

**CP SHIPS LIMITED SECURITIES LITIGATION**  
Ontario Superior Court of Justice, Court File No. 46098CP  
Québec Superior Court, Court File No. 200-06-000042-047

**PROOF OF CLAIM AND RELEASE**

**I. GENERAL INSTRUCTIONS**

1. To recover as a member of the Class based on your claims in the actions entitled *Omers Administration Corporation, et al v. CP Ships Limited, et al*, Court File No. 46098CP and *Nguyen, et al. v. CP Ships Limited et al*, Court File No. 200-06-000042-047 (together "the Litigation"), you must complete and, on page 8 hereof, sign this Proof of Claim and Release ("Proof of Claim"). If you fail to file a properly addressed (as set forth in paragraph 4 below) Proof of Claim, your claim may be rejected and you may be precluded from any recovery from the settlement fund created in connection with the proposed settlement of the Litigation.
2. A separate claim must be filed for each account in which CP Ships securities were held.
3. Submission of this Proof of Claim, however, does not assure that you will share in the proceeds of settlement in the Litigation.
4. MAIL YOUR COMPLETED AND SIGNED PROOF OF CLAIM AND RELEASE POSTMARKED ON OR BEFORE JUNE 7, 2010, ADDRESSED TO THE CLAIMS ADMINISTRATOR:

**CP Ships Limited Securities Litigation**

Claims Administrator  
P.O. Box 3355  
London, ON N6A 4K3

If you are NOT a member of the Class, as defined in the Settlement Agreement dated October 19, 2009 (the "Settlement Agreement"), DO NOT submit a Proof of Claim and Release form.

5. If you are a member of the Class, you are bound by the terms of any judgment entered in the Litigation, WHETHER OR NOT YOU SUBMIT A PROOF OF CLAIM AND RELEASE FORM, unless you have already opted-out of the Class.

**II. DEFINITIONS**

1. "Class" and "Class Member(s)" means the Ontario Class and the Québec Class.
2. "Class Period" means the period from and including January 29, 2003 to and including August 9, 2004.
3. "Defendants" means CP Ships, Raymond Miles, Frank Halliwell and Ian Webber.
4. "Excluded Person and Excluded Persons" means (1) the Released Parties; (2) all members of the families of the Individual Defendants; (3) all entities over which any of the foregoing persons or entities has or had during the Class Period any legal or de facto control; and (4) any person or entity who is included in the settlement class in the U.S. Action, and who has filed a claim and received compensation in respect of the settlement of the U.S. Action.
5. "Ontario Class" and "Ontario Class Members" means (i) all individuals who were Canadians citizens or who were resident or domiciled in Canada and (ii) all entities who were headquartered in Canada or were organized under the laws of Canada or a Canadian province, at any time during the Class Period, and who acquired securities of CP Ships during the Class Period, whether over the Toronto Stock Exchange or the New York Stock Exchange, or under a prospectus or an offering memorandum and who held some or all of those securities on August 9, 2004, except the Excluded Persons and members of the Québec Class, but specifically including the Exempt Québec Members.
6. "Québec Class" and "Québec Class Members" means all natural persons, corporations, partnerships or associations, normally residing or domiciled in Canada at all times relevant to the Québec Action, who purchased or otherwise acquired, directly or indirectly, or through mutual funds, during the Class Period, shares, certificates or other securities of CP Ships and have not disposed of same on or before August 9, 2004, except: (1) the Excluded Persons; and (2) Exempt Québec Class Members.
7. "Released Parties" means the Defendants and the current, former and future officers, directors, partners, members, parents, subsidiaries, administrators, affiliates, employees, agents, attorneys, underwriters, insurers, representatives, heirs, successors in interest and assigns of any Defendant.



8. "Settled Claim" and "Settled Claims" means any and all claims, debts, demands, rights or causes of action or law, rule or regulation, whether fixed or contingent, accrued or un-accrued, liquidated or un-liquidated, at law or in equity, matured or un-matured, whether class or individual in nature, including both known claims and unknown claims, that (i) have been asserted in the Actions by the Plaintiffs and/or the Class Members or any of them against any of the Released Parties, or (ii) that could have been asserted in any forum by the Plaintiffs and/or the Class Members or any of them against any of the Released Parties which arise out of or are based upon the allegations, transactions, facts, matters or occurrences, representations or omissions involved, set forth, or referred to in the pleadings in the Actions, and relate to the purchase, acquisition, retention, or sale of the securities of CP Ships during the Class Period.
9. "U.S. Action" means the action titled In Re CP Ships Ltd. Securities Litigation commenced in the United States District Court for the Middle District of Florida under Court File No. 8:05-MD-1656-T-27TBM.

### III. CLAIMANT IDENTIFICATION

1. If you purchased or acquired CP Ships securities and held the certificate(s) in your name, you are the beneficial purchaser as well as the record purchaser. If, however, the certificate(s) were registered in the name of a third party, such as a nominee or brokerage firm, you are the beneficial purchaser and the third party is the record purchaser.
2. Use Part I of this form entitled "Claimant Identification" to identify each purchaser of record. In addition, if you are NOT the beneficial owner and are filing a claim on behalf of the beneficial owner, please complete the "filer name" field in Part I of the "Claimant Identification" section on the first page of the claim form. **THIS CLAIM MUST BE FILED BY THE ACTUAL BENEFICIAL PURCHASER OR PURCHASERS, OR THE LEGAL REPRESENTATIVE OF SUCH PURCHASER OR PURCHASERS OF THE CP SHIPS SECURITIES UPON WHICH THIS CLAIM IS BASED.**
3. All joint purchasers must sign this claim. Executors, administrators, guardians, conservators and trustees must complete and sign this claim on behalf of Persons represented by them and their authority must accompany this claim and their titles or capacities must be stated. The Social Insurance number, Business number or other unique tax identifier and telephone number of the beneficial purchaser may be used in verifying the claim. Failure to provide the foregoing information could delay verification of your claim or result in rejection of the claim.

### IV. CLAIM FORM

1. You may file your Proof of Claim form with the Claims Administrator by submitting a claim by mail to the Claims Administrator (see address on first page of these instructions).
2. A separate claim must be filed for each account in which CP Ships securities were held.
3. You must provide all of the requested information with respect to **all** of your purchases and acquisitions of CP Ships securities which took place at any time between January 29, 2003 and August 9, 2004, inclusive (the "Class Period"). You must also provide all of the requested information with respect to all of your sales of CP Ships securities which took place at any time between January 29, 2003 and December 31, 2005. You must also provide all of the requested information with respect to **all** of the CP Ships securities you held at the close of trading on January 28, 2003 and at the close of trading on August 9, 2004. Failure to report all such transactions may result in the rejection of your claim.
4. List each transaction in the Class Period separately and in chronological order, by trade date, beginning with the earliest. You must accurately provide the month, day and year of each transaction you list.
5. Broker confirmations or other documentation of your transactions in CP Ships securities should be attached to your claim.
6. You must identify the province of residence at the time of claim submission.
7. The above requests are designed to provide the minimum amount of information necessary to process the most simple claims. The Claims Administrator may request additional information as required to efficiently and reliably calculate your losses. In some cases where the Claims Administrator cannot perform the calculation accurately or at a reasonable cost to the Class with the information provided, the Claims Administrator may conditionally accept the claim pending receipt of additional information.
8. **NOTICE REGARDING ELECTRONIC FILES:** Certain claimants with large numbers of transactions may request, or may be requested, to submit information regarding their transactions in an electronic aggregate file. If you wish to file an electronic file batch claim, you must contact the Claims Administrator at 1-866-432-5534 or [info@nptricepoint.com](mailto:info@nptricepoint.com).
9. Persons who filed a claim and received payment from the parallel U.S. Action are not eligible in this case.



Official  
Office  
Use  
Only



Must be Postmarked  
No Later Than  
June 7, 2010

# CPSHIPS

## CP Ships Limited Securities Litigation

Ontario Superior Court of Justice, Court File No. 46098CP  
Québec Superior Court, Court File No. 200-06-000042-047

### PROOF OF CLAIM AND RELEASE

***Please Type or Print in the Boxes Below***  
Do **NOT** use Red Ink, Pencil, or Staples

#### PART I: CLAIMANT IDENTIFICATION

Last Name	M.I.	First Name
<input type="text"/>	<input type="text"/>	<input type="text"/>
Last Name (Co-Beneficial Owner)		First Name (Co-Beneficial Owner)
<input type="text"/>		<input type="text"/>
<input type="radio"/> RRSP <input type="radio"/> RRIF <input type="radio"/> RESP <input type="radio"/> Trust <input type="radio"/> Pension <input type="radio"/> Other _____		
Company Name (Beneficial Owner - If Claimant is not an Individual) or Custodian Name (specify)		
<input type="text"/>		
Filer Name, If Different from Beneficial Owner Listed Above		
<input type="text"/>		
Capacity of the Filer, if Not Beneficial Owner		
<input type="text"/>		
Account#/Fund# (Not Necessary for Individual Filers)	Filer Tax ID Number	
<input type="text"/>	<input type="text"/>	

Social Insurance Number / Unique Tax Identifier	Business Number
<input type="text"/>	or <input type="text"/> — <input type="text"/>
Telephone Number (Work)	Telephone Number (Home)
<input type="text"/> — <input type="text"/> — <input type="text"/>	<input type="text"/> — <input type="text"/> — <input type="text"/>
Email Address	
<input type="text"/>	

#### MAILING INFORMATION

Address	
<input type="text"/>	
Address	
<input type="text"/>	
City	Province Postal Code
<input type="text"/>	<input type="text"/> — <input type="text"/>

FOR CLAIMS PROCESSING ONLY	PB <input type="text"/>	PC <input type="text"/>	<input type="radio"/> ND	<input type="radio"/> NS	<input type="radio"/> ICI	<input type="radio"/> OPT	M M / D D / Y Y Y Y	FOR CLAIMS PROCESSING ONLY
			<input type="radio"/> IHI	<input type="radio"/> NTIN	<input type="radio"/> OTHER	<input type="radio"/> MRG	<input type="text"/>	
						<input type="radio"/> BOTH		



**PART II. SCHEDULE OF TRANSACTIONS IN CP SHIPS LIMITED COMMON STOCK**

**TRADED ON THE TSX**

A. Number of shares of CP Ships common stock held at the close of trading on January 28, 2003:

B. CP Ships common stock in Canadian Dollars purchased between January 29, 2003 - August 9, 2004, inclusive:

<b>PURCHASES</b>		Total Purchase Price (Canadian \$) Including commissions <i>Please round off to the nearest whole dollar</i>
Trade Date(s) of Purchases (List Chronologically)	Number of CP Ships Common Stock Purchased	
M M / D D / Y Y Y Y		
1. <input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	C\$ <input type="text"/> . <input type="text"/>
2. <input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	C\$ <input type="text"/> . <input type="text"/>
3. <input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	C\$ <input type="text"/> . <input type="text"/>
4. <input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	C\$ <input type="text"/> . <input type="text"/>
5. <input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	C\$ <input type="text"/> . <input type="text"/>

C. CP Ships common stock in Canadian Dollars sold between January 29, 2003 - December 31, 2005, inclusive:

<b>SALES</b>		Total Sales Price (Canadian \$) Without deducting commissions <i>Please round off to the nearest whole dollar</i>
Trade Date(s) of Sales (List Chronologically)	Number of CP Ships Common Stock Sold	
M M / D D / Y Y Y Y		
1. <input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	C\$ <input type="text"/> . <input type="text"/>
2. <input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	C\$ <input type="text"/> . <input type="text"/>
3. <input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	C\$ <input type="text"/> . <input type="text"/>
4. <input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	C\$ <input type="text"/> . <input type="text"/>
5. <input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	C\$ <input type="text"/> . <input type="text"/>

D. Number of shares of CP Ships common stock held at the close of trading on August 9, 2004:

*If you require additional space, attach extra schedules in the same format as above. Sign and print your name on each additional page.*  
**YOU MUST READ AND SIGN THE RELEASE ON PAGE 7. FAILURE TO SIGN THE RELEASE  
MAY RESULT IN A DELAY IN PROCESSING OR THE REJECTION OF YOUR CLAIM.**



**PART II. SCHEDULE OF TRANSACTIONS IN CP SHIPS LIMITED COMMON STOCK**

**TRADED ON NYSE**

A. Number of shares of CP Ships common stock held at the close of trading on January 28, 2003:

B. CP Ships common stock in US Dollars purchased between January 29, 2003 - August 9, 2004, inclusive:

<b>PURCHASES</b>		Total Purchase Price (US \$) Including commissions <i>Please round off to the nearest whole dollar</i>
Trade Date(s) of Purchases (List Chronologically)	Number of CP Ships Common Stock Purchased	
M M / D D / Y Y Y Y		
1. <input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	US\$ <input type="text"/> . <input type="text"/> 00
2. <input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	US\$ <input type="text"/> . <input type="text"/> 00
3. <input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	US\$ <input type="text"/> . <input type="text"/> 00
4. <input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	US\$ <input type="text"/> . <input type="text"/> 00
5. <input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	US\$ <input type="text"/> . <input type="text"/> 00

C. CP Ships common stock in US Dollars sold between January 29, 2003 - December 31, 2005, inclusive:

<b>SALES</b>		Total Sales Price (US \$) Without deducting commissions <i>Please round off to the nearest whole dollar</i>
Trade Date(s) of Sales (List Chronologically)	Number of CP Ships Common Stock Sold	
M M / D D / Y Y Y Y		
1. <input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	US\$ <input type="text"/> . <input type="text"/> 00
2. <input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	US\$ <input type="text"/> . <input type="text"/> 00
3. <input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	US\$ <input type="text"/> . <input type="text"/> 00
4. <input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	US\$ <input type="text"/> . <input type="text"/> 00
5. <input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	US\$ <input type="text"/> . <input type="text"/> 00

D. Number of shares of CP Ships common stock held at the close of trading on August 9, 2004:

*If you require additional space, attach extra schedules in the same format as above. Sign and print your name on each additional page.*  
**YOU MUST READ AND SIGN THE RELEASE ON PAGE 7. FAILURE TO SIGN THE RELEASE  
MAY RESULT IN A DELAY IN PROCESSING OR THE REJECTION OF YOUR CLAIM.**



**PART III. SCHEDULE OF TRANSACTIONS IN CP SHIPS  
4% CONVERTIBLE SENIOR SUBORDINATED NOTES DUE 2024**

**TRADED ON THE PORTAL MARKET**

A. Purchases of CP Ships 4% Convertible Senior Subordinated Notes (February 24, 2004 - August 9, 2004):

<b>PURCHASES</b>		Total Purchase Price (US \$) Including commissions <i>Please round off to the nearest whole dollar</i>	
Trade Date(s) of Sales (List Chronologically)		Face Amount of Notes Purchased	
M M	D D	Y Y Y Y	
1.	<input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	US\$ <input type="text"/> . <input type="text"/>
2.	<input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	US\$ <input type="text"/> . <input type="text"/>
3.	<input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	US\$ <input type="text"/> . <input type="text"/>
4.	<input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	US\$ <input type="text"/> . <input type="text"/>
5.	<input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	US\$ <input type="text"/> . <input type="text"/>

B. Sales of CP Ships 4% Convertible Senior Subordinated Notes (February 24, 2004 - December 31, 2005):

<b>SALES</b>		Total Sales Price (US \$) Without deducting commissions <i>Please round off to the nearest whole dollar</i>	
Trade Date(s) of Sales (List Chronologically)		Face Amount of Notes Sold	
M M	D D	Y Y Y Y	
1.	<input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	US\$ <input type="text"/> . <input type="text"/>
2.	<input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	US\$ <input type="text"/> . <input type="text"/>
3.	<input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	US\$ <input type="text"/> . <input type="text"/>
4.	<input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	US\$ <input type="text"/> . <input type="text"/>
5.	<input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	US\$ <input type="text"/> . <input type="text"/>

C. Number of shares of CP Ships 4% Convertible Senior Subordinated Notes held at the close of trading on August 9, 2004:

*If you require additional space, attach extra schedules in the same format as above. Sign and print your name on each additional page.*

**YOU MUST READ AND SIGN THE RELEASE ON PAGE 7. FAILURE TO SIGN THE RELEASE  
MAY RESULT IN A DELAY IN PROCESSING OR THE REJECTION OF YOUR CLAIM.**



**PART IV. Fonds d'Aide aux Recours Collectifs**

First Name

--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

I. Last Name

--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

Check appropriate box:

Beneficial Owner Residency:  Ontario Resident  \*Québec Resident  Other \_\_\_\_\_(specify)

\*Are you a legal person(s) established for a private interest, partnership or association, who employed more than 50 persons at any time during the period from August 31, 2003 to August 31, 2004, and who otherwise fit within the Québec Class?  Y  N

**PART V. Declaration & Release**

I (we) declare under penalty of perjury that the information on this Proof of Claim is true, correct and complete to the best of my knowledge, information and belief.

I (we) declare that I (we) have disclosed all of my (our) holdings and purchase and sales transactions in CP Ships securities for the time periods identified in this claim form.

I (we) also declare that I (we) am (are) not an Excluded Person or Excluded Persons.

I (we) hereby, fully, finally and forever settle and release the Released Parties from the Settled Claims; Provided, however, that this release shall be of no force or effect unless and until the Effective Date has occurred.

I (we) acknowledge and agree that the Claims Administrator may disclose all information relating to my (our) claim to the Courts and counsel to the parties in the Actions.

Executed this \_\_\_\_\_ day of \_\_\_\_\_ in \_\_\_\_\_  
(Month/Year) (City/Province/Country)

\_\_\_\_\_  
(Sign your name here)

\_\_\_\_\_  
(Sign your name here)

\_\_\_\_\_  
(Type or print your name here)

\_\_\_\_\_  
(Type or print your name here)

\_\_\_\_\_  
(Capacity of person(s) signing, e.g., Beneficial Purchaser, Executor or Administrator)

\_\_\_\_\_  
(Capacity of person(s) signing, e.g., Beneficial Purchaser, Executor or Administrator)

Proof of Authority to File Enclosed?  Y  N

Proof of Authority to File Enclosed?  Y  N

**ACCURATE CLAIMS PROCESSING TAKES A SIGNIFICANT AMOUNT OF TIME.  
THANK YOU FOR YOUR PATIENCE.**

Reminder Checklist:

1. Please sign the above release and declaration.
2. Remember to attach supporting documentation, if available.
3. Do not send original stock certificates.
4. Keep a copy of your claim form and all supporting documentation for your records.
5. If you desire an acknowledgment of receipt of your claim form please send it Registered Mail, Return Receipt Requested.
6. If you move, please send the Claims Administrator your new address.



## Privacy Statement

All information provided by the Claimant is collected, used, and retained by the Claims Administrator and Class Counsel pursuant to the *Personal Information Protection and Electronic Documents Act* (PIPEDA) for the purposes of administering the CP Ships Ltd. Settlement Agreement, including evaluating the Claimant's eligibility status under the Settlement Agreement. The information provided by the Claimant is strictly private and confidential and will not be disclosed without the express written consent of the Claimant, except in accordance with the CP Ships Ltd. Settlement Agreement.

"Class Counsel" is defined as Siskinds LLP of London, Ontario, and Siskinds Desmeules s.e.n.c.r.l. of Québec City, Québec.

The "Claims Administrator" is defined as NPT RicePoint Class Action Services Inc. of London, Ontario, and Gilardi & Co, LLC of San Rafael, California.