

Investor Presentation – Full Year Results 2014

27 March 2015



Executive summary



Executive summary

- Operating performance in 2014 clearly below previous year dissatisfying result caused by persistently strong competition and one-off expenses
- Key highlight in 2014 was the merger of Hapag-Lloyd and CSAV container shipping activities
 - "New" Hapag-Lloyd is the #4 global container shipping company
 - Net synergies of approx. USD 300 m p.a. integration progressing well
 - Strengthened capital structure with strong anchor shareholders
- Hapag-Lloyd has defined clear strategic measures to significantly improve profitability –
 based on this Hapag-Lloyd intends to achieve an EBITDA margin of 10%-12% until 2017
- The start of 2015 has been satisfactory business has developed in accordance with expectations and the results have improved significantly compared to previous year
- For 2015 as a whole, Hapag-Lloyd plans to achieve a clearly positive operating result (EBIT adj.) EBITDA is expected to increase considerably on the basis of first synergy realizations, further cost savings, continuous volume growth and improvement of result quality



A. Financials 2014

B. Market Update

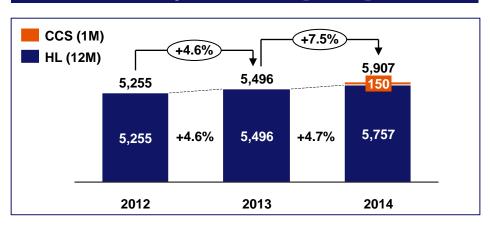
C. Our Way Forward



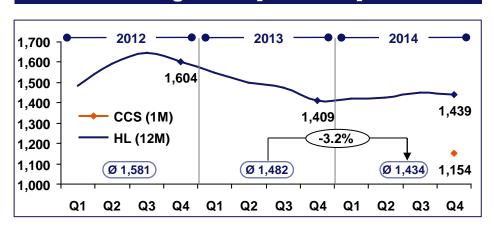
Hapag-Lloyd revenues increase to EUR 6.8 bn in 2014 – CCS activities consolidated as of 2 December 2014



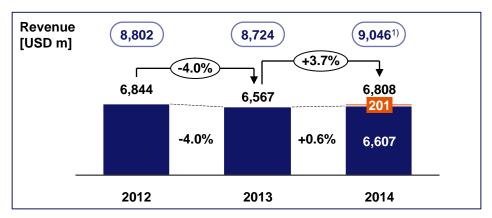




Freight rate [USD/TEU]



Revenue [EUR m]



Comments

- Hapag-Lloyd transport volume rose by +4.7% in 2014 in line with market (excl. CCS)
- Average freight rate was disappointing with 1,434 USD/TEU in 2014 (-3.2% excl. CCS)
- Revenue slightly increased to EUR 6,607 m in 2014 (+0.6% excl. CCS)

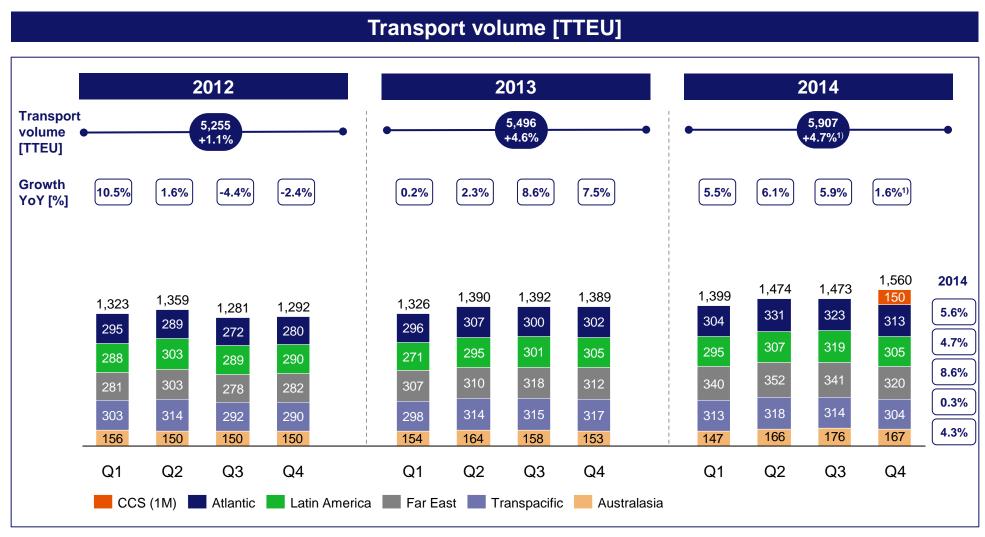
Source: Company information

¹⁾ Incl. CCS (1M) of USD 267 million

⁴

Transport volume growth with 4.7% in line with market – Far East trade with 8.6% main contributor in 2014





¹⁾ Excl. CCS (1M)

⁵

Average freight rate was at 1,434 USD/TEU (-48 USD/TEU) – Average bunker price of Hapag-Lloyd was at 575 USD/t



Freight rate¹⁾ [USD/TEU] vs. bunker price²⁾ [USD/t]



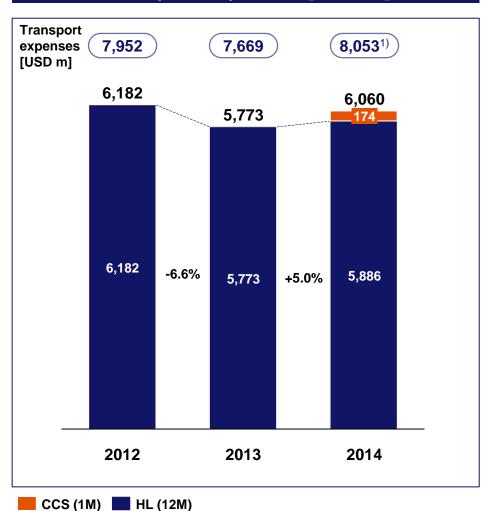
¹⁾ Hapag-Lloyd average freight rate per year, excl. CCS (1M) 2) Hapag-Lloyd average consumption price per year, excl. CCS (1M)

⁶ Source: Company information

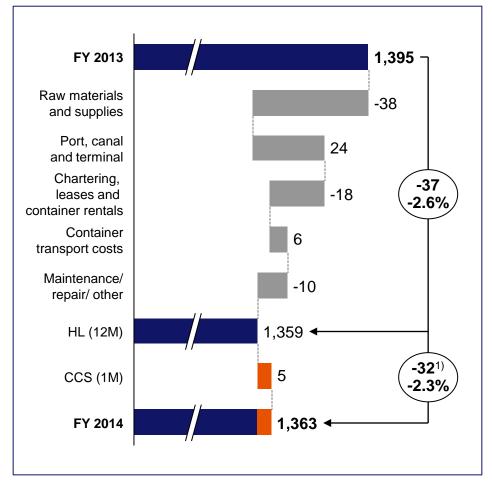
Hapag-Lloyd further optimized its cost base in 2014 – Transport expenses reduced by -32 USD/TEU¹⁾



Transport expenses [EUR m]



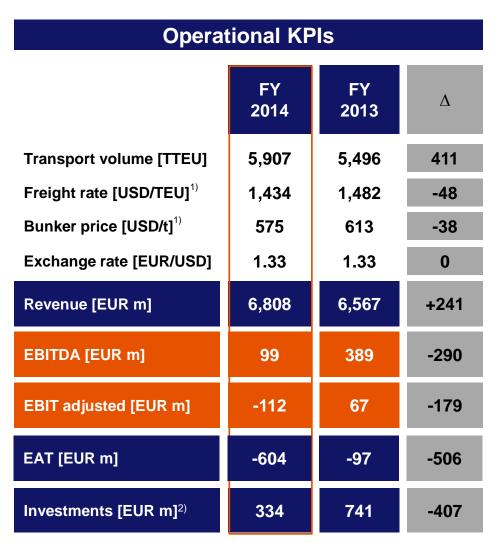
Transport expenses per TEU [USD/TEU]

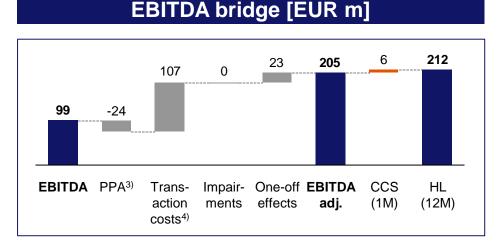


1) Incl. CCS (1M) of USD 231 million

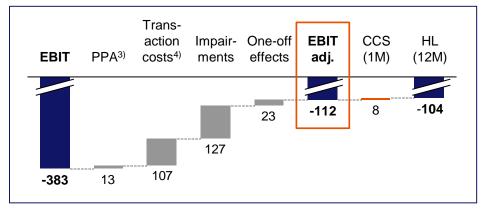
EBIT adjusted at EUR -112 m in 2014 (incl. CCS for 1 month) – High non-recurring one-off effects due to CSAV transaction







EBIT bridge [EUR m]



¹⁾ Excl. CCS (1M) 2) Investments in PPE

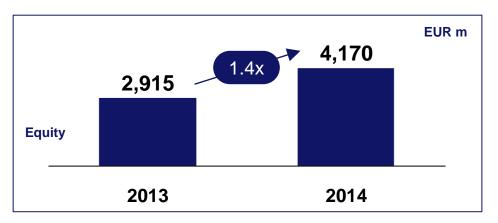
²⁾ Purchase price allocation (charter adj. only for EBITDA)

³⁾ Transactions and restructuring costs

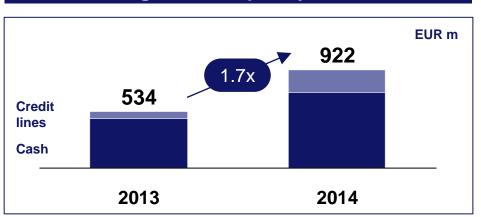
Hapag-Lloyd considerably strengthened its capital structure and gained an additional strong anchor shareholder



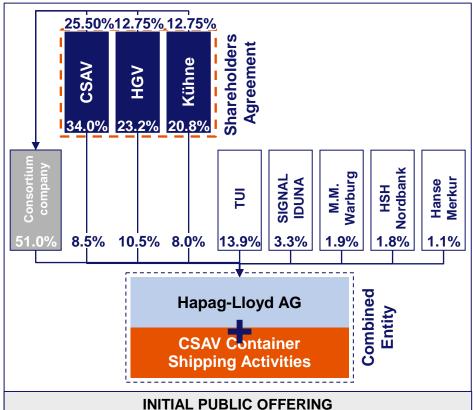
Enhanced equity base



Strengthened liquidity reserve

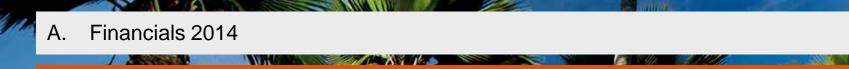


Strong shareholder base



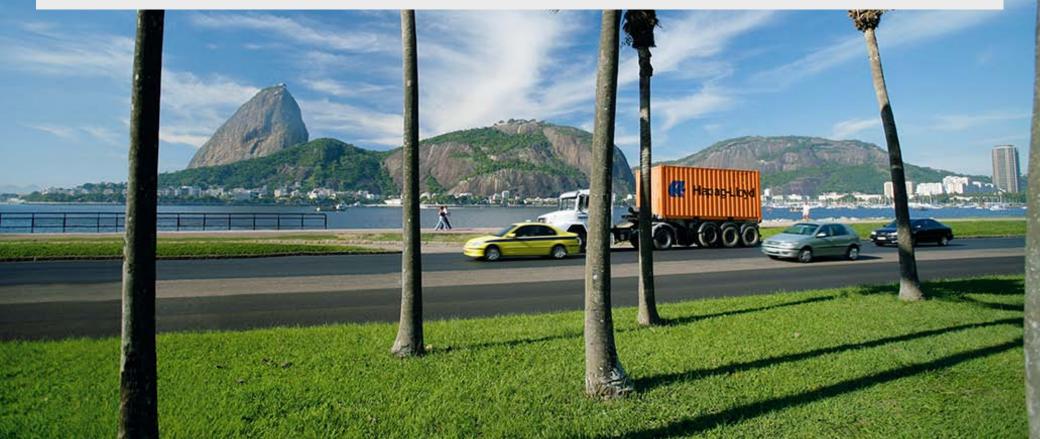
CSAV, HGV and Kühne have further agreed that an additional approx. EUR 370 m are planned to be raised through an IPO by 31 Dec. 2015 or, if market conditions are unfavorable, by 31 Dec. 2016





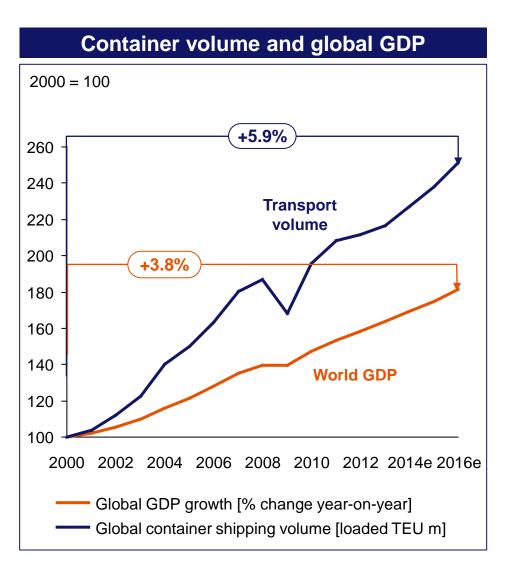
B. Market Update

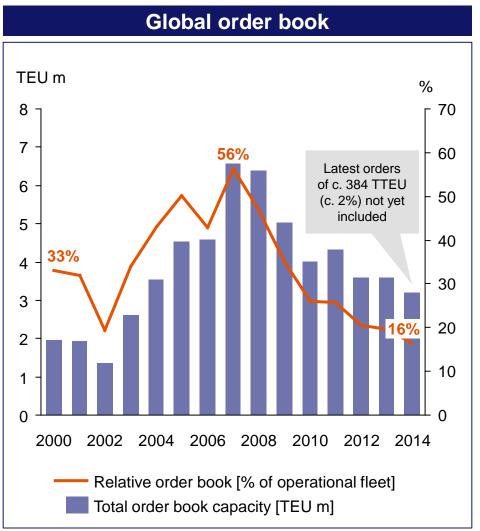
C. Our Way Forward



Container shipping has been and continues to be a growth industry – Global order book currently on low levels

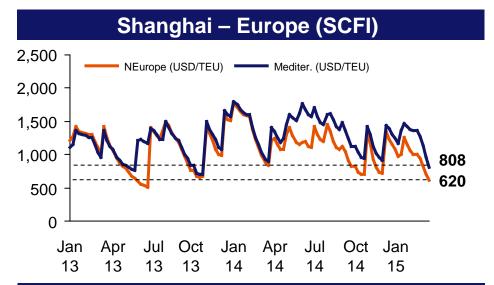




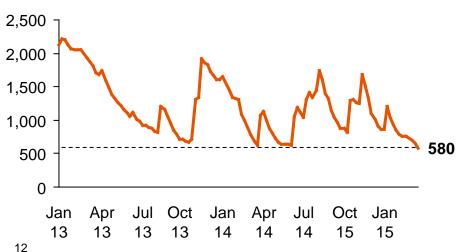


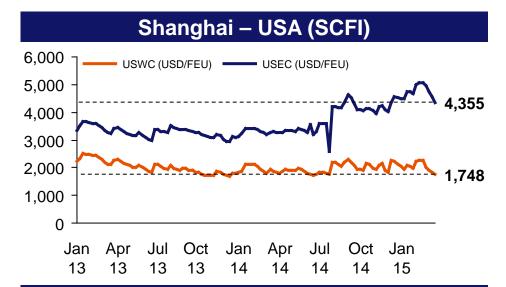
Short-term freight rate pressures and volatilities remain in the container shipping industry











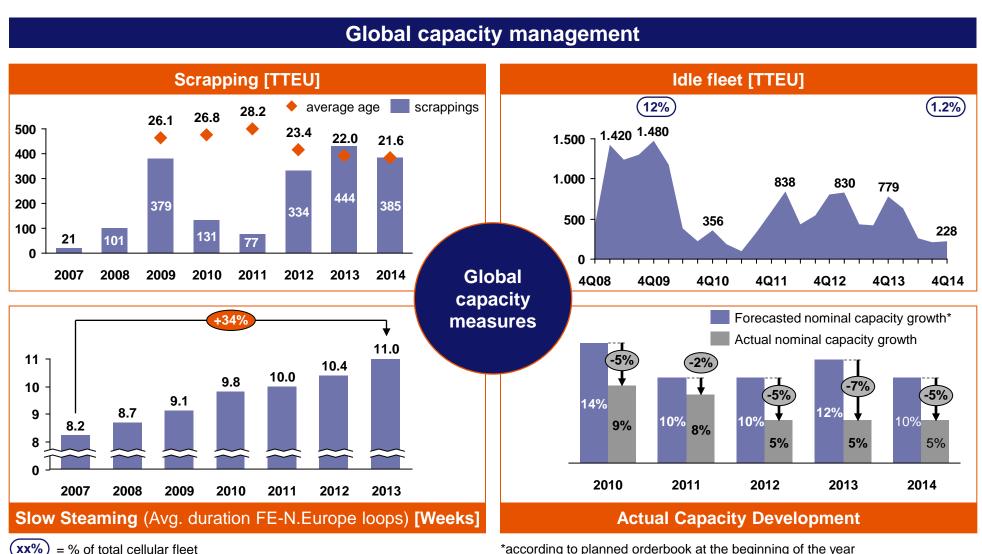
Comments

- Shanghai Containerized Freight Index (SCFI) only reflects Shanghai outbound rate development
- Freight rates on Asia / Europe trade remain volatile
- Freight rates on Transpacific trades tend to be somehow less volatile
 - USEC freight rate increased to about 5,000 USD/FEU due to USWC strikes

Source: Shanghai Shipping Exchange (20 March 2015)

Capacity measures help to restore supply and demand balance # Hapag-Lloyd





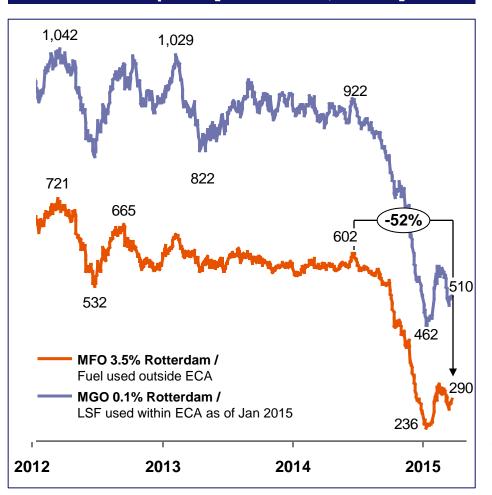
¹³

*according to planned orderbook at the beginning of the year

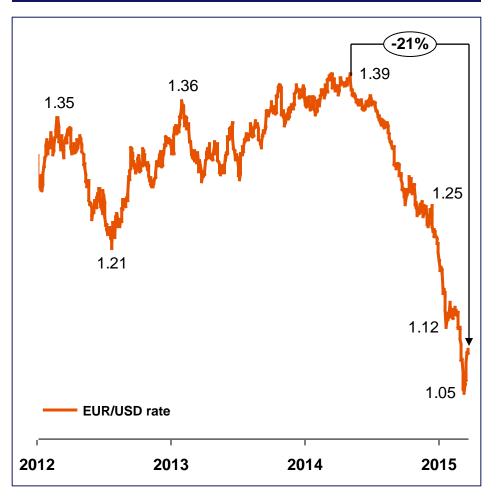
Bunker price and EUR/USD rate have significantly decreased – LSF to be used in emission control areas as of Jan 2015



Bunker price [Rotterdam; USD/t]

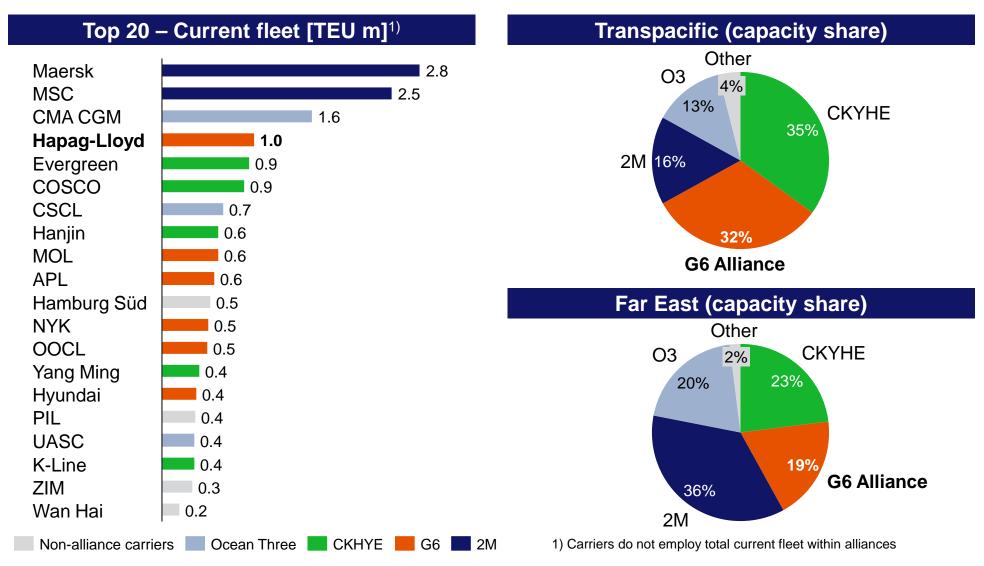


Exchange rate [EUR/USD]



East-West trades: Now consolidated in 4 key alliances



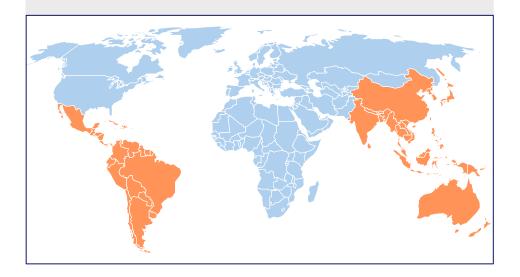


North-South trades: Hapag-Lloyd joins forces in Latin America R Hapag-Lloyd



New cooperation in Latin America

- Our increased presence in Latin America since integration of CSAV container shipping activities has resulted in a new cooperation with Hamburg Süd, CMA CGM and CSCL
- MoUs have already been signed implementation between Latin America and Asia will start from July 2015 onwards



Compelling rationale

- New product between Asia and Latin America with reliable weekly services
- Three loops to/from South America West Coast, two loops to/from South America East Coast
- Best transit times to and from main Asian locations
- **Extensive port coverage** in Mexico (Pacific), SAWC. SAEC
- New 9,300 TEU ships deployed in the trade, overall improved capacity deployment
- Increase of average vessel size to well above 8.000 TEU
- Competitive cost level other carriers will have difficulty matching
- High reefer plug capacity to offer best in class reefer product
- Comprehensive and reliable inland service in Latin America through rail and trucking network



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- C. Our Way Forward



Short- and mid-term initiatives

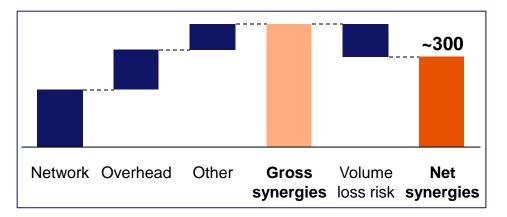
- 1 Project CUATRO
 Close deal and integrate CSAV business
 - 2 Project OCTAVE
 Short-term profit improvement in 8 modules
 - 3 Structural Improvements
 Align board structure and responsibilities
 - 4 Close the Cost Gap
 Improve profitability in light of new alliances
 - 5 Compete to Win
 New commercial approach (multi-year effort)

Significantly improve earnings and achieve an EBITDA margin of 10-12% by 2017

Project CUATRO: USD 300 m net synergy potential expected



Synergies of approx. USD 300 m p.a.



Optimized and enlarged network



Competitive and flexible fleet

- Average age of the combined fleet roughly 8 years as of 31 December 2014
- 65% of combined capacity younger than 10 years, only 5% older than 20 years
- Average vessel size for "New" Hapag-Lloyd fleet 5,271 TEU compared to 4,717 TEU for Top 20 and 3,077 TEU as industry average
- Ownership structure well balanced: 54% of combined fleet owned and 46% chartered
- Delivery of 5 further 9,300 TEU vessels in
 H1 2015 specialized for Latin America trade



Integration status



Organization and staffing – New organization implemented, staff selection nearly completed



Office set-up & IT infrastructure – Offices selected, infrastructure set-up progressing



Customer and vendor information – Customers and vendors informed



Training – Global training in progress and on track



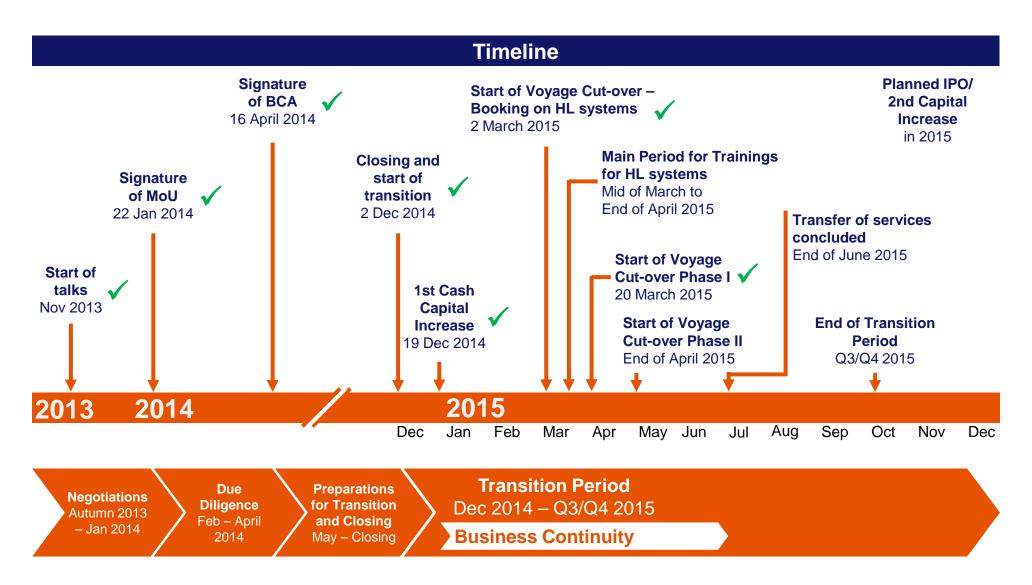
Voyages cut-over – Ramp-up of bookings according to schedule, first services cut over



Integration monitoring – Integration KPIs continuously monitored, integration on track

Transfer of operating business to conclude end of June 2015





Project OCTAVE: Further short-term improvements targeted



Hapag-Lloyd improvement areas				
Procurement &	Inland Pricing & Steering			
Inland	Bunker Procurement			
	Fleet Renewal	Targeted cost		
Fleet & Network	Fleet Refurbishment	savings: Low three-		
	Service Structure	digit USD million figure		
	Utilization	for 2015 already		
Sales & Product Portfolio	Special Cargo			
	Spot Market			

"New" Hapag-Lloyd optimizes its competitive and flexible fleet R Hapag-Lloyd



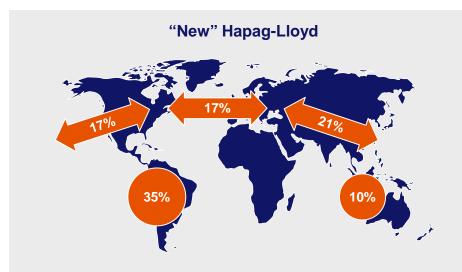
Vessel fleet structure as of 31 December 2014 Owned1) Chartered Orderbook Current Fleet ownership [%] fleet يلالسسالأسس Capacity [TEU] 131,674 131,674 >10,000 TEU 10 10 Vessels chartered Capacity [TEU] 197.114 68,036 265.150 46,500 46% owned 54% 23 31 8 8,000 - 10,000 TEU Vessels 66.240 115,983 Capacity [TEU] 49.743 10 17 6,000 - 8,000 TEU Vessels Orderbook: Average vessel size [TEU]⁴⁾ Capacity [TEU] 105,238 257,525 362,763 3 deliveries in Q1, remaining 23 54 77 4,000 - 6,000 TEU 2 in Q2 2015 Fleet renewal: +1,640 16 vessels 5,271 38,843 54,624 93,467 ("Old Ladies") 4,717 reclassified as 13 19 32 2,300 - 4,000 TEU held for sale 3,077 Capacity [TE 12,226 27.548 39.774 18 24 <2,300 TEU Vessels Capacity [TEU] 1,008,811 46,500 **534.838**²⁾ **473,973**³⁾ **Top 20 World Fleet** Hapag-**Total** 5 **82**²⁾ 1093) 191 Vessels Lloyd

⁴⁾ MDS Transmodal January 2015

For the upcoming years, Hapag-Lloyd intends to further optimize its fleet on the Latin America-Europe market



Transport volume by trade, 31 Dec 2014



- "New" Hapag-Lloyd has a leading presence within the Latin American routes
- To retain / enhance this position, "New" HL considers to order or charter new ships
- Decision is planned for Q2 2014

Fleet considerations

- The new ships would be deployed primarily on Latin American routes
- New ships would optimize network / product
 - Bundle services / redesign cooperation
 - Participate in reefer growth
 - Generate considerable slot cost advantages
- Best ship design for the trade intended
 - Optimized hull shape (less draft)
 - Fuel efficient engine room setup
 - ≥2,000 reefer plugs anticipated

Hapag-Lloyd expects a significant improvement in profitability in 2015



Guidance for 2015 Transport Increasing moderately volume **Freight Decreasing moderately** rate **EBITDA** Clearly increasing **Operating Clearly positive** result1) Liquidity Remaining adequate reserve

Comments

- Guidance for 2015 based on pro-forma inclusion of CCS for 2014 – however, one-off volume and rate effects not taken into account in the guidance
 - CCS transport volume in 2014 at 1,924 TTEU
 - CCS avg. freight rate 2014 at 1,174 USD/TEU
- In the consolidated financial statements CCS only included from 2 December 2014 (i.e. one month)

Sensitivities for 2015

Transport volume	+/- 100 TTEU	+/- USD <0.1 bn
Freight rate	+/- 50 USD/TEU	+/- USD ~0.4 bn
Bunker price	+/- 100 USD/t	+/- USD ~0.3 bn
EUR / USD	+/- 0.1 EUR/USD	+/- USD <0.1 bn

CCS = CSAV container shipping activities

¹⁾ EBIT adjusted



Income statement of Hapag-Lloyd [EUR m]



Income statement

	2014	2013	Δ
Transport volume [TTEU]	5,907	5,496	411
Freight rate without CCS activitites [USD/TEU]	1,434	1,482	-48
Revenue	6,808	6,567	240
Other operating income	117	156	-40
Transport expenses	6,060	5,773	287
Personnel expenses	403	365	38
Depreciation, amortisation and impairment of intangible assets and property, plant and equipment	482	325	156
Other operating expenses	393	252	142
Operating result	-414	8	-422
Share of profit of equity-accounted investeees	34	37	-3
Other financial result	-3	19	-22
Earnings before interest and tax (EBIT)	-383	64	-447
Interest result	-210	-154	-56
Earnings before income taxes	-593	-90	-503
Income taxes	11	8	4
Group profit/loss	-604	-97	-506

Transport expenses

	2014	2013	Δ
Transport expenses	6,060	5,773	287
Cost of raw materials, supplies and purchased goods	1,362	1,437	-74
Cost of purchased services	4,698	4,337	361
Thereof:			
Port and terminal costs	2,030	1,831	199
Chartering, leases and container rentals	694	653	40
Container transport costs	1,841	1,691	150
Maintenance / repair / other	133	161	-28

EBIT bridge

	2014	2013	Δ
Earnings before interest and tax (EBIT)	-383	64	-447
Purchase price allocation	13	23	-10
Transaction and restructuring costs	107	0	107
Impairments	127	0	127
One-off effects	23	0	23
Sale of Montreal Gateway Terminals Ltd. Partnership, Montreal	0	-19	19
Underlying EBIT	-112	67	-179

1) CSAV container shipping activities are included in the 2014 figures from the date of consolidation (2 December 2014) onwards

Balance sheet of Hapag-Lloyd [EUR m]



Assets

Equity and liabilities

	31.12.2014	31.12.2013	Δ
Goodwill	1,375.6	664.6	711.0
Other intangible assets	1,309.7	529.7	780.0
Property, plant and equipment	5,176.0	4,067.6	1,108.4
Investments in equity-accounted investees	384.9	332.8	52.1
Inventories	152.1	168.9	-16.8
Trade acocunts receivables	716.0	473.3	242.7
Other assets	263.1	148.5	114.6
Derviative financial instruments	19.6	99.6	-80.0
Cash and cash equivalents	711.4	464.8	246.6
Assets	10,108.4	6,949.8	3,158.6

	31.12.2014	31.12.2013	Δ
Equity	4,169.6	2,915.1	1,254.5
Provisions	807.3	279.8	527.5
Financial debt	3,717.1	2,935.0	782.1
Derivative financial instruments	23.8	6.7	17.1
Trade accounts payable	152.1	168.9	-16.8
Other liabilities	157.8	112.9	44.9
Equity and liabilities	10,108.4	6,949.8	3,158.6
Equity ratio Rate USD/EUR	41% 1.22	42% 1.38	-1 ppt -0.16

Integration of the CCS – Composition of Goodwill (1/2)



Consolidated statement of financial position CCS [EUR m]

	Dec 2, 2014
Other intangible assets	745
Property, plant and equipment	733
Investments in equity-accounted investees	50
Inventories	37
Trade accounts receivable	218
Other assets	51
Cash and cash equivalents	70
Assets	1,904
Equity	621
Provisions	337
Financial debt	536
Trade accounts payable	381
Other liabilities	29
Equity and liabilities	1,904

	USDm	EURm
Purchase price	1,531	1,227
Equity		621
Goodwill	757	607

COMMENTS

- First time consolidation figures at fair value
- Includes purchase price allocation

Integration of the CCS – Composition of Goodwill (2/2)



Purchase price allocation [USD m]

	Dec 2, 2014
Purchase price	1,531
Equity acquisition (at book value)	890
Elimination of Goodwill and others positions	<u>-807</u>
Net equity acquired	83
Preliminary difference	1,448
Intangible assets	
Brand	41
Customerbase	882
Container advantageous lease contracts	4
Container sub-lease-out advantageous contracts	3
Software	6
Share of profit of equity-accounted investees (CNP)	51
Provisions	
Vessels charter contracts	-181
Container disadvantageous lease contracts	-107
Contingent liabilities	-9
Sum of adjustments	690
Acquired net assets (at fair value)	774
Goodwill	757

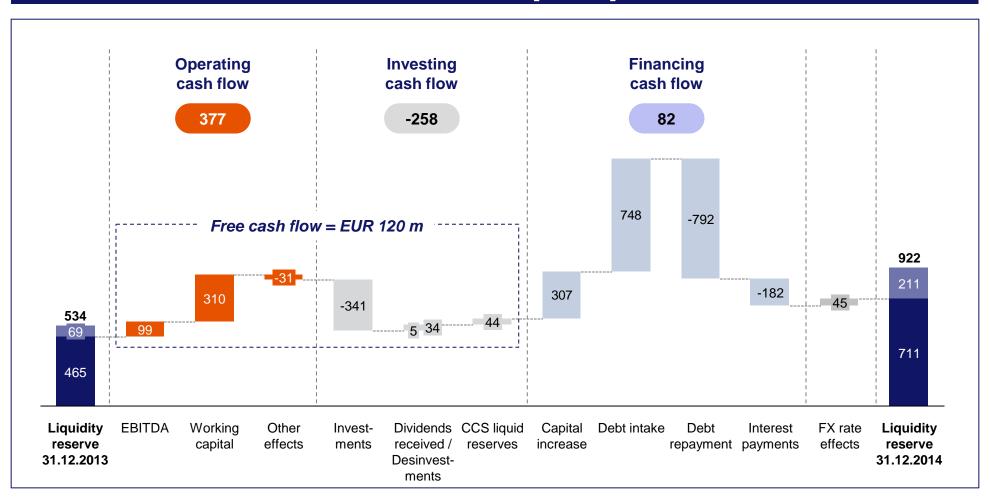
COMMENTS

- Assets are regularily depreciated
- The purchase price allocation identified mainly intangible assets as shown in the table
- Vessels and containers were already accounted for at fair value
- Provisions refer to disadvantageous contracts; the future release has a positive impact on EBIT (less lease expenses)
- Goodwill ist tested anually for impairments

Hapag-Lloyd generated a free cash flow of EUR 120 m in 2014 R Hapag-Lloyd



Cash flow 2014 [EUR m]



Hapag-Lloyd is one of the world's leading container shipping companies



Hapag-Lloyd at a glance



- 1) Pro-forma inclusion of CCS in 2014 2) Excl. CCS

- Pure play container shipping company
- Headquartered in Hamburg, Germany
- Founding member of Grand and G6 Alliance
- 191 container ships with TEU 1 million
- Transport volume of 7.7 million TEU in 2014¹⁾
- 588 sales offices in over 113 countries
- Approx. 19,100 customers around the world²⁾
- Employing 10,949 staff worldwide

Strong rationale for merger of Hapag-Lloyd and CCS

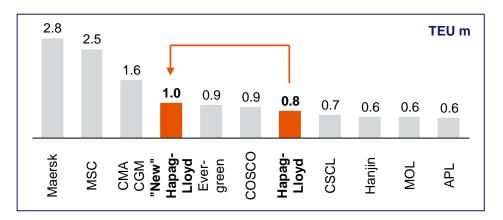


Deal rationale "New" Hapag-Lloyd catches up to top 3 players Selective market leadership and economies of scale **Strategic** rationale Creation of a global platform as a base for further consolidation Strategic fit due to complementary trade routes ■ Value enhancement via synergies of approx. USD 300 m p.a. Reduction of costs per slot due to larger and younger fleet **Operational** rationale Optimized and enlarged network Reduction of procurement costs and imbalances Gaining an additional strong anchor shareholder **Financial Enhancing equity base** and liquidity reserve rationale Rating improvement due to optimized capital structure

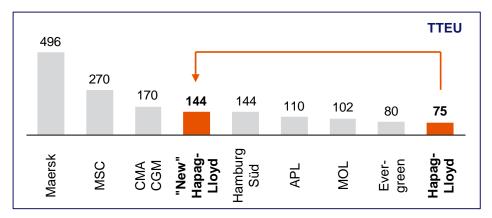
Size matters – #4 global carrier with selected market leadership 🦊 Hapag-Lloyd



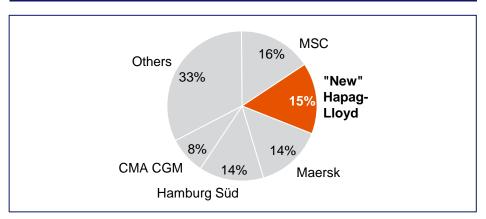
Top #4 in global carrier ranking



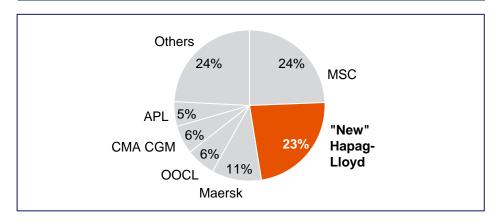
Top #4 in reefer equipment capacity



Top market share in Latin America



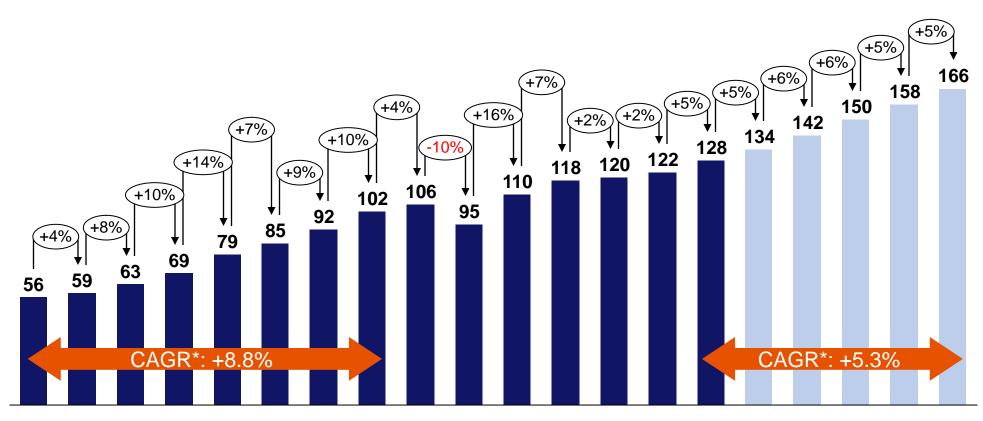
Top market share in Transatlantic



Growth of above 5% projected for the coming years



Global container trade [TEU m]



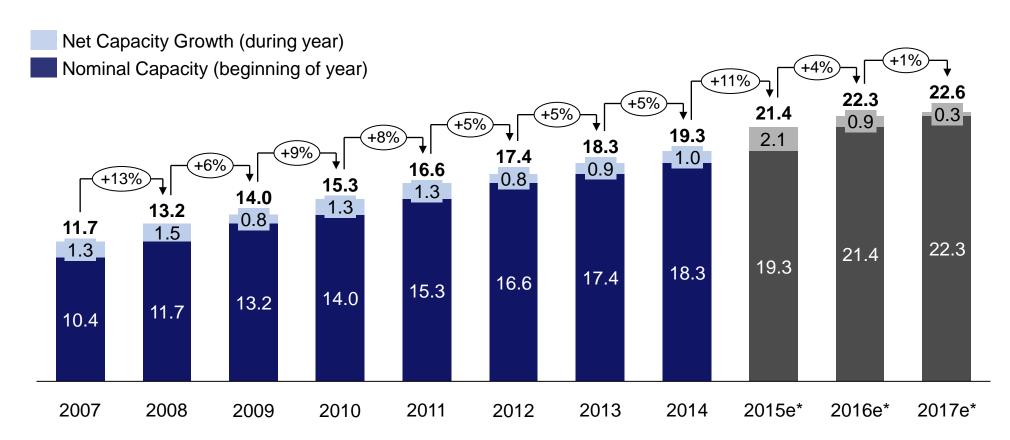
2000 2001 2002 2003 2004 2005 2006 2007 2008 2009 2010 2011 2012 2013 2014 2015e 2016e 2017e 2018e 2019e

^{*}Compound Annual Growth Rate (e)

Development of global capacity



Annual net capacity development [TEU m]



¹⁾ Orderbook not yet complete, Forecasts of delayed deliveries or scrappings not included

Nominal fleet growth is not comparable with demand growth



Nominal vs. effective capacity

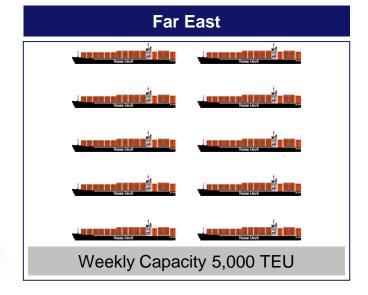
Existing nominal capacity

- + Newbuildings to be delivered this year
- Scrappings
- New nominal capacity
- Requirements for long-distances services
- Operational constraints
- Infrastructure & productivity constraints
- Slow steaming
- Effective capacity

Example

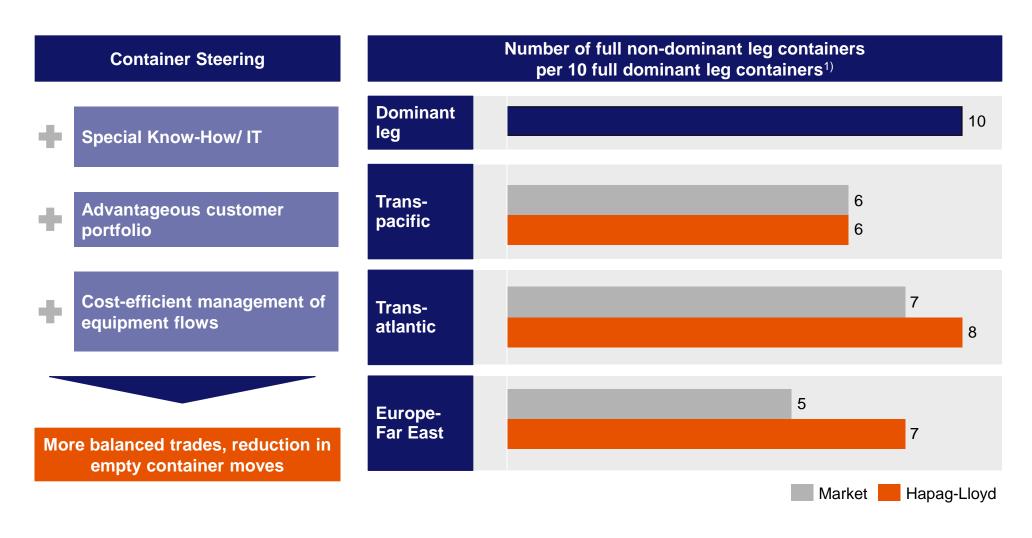
Atlantic Weekly Capacity 5,000 TEU

Example



Imbalances: Hapag-Lloyd outperforms the market



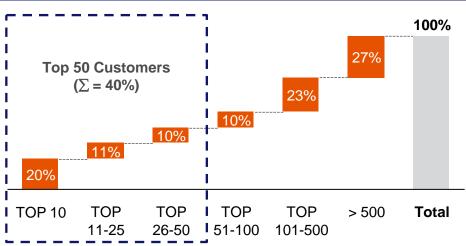


¹⁾ This ratio reflects the imbalance in the market (industry average) vs. Hapag-Lloyd imbalance of transport volumes (the higher the ratio, the more balanced in both directions). Ratio has been rounded

Long-standing and diversified customer base of blue chip customers and a diversified base of goods transported



Highly diversified customer base¹⁾



Strong relationship with blue chip customers























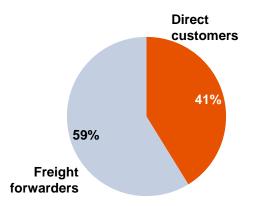
Balanced portfolio of goods transported

Others²⁾ Chemical 13% 17% Electronic Foodstuff 13% Furniture 5% Beverages 10% 8% Paper & Forest Automobile 11% 8% Metal Machinery

Textile

Hapag-Lloyd has a highly diversified customer base: No customer has a share greater than 5% of HL's revenue

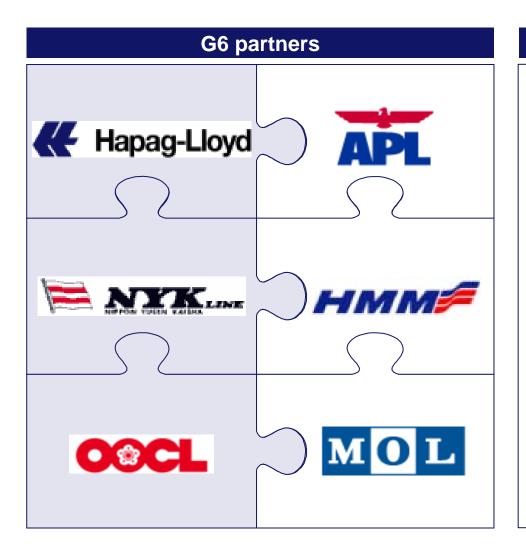
... in a diversified customer portfolio¹⁾



- Diversified exposure
- Freight forwarders secure volumes in both directions, optimizing trade flows
- Direct customers better visibility on future volumes

Alliances allow Hapag-Lloyd to leverage its fleet, increase utilization and ensure a worldwide presence





G6 advantages

Cost efficiencies

- Increased average vessel size
- Reduced average sailing speed
- Thus lower bunker consumption
- Increased bargaining power
- Direct coverage / feeder savings

Use of capacity / vessels

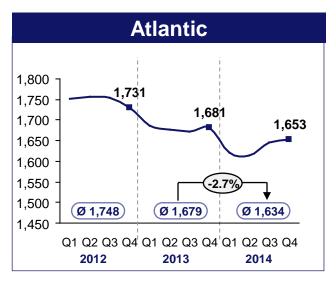
- Efficient vessel deployment
- Capacity absorption
- Improved utilization
- Streamlined phasing-in of ULCS

Larger network and improved service

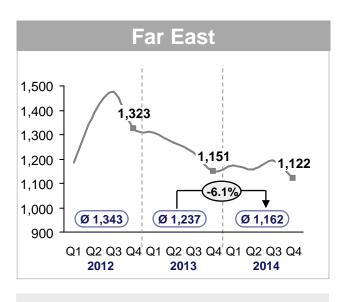
- Larger network scope
- Shorter transit times
- Higher frequency
- More direct port calls

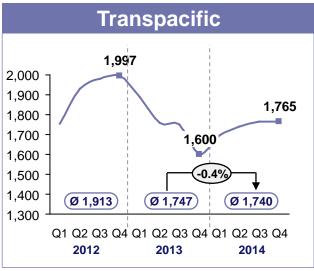
The average freight rates decreased over all trades

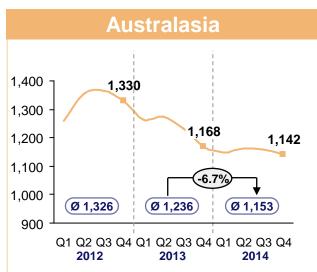












COMMENTS

- At 1,434 USD/TEU¹⁾ HL average freight rate in 2014 remained 48 USD/TEU below 2013 (1,482 USD/TEU)
- Main contributors to overall freight rate decrease are high volume trades
 Far East (-6.1%) and Atlantic (-2.7%)
- Highest year-on-year freight rate decrease on Australasia trade (-6.7%)

1) Excl. CCS (1M)

Source: Company information

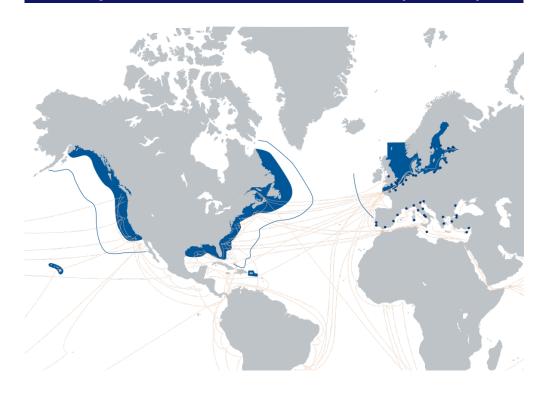
Effects of tightened Low Sulphur Fuel Regulations



Change in regulation

- As of 2015, stricter regulations apply in designated SECAs – vessels must use higher-quality fuels with sulphur content of no more than 0.1% (previous limit: 1.0%)
- The change affects all services covering North America and Northern Europe
- LSF costs more than the fuel previously used and will lead to a relative increase in bunker costs as share of low sulphur fuel of total fuel consumption increases
- Hapag-Lloyd introduced a LSF additional to pass on increased costs to customers

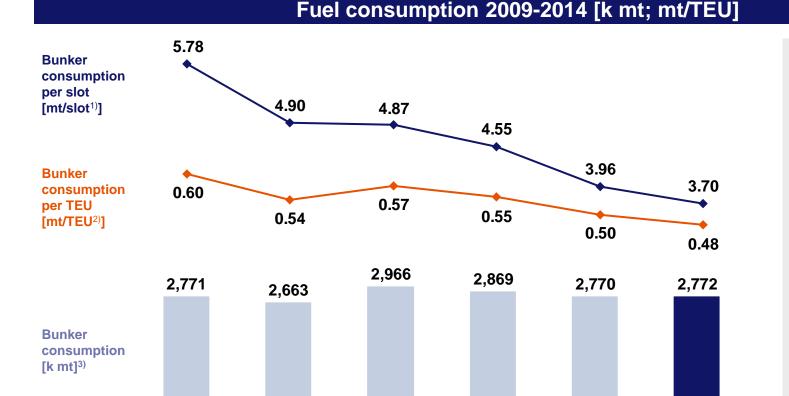
Sulphur Emission Control Areas (SECAs)



Blue line indicates where vessels need to start switching to LSF before entering the SECAs

Decreasing bunker consumption due to economies of scale – Bunker consumption per TEU decreased by further 4.5%





COMMENTS

- Over the last few years significant decreases in bunker consumption per slot due to economies of scale stemming from larger vessels (increased average vessel size)
- Additionally, reduced bunker consumption due to the introduction of slow steaming in 2009
- Bunker consumption per TEU decreased by 4.5% in FY 2014 vs. FY 2013

2011

2010

2012

2013

2014

2009

¹⁾ Average nominal deployed capacity in TEU (excl. CCS) 2) Transport volume (5,757 TTEU excl. CCS) 3) Excl. CCS

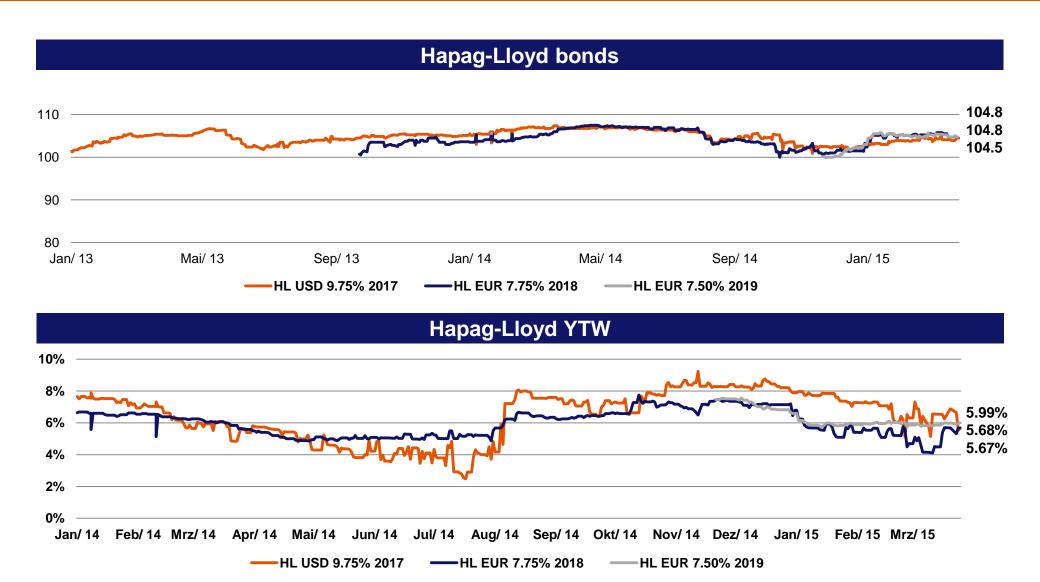
Hapag-Lloyd has issued three bonds on debt capital markets



	EUR Bond 2019	EUR Bond 2018	USD Bond 2017
Issuer	Hapag-Lloyd AG	Hapag-Lloyd AG	Hapag-Lloyd AG
Volume	EUR 250 m	EUR 400 m	USD 250 m
Minimum order	100,000 EUR	100,000 EUR	150,000 USD
Issue date	November 20, 2014	September 20, 2013	October 01, 2010
Maturity date	October 15, 2019	October 01, 2018	October 15, 2017
Redemption prices	as of Oct 15, 2016: 103.750% as of Oct 15, 2017: 101.875% as of Oct 15, 2018: 100%	as of Oct 01, 2015: 103.875% as of Oct 01, 2016: 101.938% as of Oct 01, 2017: 100%	as of Oct 15, 2014: 104.8750% as of Oct 15, 2015: 102.4375% as of Oct 15, 2016: 100%
Coupon	7.50%	7.75%	9.75%
Coupon payment	April 15 and October 15	January 15 and July 15	April 15 and October 15
ISIN	XS1144214993	XS0974356262	USD33048AA36
WKN	A13SNX	A1X3QY	A1E8QB
Listing	Open market of the LxSE	Open market of the LxSE	Open market of the LxSE
Trustee	Deutsche Trustee Company Limited	Deutsche Trustee Company Limited	Deutsche Bank AG, London Branch

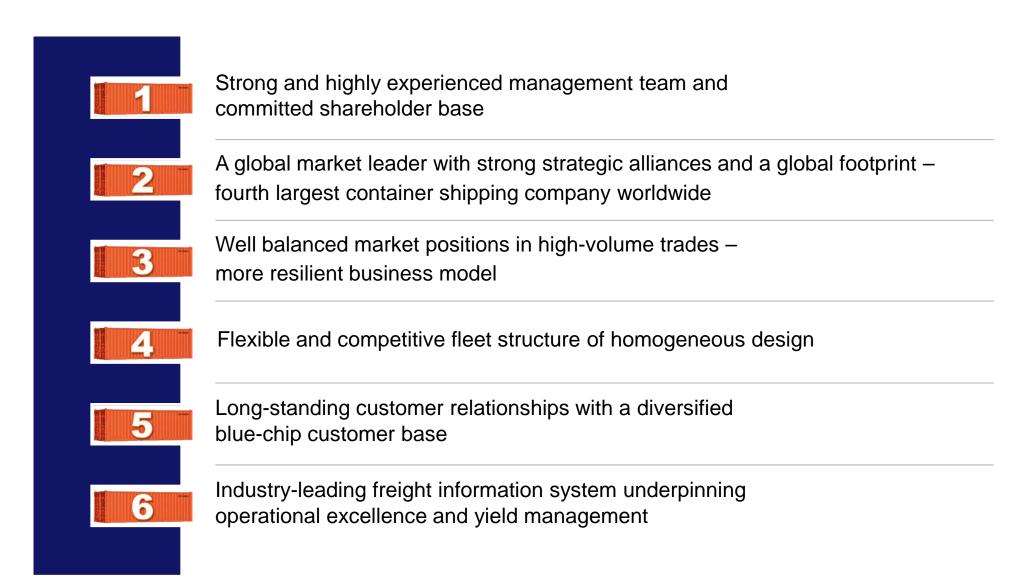
HL Bonds continously trade above par



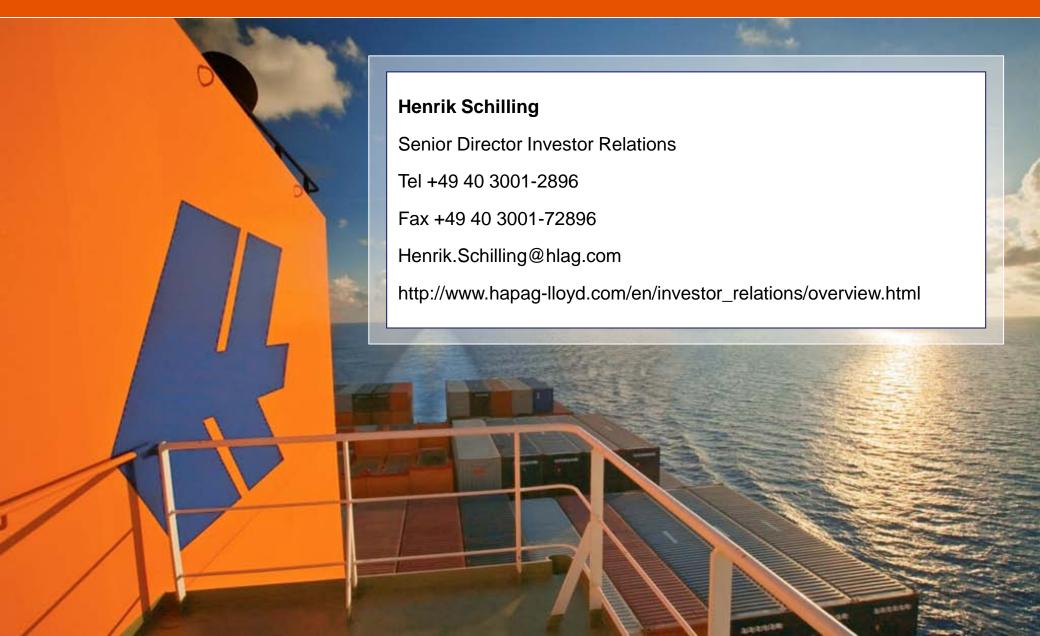


Key investment highlights











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