

BALLOT PAPER (“FORMULAIRE”)

I/We, the undersigned, _____ (name of shareholder) with registered office at/residing 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 at Linklaters LLP premises at 35, Avenue John F. Kennedy, L-1855 Luxembourg, Grand Duchy of Luxembourg, on April 21st, 2020 at 11 a.m. Luxembourg time (the "**Meeting**"), with the following

Agenda

- 1) *Consideration of the Board of Directors Special Report on the transaction carried out on 24th April 2019;*
- 2) *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 2019;*
- 3) *Consideration and approval of the consolidated annual accounts of the Company as at 31 December 2019 and of the Company’s statutory annual accounts as at 31 December 2019;*
- 4) *Approval of the allocation of results of the 2019 financial year;*
- 5) *Discharge of the members of the Board of Directors for the year ended on 31 December 2019;*
- 6) *Acknowledgment of the decrease of the number of the members of the Company’s Board of Directors from 7 to 6 and setting of the number of the members of the Company’s Board of Directors at 6;*
- 7) *Approval of 2020 Directors fees;*
- 8) *Non-binding consideration and evaluation of the 2020 General Remuneration Policy and the 2019 Report on Remunerations;*
- 9) *Ratification of the amendment of the 2019-2021 Medium to Long-Term Variable Incentive Plan and of its ancillary documentation;*

10) Appointment of an independent auditor (“réviseur d’entreprises agréé”) for a period ending at the Company’s annual general meeting of shareholders called to approve the Company’s 2022 financial statements.

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 the Board of Directors Special Report on the transaction carried out on 24th April 2019.

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 31st, 2019.

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 31st, 2019 and the consolidated annual accounts of the Company as at December 31st, 2019

For with _____ (number of shares) shares

Against with _____ (number of shares) shares

Abstention with _____ (number of shares) shares

Fourth resolution

The Meeting **RESOLVED** to allocate the Company's statutory net profit of US\$ 1,258,072 for the 2019 financial year as follows:

-allocate US\$ 62,903.60 to the Legal Reserve

- carry forward US\$ 1,195,168.40 to the Retained Earnings.

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 from any liabilities for the proper exercise of their mandate during the financial year ended on December 31st, 2019.

For with _____ (number of shares) shares

Against with _____ (number of shares) shares

Abstention with _____ (number of shares) shares

Sixth resolution

The Meeting **RESOLVED** to acknowledge the decrease of the number of the members of the Company's Board of Directors from seven to six and to set the number of the members of the Company's Board of Directors at six.

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 2020 financial year at the aggregate fixed gross amount of EUR 416,250.00 authorizing and empowering the Board of Directors to allocate the said amount amongst the Directors including those vested with particular offices.

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 and approve in an advisory capacity, the Company's 2020 General Remuneration Policy and the Company's 2019 Report on Remunerations, being respectively section I and II of the 2020 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 with _____ (number of shares) shares

Against with _____ (number of shares) shares

Abstention with _____ (number of shares) shares

Ninth resolution

The Meeting **RESOLVED** to ratify the amendments made by the Board of Directors on the 2019-2021 Medium to Long-Term Variable Incentive Plan and on its ancillary documentation, as illustrated 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

Tenth Resolution

The Meeting **RESOLVED** to appoint Moore Audit SA as external independent auditor of the Company (“réviseur d’entreprises agréé”) for a period ending at the Company’s annual general meeting of shareholders called to approve the Company’s 2022 financial statements.

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 sent 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, of the 16TH of April 2020.**

Executed in _____ on _____ 2020.

By: _____

Name of shareholder: _____

Represented by _____

Name of representative: _____

Title of representative: _____