

# MEMORANDUM OF AGREEMENT

Norwegian Shipbrokers' Association's  
Memorandum of Agreement for sale and  
purchase of ships. Adopted by BIMCO in 1958  
Code-name  
**SALEFORM 2012**  
Revised 1994, 1993 and 1992/97, 1993 and 2012

Explanatory Notes for SALEFORM 2012 are available from BIMCO at [www.bimco.org](http://www.bimco.org)

Dated: 10th March 2017, London 1

JAMBO JET MARITIME COMPANY, 4 Doukos Beaufort, Heraklion, Crete, Greece (*Name of sellers*), hereinafter called the "Sellers", have agreed to sell, and British Columbia Ferry Services Inc., Suite 500, 1321 Blanshard Street, Victoria, BC V8W 0B7, Canada or 3 a company to be nominated by them (see Clause 22) (*Name of buyers*), hereinafter called the "Buyers", have agreed to buy: 2

Name of vessel: Aqua Spirit 4

IMO Number: 9212460 5

Classification Society: Lloyds Register 6

Class Notation: Lloyds 100A1 Passenger/Vehicle ferry Greece coastal service, restricted to 20 miles offshore LMC 7

Year of Build: 2000 Builder/Yard: Panagiotakis Bros, Salmis, Greece 8

Flag: Greek Place of Registration: Piraeus, Greece GT/NT: 2,679/1,043 9

hereinafter called the "Vessel", on the following terms and conditions: 10

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in their entirety.

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*This Memorandum of Agreement is drawn in two originals of even tenor and date, with one to be retained by the Buyers and the other to be retained by the Sellers.*

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MARCH 10 2017

For and on behalf of the Sellers  
Name: George Athanasopoulos  
Title: Attorney in fact

For and on behalf of the Buyers  
Name: DEJUNG BODO  
Title: CHIEF FINANCIAL OFFICER

Appendix No.1  
to the Memorandum of Agreement dated 10<sup>th</sup> March 2017  
for the sale of Aqua Spirit (Vessel)

from  
JAMBO JET MARITIME COMPANY, 4 Doukos Beaufort, Heraklion, Crete, Greece (Sellers)  
to  
British Columbia Ferry Services Inc., Suite 500, 1321 Blanshard Street, Victoria, BC V8W 0B7  
or a company to be nominated by them (Buyers)

Engine room spares inventory

Main Engine

1. connecting rod bearings-new 3 sets
2. seat bearing -new 1 pc
3. springs -new 3 sets
4. piston pins -new 3 pcs
5. burners (repaired) 2 pcs
6. oil pump (repaired) 2 pcs
7. exhaust valves 4 pcs
8. outlet seats 4 pcs
9. inlet seats 4 pcs
10. bush valve 10 pcs
11. electric oil pump 1 pc
12. engine oil pump 1 pc
13. cylinder cover 1 pc
14. old turbine shell 1 pc
15. air starters 1 pc
16. air cooler refrigerator 1 pc

Generators

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- 17. connecting rods used 3 pcs
- 18. lid gaskets 12 pcs
- 19. burners (repaired) 9 pcs
- 20. nozzles for burners 10 pcs
- 21. cylinder cover (new) 1 pc
- 22. cylinder cover (repaired) 1 pc
- 23. sea water pump (repaired) 1 pc
- 24. oil pump (repaired) 1 pc
- 25. air starters 1 pc
- 26. Jacket pump (repaired) 1 pc "

Deck Inventory list

- 1. 8 large wooden pads
- 2. 7 small wooden pads
- 3. 40 small plastic pads
- 4. 1 small/old service boat (used for painting the vessel)
- 5. 2 oars
- 6. 5 horse-trailers
- 7. 10 straps with pawls
- 8. 36 anchor chain seizers
- 9. 44 stoppers for anchor chain seizers
- 10. 1 large strap
- 11. 2 large garbage bins
- 12. 1 large rivet stapler
- 13. 2 small rivet staplers
- 14. 1 gauge
- 15. 2 x 26mm ramp operation wire
- 16. 2 x 0,5m x 0,8mm slings

Appendix No.1  
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17. 1 x 2,0m x 16mm sling
18. 1 anchor swivel new
19. 1 anchor swivel old
20. 2 kender-type anchor shackles
21. 1 large bosch angle grinding machine
22. 2 small bosch angle grinding machines
23. 3 electrical cable extensions (10 mtrs)
24. 1 hacksaw
25. 2 woodsaws
26. 2 silicon guns
27. 1 measure
28. 1 small set of pawls and Stanley nuts
29. 1 sounding tape new
30. 1 sounding tape old
31. 1 water pump pfler
32. 2 small greasers
33. 4 pliers
34. 5 straight screwdrivers
35. 2 needle nose pliers
36. 2 cutters
37. 1 set allen keys
38. 32 spanners (5-32mm)
39. 2 small adjustable wrenches
40. 1 large adjustable wrench
41. 5 window scrappers
42. 5 hand scrappers
43. 10 chipping hammers
44. 2 hammers of 1 kg each
45. 2 marine spikes
46. 1 mallet
47. 2 small chisels
48. 1 mappgas
49. 1 trowel
50. 1 extendable stick
51. 1 large hammer
52. 1 small hammer (balled end)
53. 9 safety belts
54. 5 small sign cones
55. 3 life buoys

Appendix No.1  
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for the sale of Aqua Splrit (Vessel)

from  
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or a company to be nominated by them (Buyers)

56. 10 fire extinguishers co2
57. 3 fires extinguishers foam
58. 19 fire extinguishers dry
59. 1 fender
60. 1 rope ladder
61. 1 pilot ladder
62. 1 hose 80m x 30mm
63. 1 hose 20m x 16mm
64. 1 blue fresh water hose

Mooring Ropes

1. 2 x 200m (good condition)
2. 1 x 80 m cobra type (old)
3. 1 x 60m (old)
4. 3 x 60m (very old)
5. 1 x 40m cobra type (very old)

Paints Inventory

1. Grey 350 ltrs
2. Green 120 ltrs
3. White 100 ltrs
4. Black 10 ltrs
5. Yellow 10 ltrs
6. Blue 15 ltrs
7. Alumimum 5 ltrs
8. Red-lead 30 ltrs
9. White spirit 50 ltrs

Appendix No.2  
to the Memorandum of Agreement dated 10<sup>th</sup> March 2017  
for the sale of Aqua Spirit (Vessel)  
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to  
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company to be nominated by them (Buyers)

A). CONCESSIONED

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INVENTORY LIST FOR 'FLOCAFE' (COFFEE SHOP)

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Galley

-----

nil

officers - crew mess room

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1. coffee maker
2. water coolers : 3 (bridge - e/r - crew quarters)

Store room

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1. Coke and soft drinks fridge
2. deep freezar white (large)

Bar

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1. ice cream refrigerator small display cabinet
2. filter coffee maker
3. coffee grinders 2
4. instant (frappe) coffee maker 2
5. espresso coffee maker
6. pie warmer display cabinet
7. popsicle maker 2
8. chocolate maker
9. juice squash machine
10. microwave oven
11. plastic garbage bin



Appendix No.2  
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British Columbia Ferry Services Inc., Suite 500, 1321 Blanshard Street, Victoria, BC V8W 0B7 or a  
company to be nominated by them (Buyers)

B) . VESSEL'S PROPERTY

=====

INVENTORY SEAJETS

=====

Galley

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1. small oven
2. coke and soft drinks fridge
3. icecream maker
4. fixed conservation chamber
5. fixed deep freeze chamber
6. stove with 4 hobs
7. frier

Officers-crew mess rooms

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1. coke and soft drinks fridge
2. deep freezer
3. microwave oven
4. instant (frappee) coffe maker
5. small electrical hob

Store room

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1. ice cream deep freezer display cabinets : 2
2. 3 white deep freezers : 3
3. double door refrigertaor
4. single door refrigerator

Bar

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1. ice cream maker
2. dish washer
3. refrigertaor display cabinet
4. fixed refrigerated working counter
5. fixed 4-door rerfrigerated working counter
6. fixed conservation display cabinet

Appendix No.3  
to the Memorandum of Agreement dated 10<sup>th</sup> March 2017  
for the sale of Aqua Spirit (Vessel)

from

JAMBO JET MARITIME COMPANY, 4 Doukos Beaufort, Heraklion, Crete, Greece (Sellers)

to

British Columbia Ferry Services Inc., Suite 500, 1321 Blanshard Street, Victoria, BC V8W 0B7 or a company to be  
nominated by them (Buyers)

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Appendix No.3  
to the Memorandum of Agreement dated 10<sup>th</sup> March 2017  
for the sale of Aqua Spirit (Vessel)  
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nominated by them (Buyers)

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**Appendix No.3**  
**to the Memorandum of Agreement dated 10<sup>th</sup> March 2017**  
**for the sale of Aqua Spirit (Vessel)**  
**from**  
**JAMBO JET MARITIME COMPANY, 4 Doukos Beaufort, Heraklion, Crete, Greece (Sellers)**  
**to**  
**British Columbia Ferry Services Inc., Suite 500, 1321 Blanshard Street, Victoria, BC V8W 0B7 or a company to be**  
**nominated by them (Buyers)**

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ADDENDUM NUMBER 1 made 16 March 2017 to a Memorandum of Agreement dated 10 March 2017

BETWEEN

- (1) JAMBO JET MARITIME COMPANY of 4 Doukos Beaufort, Heraklion, Crete, Greece (the "Sellers"); and
- (2) BRITISH COLUMBIA FERRY SERVICES INC. of Suite 500, 1321 Blanshard Street, Victoria, BC V8W 0B7 Canada (the "Buyers"),

hereinafter jointly referred to as the "Parties" or singularly as a "Party" (the "Addendum").

WHEREAS

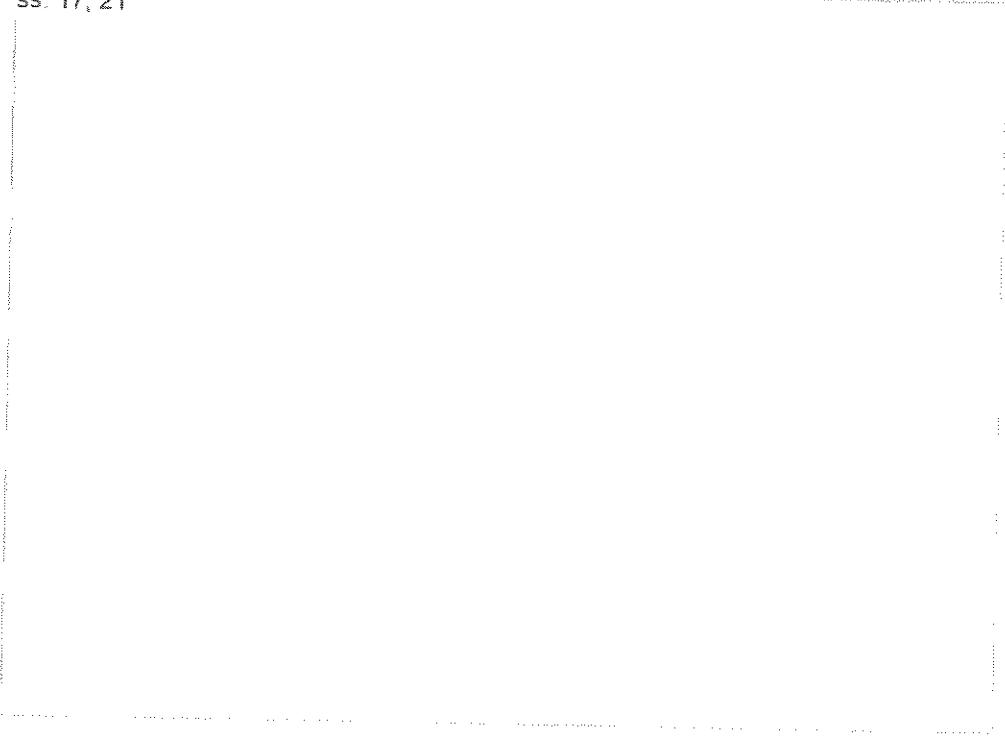
- (A) The Parties entered into a Memorandum of Agreement dated 10 March 2017 (the "MOA").
- (B) The delivery documents to be provided by each Party to the other in accordance with Clauses 8(a) and (b) of the MOA were to be agreed between the Parties' lawyers and inserted as an addendum to the MOA.
- (C) The delivery documents referred to in (B) above have now been agreed and, accordingly, the Parties now wish to confirm the same by the execution of this Addendum.

IT IS AGREED as follows:

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**IN WITNESS WHEREOF** the Parties have caused this Addendum Number 1 to be duly executed by their duly authorised officers or other representatives the day, month and year first above written.

Signed by:  
for and on behalf of  
**JAMBO JET MARITIME  
COMPANY**

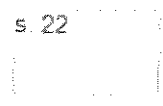
) *George Athanasopoulos*  
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|

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Signed by:  
for and on behalf of  
**BRITISH COLUMBIA  
FERRY SERVICES INC.**

)  
| *M. Wilson*  
|

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ANNEX 1

PART A

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in their entirety

ANNEX 2

[on Efrosyni Tsava address letterhead]

British Columbia Ferry Services Inc.  
500-321 Blanshard Street  
Victoria  
British Columbia  
V8W 0B7  
Canada

[ ] August 2017

Dear Sirs

M.V. "AQUA SPIRIT", Greek flag, IMO number 9212450 (the "Vessel") – Letter of Indemnity

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This Letter of Indemnity is duly delivered as a deed on the date first above written.

SIGNED as a DEED  
and DELIVERED by  
EFROSYNI TSEVA  
in the presence of:

)  
)  
)

\_\_\_\_\_

Witness signature:

\_\_\_\_\_

Witness name (in BLOCK CAPITALS):

Witness address:

Witness occupation:

s. 22

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