

## BALLOT PAPER ("FORMULAIRE")

I/We, the undersigned, ..... (name  
of shareholder) with registered office at/with domicile  
at.....,  
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**"),

for the purpose of the annual general meeting of shareholders of the Company to be held in Luxembourg, on April 18<sup>th</sup>, 2018, at 11 a.m. Luxembourg time (the "**Meeting**"), with the following

### **Agenda**

- I. *Consideration of the Board of Directors Special Report on the transaction carried out on 23rd May 2017;*
- II. *Consideration of the reports of the Company's Board of Directors and of the Company's independent auditor ("réviseur d'entreprises agréé") on the consolidated and statutory annual accounts of the Company as at 31 December 2017;*
- III. *Consideration and approval of the consolidated annual accounts of the Company as at 31 December 2017 and of the Company's statutory annual accounts as at 31 December 2017;*
- IV. *Approval of the allocation of results of the 2017 financial year;*
- V. *Discharge of the members of the Board of Directors for the year ended on 31 December 2017;*
- VI. *Appointment of the members of the Board of Directors for a term ending at the Company's annual general meeting of shareholders to be held in 2021;*
- VII. *Approval of 2018 Directors fees;*
- VIII. *Report of the Board of Directors on Remuneration (drafted in compliance with article 123-ter, clause 6, of the Italian Legislative Decree 58/98): consideration and evaluation on section I of the Report.*

Hereby acknowledges having been able to review all documents necessary for the purpose hereof and to cast the following vote with respect to the resolutions to be submitted to said Meeting:

### **First Resolution**

The Meeting **RESOLVED** to acknowledge and approve the Board of Directors Special Report on the transaction carried out on 23rd May 2017.

**For**  with ..... (number of shares) **shares**  
**Against**  with ..... (number of shares) **shares**  
**Abstention**  with .....(number of shares) **shares**

### **Second resolution**

The Meeting **RESOLVED** to acknowledge 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>, 2017.

**For**  with ..... (number of shares) **shares**  
**Against**  with ..... (number of shares) **shares**  
**Abstention**  with .....(number of shares) **shares**

### **Third resolution**

The Meeting **RESOLVED** to approve the statutory annual accounts of the Company as at December 31<sup>st</sup>, 2017 and the consolidated annual accounts of the Company as at December 31<sup>st</sup>, 2017.

**For**  with ..... (number of shares) **shares**  
**Against**  with ..... (number of shares) **shares**  
**Abstention**  with .....(number of shares) **shares**

### **Fourth resolution**

The Meeting **RESOLVED** to carry forward the statutory net loss of the Company for the 2017 financial year amounting to US\$ 1,201,670.- as proposed by the Board of Directors of the Company in its report to the Shareholders.

**For**  with ..... (number of shares) **shares**  
**Against**  with ..... (number of shares) **shares**  
**Abstention**  with .....(number of shares) **shares**

#### **Fifth resolution**

The Meeting **RESOLVED** to grant discharge, in accordance with applicable Luxembourg laws and regulations, to the members of the Board of Directors of the Company for carrying out their functions in the financial year ended on December 31<sup>st</sup>, 2017.

**For**  **with** ..... (number of shares) **shares**  
**Against**  **with** ..... (number of shares) **shares**  
**Abstention**  **with** .....(number of shares) **shares**

#### **Sixth resolution**

The Meeting **RESOLVED** to re-appoint the current members of the Board of Directors being Mr. Paolo d'AMICO, Mr. Cesare d'AMICO, Mr. Marco FIORI, Mr. Antonio Carlos BALESTRA DI MOTTOLA, Mr. Massimo CASTROGIOVANNI, Mr. John J. DANILOVICH, Mr. Heinz P. BARANDUN and Mr. Stas A. JOZWIAK, as members of the Board of Directors for a term of office expiring at the Company's annual general shareholders' meeting called to approve the Company's 2020 financial statements.

**For**  **with** ..... (number of shares) **shares**  
**Against**  **with** ..... (number of shares) **shares**  
**Abstention**  **with** ..... (number of shares) **shares**

#### **Seventh resolution**

The Meeting **RESOLVED** to set the Directors' fees for the 2018 financial year at the aggregate fixed gross amount of EUR 780,000.- authorizing and empowering the Board of Directors to allocate the said amount amongst the Directors.

**For**  **with** ..... (number of shares) **shares**  
**Against**  **with** ..... (number of shares) **shares**  
**Abstention**  **with** .....(number of shares) **shares**

#### **Eighth resolution**

The Meeting **RESOLVED** to acknowledge section I of the 2017 Board of Directors' report on remuneration drafted in compliance with article 123-ter, clause 6, of Italian Legislative Decree 58/98.

**For**  **with** ..... (number of shares) **shares**

Against  with .....(number of shares) shares  
Abstention  with .....(number of shares) shares

**Please indicate with an "X" in the appropriate boxes how you wish to vote with respect to what number of your shares on the relevant resolutions. The omission to tick any boxes with respect to any resolution shall be considered as a ballot paper being void.**

This ballot paper ("*formulaire*") shall be received by email or by fax to BNP Paribas Securities Services Luxembourg branch with copy to the Company at the address or fax number indicated in the convening notice no later than **5 p.m. (Luxembourg time) on April 13<sup>th</sup>, 2018.**

Executed in \_\_\_\_\_ on \_\_\_\_\_ 2018.

\_\_\_\_\_

By

Name of shareholder:

Represented by

Name of representative:

Title of representative: