

Tender Announcement

Tender for Sale of One (1) Newbuild 113m Expedition Cruise Ship Hull No 517

Dear Sirs,

Hereby we, Helsinki Shipyard Oy, are pleased to invite tenders for the sale of One (1) Newbuild 113m Expedition Cruise Ship Hull No 517 with the following basic dimensions and principal particulars of the vessel:

Length overall.....	abt 113.5 m
Length between perpendiculars.....	abt 108.3 m
Breadth maximum (wheelhouse).....	abt 24.3 m
Breadth, at design waterline (mld).....	abt 20.2 m
Draught, at design waterline.....	5.45 m
Draught, scantling, summer draught.....	5.70 m
Total Deadweight at design draught, in seawater.....	abt 1200 t
Depth to main deck.....	10.8 m
Freeboard.....	abt. 2.3 m
Guaranteed Speed at design draught, in open water, trial conditions.....	14.0 knots
Maximum speed at design draught, in open water.....	abt. 15.5 knots

The vessel has been built under the survey of Lloyd's Register EMEA and has the Class Notation:

- ✘ 100A1, Passenger Ship, ShipRight ACS(B), *IWS, ECO (BWT, OW, P), Ice Class PC5
 - ✘ LMC, UMS, CCS, PSMR*, PCAC 2.2
- Descriptive notes: ShipRight (IHM-EU+, SCM, SRtP, SERS*)

Place of building – Helsinki Shipyard Oy, Finland.

Helsinki Shipyard Oy is the sole owner of one (1) Newbuild 113m Expedition Cruise Ship Hull No 517.

General terms of sale:

1. Bid price

Helsinki Shipyard Oy seeks to obtain the best fair market value for the vessel and reserves the right to reject any and all bids.

2. Inspection

Bidders are invited, urged, and cautioned to inspect the vessel to be sold prior to submitting a bid. The failure of any bidder to inspect, or to be fully informed as to the condition of all or any portion of the vessel offered, will not constitute grounds for any claim or demand for adjustment or withdrawal of a bid after the bid opening or auction.

3. Condition of the vessel

The vessel is offered for sale and will be sold “As Is” and “Where Is” without representation, warranty, or guaranty as to quantity, quality, title, character, condition, size, or kind, or that the same is in condition or fit to be used for the purpose for which intended, and no claim for any allowance or deduction upon such grounds will be considered after the bid opening or conclusion of an auction.

4. Submission of bid

Each bidder can submit one bid only.

5. Revocation of bid and default

In the event of revocation of a bid after the opening of bids or conducting of an auction but prior to acceptance, or in the event of revocation of a bid after notice of acceptance, or in the event of any default by the successful bidder in the performance of the contract of sale created by such acceptance, or in the event of failure by the successful bidder to consummate the transaction, Helsinki Shipyard Oy shall have the right at any time to revoke or withdraw such election in which event his rights hereinbefore contained shall revive or subsist as if Helsinki Shipyard Oy had not made such election under this condition / Helsinki Shipyard Oy may avail itself of any legal or equitable rights which it may have under the bid or contract of sale.

6. Title evidence

Any title evidence, desired by the successful bidder, will be procured by the successful bidder at the sole cost and expense of the successful bidder. Helsinki Shipyard Oy will, however, cooperate with the successful bidder or his authorized agent in this connection, and will permit examination and inspection of such deeds, abstracts, affidavits of title, or other documents relating to the title of the vessel involved, as it may have available. It is understood that Helsinki Shipyard Oy will not be obligated to pay for any expense incurred in connection with title matters or survey of the property.

7. Title

If a bid for the purchase of the vessel is accepted, the seller’s interest will be conveyed by a bill of sale in conformity with English law.

8. Possession

Upon completion of the sale and purchase, possession of the vessel shall be automatically and immediately deemed to have passed to the purchaser whether or not the purchaser has in fact taken physical possession or obtained delivery of the vessel.

9. Documentary stamps and cost of recording

The successful bidder shall pay all taxes and fees imposed on this transaction and shall obtain at bidder’s own expense and affix to all instruments of conveyance and security documents such revenue and documentary stamps as may be required by local law. All instruments of conveyance and security documents shall be placed on record in the manner prescribed by local recording statutes at the successful bidder’s expense.

10. Contract

The successful bidder and Helsinki Shipyard Oy shall make a contract of sale based on Norwegian Sale Form 2012 which may be amended and supplemented by the contracting parties as necessary. Governing law of the contract of sale shall be English law.

Time schedule:

Opening of tender	13 June 2022
Last date for submission of application	24 June 2022
Announcement of the winner	01 July 2022
Signing of a sale agreement	11 July 2022
Delivery of the vessel	19 July 2022

Applications received after: 23:59 EET, 24/06/2022 will not be accepted for review.

The complete bidding process will be online (E-tendering). All the notifications regarding this Tender Announcement hereafter will be published online on website <https://helsinkishipyard.fi/en/>

The bid can be submitted in electronic format using the email sales_vega@helsinkishipyard.fi

FORM OF TENDER

To: Helsinki Shipyard Oy
P.O. Box 132, Laivakatu 1,
FI-00151 Helsinki, Finland

Dear Sirs,

1. I/We, _____ Company Registration No. _____ Telephone Contact No. _____ of _____, hereby offer unconditionally to buy the vessel with the following basic dimensions and principal particulars from Helsinki Shipyard Oy at the price listed as below:

Length overall.....	abt 113.5 m
Length between perpendiculars.....	abt 108.3 m
Breadth maximum (wheelhouse).....	abt 24.3 m
Breadth, at design waterline (mld).....	abt 20.2 m
Draught, at design waterline.....	5.45 m
Draught, scantling, summer draught.....	5.70 m
Total Deadweight at design draught, in seawater.....	abt 1200 t
Depth to main deck.....	10.8 m
Freeboard.....	abt. 2.3 m
Guaranteed Speed at design draught, in open water, trial conditions.....	14.0 knots
Maximum speed at design draught, in open water.....	abt. 15.5 knots

I/We, shall buy the vessel indicated above subject to the conditions contained in the general terms of sale of the Tender Announcement (“the General Terms”).

2. I/We agree that in the event of this offer being accepted in accordance with the said General Terms on or before the 19th of July, 2022 or such other subsequent time and date as prescribed by Helsinki Shipyard Oy at its sole and absolute discretion I/We will pay the purchase price in the amount of _____ and complete the purchase of the vessel in accordance with the said General Terms.

3. In consideration of your agreeing to consider my/our tender together with all timely and conforming tenders (but without any obligation on your part to accept this or any other tenders), I/We agree to keep this offer open in full force and effect up to and until 19th of July, 2022 and I/We acknowledge that if this offer is for any reason withdrawn on or before such date, Helsinki Shipyard Oy may avail itself of any legal or equitable rights which it may have under the bid or contract of sale.

4. I/We understand that Helsinki Shipyard Oy shall not be bound to accept the highest or any tender that may be received.

5. The following KYC-documents are attached to this form of tender:

- 1) Certified copy Certificate of incorporation;
- 2) Certified copy Certificate of good standing, if applicable;
- 3) Certified copy Company constitution;
- 4) Certified copy most recent management account and audited financial statements
- 5) Certified copy Ownership Structure Chart
- 6) Certified copy Register of Directors
- 7) Certified copy Register of Shareholders (for Identification of UBO(s))

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Dated this _____ day of June, 2022.

Yours faithfully,

Particulars of bidder

Name: _____

Business Registration No.: _____

Address / Registered Office: _____

TelNo.: _____