

**BALLOT PAPER ("FORMULAIRE")**

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

(the "Principal"), being the holder of .....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 section B, number 124.790 and having its registered office at 25 C, boulevard Royal, L-2449, Luxembourg, Grand Duchy of Luxembourg (the "**Company**"), for the purpose of the annual general meeting of the shareholders of the Company to be held in Luxembourg, on March 30<sup>th</sup>, 2010, at 11.00 a.m. (the "**Meeting**"), with the following:

**Agenda**

- I. *Consideration of the reports of the Board of Directors and the auditor on the annual accounts of the Company at December 31<sup>st</sup>, 2009;*
- II. *Consideration and approval of the consolidated annual accounts of the Company at December 31<sup>st</sup>, 2009 and the statutory annual accounts of the Company at December 31<sup>st</sup>, 2009;*
- III. *Approval of the allocation of results for the 2009 financial year;*
- IV. *Discharge to the members of the Board of Directors of the Company for the financial year ended on December 31<sup>st</sup>, 2009;*
- V. *Approval of Directors' fees (tantièmes);*
- VI. *Appointment of the external independent auditor.*

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

**First resolution**

The Meeting RESOLVED to acknowledge the reports of each of the Board of Directors and the independent external auditor on the statutory annual accounts of the Company at December 31<sup>st</sup>, 2009.

- 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 external auditor on the consolidated annual accounts of the Company at December 31<sup>st</sup>, 2009.

**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 at December 31<sup>st</sup>, 2009 and the consolidated annual accounts of the Company at December 31<sup>st</sup>, 2009.

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

### **Fourth resolution**

The Meeting RESOLVED to approve the allocation of the net profit of the Company for the 2009 financial year amounting to USD 598,341.00 as proposed by the Board of Directors of the Company in its report to the Shareholders, allocating US\$ 29,917.05 to the Company's legal reserve and the residual amount of US\$ 568,423.95 to 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 for carrying out their functions in the financial year ended on December 31<sup>st</sup>, 2009.

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

**Sixth resolution**

The Meeting RESOLVED to set the directors' fees (*tantièmes*) for the 2010 financial year at the aggregate fixed gross amount of EUR 725,000.00 and to authorize and empower the Board of Directors to allocate the said amount amongst the directors in particular those vested with additional offices.

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

**Seventh resolution**

The Meeting RESOLVED to appoint Moore Stephens S.à.r.l, (*réviseur d'entreprises agréé*), a company having its registered office at 16, Allée Marconi, L-2120, Luxembourg, Grand Duchy of Luxembourg, as the external independent auditor of the Company for the purpose of auditing both the statutory and consolidated accounts of the Company, for a period ending at the Company's annual general meeting of Shareholders to be held on 2013, further entrusting the Board of Directors of the Company to approve any adjustment of the external independent auditor's fees as may be necessary and appropriate.

**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 either by hand with acknowledgment of receipt, by registered post, by special courier service using an internationally recognised courier company at the registered office of the Company or by fax at the fax number of the registered office of the Company with copy to BGL BNP Paribas (formerly named Fortis Banque Luxembourg and thereafter named BGL Société Anonyme) no later than **05:00 p.m. (Luxembourg time) on March 29<sup>th</sup>, 2010** subject to the receiving of the related blocking certificate by no later than 05:00 p.m. (Luxembourg time) on March 25<sup>th</sup>, 2010.

Executed in \_\_\_\_\_ on March \_\_\_\_, 2010.

\_\_\_\_\_  
By  
Name of shareholder:  
Represented by:  
Name of representative:  
Title of representative: