

Marketplace Rules - Bargelink GmbH

1 Applicability

The Marketplace Rules are applicable to all transactions held on the Bargelink website ("the Website") of Bargelink GmbH ("Bargelink"). By applying for registration and usage of the Website, the user acknowledges having read, understood and agreed to be bound by the Marketplace Rules, notwithstanding the applicability of the Bargelink Terms ("Terms").

2 Eligibility

The marketplace is open for registered users ("registrants") only. The website contains a marketplace for shippers, carriers and brokers/agents to trade transportation services related to the barging industry ("the marketplace"). It is not allowed to use the marketplace or to participate in a transaction if Bargelink has not accepted a registration. The marketplace is divided into several sections ("Sections"), each covering a certain part of the transportation market. At present the marketplace consists of two sections: a Mineral (liquids) and a Dry Cargo Section. Upon registration prospective users decide which section they want to register for and use.

3 Responsibility

Bargelink does not support, encourage or recommend any specific shipper, carrier or agent. Bargelink is not involved in the communications between the registrants on the marketplace, nor is Bargelink involved in the transactions between the registrants on the marketplace. Bargelink has no control over the quality, safety or legality of the transports requested and barges offered. Bargelink does not verify whether the information provided by a registrant is correct, nor does Bargelink verify whether a registrant fulfils its obligations under a contract established in a transaction. Bargelink encourages its registrants to verify the suitability of a potential contracting party before participating in a transaction or before establishing a contract with one of the registrants.

4 Modules

Cargo- and/or cargo offers at Bargelink are displayed on two different ways: With a subscription for the [Info-Scout] all details of an offer are displayed and may be used. Additionally the filter options may be personalised and used. Without such subscription the following data will not be displayed: Offering party, name of the barge, exact loading/unloading place. Even the filters will not be available.

4.1 [Barge-Scout]

With the module [Barge-Scout] users are able to offer cargo without any restrictions or obligations. Offered cargoes can be changed in "not available anymore" at any time. The contact between shipper and carriers takes place directly and without interference of Bargelink.

- a. After having taken a subscription on the module [Barge-Scout] users will be able to make use of this module. Except the monthly subscription fee and the communication costs, there are no further charges or costs.
- b. To offer a cargo, all mandatory fields (marked with an asterisk - *) have to be filled in. Selection of partners is possible via the options "Categories", "Groups" or "All relevant partners". In the option "All relevant partners" all companies in the categories "Shipping Company", "Agents" and "Barge owners" are contacted.
- c. For voluminous cargoes like constructions and containers but also for big quantities, which have to be spread among several barges, the shipper is able to bypass the carriers filters. With the option "Filter By-pass" these cargo offers will be submitted, bypassing any tonnage filter.
- d. During the chosen period for the barge offer, the cargo will be marked with a green icon. At the end of the selected period, the cargo-status-icon will turn red. The status of a cargo (available / not available) may also be changed manually. After clicking the icon and confirming the appearing question "Do you want to mark this cargo as not available anymore?", the cargo-status-icon will turn red. During the original period of the barge offer, the status may be changed as often as desired.
- e. The selected partners may contact the offering party directly. Bargelink offers a service for sending "short messages" (SMS) but can't guarantee that these messages will be delivered in time.

4.2 [Freight-Scout]

With the module [Freight-Scout] users are able to offer barges without any restrictions or obligations. Offered barges can be switched into "not available anymore" at any time. Further contact between shipper and carriers takes place directly and without interference of Bargelink.

The Superuser has access to an option which allows him to generate a ships database for his company. Here he can -sorted in alphabetic order - create, edit and delete data of his company's barges. These data then will be available for every user in his company.

- a. To offer a barge the option [Freight-Scout] in the menu "Freight" has to be selected. Clicking "Start Freight-Scout" will link to the Freight-Scout form. There a barge can be selected from the database edited by the Superuser. The vessel's data will be displayed automatically. The barges name can be hidden by selecting "TBN" (to be nominated). Information about time and place of availability, previous cargo and further information can be entered manually. Selection of partners is possible via the options "Categories", "Groups" or "All relevant partners". In the option "All relevant partners" all companies in the categories "Shipper", "Shipping Company" and "Agents" are contacted.
- b. After confirmation of given information, all data will be submitted to the market place and displayed in the area "Our barges". It is also possible to submit a barge offer directly without confirmation. This option is without the possibility to adjust the barge offer.
- c. An offered and still available barge is displayed by a green icon. At the end of the original timeframe, the icon will turn to a red, cancelled icon.
- d. A no longer available barge should be communicated to the marketplace. Due to this the icons can be clicked and edited. After clicking an icon a popup window with "Do you want to mark this barge a no longer available?" After confirmation with "Yes", the icon will turn to red and cancelled. This procedure may be repeated and reversed unlimitedly during the original timeframe.
- e. The addressees may contact the contractor (barge owner) directly. Bargelink offers a service to send an SMS (Short message system) but has to disclaim any warranty for the transfer of these messages.

4.3 Auction

Registered users (Shippers) may use this module to start complex and interactive auctions and invite their partners to quote.

- a. The Shipper has to fill in at least all mandatory fields (marked = *) in the "Request a Carrier"-form. With the "reserved price", the shipper indicates the maximum freight rate he'll accept for the transport related to the auction. The shipper may decide to make this price visible or not.
- b. The Shipper selects the terms and conditions (T&C) that will apply to a contract between Shipper and the Quoting Party ("Quoting Party") chosen by Shipper as a result of the tender. Every registered user is allowed to upload his terms and conditions as a "PDF-file". The Shipper can also select other requirements in the "Other Requirements" field. These other requirements will prevail in case of a contradiction with the T&C as selected by the Shipper.
- c. The Shipper validates all submitted information through the verification page (appearing after filling in the "Request a Carrier" form). The "Request a Carrier" form is submitted finally from the verification page. Once submitted and placed on the "Freight" main page, the Shipper has made an irrevocable offer to enter into a Contract with one of the Registrants as selected by Shipper under the T&C and Other Requirements as designated by the Shipper. The offer is valid until the End Time.
- d. All Registrants as selected by Shipper are allowed to place quotes until the End Time. The Quoting Party fills in at least all mandatory fields in the quote form including the quote price, a quantity, and a margin. It's allowed to submit two independent quotes:
 - a. A quote for the entire requested quantity or a major part of it in the first "Quote"
 - b. An additional quote for a e.g. (smaller) part or an variation of the requested quantity in the "alternative quote"

The quoting parties are allowed to provide additional information or to place other requirements (Carrier's requirements) applicable for both quotes independently.

- e. The Quoting Party validates all submitted information through the verification page (appearing after filling in the Quote Form). The Quote Form is submitted finally from the verification page. Once submitted and placed on the detail screen, the Quoting Party has made one or two irrevocable offer(s) to enter into a contract with the shipper for the quote price, under the T&C, Other Requirements (as designated by the Shipper) and Carriers requirements.
- f. The Quoting Party is allowed to change its quotes until the end time. The quote price according to the new quote must be lower than the price compared to the quote previously made. The most recent quote, as placed on the "Freight" main page, replaces the earlier quote at a tender. The final quote ("Final Quote ") is the quote price at the end time, as published on the detail screen. The final quote is valid and the quoting party is bound to it until the end of the decision period. This period is defined by the requesting party in the request form. The quotes are displayed sorted by price. The lowest quote on top. The quote with the lowest price will slide downwards, as soon as it is undercut by another quote. The quoting party will recognize his own quotes due to white text on grey background.

- g. The end time is flexible. Every quote given in the last 5 minutes of the original request time, will prolong the tender for 5 minutes. Every quote given in a prolongation period will again shift the end time for 5 minutes. The tender will close at the displayed time if no quote is submitted within the last 5 minutes of the original request time or during a prolongation.
- h. The Shipper can accept (a) final quote(s) by selecting and subsequently accepting this/these final quote(s). The shipper may only select one quote per quoting party – the “Quote” or the “Alternative Quote”. Once the confirmation has been submitted and placed on the "Freight" main page the contract(s) between the Shipper and the quoting party/parties as chosen by the shipper has been established.
- i. Within the defined decision period, the Shipper is obliged to accept a quote if at least the quote price of one quote is equal to or lower than the reserved price and the carrier’s requirements are not contradicting with the T&C, the other Requirements and transport details as mentioned in the “Request a Carrier” Form (“Valid Quote”).
- j. The total quantity of accepted quotes must be equal with the total quantity of valid quotes. Which quotes are accepted is in shippers choice. It is allowed to accept even (under this rule) invalid quotes.
- k. The Shipper is not entitled to accept a quote before the End Time.
- l. As a service Bargelink will notify the quoting party/parties that has/have been selected by the Shipper through an email. Because it can not be guaranteed that this email will arrive in time, all registrants that have participated in a tender are obliged to verify through the "Freight" main page whether their final quote has been accepted by the shipper.

4.4 Filter

By using the filter, registrants are able to filter out interesting and relevant information about offered cargo and barges. This option is only available if the user has taken at least a subscription of the [Info-Scout].

- a. As soon as one subscription is activated, the “Filter-icon” option is active. The filters may be activated for the [Freight-Scout] and the [Barge-Scout] independently.
- b. In the module [Freight-Scout] it’s possible to filter on regions, where barges are available. In the [Barge-Scout], data may be filtered on loading- and discharging regions of the offered cargo. An activated filter will then only show the cargoes/barges in the relevant regions.
- c. Additionally cargoes and barges may be filtered on quantities or capacities of barges. It’s possible to select a range (from – up to). Due to this only these quantities and barge capacities in the selected ranges will be displayed.
- d. Both filters may be activated and deactivated user-defined and at any time. Depending on that, only the filtered data or all cargoes/barges will be displayed. The filters may be changed at any time.
- e. There is also an option to display only available cargoes and barges. Selecting “Only display available cargoes/barges will hide cargoes and barges, which are not available anymore.

5. Behaviour

- a. The Registrant is obliged to perform all activities on the marketplace in good faith. It is strictly prohibited to manipulate a tender the registrant is involved in. A registrant that has requested a carrier through a tender is not entitled to participate directly or indirectly at the specific tender as a carrier.
- b. Bargelink is entitled to exclude the registrant from the marketplace and/or the Website in case the registrant misuses the website or does not comply with any article of the registration contract, the terms or the marketplace rules.

6. Language versions

In case of any difference in understanding between this version of the Marketplace Rules and the German version, the latter will prevail.

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