

## **A.P. Møller - Mærsk A/S**

### Notice convening the Annual General Meeting

The Annual General Meeting will take place Thursday 11 April 2013 at 11 a.m. at Mærskgården, Eghavevej 22, Troense, DK-5700 Svendborg

### **Agenda**

- a) Report on the activities of the Company during the past financial year.
- b) Submission of the audited annual report for adoption.
- c) Resolution to grant discharge to directors.
- d) Resolution on appropriation of profit, including the amount of dividends, or covering of loss in accordance with the adopted annual report.

The Board proposes payment of a dividend of DKK 1,200 per share of DKK 1,000.

- e) Any requisite election of members for the Board of Directors.

Michael Pram Rasmussen, Niels Jacobsen, Leise Mærsk Mc-Kinney Møller and Jan Tøpholm stand down from the Board of Directors.

The Board proposes re-election of Michael Pram Rasmussen, Niels Jacobsen, Leise Mærsk Mc-Kinney Møller and Jan Tøpholm.

- f) Election of auditors.

According to the articles of association, KPMG Statsautoriseret Revisionspartnerselskab and PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab stand down.

The Board proposes re-election of KPMG Statsautoriseret Revisionspartnerselskab and PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab.

- g) Deliberation of any proposals submitted by the Board of Directors or by shareholders.

No proposals have been submitted.

### **Adoption requirements:**

Approval, adoption and election according to item b-f on the agenda shall take place by simple majority vote.

### **Shareholder information**

The Company's total share capital is nominally DKK 4,395,600,000 of which nominally DKK 2,197,800,000 is in A shares and nominally DKK 2,197,800,000 is in B shares. Each share class is divided into shares of DKK 1,000 and DKK 500.

Each A share amount of DKK 500 carries one vote, if the shareholding is registered in the shareholder's name in the Company's register of shareholders no later than on the Registration Date, Thursday 4 April 2013 at 11.59 p.m., or notice of ownership at this time is received by the Company for the purpose of registration in the register of shareholders. B shares carry no votes.

The dividend adopted by the Annual General Meeting is expected to be paid out on 17 April 2013 via the share issuing bank Danske Bank A/S to the shareholders' account in own depository bank.

The documents to be presented at the Annual General Meeting, including the Company's Annual Report for 2012, will be available at the Company's website, [www.maersk.com](http://www.maersk.com) (choose Investor Relations and then click on Annual General Meeting).

Prior to the Annual General Meeting, any shareholder can ask questions to the management about the Annual Report for 2012, the company in general or about the items on the agenda. These questions can be asked via the Company's Q&A function on [www.maersk.com](http://www.maersk.com), by email to [GF2013@maersk.com](mailto:GF2013@maersk.com) or by regular mail to A.P. Møller - Mærsk A/S, Esplanaden 50, DK-1098 Copenhagen K, Att.: Shareholder Secretariat. The questions will as far as possible be answered in writing prior to the Annual General Meeting. Questions and answers will be published at the Q&A function.

Moreover, shareholders can ask questions to the management at the Annual General Meeting. If a question cannot be answered at the Annual General Meeting, the answer will be published via the Q&A function no later than two weeks after the Annual General Meeting.

Questions and Answers with information subject to personal data protection will only be published via the Q&A function to the extent that it is possible to give a meaningful answer without violating the law.

Please note that the Chairman's report as well as the presentation of the Annual Report will be transmitted live via webcast at [www.maersk.com](http://www.maersk.com).

### **Ordering of admission cards**

It is a prerequisite for participation in the Annual General Meeting that the shareholding is registered by name in the Company's register of shareholders no later than on the Registration Date, 4 April 2013 at 11.59 p.m. or notice of ownership at this time is received by the Company for the purpose of registration in the register of shareholders.

Admission cards can be ordered **until Friday 5 April 2013 at 11.59 p.m.** as follows:

- Via the "Shareholder Portal" at the Company's website [www.maersk.com](http://www.maersk.com), choose Investor Relations and then click on Annual General Meeting.
- By email to [GF2013@maersk.com](mailto:GF2013@maersk.com) stating name, address, daytime telephone no. and VP-account no. as well as name of any attendant (registration forms on [www.maersk.com](http://www.maersk.com) can be used).
- By contacting A.P. Møller - Mærsk A/S, Shareholder Secretariat, telephone +45 3363 3672 (from 9 a.m. to 4 p.m.). Remember to have your VP-account number at hand.

Shareholders who want to bring an attendant are kindly asked to state the name of the attendant when ordering admission cards. If the shareholder is represented by proxy, this proxy also has the possibility of bringing an attendant.

Admission cards will not be sent until after the Registration Date, 4 April 2013.

### **Proxy**

Shareholders with voting rights can authorise the Board of Directors to vote on his/her behalf. Furthermore, registered shareholders can choose to be represented by proxy at the Annual General Meeting.

Proxies can be granted electronically via the "Shareholder Portal" on [www.maersk.com](http://www.maersk.com) (choose Investor Relations and then click on Annual General Meeting).

Proxies can be revoked by the shareholder at any time. Revocation must be in writing by contacting the Company at Esplanaden 50, DK-1098 Copenhagen K, Att.: Shareholder Secretariat, or by e-mail to GF2013@maersk.com with proper identification and signature.

For shareholders not attending the Annual General Meeting, proxies must be received by the Company no later than **Friday 5 April 2013 at 11.59 p.m.**

#### **Postal vote**

Shareholders with voting rights can vote by post for the items on the agenda. Postal votes can be given electronically via the "Shareholder Portal", and voting papers can be found on [www.maersk.com](http://www.maersk.com) (choose Investor Relations and then click on Annual General Meeting).

Postal votes cannot be revoked.

For shareholders not attending the Annual General Meeting, postal votes must be received by the Company not later than **Friday 5 April 2013 at 11.59 p.m.**

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*The Board*