

**FORM FOR THE APPOINTMENT OF A REPRESENTATIVE/-s FOR THE PARTICIPATION IN THE
ANNUAL GENERAL ASSEMBLY OF THE SHAREHOLDERS OF THE COMPANY
"MINOAN LINES SHIPPING S.A."
OF THE 21st JUNE 2013**

The undersigned Shareholder / Legal Representative of a shareholder of the company
"MINOAN LINES SHIPPING S.A." (hereinafter the "Company")

NAME – FATHER’S NAME (Individuals) :

NAME (Legal Entities) :

NAME OF THE LEGAL REPRESENTATIVE / -s :

I.D. / Passport Number :

ADDRESS (RESIDENCE/DOMICILE):

TELEPHONE NUMBER :

NUMBER OF SHARES :

QUATA SHARE OF SHAREHOLDER :

NUMBER OF MANAGEMENT ACCOUNT :

I hereby authorize the following :

1. (name, address, I.D./passport)

.....

2. (name, address, I.D./passport)

.....

3. (name, address, I.D./passport)

.....

Acting¹ :

Jointly

Severally each one²

.....
.....
.....

¹ Please mark your choice a) jointly or b) severally each one.

² Describe the voting way of your representatives when they act severally each one and without the pool of the other representative e.g. with a different number of shares each representative. In case of non description, we consider that you accept the first representative to appear excluding the rest of the representatives.

to represent me in the Annual General Assembly of the Shareholders of the company, which will be held on the **21st June 2013**, day of the week **Friday at 15.00 hrs**, at the Head Offices of the Company, in Heraklion Crete (17, 25th August Street), as well as in any other replicated meetings and those that may be convened after all the aforementioned assemblies have been adjourned and to vote on my behalf for the aforementioned number of voting shares, as follows :

ISSUES OF THE AGENDA

- 1.** Submission and approval of the Annual Financial Report of the financial year commencing on 1st January 2012 and ending on 31st December 2012, including the Annual Corporate and Consolidated Financial Statements of the financial year commencing on 1st January 2012 and ending on 31st December 2012 with the relevant Annual Report of the Board of Directors and the Certified Auditors' Report.

POSITIVE

NEGATIVE

ABSTINENCE

AT THE DISCRETION OF THE REPRESENTATIVE³

- 2.** Discharge of the members of the Board of Directors and of the Auditors from any liability for damages with regard to the Financial Statements and the Consolidated Financial Statements for the aforementioned financial year of 1st January 2012 until 31st December 2012.

POSITIVE

NEGATIVE

ABSTINENCE

AT THE DISCRETION OF THE REPRESENTATIVE

³ The shareholder who selects that his representative votes at his own discretion on the issues of the agenda ought to check potential obligation of disclosure of the provision of the specific authorization according to the regulation of the law 3556/2007

3. Approval of every kind of fees and remuneration paid to the members of the Board of Directors during the year 2012.

POSITIVE

NEGATIVE

ABSTINENCE

AT THE DISCRETION OF THE REPRESENTATIVE

4. Election of a new Board of Directors consisting of seven (7) up to nine (9) members with a four year term, and appointment of its independent members in accordance with Law 3016/2002.

POSITIVE

NEGATIVE

ABSTINENCE

AT THE DISCRETION OF THE REPRESENTATIVE

5. Election of the members of the Audit Committee in accordance with article 37 of Law 3693/2008.

POSITIVE

NEGATIVE

ABSTINENCE

AT THE DISCRETION OF THE REPRESENTATIVE

6. Election of regular and alternate Certified Auditors for the audit of the financial year 2013 and determination of their fees.

POSITIVE

NEGATIVE

ABSTINENCE

AT THE DISCRETION OF THE REPRESENTATIVE

7. 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 of companies having the same or similar purposes to those of the Company.

POSITIVE

NEGATIVE

ABSTINENCE

AT THE DISCRETION OF THE REPRESENTATIVE

8. Approval, according to article 23a of the C.L 2190/1920 as currently in force, of the extension of the existing time charter agreements a) of the vessel of the company IKARUS PALACE to the company ATLANTICA DI NAVIGAZIONE S.p.A. of GRIMALDI GROUP b) of the vessel CRUISE EUROPA of the company GRIMALDI COMPAGNIA DI NAVIGAZIONE S.p.A. of GRIMALDI GROUP to the Company c) of the vessel CRUISE OLYMPIA of the company GRIMALDI COMPAGNIA DI NAVIGAZIONE S.p.A. of GRIMALDI GROUP to the Company.

POSITIVE

NEGATIVE

ABSTINENCE

AT THE DISCRETION OF THE REPRESENTATIVE

9. Approval, according to article 23a of the C.L 2190/1920, of the time charter agreements a) of the vessel FLORENCIA of the company ATLANTICA DI NAVIGAZIONE S.p.A. of GRIMALDI GROUP to the Company b) of the vessel ZEUS PALACE of the company ATLANTICA DI NAVIGAZIONE S.p.A. of GRIMALDI GROUP to the Company c) of the vessel EUROPALINK of the company ATLANTICA DI NAVIGAZIONE S.p.A. of GRIMALDI GROUP to the Company.

POSITIVE

NEGATIVE

ABSTINENCE

AT THE DISCRETION OF THE REPRESENTATIVE

10. Increase of the share capital of the Company up to the amount of fifty million five hundred and thirty-four thousand seven hundred and seventy-five euros (50.534.775,00 €) through payment in cash with the issue of up to twenty two million four hundred and fifty-nine thousand nine hundred (22.459.900) registered shares of nominal value of two euros and twenty-five cents (€ 2,25) each, which will be allocated to the shareholders of the Company at their nominal value through the exercise of their pre-emption right and amendment of article 5 “share capital” of the Articles of Association of the Company. Possibility for partial subscription of the share capital up to the amount of the subscription in accordance with article 13a of C.L. 2190/1920. Determination of the deadline for the exercise of the pre-emption right and payment of the amount of the increase. Granting of authorization to the Board of Directors of the Company to dispose any shares that will not be subscribed and to determine, in general, issues related to the capital increase and the listing to trading of the new shares to ATHEX.

POSITIVE

NEGATIVE

ABSTINENCE

AT THE DISCRETION OF THE REPRESENTATIVE

I would like to inform you that I have informed my representative / -s about the obligation of the disclosure according to the article 28a, par. 3 of the codified law 2190/1920, as applies.

The appointment through this form of representative / -s or his/her revocation is sent, in writing, to the company (Shareholders’ department), address: 17, 25th August street, Heraklion, Crete, P.C. 712 02 or to the fax : +30 2810 330308, three (3) at least days before the date of the General Assembly.

..... 2013

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Signature and name
In case of a legal entity a stamp has to be placed as well.