/2032
Stand Alone Berthing Rights	number (max. 70)			01/01/2033	31/12/2033
Stand Alone Berthing Rights	number (max. 70)			01/01/2034	31/12/2034
Stand Alone Berthing Rights	number (max. 70)			01/01/2035	31/12/2035
Stand Alone Berthing Rights	number (max. 70)			01/01/2036	31/12/2036
Stand Alone Berthing Rights	number (max. 70)			01/01/2037	31/12/2037
Stand Alone Berthing Rights	number (max. 70)			01/01/2038	31/12/2038
Stand Alone Berthing Rights	number (max. 70)			01/01/2039	31/12/2039

Shipper hereby:

Shipper hereby:

Signing Date:

Name :

Position:

Signature:

By signing this SRFC, Shipper acknowledges and accepts all the provisions of the corresponding TCSW and Service Confirmation

**To be sent by registered mail to Fluxys LNG
Mrs. Leentje Vanhamme**

**Fluxys LNG N.V.
Kunstlaan 31
1040 Brussels
Belgium
E-mail: info.LNG@fluxys.com**

8.3. Annex C: Service Request Form for Contracting (SRFC) Conversion of Subscribed ABR into SABR



SERVICES REQUEST FORM for CONTRACTING (SRFC)

1. Participant Information

Client :
Contact Person:
Phone: Fax:
E-mail:

2. Request for LNG Services : "Binding Request"

	Requested number of ABR converted into SABR		Start date	End date
	Minimum	Maximum		
Conversion of 1 Subscribed ABR into 3 SABR			07/06/2021	31/12/2021
Conversion of 1 Subscribed ABR into 3 SABR			01/01/2022	31/12/2022
Conversion of 1 Subscribed ABR into 3 SABR			01/01/2023	31/12/2023
Conversion of 1 Subscribed ABR into 3 SABR			01/01/2024	31/12/2024
Conversion of 1 Subscribed ABR into 3 SABR			01/01/2025	31/12/2025
Conversion of 1 Subscribed ABR into 3 SABR			01/01/2026	31/12/2026
Conversion of 1 Subscribed ABR into 3 SABR			01/01/2027	31/12/2027
Conversion of 1 Subscribed ABR into 3 SABR			01/01/2028	31/12/2028
Conversion of 1 Subscribed ABR into 3 SABR			01/01/2029	31/12/2029
Conversion of 1 Subscribed ABR into 3 SABR			01/01/2030	31/12/2030
Conversion of 1 Subscribed ABR into 3 SABR			01/01/2031	31/12/2031
Conversion of 1 Subscribed ABR into 3 SABR			01/01/2032	31/12/2032
Conversion of 1 Subscribed ABR into 3 SABR			01/01/2033	31/12/2033
Conversion of 1 Subscribed ABR into 3 SABR			01/01/2034	31/12/2034
Conversion of 1 Subscribed ABR into 3 SABR			01/01/2035	31/12/2035
Conversion of 1 Subscribed ABR into 3 SABR			01/01/2036	31/12/2036
Conversion of 1 Subscribed ABR into 3 SABR			01/01/2037	31/12/2037
Conversion of 1 Subscribed ABR into 3 SABR			01/01/2038	31/12/2038
Conversion of 1 Subscribed ABR into 3 SABR			01/01/2039	31/12/2039

Shipper hereby:

Shipper hereby:

Signing Date:

Signing Date:

Name :

Name :

Position:

Position:

Signature:

Signature:

By signing this SRFC, Shipper acknowledges and accepts all the provisions of the corresponding TCSW and Service Confirmation

**To be sent by registered mail to Fluxys LNG
Mrs. Leentje Vanhamme**

**Fluxys LNG N.V.
Kunstlaan 31
1040 Brussels
Belgium
E-mail: info.LNG@fluxys.com**