

TRANSPORT CONTRACT ADDENDUM NO. 2


VENDOR AGREEMENT

This Addendum to Transport Agreement of **July 23, 2019** between **EXA, S.A.** (hereinafter called "Operator") and Hapag-Lloyd AG (hereinafter called "Client") is effective **March 11, 2022**. This Addendum upon complete execution by both parties will complement and/or supersede any previous agreements between Operator and Client.

Whereby the following is mutually agreed:

Exhibit E – Fuel Surcharge Formula

| HONDURAS | | | | | |
|---|---|------|-----------|-------|-------|
| April 4, 2022 | | | | | |
| * Fill-in white cells only | | | | | |
| FORMULA CALCULATIONS | | | | | |
| ROE July 2019/Current Month = ROE Monthly Change | <table border="1"><thead><tr><th>BASE</th><th>* CURRENT</th></tr></thead><tbody><tr><td>24.46</td><td>24.58</td></tr></tbody></table> 0.49% | BASE | * CURRENT | 24.46 | 24.58 |
| BASE | * CURRENT | | | | |
| 24.46 | 24.58 | | | | |
| DIESEL July 2019/Current month = Diesel % Change/Month * | <table border="1"><thead><tr><th>BASE</th><th>* CURRENT</th></tr></thead><tbody><tr><td>21.23</td><td>27.80</td></tr></tbody></table> 13.9% | BASE | * CURRENT | 21.23 | 27.80 |
| BASE | * CURRENT | | | | |
| 21.23 | 27.80 | | | | |
| FINANCE INCREASE | | | | | |
| US CPI | 40% 2.00% | | | | |
| LOCAL CPI | 60% 5.30% | | | | |
| 40% x US CPI (Monthly differential) - (ROE Monthly differential) - Local CPI * 60% (Local CPI = Finance Increase) | | | | | |
| 3.7% | | | | | |
| APPLICABLE % CHANGE (MONTH) = RESULT | | | | | |
| Diesel % Change + Finance Increase = Applicable % Change (Actual Month) | | | | | |
| ** Fuel Surcharge 18% | | | | | |

 **Hapag-Lloyd**

**** (APPLICABLE TO ALL INLAND RATES FCL/MT & CAROUSEL (DEPOT))**

ROE & DIESEL based as per data reflected on web sites first Monday of every month.

FINANCE INCREASE assumes 40% of vendor expenditures are in USD and 60% in Local Currency

FORMULA will be calculated the first Monday of every month -

FORMULA will reflect ROE / CPI / DIESEL data depicted on designated web sites mentioned below -

US CPI & LOCAL CPI Cumulative Differential (Base Nov. 2022)


US CPI & LOCAL CPI Monthly Differential (March Formula utilized cumulative CPI November '21 - March '22)

Zero or Negative results to the formula will not apply

* Only fill-in white cells - do not touch and/or alter any other cell in the formula

DATA REFERENCES:

- PERCENTAGE SHARE 45%** (40% Diesel structural cost and 5% tires, lubricants and related costs)
- LOCAL CPI:**
 - Honduras: [IPC de Honduras 2021 | datosmacro.com \(expansion.com\)](https://datosmacro.com/expansion.com)
 - El Salvador: [IPC de El Salvador 2022 | datosmacro.com \(expansion.com\)](https://datosmacro.com/expansion.com)
 - Panama: [IPC de Panamá 2022 | datosmacro.com \(expansion.com\)](https://datosmacro.com/expansion.com)
 - Costa Rica: [IPC de Costa Rica 2022 | datosmacro.com \(expansion.com\)](https://datosmacro.com/expansion.com)
 - Guatemala: [IPC de Guatemala 2022 | datosmacro.com \(expansion.com\)](https://datosmacro.com/expansion.com)
 - Nicaragua: [IPC de Nicaragua 2022 | datosmacro.com \(expansion.com\)](https://datosmacro.com/expansion.com)
- US CPI** [U.S. Bureau of Labor Statistics \(bls.gov\)](https://www.bls.gov/)
- RATE OF EXCHANGE** [Currency Exchange Rates - International Money Transfer \(Xe\)](https://www.imf.org/)
- DIESEL PRICES:**
 - Honduras: [Hidrocarburos Archivos - Secretaría de Energía \(sen.hk\)](https://www.sen.gov.hk/)
 - El Salvador: [MINISTERIO DE ECONOMIA](https://www.ministerioeconomy.gob.sv/)
 - Panama: [Historico Combustible - Febrero 2022 ACODECO](https://www.acodeco.gub.gv/)
 - Costa Rica: [Precios Históricos - RECOPE](https://www.recope.gub.cr/)
 - Guatemala: [Historico precios nacionales - MEM](https://www.mem.gub.gt/)
 - Nicaragua: [INSTITUTO NICARAGUENSE DE ENERGIA \(ine.gub.ni\)](https://www.instituto-nicaraguense-de-energia.gub.ni/)


March 31, 2022

Client:

HAPAG-LLOYD (AMERICA) LLC, AS AGENT OF HAPAG LLOYD AG

Date: _____

Torbjorn Stigson / Sr. Vice-President LCA Area

Date: _____

Javier Rosario / Procurement Director
LCA Area

Operator:

EXA, S.A.



Date: March 31, 2022

Xavier Abufefe Coello / Gerente General

This addendum, exhibits and the covenants contained herein replaces and supersedes any other agreement between Client and Operator.