

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			FORMULA CALCULATIONS			* Fill-in white cells only		
ROE July 2019/Current Month = <u>ROE Monthly Change</u>						BASE	CURRENT	24.46	24.58	0.49%
DIESEL July 2019/Current month = Diesel % Change/Month *			45% = <u>Diesel % Change</u>			BASE	CURRENT	21.23	27.80	13.9%
FINANCE INCREASE						US CPI	2.00%	40%	2.00%	
LOCAL CPI						60%	5.30%	60%	5.30%	
40% x US CPI (Monthly differential) - (ROE Monthly differential) - Local CPI * 60% (Local CPI) = <u>Finance Increase</u>						3.7%				
APPLICABLE % CHANGE (MONTH) = RESULT									<u>** Fuel Surcharge</u>	
Diesel % Change + Finance Increase = Applicable % Change (Actual Month)									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:

- a) **PERCENTAGE SHARE** 45% (40% Diesel structural cost and 5% tires, lubricants and related costs)
- b) **LOCAL CPI:**
 - Honduras [IPC de Honduras 2021 | datosmacro.com \(expansion.com\)](#)
 - El Salvador [IPC de El Salvador 2022 | datosmacro.com \(expansion.com\)](#)
 - Panama [IPC de Panamá 2022 | datosmacro.com \(expansion.com\)](#)
 - Costa Rica [IPC de Costa Rica 2022 | datosmacro.com \(expansion.com\)](#)
 - Guatemala [IPC de Guatemala 2022 | datosmacro.com \(expansion.com\)](#)
 - Nicaragua [IPC de Nicaragua 2022 | datosmacro.com \(expansion.com\)](#)
- c) **USCPI** [U.S. Bureau of Labor Statistics \(bls.gov\)](#)
- d) **RATE OF EXCHANGE** [Currency Exchange Rates - International Money Transfer | Xe](#)
- e) **DIESEL PRICES:**
 - Honduras [Hidrocarburos Archivos - Secretaría de Energía \(sen.hn\)](#)
 - El Salvador [MINISTERIO DE ECONOMIA](#)
 - Panama [Histórico Combustible - Febrero 2022 ACODECO](#)
 - Costa Rica [Precios Históricos - RECOPE](#)
 - Guatemala [Histórico precios nacionales - MEM](#)
 - Nicaragua [INSTITUTO NICARAGUENSE DE ENERGIA \(ine.gob.ni\)](#)

AP
March 31, 2022

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

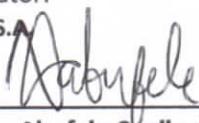
Torbjorn Stigson / Sr. Vice-President LCA Area

Date: _____

**Javier Rosario / Procurement Director
LCA Area**

Date: _____

Operator:
EXA, S.A.



Xavier Abufele Coello / Gerente General

Date: March 31, 2022

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