

**DRAFT OF THE RESOLUTIONS ON THE ISSUES OF THE AGENDA OF THE ANNUAL GENERAL ASSEMBLY OF THE SOCIETE ANONYME “MINOAN LINES SHIPPING S.A.”,  
of the 14<sup>th</sup> June 2018**

**1<sup>st</sup> Issue** : Submission and approval of the Annual Financial Report of the financial year commencing on 1<sup>st</sup> January 2017 and ending on 31<sup>st</sup> December 2017, including the Annual Corporate and Consolidated Financial Statements of the financial year commencing on 1<sup>st</sup> January 2017 and ending on 31<sup>st</sup> December 2017 with the relevant Annual Report of the Board of Directors and the Certified Auditors’ Report.

**Required quorum: 1/5 (20%) of the paid up share capital of the Company.**

**Required majority: 50% plus one of the votes, represented in the General Assembly.**

It is proposed that the Annual Financial Report of the financial year commencing on 1<sup>st</sup> January 2017 and ending on 31<sup>st</sup> December 2017, including the Annual Corporate and Consolidated Financial Statements of the financial year commencing on 1<sup>st</sup> January 2017 and ending on 31<sup>st</sup> December 2017 with the relevant Annual Report of the Board of Directors and the Certified Auditors’ Report be approved.

**2<sup>nd</sup> Issue** : Discharge of the members of the Board of Directors and of the Auditors from any liability for damages with regard to their actions taken, the Financial Statements and the Consolidated Financial Statements for the aforementioned financial year of 1<sup>st</sup> January 2017 until 31<sup>st</sup> December 2017.

**Required quorum: 1/5 (20%) of the paid up share capital of the Company.**

**Required majority: 50% plus one of the votes, represented in the General Assembly.**

It is proposed that the members of the Board of Directors and the Auditors be discharged from any liability for damages with regard to the Financial Statements and the Consolidated Financial Statements for the aforementioned financial year of 1<sup>st</sup> January 2017 until 31<sup>st</sup> December 2017.

**3<sup>rd</sup> Issue** : Approval of every kind of fees and remuneration paid to the members of the Board of Directors during the year 2017.

**Required quorum: 1/5 (20%) of the paid up share capital of the Company.**

**Required majority: 50% plus one of the votes, represented in the General Assembly.**

It is proposed that fees and remuneration paid to the members of the Board of Directors during the year 2017, mentioned here below, be approved :

Remuneration of the members of the Board of Directors for their participation in meetings as well as remuneration for business trips.	7.880,00 €
Benefits in-kind to the members of the Board of Directors counted in the taxable income	1.530,00 €
Fees / contribution other than in cash of the Board of Directors	741.083,47 €
<b>Total amount:</b>	<b>750.493,47 €</b>

**4<sup>th</sup> Issue** : Election of regular and substitute Certified Auditors for the audit, in accordance with the International Financial Reporting Standards, and for the issue of the annual tax certificate of the financial year 2018 and determination of their fees.

**Required quorum: 1/5 (20%) of the paid up share capital of the Company.**

**Required majority: 50% plus one of the votes represented in the General Assembly.**

The General Assembly unanimously / with a majority of ..... % of the paid-up share capital, resolved on the election of the Chartered Auditors' Firm ..... for the audit of the Company, in accordance with the International Reporting Standards, and the issue of the annual tax certificate of the financial year 2018. As remuneration of the said audit firm the amount of EURO .....plus VAT and relevant expenses (transport expenses, accommodation, food etc.) is approved by the General Assembly.

**5<sup>th</sup> Issue** : Granting of permission according to article 23 paragraph 1 of the C.L. 2190/1920 as currently in force, for the participation of the Members of the Board of Directors of the Company as well as of the Directors of the Company in the Board of Directors or the management and the bodies of other companies, affiliated or associated to the Company or companies of Grimaldi Group, as well as in the management and the bodies of companies having the same or similar purposes to those of the Company.

**Required quorum: 1/5 (20%) of the paid up share capital of the Company.**

**Required majority: 50% plus one of the votes represented in the General Assembly.**

It is proposed that the Members of the Board of Directors of the Company as well as the Directors of the Company may participate in the Board of Directors or the management or the bodies of other companies, affiliated or associated to the Company or companies of Grimaldi Group, as well as in the management and the bodies of companies having the same or similar purposes to those of the Company, according to article 23, par. 1 of the C.L. 2190/1920, as currently in force.