

CAPITAL MARITIME FINANCE CORP.

UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS

OCTOBER 2, 2026

The undersigned, being all the members of the Board of Directors (the **"Board"**) of Capital Maritime Finance Corp., a Marshall Islands corporation (the **"Corporation"**), hereby adopt the following resolutions by written consent pursuant to Sections 55(4) of the Business Corporations Act of the Republic of the Marshall Islands (the **"BCA"**) and Article III, Section 12 of the Second Amended and Restated Bylaws of the Corporation:

WHEREAS, the Board deems it advisable and in the best interests of the Corporation to proceed with the admission to trading of all shares of common stock on the Main Market of the Regulated Market operated by Euronext Athens Holding S.A. (the **"Euronext Athens"**), in accordance with the provisions of Greek Law 3371/2005, the Euronext Athens Rulebook and any other applicable laws and regulations (the **"Listing"**);

WHEREAS, the Board deems it advisable and in the best interests of the Corporation to effect an initial public offering in Greece in accordance with the laws of Greece and the resolutions of Euronext Athens and of the Hellenic Capital Market Commission (the **"HCMC"**) (the **"Initial Public Offering"**) of up to 42,000,000 new common shares, par value \$0.04 per common share (the **"New Common Shares"**), which are to be issued in the context of the issuing of additional common shares within the Corporation's authorized share capital, without pre-emptive rights of existing shareholders and with the possibility that only part of such new 42,000,000 New Common Shares are issued (the **"Increase of the Issued Share Capital"**, and together with the Initial Public Offering and the Listing the **"Transaction"**);

WHEREAS, the Board deems it advisable and in the best interest of the Corporation to draw up and file a prospectus (the **"Prospectus"**) with the HCMC for the purposes of the Listing and the Initial Public Offering in accordance with Regulation (EU) 2017/1129 (the **"Prospectus Regulation"**), Delegated Regulation (EU) 2019/980, Delegated Regulation (EU) 2019/979 and Greek law 4706/2020 (the **"Greek Prospectus Law"**), which will be approved by the HCMC and will be published in accordance with the Prospectus Regulation, the Greek Prospectus Law and all other applicable Greek laws and regulations;

WHEREAS, the Board deems it advisable and in the best interest of the Corporation to designate the persons responsible for the Prospectus, as required by the Greek Prospectus Law and any other applicable laws and regulations;

WHEREAS, the New Common Shares will be offered by means of the Initial Public Offering to qualified and non-qualified investors within the meaning of the Prospectus Regulation, during an offering period of three (3) business days (the **"Offering Period"**) for the purposes of the

subscription for the New Common Shares, through the electronic book building service of the Euronext Athens (the “**EBB Service**”), in accordance with Greek Law 4514/2018, the Prospectus Regulation, the Delegated Regulations (EU) 2019/979 and (EU) 2019/980, the applicable provisions of Greek Prospectus Law and the requirements set forth in the resolution no. 34/08.03.2017 of the Stock Markets Steering Committee of Euronext Athens, as amended and in force (the “**Euronext Athens Resolution 34**”);

WHEREAS, certain qualified investors within the meaning of the Prospectus Regulation, have expressed their interest to enter into a cornerstone investment agreement with the Corporation (the “**Cornerstone Investors**” and the “**Cornerstone Investment Agreement(s)**,” respectively the forms of which have been reviewed and considered by the Board), according to which the Cornerstone Investors, subject to customary terms and conditions, shall subscribe for a number of New Common Shares corresponding to gross proceeds of €70,000,000 in aggregate, at the Final Offering Price (as defined below) and shall be entitled to priority allocation in the Initial Public Offering;

WHEREAS, the Corporation is required to determine the maximum offering price of the New Common Shares (the “**Maximum Offering Price**”) in order to be included in the Prospectus and the final offering price of the New Common Shares for the purposes of the Initial Public Offering (the “**Final Offering Price**”);

WHEREAS, the Board deems it advisable and in the best interests of the Corporation to take all necessary actions, make all necessary declarations on behalf of the Corporation and arrange all matters relating to the implementation and completion of the Listing, including, indicatively and without limitation, the preparation, execution, filing and submission of the application for the admission to trading of all New Common Shares of the Corporation on the Main Market of the Regulated Market of Euronext Athens, the preparation and filing with the HCMC of the listing prospectus in accordance with Regulation (EU) 1129/2017, as well as the preparation, execution, filing and submission of an application for the initial registration of the New Common Shares with Euronext Securities Athens S.A. (the “**Euronext Securities Athens**”);

WHEREAS, in connection with the Initial Public Offering, the Corporation has entered into or intends to enter into, as the case may be, (a) an agreement for the provision of advisory services with Eurobank S.A., Piraeus Bank S.A. and Euroxx Securities S.A.; (b) an agreement for the provision of lead underwriting services with Eurobank S.A., National Bank of Greece S.A., Piraeus Bank S.A. and Euroxx Securities S.A. (together, the “**Joint Coordinators and Bookrunners**”); (c) an Agreement for the provision of placing services in relation to financial instruments without a firm commitment basis (the “**Underwriting Agreement**”) with the Joint Coordinators and Bookrunners as well as Optima bank S.A., CrediaBank S.A., Ambrosia Capital Hellas Single Member Investment Services S.A., Euroxx Securities S.A., Optima bank S.A., Pantelakis Securities S.A. and all other participating underwriters (the “**Underwriters**”); and (d) any other agreement that may be considered necessary for the completion of the Listing, the Initial Public Offering, the Increase of the Issued Share Capital and the Transaction pursuant to the applicable laws, regulations and

relevant market practice (together, the **"Agreements"** the forms of which have been reviewed and considered by the Board);

WHEREAS, the Board has reviewed a draft of the Prospectus and deems it advisable and in the best interests of the Corporation to undertake the Transaction, file the Prospectus with the HCMC, authorize the Listing, the Increase of the Share Capital and the Initial Public Offering and to delegate to the Authorized Persons (as defined below) the authority to finalise, execute and deliver the Prospectus as well as to execute and deliver related Prospectus supplement(s) and agreements and to delegate to the Pricing Committee (as defined below) the authority to determine the Final Offering Price and the number of New Common Shares to be offered in the Initial Public Offering; and

WHEREAS, the Board has determined that the Transaction and any agreements (including the Agreements) or transactions related thereto are advisable and in the best interests of the Corporation.

NOW THEREFORE LET IT BE:

RESOLVED, that admission to trading of all common shares of the Corporation on the Euronext Athens is hereby authorized, approved and confirmed;

RESOLVED, that the offering of up to 42,000,000 New Common Shares by means of the Initial Public Offering in Greece to qualified and non-qualified investors within the meaning of Prospectus Regulation, through the EBB Service, with the aim of raising proceeds of circa €250,000,000 (or such other amount as the Pricing Committee approves), is hereby authorized and approved, while the maximum gross proceeds shall not exceed €300,000,000;

RESOLVED, that each officer of the Corporation and each of Gerasimos (Jerry) Kalogiratos, Niovi Iasemidi, Georgios Keros and Foteini Eleni Kokoretsi (collectively, the **"Authorized Persons"**) be, and each of them hereby is, individually authorized, empowered and directed, in the name and on behalf of the Corporation, to finalise the draft Prospectus and file the draft Prospectus with the HCMC for approval in accordance with the Prospectus Regulation and determine the persons responsible for the Prospectus in accordance with the Greek Prospectus Law and any other applicable laws and regulations;

RESOLVED, that the Initial Public Offering be conducted during the Offering Period, namely from October 13, 2026 at 10:00 a.m. Greek time until October 15, 2026 16:00 Greek time;

RESOLVED, that the New Common Shares be issued and, together with the other common shares of the Corporation, initially registered with Euronext Securities Athens in accordance with the Rulebook of Euronext Securities Athens, Resolution 3/22.02.2021 of the Stock Markets Steering Committee of Euronext Athens, as amended and in force, and any other applicable rules and regulations;

RESOLVED, that upon the issuance, delivery and payment for the New Common Shares in accordance with the Prospectus and the Underwriting Agreement, the New Common Shares will be duly authorized, validly issued, fully paid and non-assessable and such issuance and delivery is hereby authorized and approved;

RESOLVED, that all of the New Common Shares shall be issued in uncertificated form;

RESOLVED, that of the consideration to be received by the Corporation for the issuance of the New Common Shares, the amount of \$0.04 per share be credited to the capital account of the Corporation and the remainder of such consideration be credited to the paid-in surplus account of the Corporation;

RESOLVED, that each officer of the Corporation and each of the Authorized Persons be, and each of them hereby is, individually authorized, empowered and directed, in the name and on behalf of the Corporation, to represent the Corporation before the HCMC, Euronext Athens, Euronext Securities Athens, and any other competent authority or third party in connection with the Listing and, in general, to take all necessary actions, make all necessary declarations and arrange all matters relating to the implementation and completion of the Listing, including, indicatively and without limitation, the preparation, execution, filing and submission of the application for the admission to trading of all common shares of the Corporation on the Main Market of the Regulated Market of Euronext Athens, as well as the preparation, execution, filing and submission of an application for the initial registration of all common shares with Euronext Securities Athens, with full power to further authorize such further person(s) as they may deem appropriate to carry out any of the foregoing actions;

RESOLVED, that the Final Offering Price be determined by means of the EBB Service of the Euronext Athens on the basis of the bids of qualified investors within the meaning of the Prospectus Regulation in accordance with Euronext Athens Resolution 34 and be applicable to all investors (including the Cornerstone Investors) subscribing for New Common Shares in the Initial Public Offering and be approved by the Pricing Committee and be communicated by means of a regulatory announcement to the public;

RESOLVED, that each Authorized Person be, and each of them hereby is, individually authorized, empowered and directed, in the name and on behalf of the Corporation, to (i) negotiate, execute and deliver the Agreements in connection with the Initial Public Offering, in such form and containing such terms and provisions as such Authorized Persons may deem necessary or advisable, the execution and delivery by such Authorized Persons to be conclusive evidence that they deemed such terms and provisions to be necessary or advisable and of their authority hereunder; and (ii) perform the obligations and carry out the duties of the Corporation thereunder and under all such other documents required to be executed and delivered in connection therewith;

RESOLVED, that each Authorized Person be, and each of them hereby be, individually authorized, empowered and directed, in the name and on behalf of the Corporation, to negotiate,

execute and deliver any Cornerstone Investment Agreement(s) by and between the Corporation and the relevant Cornerstone Investors that wish to make an equity investment in the Corporation as part of the Initial Public Offering;

RESOLVED, that each Authorized Person be, and each of them hereby be, individually authorized, empowered and directed, in the name and on behalf of the Corporation, to negotiate, execute and deliver any Agreement and the any previous execution of any Agreement by or on behalf of the Corporation is hereby approved and ratified in all respects;

RESOLVED, that the net proceeds to the Corporation from the offer of New Common Shares in the Initial Public Offering be used (i) for the financing of a portion of the acquisition price of nineteen (19) vessels to be acquired by existing subsidiaries of the Corporation pursuant to the relevant shipbuilding contracts within twenty-four (24) months from the date of the certification of the Increase of the Issued Share Capital; and (ii) any remaining balance, particularly in the event of extreme fluctuation in the Euro/Dollar exchange rate resulting in a significant depreciation of the Dollar against the Euro, will be used to cover working capital purposes within twenty-four (24) months from the date of the certification of the Increase of the Issued Share Capital;

RESOLVED, that to the extent that the gross proceeds from the Capital Increase exceed €250 million, any proceeds in excess of €250 million may be used for other general corporate purposes, including the repayment of existing indebtedness and other investment purposes;

RESOLVED, that a Pricing Committee of the Board be, and hereby is, established consisting of Gerasimos (Jerry) Kalogiratos, director and chairman of the Board of the Corporation, as its sole member, authorized to negotiate, authorize on behalf of the Board and authorize any Authorized Person to execute and deliver the Underwriting Agreement, in such form and containing such terms and provisions (including, without limitation, the number of the New Common Shares to be offered to the public (up to the amount of 42,000,000 New Common Shares) and the Final Offering Price (up to the Maximum Offering Price), as the Pricing Committee may deem necessary, advisable or appropriate, which terms and provisions shall be deemed, if different from the terms and provisions set forth in the foregoing resolutions, to modify the foregoing resolutions, the execution and delivery by such Authorized Person(s) to be conclusive evidence that the Pricing Committee deems such terms and provisions to be necessary, advisable or appropriate;

RESOLVED, that the Pricing Committee be authorized to (i) approve the Maximum Offering Price; (ii) approve any additional final terms of the Transaction, including any underwriting discounts and commissions or extension or shortening of the Offering Period; (iii) approve any price range or price point guidance; (iv) approve the final allocation and the final number of the New Common Shares to be allocated to qualified and non-qualified investors within the meaning of the Prospectus Regulation, participating in the Initial Public Offering, at the discretion of the Pricing Committee, in consultation with the Joint Coordinators and Bookrunners, following the completion of the EBB Service process; (v) approve the Final Offering Price; (vi) approve the resulting aggregate proceeds of the Initial Public Offering; and (vii) take or authorize

any other action incidental or necessary to give effect to the foregoing, such approval or action to be binding on the Corporation to the same extent as if adopted by resolutions of the Board;

RESOLVED, that if the admission of the Company's Common Shares to trading on the Regulated Market of Euronext Athens is not achieved, including in particular in circumstances where Euronext Athens issues a final decision that the free-float requirement set out in paragraph 3.1.4.3 of the Euronext Athens Rulebook has not been satisfied, the Increase of the Issued Share Capital shall be cancelled, no New Common Shares shall be issued and the funds contributed by participants in the Initial Public Offering process shall be returned to them within two (2) business days of the issuance of such decision.

RESOLVED, that each Authorized Person is hereby individually authorized, empowered and directed, in the name and on behalf of the Corporation, to take or cause to be taken, all such actions, and to terminate, execute and deliver, or cause to be terminated, executed and delivered, all agreements, supplements, amendments, resolutions, modifications, undertakings, documents, instruments and certificates, as the case may be, and all agreements, amendments, supplements, documents, certificates, instruments and transactions contemplated thereby, and to pay all charges and fees, taxes, and other expenses, from time to time, as such Authorized Person deems necessary, appropriate, desirable or advisable to accomplish the purpose and intent of the foregoing resolutions, to comply with the requirements of the agreements and documents approved by the foregoing resolutions, the authority for the taking of such action and the making execution, delivery or filing of such agreements, supplements, amendments, resolutions, modifications, undertakings, documents, instruments or certificates to be conclusively evidenced thereby;

RESOLVED, that all actions heretofore taken by any Authorized Person, director, employee or agent of the Corporation in connection with any matter referred to in the foregoing resolutions or otherwise approved thereby are hereby approved, authorized, ratified and confirmed in all respects as fully as if such actions had been presented to the Board for its approval prior to such actions being taken; and

RESOLVED, that these resolutions may be executed in several counterparts, each of which, when so executed, shall be deemed to be an original, and such counterparts together shall constitute one and the same instrument.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned have executed this written consent as of the date first above written.



Gerasimos (Jerry) Kalogiratos



Niovi Angeliki Iasemidi

Georgios Cambanis

Stefanie Kyles

Ingmar Loges

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