

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

*Société anonyme*

Registered office: 25 C, Boulevard Royal, L-2449 Luxembourg

R.C.S. Luxembourg: B 124790

(the « **Company** »)

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**DRAFT MINUTES**

of the annual general meeting of shareholders held in Luxembourg on 29 April 2026

at the registered office of the Company

(the “**Meeting**”)

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The Meeting was called to order at [\_\_\_\_\_] (CEST) Luxembourg time and chaired by \_\_\_\_\_, residing professionally in Luxembourg, acting as chairman *pro tempore* (the “**Chairman**”).

The Chairman appointed as secretary of the Meeting \_\_\_\_\_ residing professionally in Luxembourg (the “**Secretary**”).

The Meeting elected as scrutineer of the Meeting \_\_\_\_\_ residing professionally in Luxembourg (the “**Scrutineer**”).

The board of the Meeting having thus been duly constituted according to the law and the Articles of Association, the Chairman declared and requested the Secretary to record that:

- The Meeting was duly convened on this date, time and location by means of a convening notice to the shareholders, the directors and the independent auditor (“*réviseur d’entreprises agréé*”) of the Company which was published on the 28<sup>th</sup> day of March 2026 in the “Tageblatt”, a Luxembourg daily newspaper, in the Italian daily newspaper “Il Giornale” and in the *Recueil Electronique des Sociétés et Associations*.
- The agenda of the Meeting was the following:
  - 1) **Consideration of the management’s reports on the statutory and consolidated annual accounts of the Company and of the reports of the Company’s independent auditor (“*réviseur d’entreprises agréé*”) on the consolidated annual accounts of the Company, on the statutory annual accounts of the Company and on the sustainability statement for the financial year ended on 31 December 2025;**

- 2) **Consideration and approval of the Company's statutory annual accounts for the financial year ended on 31 December 2025;**
- 3) **Consideration and approval of the Company's consolidated annual accounts for the financial year ended on 31 December 2025;**
- 4) **Approval of the allocation of results of the financial year ended on 31 December 2025 and payment of dividends in relation to the financial year ended on 31 December 2025;**
- 5) **Discharge to the members of the Board of Directors in respect of the performance of their duties during the financial year ended on 31 December 2025;**
- 6) **Approval of fees payable to the members of the Board of Directors for the financial year 2026;**
- 7) **Renewal of the appointment of the 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 2028 consolidated and statutory annual accounts of the Company;**
- 8) **Consideration and advisory vote on the general remuneration policy for the financial year 2026 and on the remuneration report for the financial year ended on 31 December 2025.**

- According to the attendance list, [ ] shares of the Company, with ISIN Code LU 2592315662, out of 124,106,556 shares of the Company were represented at this Meeting, which shares represent [ ] of the entire issued share capital of the Company.
- The attendance list signed by the representatives of the shareholders and the proxies of the shareholders represented were all signed by the Chairman, the Secretary and the Scrutineer to remain attached to the minutes.
- The [ ] shares held by the Company itself as at the Record Date ("**Own Shares**") are not entitled to vote at the present Meeting.
- The Meeting was consequently regularly constituted and could validly decide on all the items on the agenda.

The Chairman then submitted to the Meeting the following documents which have been deposited and made available to the public at least 30 days before the Meeting at the Company's registered office and website as well as filed with CONSOB and CSSF and disclosed to the public through the e-Market SDIR mechanism and stored both at Borsa Italiana S.p.A. through the e-market STORAGE mechanism and at the Officially Appointed Mechanism (OAM) of the Luxembourg Stock Exchange:

- the report of the Board of Directors to the Shareholders, including proposals of resolutions relating to the items on the agenda of the Meeting;
- the management's reports on the statutory annual accounts of the Company and on the consolidated annual accounts of the Company (the latter including the sustainability statement);
- the reports of the independent auditor (*réviseur d'entreprises agréé*) on the statutory annual accounts of the Company, on the consolidated annual accounts of the Company and on the sustainability statement as at 31 December 2025; and
- the statutory and consolidated annual accounts of the Company (including the sustainability statement) at 31 December 2025.

Thereupon the Meeting approved the above statements and confirmed that it is duly constituted.

The Shareholders then thoroughly considered the items on the agenda and adopted, each share entitling the holder thereof to one vote, the following resolutions:

#### **First resolution**

After presentation and review of the statutory annual accounts for the financial year ended on 31 December 2025, of the management's report and of the report of the independent auditor ("*réviseur d'entreprises agréé*") of the Company on such statutory annual accounts, the Meeting **RESOLVED** to approve the statutory annual accounts of the Company for the financial year ended on 31 December 2025.

Accordingly, this resolution was passed by [ ] votes in favour, [ ] votes against, [ ] abstentions.

#### **Second resolution**

After presentation and review of the consolidated annual accounts for the financial year ended on 31 December 2025, of the management's report on such consolidated annual accounts, and including a sustainability statement, and of the reports of the independent auditor (*réviseur d'entreprises agréé*) of the Company both on such consolidated annual accounts and on the sustainability statement, the Meeting **RESOLVED** to approve the consolidated annual accounts of the Company for the financial year ended on 31 December 2025.

Accordingly, this resolution was passed by [ ] votes in favour, [ ] votes against, [ ] abstentions.

### **Third resolution**

The Meeting **RESOLVED** to allocate the statutory net profit for the financial year ending on 31 December 2025 amounting to US\$ 53,080,873 as follows:

Retained earnings as at 1 January 2025	USD	46,433,731
Results for the financial year 2025	USD	53,080,873
Other movements in retained earnings during 2025	USD	(35,033,950)
Retained earnings as at 31 December 2025	USD	64,178,203
Allocation to the legal reserve in 2026	USD	-
Share Premium as at 31 December 2025	USD	326,657,825.00
Amount distributable following allocation to legal reserve	USD	390,836,028.00
Interim Dividend resolved on 6 November 2025 and paid on 19 November 2025	USD	(15,941,715.00)
Proposed Annual Dividend 2025	USD	32,121,366.21

and - in accordance with the applicable Luxembourg law and the Company's articles of association – to approve the payment of a gross annual dividend of US\$ 0.27 (US\$ 0.2295 net, after deducting the maximum applicable withholding tax of 15%) per issued and outstanding share corresponding to a total distribution of approximately US\$ 32,121,366.21 to be paid out of the retained earnings to the Company's Shareholders (other than to the treasury shares held by the Company which, pursuant to the decision of the board of directors of the Company, shall not carry a dividend right).

Accordingly, this resolution was passed by [ ] votes in favour, [ ] votes against, [ ] abstentions.

### **Fourth resolution**

The Meeting **RESOLVED** to grant full discharge to the members of the Board of Directors in respect of the performance of their duties during the financial year ended on 31 December 2025.

Accordingly, this resolution was passed by [ ] votes in favour, [ ] votes against, [ ] abstentions.

### **Fifth resolution**

The Meeting **RESOLVED** to set the management fees payable to the members of the Board of Directors for the financial year 2026, at the aggregate fixed gross amount of up to EUR 560,000.00-, it being specified that such amount shall include the compensation to be paid to those directors "vested with particular offices", as well as to authorize and empower the Board of

Directors to allocate up to said aggregate gross amount amongst its members, including those "vested with particular offices".

Accordingly, this resolution was passed by [ ] votes in favour, [ ] votes against, [ ] abstentions.

#### **Sixth resolution**

The Meeting **RESOLVED** to renew the appointment of Moore Audit S.A., Luxembourg as 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 2028 consolidated and statutory annual accounts of the Company.

Accordingly, this resolution was passed by [ ] votes in favour, [ ] votes against, [ ] abstentions.

#### **Seventh resolution**

The Meeting **RESOLVED** by an advisory vote to approve the 2026 Report on Remuneration comprising the general remuneration policy for the financial year 2026 and the remuneration report for the financial year ended on 31 December 2025.

Accordingly, this resolution was passed by [ ] votes in favour, [ ] votes against, [ ] abstentions.

There being no further business, the meeting was adjourned at \_\_\_\_\_ (CEST).

\_\_\_\_\_

Chairman

\_\_\_\_\_

Secretary

\_\_\_\_\_

Scrutineer