

MPC Container Ships AS**Protokoll fra
ekstraordinær generalforsamling****Minutes of an
extraordinary general meeting**

Det ble avholdt ekstraordinær generalforsamling i MPC Container Ships AS, org. nr. 918 494 316 ("**Selskapet**") den 4. desember 2017 kl. 14.00 i lokalene til Fearnley Business Management AS, Grev Wedels plass 9, 0151 Oslo, Norge.

Oversikt over representerte aksjonærer følger vedlagt protokollen. 44.6% av aksjekapitalen var representert på generalforsamlingen.

Styreleder Ulf Holländer åpnet møtet.

An extraordinary general meeting of MPC Container Ships AS, org. no. 918 494 316 (the "**Company**") was held on 4 December 2017 at 14.00 hours at the offices of Fearnley Business Management AS, Grev Wedels plass 9, 0151 Oslo, Norway.

A record of shareholders represented at the meeting is attached to these minutes. 44.6% of the share capital was represented at the general meeting.

Chairman of the board Ulf Holländer opened the meeting.

Dagsorden:**1. Valg av møteleder og en person til å medundertegne protokollen**

Ulf Holländer ble valgt som møteleder og Constantin Baack ble valgt til å medundertegne protokollen sammen med møteleder.

2. Godkjenning av innkallingen og dagsorden

Innkallingen og dagsorden ble godkjent.

3. Vedtak om kapitalforhøyelse ved gjennomføring av rettet emisjon

Generalforsamlingen vedtok:

- (i) *Selskapets aksjekapital skal forhøyes med NOK 302 500 000 ved utstedelse av 30 250 000 nye aksjer, hver med pålydende verdi NOK 10,00.*
- (ii) *De nye aksjene utstedes til en tegningskurs på NOK 47,50 per aksje.*
- (iii) *De nye aksjene utstedes til personene som er angitt i vedlegg til protokollen. Fortrinnsretten til eksisterende aksjonærer etter aksjeloven § 10-4 fravikes.*

Agenda:**1. Election of a chairperson and a person to co-sign the minutes**

Ulf Holländer was elected as chairperson and Constantin Baack was elected to co-sign the minutes along with the chairperson.

2. Approval of the notice and the agenda

The notice and the agenda were approved.

3. Resolution to increase the share capital through a private placement

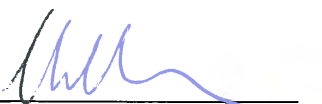
The general meeting resolved:

- (i) *The share capital of the Company shall be increased by NOK 302,500,000 through the issuance of 30,250,000 new shares, each with a nominal value of NOK 10.00.*
- (ii) *The new shares are issued at a subscription price of NOK 47.50 per share.*
- (iii) *The new shares are issued to the persons listed in the appendix to these minutes. The pre-emptive rights of the existing shareholders under § 10-4 of the Private Limited Companies Act are set aside.*

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| <p>(iv) Tegning av de nye aksjene skal skje senest 6. desember 2017 på særskilt tegningsblankett.</p> <p>(v) Innbetaling av tegningsbeløpet skal skje senest 7. desember 2017 til særskilt emisjonskonto.</p> <p>(vi) De nye aksjene gir rett til utbytte fra den dato kapitalforhøyelsen registreres i Foretaksregisteret.</p> <p>(vii) Selskapets anslåtte utgifter i forbindelse med kapitalforhøyelsen er NOK 40 000 000.</p> <p>(viii) Vedtektenes § 4 endres slik at den gjengir aksjekapitalen og antall aksjer etter kapitalforhøyelsen.</p> | <p>(iv) Subscription for the new shares shall be made no later than 6 December 2017 on a separate subscription form.</p> <p>(v) Payment of the subscription amount shall be made no later than 7 December 2017 to a designated share issue account.</p> <p>(vi) The new shares shall carry rights to dividends from the date on which the capital increase is registered with the Register of Business Enterprises.</p> <p>(vii) The Company's estimated costs in connection with the capital increase are NOK 40,000,000.</p> <p>(viii) Section 4 of the articles of association shall be amended so as to reflect the share capital and number of shares after the share capital increase.</p> |
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Alle vedtak var enstemmige.

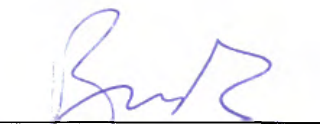
Det var ingen flere saker på dagsorden og møtet ble hevet.


Ulf Holländer

All resolutions were unanimous.

There were no further matters on the agenda so the meeting was closed.

In case of discrepancies between the Norwegian text and the English translation, the Norwegian text shall prevail.


Constantin Baack

MPC Container Ships AS - Extraordinary General Meeting

Voting Results

Date: 04 December 2017, 14.00 hours
Location: Grev Wedels plass 9, 0151 Oslo, Norway

I. Attendance

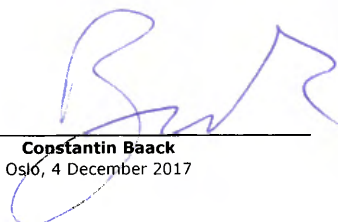
	Number of Shares	% of equity
Total equity	35,003,000	100.00%
Represented in person	0	0.00%
Represented by proxy	15,596,945	44.56%
Total attendance	15,596,945	44.56%

II. Votings of represented shares

	In favour	Against	Abstention	Total votes	Not voted
Item 1					
Number of shares	15,596,945	0	0	15,596,945	0
% of represented shares	100.00%	0.00%	0.00%	100.00%	0.00%
% of total total equity	44.56%	0.00%	0.00%	44.56%	0.00%
Item 2					
Number of shares	15,596,945	0	0	15,596,945	0
% of represented shares	100.00%	0.00%	0.00%	100.00%	0.00%
% of total total equity	44.56%	0.00%	0.00%	44.56%	0.00%
Item 3					
Number of shares	15,596,945	0	0	15,596,945	0
% of represented shares	100.00%	0.00%	0.00%	100.00%	0.00%
% of total total equity	44.56%	0.00%	0.00%	44.56%	0.00%



Ulf Holländer
Oslo, 4 December 2017



Constantin Baack
Oslo, 4 December 2017