

## PROXY

I/We, the undersigned, \_\_\_\_\_ (name of shareholder) with registered office at/residing at \_\_\_\_\_  
\_\_\_\_\_ (the "Principal"), being the holder of \_\_\_\_\_ registered shares of

### **d'Amico International Shipping S.A.**

a *société anonyme* governed by the laws of the Grand Duchy of Luxembourg, registered with the Luxembourg Register of Commerce and Companies under number B 124.790 and having its registered office at 25 C, boulevard Royal, L-2449 Luxembourg (the "**Company**"), hereby constitute and appoint alternatively the following delegated representatives of the Company, Maître Rémy Bonneau or Me Eugenie Syx or Ms. Anne-Victoire Husser from Linklaters LLP office with registered office at Avenue John F. Kennedy 35, L-1855 Luxembourg or, in their absence, the Chairman<sup>1</sup> of the meeting, (the "**Agent**") as the Principal's true and lawful Agent for the purpose of representing the Principal at the annual general meeting of shareholders of the Company to be held at Linklaters LLP premises at 35, Avenue John F. Kennedy, L-1855 Luxembourg, Grand Duchy of Luxembourg, on April 19<sup>th</sup>, 2022 at 11 a.m. (CEST) (the "**Meeting**"), with the following

### **Agenda**

- 1) *Consideration of the reports of the Company's Board of Directors and of the Company's auditor ("réviseur d'entreprises agréé") on the consolidated and statutory annual accounts of the Company as at 31 December 2021;*
- 2) *Consideration and approval of the consolidated annual accounts of the Company as at 31 December 2021 and of the Company's statutory annual accounts as at 31 December 2021;*
- 3) *Approval of the allocation of results of the 2021 financial year;*
- 4) *Discharge of the members of the Board of Directors for the year ended on 31 December 2021;*
- 5) *Approval of 2022 Directors fees;*
- 6) *Non-binding consideration and evaluation of the 2022 General Remuneration Policy and the 2021 Report on Remunerations;*

The Agent may represent the Principal at the Meeting or any adjourned meeting of the annual general meeting of shareholders convened for the purpose of resolving on the above agenda, waive any

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<sup>1</sup> Please note, for the purposes of assessing possible conflicts of interest, that the Chairman of the meeting may potentially be an employee, a member of the Board of Directors, a shareholder, an adviser or service provider of the Company.

convening formalities or publications, vote on the Principal's behalf on any resolutions submitted to said meeting, sign any attendance list, minutes or any other documents and, in general, do whatever seems appropriate or useful, promising ratification.

The Agent is more in particular instructed to vote in the following manner on behalf of the Principal on the resolutions of the agenda of the Meeting:

- 1) Acknowledgment of the reports of each of the Board of Directors and the independent auditor ("*réviseur d'entreprises agréé*") on the consolidated and statutory annual accounts of the Company as at December 31<sup>st</sup>, 2021.

For

Against

Abstention

- 2) Approval of the statutory annual accounts of the Company as at December 31<sup>st</sup>, 2021 and the consolidated annual accounts of the Company as at December 31<sup>st</sup>, 2021.

For

Against

Abstention

- 3) Approval of the proposal of the Board of Directors to carry forward the Company's statutory 2021 net profit of US\$ 5,077,563 as follows:

- US\$ 253,878 to Legal Reserve required by applicable Law and in compliance with Article 33 of the Articles of Association of the Company; and
- to Retained Earnings the residual amount equal to US\$ 4,823,685.

For

Against

Abstention

- 4) Approval of the discharge, in accordance with applicable Luxembourg laws and regulations, to the current and former members of the Board of Directors of the Company from any liabilities for the proper exercise of their mandate during the financial year ended on December 31<sup>st</sup>, 2021.

For

Against

Abstention

5) Setting of the Directors' fees for the 2022 financial year at the aggregate fixed gross amount of EUR 330,000 and authorizing and empowering the Board of Directors to allocate the said amount amongst the Directors including those vested with particular offices.

For

Against

Abstention

6) Acknowledgment and approval in an advisory capacity of the Company's 2022 General Remuneration Policy and the Company's 2021 Report on Remunerations being respectively section I and II of the 2022 Board of Directors' Report on Remuneration drafted in compliance with articles 7bis and 7ter of the Luxembourg Law of 24 May 2011 on the exercise of certain rights of shareholders in general meetings of listed companies, as amended.

For

Against

Abstention

**Please indicate with an "X" in the appropriate boxes how you wish the Agent to vote.**

The Principal acknowledges that the Agent is to vote as instructed in respect of the resolutions specified above and that, if the appropriate boxes are not ticked for each of the above resolutions, the Agent will abstain on the resolutions in respect of which the boxes are not ticked and, unless instructed otherwise, on any other business (including amendments to resolutions) which may come before the Meeting. The Principal acknowledges that if he completes and returns this proxy form this will prevent him from attending in person and voting at the Meeting should he subsequently decide to do so since no physical Meeting shall be held in accordance with the Luxembourg law of 23 September 2020 and subsequent amendments extending measures concerning meetings in companies and other legal entities. This proxy shall be sent by email to BNP Paribas Securities Services Luxembourg branch with copy to the Company at the address indicated in the convening notice **no later than 5 p.m., Luxembourg time, of the 13<sup>TH</sup> of April 2022.**

Executed in \_\_\_\_\_ on \_\_\_\_\_ 2022.

By \_\_\_\_\_

Name of shareholder: \_\_\_\_\_

Represented by \_\_\_\_\_

Name of representative: \_\_\_\_\_

Title of representative: \_\_\_\_\_