

**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 5th JUNE 2015**

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 **5th June 2015**, 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

1st Issue : Submission and approval of the Annual Financial Report of the financial year commencing on 1st January 2014 and ending on 31st December 2014, including the Annual Corporate and Consolidated Financial Statements of the financial year commencing on 1st January 2014 and ending on 31st December 2014 with the relevant Annual Report of the Board of Directors and the Certified Auditors' Report.

POSITIVE

NEGATIVE

ABSTINENCE

AT THE DISCRETION OF THE REPRESENTATIVE

2nd Issue : 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 2014 until 31st December 2014.

POSITIVE

NEGATIVE

ABSTINENCE

AT THE DISCRETION OF THE REPRESENTATIVE

3rd Issue : Approval of every kind of fees and remuneration paid to the members of the Board of Directors during the year 2014.

POSITIVE

NEGATIVE

ABSTINENCE

AT THE DISCRETION OF THE REPRESENTATIVE

4th Issue : Election of regular and alternate Certified Auditors for the audit, in accordance with the International Financial Reporting Standards, and the issue of the annual tax certificate of the financial year 2015 and determination of their fees.

POSITIVE

NEGATIVE

ABSTINENCE

AT THE DISCRETION OF THE REPRESENTATIVE

5th 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.

POSITIVE

NEGATIVE

ABSTINENCE

AT THE DISCRETION OF THE REPRESENTATIVE

6th Issue : Approval, according to article 23a of the C.L 2190/1920 as currently in force, of :

a) the amendment, dated 31st July 2104 of the existing time charter agreement of the vessel of the company IKARUS PALACE to the company GRIMALDI EUROMED S.p.A. of GRIMALDI GROUP.

b) the amendments, dated 12th July 2014, 30th September 2014 and 31st December 2014 of the existing time charter agreement of the vessel CRUISE EUROPA of the company GRIMALDI EUROMED S.p.A. of GRIMALDI GROUP to the Company.

c) of the amendments, dated 30th September 2014 and 31st December 2014 of the existing time charter agreement of the vessel CRUISE OLYMPIA of the company GRIMALDI GROUP S.p.A. of GRIMALDI GROUP to the Company.

POSITIVE

NEGATIVE

ABSTINENCE

AT THE DISCRETION OF THE REPRESENTATIVE

7th Issue : Approval, according to article 23a of the C.L. 2190/1920, of the time charter agreement, dated 22nd September 2014, as amended on 14th October 2014, of the vessel CATANIA of the company GRIMALDI EUROMED S.p.A. of GRIMALDI GROUP to the Company.

POSITIVE

NEGATIVE

ABSTINENCE

AT THE DISCRETION OF THE REPRESENTATIVE

8th Issue : Approval, according to article 23a of the C.L. 2190/1920, of the time charter agreement, dated 23rd July 2014, of the vessel EUROFERRY OLYMPIA of the company GRIMALDI EUROMED S.p.A. of GRIMALDI GROUP to the Company.

POSITIVE

NEGATIVE

ABSTINENCE

AT THE DISCRETION OF THE REPRESENTATIVE

9th Issue : Amendment of article 2 “Object” of the Articles of Association of the Company.

Article 2 : Object

The company’s object is purely maritime and comprises solely the purchase or lease of ships, shipbuilding, carriage of people, vehicles and goods by sea, maritime agency and generally the provision of all services related directly or indirectly to the above object.

In order to accomplish such object the company may participate in another company, present or future, establish branches and agencies and appoint agents and representatives.

As proposed

Article 2 : Object

The company’s object is purely maritime and comprises solely the purchase, shipbuilding, charter of vessels as Owners and/or Charterers for the carriage of people, vehicles and goods by sea, the agency of owned or non-owned vessels, the commercial exploitation of shops onboard owned or non-owned vessels and in general the provision of all services related directly or indirectly to the above object.

In order to accomplish such object the company may participate in a company of any kind of legal entity, present or future, establish branches and agencies and appoint agents and representatives.

POSITIVE

NEGATIVE

ABSTINENCE

AT THE DISCRETION OF THE REPRESENTATIVE

10th Issue : Briefing of the shareholders for the use of funds raised from the Share Capital Increase of the company of 31st January 2014.

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.

..... 2015

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