

LEASE CONTRACT WITH TRANSSHIPPING WORLD COMPANY, S.A.
JD-08-90-2023

THE UNDERSIGNED SECRETARY OF THE BOARD OF DIRECTORS OF THE PORT QUETZAL COMPANY, CERTIFIES: That having reviewed the Book of Ordinary and Extraordinary Sessions of the Board of Directors of the Port Quetzal Company, in which point Eight (8th) of the minute number ninety (90) dated December 16, 2023, of the Ordinary Session, which copy of the resolution part literally says: JD NINETY ZERO EIGHTY EIGHT THOUSAND TWENTY-THREE (JD-08-90-2023). **CONSIDERING:** That by means of the Agreement of the Board of Directors number JD ninety one four sixty seven thousand twenty-three (JD-04-60-2023) dated August 16, 2023, which was modified by means of the Agreement of the Board of Directors number JD ninety ten sixty seven thousand twenty-three (JD-10-67-2023) dated September 12, 2023, this collegiate body agreed:

I. Authorize the subscription of a lease contract for the area of seventy-six thousand one hundred forty-four point eighteen square meters (76,144.18 m²) located in the fourth zone (4) of the Port Precinct in favor of the entity TRANSSHIPPING WORLD COMPANY, SOCIEDAD ANÓNIMA, which will be destined for the passage of pipes, ridges, flexible from the monobuoy to the fuel and other liquid bulk storage and distribution terminal. Likewise, for the arrangement of valves and measuring station, for the contractual term of twenty-five (25) years counted from the day following the actual delivery of the property, which must be recorded by means of Administrative Act, in accordance with the conditions established by the Technical Commission in the opinion number DICT dict com guión thirty and three thousand twenty-three (DICT-COM-33-2023) dated August 16, 2023.

II. The General Manager is instructed to coordinate with the entity Transshipping World Company, Sociedad Anónima, to carry out the necessary steps before the competent entities, in order to enable the construction and operation of the fuel storage and distribution terminal.

III. Instruct the General Management and the Legal Advisory Unit to continue with the corresponding procedures for the formalization of the respective contract.

IV. Set a period of sixty (60) working days from the day following the notification of this agreement, for the formalization of the respective contract; in case of non-compliance, Empresa Portuaria Quetzal reserves the use or disposition of the area without any prejudice.

V. Instruct the Legal Advisory Unit to include in the contract to be signed for the formalization of the present authorization, that the entity Transshipping World Company, Sociedad Anónima, is obliged to comply with any modification that is made in relation to the cost of the rent contained in the Internal Regulations to Regulate and Authorize the Use and Utilization of the Port Space, Maritime and Terrestrial Services of the Port Quetzal Company; as well as the provision of services.

SIGNATURES:

SECRETARY OF THE BOARD
GENERAL MANAGER

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Maritime-port services under the Indirect Management Regime.

CONSIDERING: That on the date of September 25, 2023, Public Deed number thirty-one (31) authorized by Notary Edgar Obdulio Salazar Valenzuela was authorized in Guatemala City, signed between the Port Quetzal Company and Transshipping World Company, Sociedad Anónima, which contains a lease contract for an area of seventy-six thousand one hundred forty-four point eighteen square meters (76,144.18 m²) located in the fourth zone (4) of the Port Precinct in favor of Transshipping World Company, Sociedad Anónima, which will be destined for the passage of pipes, rigid, flexible from the monobuoy to the fuel and other liquid bulk storage and distribution terminal. Likewise, for the arrangement of valves and measuring station, for the contractual term of twenty-five (25) years counted from the day following the actual delivery of the property.

CONSIDERING: That within the relevant file, there is the Legal Opinion identified with the reference DICTAMEN two hundred forty PQ guion four hundred thirteen twenty-three thousand twenty-three (DICT-PQ-413-2023) dated November 21, 2023, issued by the Legal Advisory Unit of the Port Quetzal Company, in which it is indicated that it is legally appropriate to approve the Lease Contract for the Area of seventy-six thousand one hundred forty-four point eighteen square meters (76,144.18 m²), located in the fourth zone (4) of the port estate of Puerto Quetzal, for the term of twenty-five (25) years, counted from the day following the delivery of the area, celebrated in Public Deed number thirty-one (31) between the Port Quetzal Company and Transshipping World Company, Sociedad Anónima, on September 25, 2023, authorized in Guatemala City by Notary Edgar Obdulio Salazar Valenzuela; once it is determined that in its preparation the requirements established within the internal regulations of Puerto Quetzal, applicable to this case, have been met. **CONSIDERING:** That by means of Official Letter number OF point two hundred ten dash GG dash four hundred ninety-six guion ninety-six guion two thousand twenty-three diagonal FAAQ diagonal IA, (OF-210-GG-496-2023/FAAQ/IA), dated December 5, 2023, the General Manager of the Port Quetzal Company brings to the attention, discussion, and eventual approval of the Honorable Board of Directors, the Lease Contract for the Area of seventy-six thousand one hundred forty-four point eighteen square meters (76,144.18 m²), located in the fourth zone (4) of the port estate of Puerto Quetzal, for the term of twenty-five (25) years, counted from the day following the delivery of the area, celebrated in Public Deed number thirty-one (31) between the Port Quetzal Company and Transshipping World Company, Sociedad Anónima, on September 25, 2023.

SIGNATURES:
SECRETARY OF THE BOARD
GENERAL MANAGER

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JD-08-90-2023

Dated September 25, 2023,
authorized in Guatemala City
by Notary Edgar Obdulio Salazar Valenzuela.

THEREFORE: The Board of Directors based on the above considerations and in the exercise of the powers conferred by Article 9 of Decree Law 100-85, Organic Law of the Port Quetzal Company; Articles 11 and 12 of the Internal Regulations to regulate and authorize the use and exploitation of the port, maritime and land space of the Port Quetzal Company; as well as the provision of maritime-port services under the Indirect Management Regime; unanimously AGREES:

I. Approve the Lease Contract for the Area of seventy-six thousand one hundred forty-four point eighteen square meters (76,144.18 m²), located in the fourth zone (4) of the port estate of Puerto Quetzal, for the term of twenty-five (25) years, counted from the day following the delivery of the area, celebrated in Public Deed number thirty-one (31) between the Port Quetzal Company and the entity Transshipping World Company, Sociedad Anónima, on September 25, 2023, authorized in Guatemala City by Notary Edgar Obdulio Salazar Valenzuela;

II. Transfer this file to the Legal Advisory Unit to continue with the corresponding procedures;

III. This agreement takes effect immediately;

IV. NOTIFY. And for legal purposes, I extend, number, seal, and sign this certification, which consists of three (3) pages of letterhead paper of the Port Quetzal Company printed only on the obverse. In Guatemala City, on December 7, 2023.

SIGNATURES:

MGTR. FRANCISCO ANTONIO ANLEU QUIJADA

SECRETARY OF THE BOARD

LIC. LUIS MANUEL RODRIGUEZ SILVA

GENERAL SECRETARY

PORT QUETZAL COMPANY

PORT QUETZAL OFFICES: Km. 102 AUTOPISTA ESCUINTLA-PUERTO QUETZAL PBX 7828-3500

GUATEMALA CITY OFFICES: 4a. CALLE 7-53, ZONA 9, EDIFICIO TORRE AZUL, 1er. NIVEL

TELEPHONE: 2312-5600, P.O. BOX 206-A

WEB PAGE: www.puerto-quetzal.com