

COSTAMARE PARTICIPATIONS PLC

(the “Company”)

CERTIFIED EXTRACT OF THE RESOLUTIONS OF THE ANNUAL GENERAL MEETING OF THE COMPANY PASSED ON SEPTEMBER 25, 2023

We certify that at the Annual General Meeting of the Company, held at the Company’s registered office on September 25, 2023 at 17:00, the following resolutions were passed:

1. CHAIRMAN AND SECRETARY

The meeting was called to order by Mrs. Lora Stylianou, who acted as Chairman of the meeting. Mrs. Dora Andreou on behalf of LCLAW Secretarial Limited acted as Secretary, and kept the minutes thereof.

2. CONSTITUTION AND QUORUM

The Notice convening the meeting was read and it was confirmed that the sole shareholder was duly represented. Proxy was tabled for COSTAMARE INC. shareholder of the Company and was accepted.

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10. DETERMINATION OF THE TYPE OF THE AUDIT COMMITTEE, THE NUMBER AND CAPACITY OF ITS MEMBERS AND THEIR TERM

The Chair advised the meeting that the term of the current Audit Committee comprising of Mr. Elias The Chair advised the meeting that the term of the current Audit Committee comprising of Mr. Elias Agapiou (Chairman), Mr. George Rallis (Member) and Mrs. Lora Stylianou (Member) expired today.

Therefore, a proposal was put forward to determine the type of the Audit Committee as Board Committee, consisting of three (3) members which are all non-executive Board Members, out of which two (2) are independent in accordance with the criteria of independence set out in article 9 of Greek law 4706/2020, the Company’s Suitability Policy, the Circular no 60/2020 of the Board of Directors of Hellenic Capital Market Commission as well as the Company’s Operating Regulations and the Greek Corporate Governance Code (with the deviations set out in the Company’s Annual Financial Report) for an one-year term, to be extended until the next annual meeting.

IT WAS RESOLVED THAT *that the Audit Committee shall be a Board Committee pursuant to the provisions of Greek Law 4706/2020 and Greek Law 4449/2017 of the Hellenic Republic, with which the Company complies due to the listing of its bonds on the Athens Stock Exchange, consisting of three (3) members all of which must be non-executive Board Members, out of which two (2) are independent in accordance with the criteria of independence set out in article 9 of Greek law 4706/2020, the Company’s Suitability Policy, the Circular no. 60/18.9.2020 of the Hellenic Capital Market Commission regarding the Guidelines for the suitability policy of article 3 of Law 4706/2020, as well as the provisions of the Company’s Operating Regulations and the Corporate Governance Code (with the deviations set out in the Company’s Corporate Governance Declaration). The members of the Audit Committee will be appointed for a one-year term, to be extended until the next Annual General Meeting.*

The members of the Board of Directors to be elected by the Board of Directors as members Audit Committee must meet all the suitability criteria under the Greek law 4706/2020, the Company’s Suitability Policy, the

Circular no. 60/18.9.2020 of the Hellenic Capital Market Commission regarding the Guidelines for the suitability policy of article 3 of Law 4706/2020, as well as the provisions of the Company's Operating Regulations and the Corporate Governance Code (with the deviations set out in the Company's Corporate Governance Declaration) and must be free of any conflicts provided for under the above, while the independent non-executive members of the Board of Directors must meet the criteria of independence under article 9 of Greek law 4706/2020, the Company's Suitability Policy, the Circular no. 60/18.9.2020 of the Hellenic Capital Market Commission regarding the Guidelines for the suitability policy of article 3 of Law 4706/2020, as well as the provisions of the Company's Operating Regulations and the Corporate Governance Code (with the deviations set out in the Company's Corporate Governance Declaration).

The members of the Audit Committee must be elected by the Company's Board of Directors, after it has been established that the eligibility criteria as per above are met for each person, in order for the Audit Committee to have lawful composition and its members meet the suitability criteria and, as the case may be, independence criteria, as per the above.

The Chair of the Audit Committee must be elected by its members at its composition, in accordance with article 44 par.1 (e) of Greek Law 4449/2017, as in force and must be independent within the meaning of article 9 of Greek law 4706/2020, the Company's Suitability Policy, the Circular no. 60/18.9.2020 of the Hellenic Capital Market Commission regarding the Guidelines for the suitability policy of article 3 of Law 4706/2020, as well as the provisions of the Company's Operating Regulations and the Corporate Governance Code (with the deviations set out in the Company's Corporate Governance Declaration).

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WE CERTIFY that the above resolutions have been duly entered in the Minute Book and signed by the Chairman and the Secretary and are, at this date, in full force and effect.

Dated this 5th day of October 2023

Signature:  

Name: LCLAW SECRETARIAL LIMITED

Title: COMPANY SECRETARY

COSTAMARE PARTICIPATIONS PLC

(the “Company”)

CERTIFIED EXTRACT OF THE RESOLUTIONS OF THE BOARD OF DIRECTORS OF THE COMPANY PASSED ON SEPTEMBER 25, 2023

We certify that at a meeting of the Board of Directors of the Company, held at the Company’s registered office on September 25, 2023 at 19:00, the following resolutions were passed:

1. CHAIRMAN AND SECRETARY

Mr. Lora Stylianou acted as Chairman of the meeting and Ms Dora Andreou acted as secretary and kept the minutes thereof on behalf of LCLAW Secretarial Limited.

2. CONSTITUTION AND QUORUM

Proper notice having been acknowledged by all the Board members and a quorum being present in accordance with the provisions of the Company’s articles of association, the Chairman declared the meeting to be regularly called and properly constituted for the transaction of business.

3. APPOINTMENT OF THE MEMBERS OF THE AUDIT COMMITTEE

The Chair informed the members that following the General Meeting of the Company earlier on today (25 September 2023) which determined, among others the type of the Audit Committee as Board Committee, consisting of three (3) members which are all non-executive Board Members, out of which two (2) are independent in accordance with the criteria of independence set out in article 9 of Greek law 4706/2020, HCMC Circular no 60/2020, the Suitability Policy of the Company, the Internal Operations’ Regulation and the Corporate Governance Code adopted by the Company (with the deviations described in the annual financial report of the Company), for an one-year term, to be extended until the next annual General Meeting, the Board of Directors has to appoint the members of the Audit Committee.

For all the members of the Board of Directors, the Nomination and Remuneration Committee has confirmed that they fulfil (i) the individual suitability criteria set out in article 3 of Greek law 4706/2020, the Circular 60/2020 HCMC, the Company’s Suitability Policy, and the Corporate Governance Code adopted by the Company (with the deviations described in the annual financial report of the Company), including (a) morality and reputation, adequacy of knowledge and skills and independence of judgement; (b) not having been found guilty in the last 12 months prior to the date hereof for loss-making transactions of listed companies or of any unlisted société anonyme with related parties; (c) not having other parallel professional or other commitments that may affect the performance of his duties as a member of the Company’s Board of Directors; and (d) non-existence of conflicts of interest or circumstances that may give rise to conflicts of interest pursuant to the Conflict of Interest Policy of the Company set out in the Company’s Internal Regulation, and (ii) the criteria of collective suitability pursuant to article 3 of Greek law 4706/2020, Circular 60/2020 HCMC, the Company’s Suitability Policy, the Internal Operations Regulation, and the Corporate Governance Code adopted by the Company (with the deviations described in the annual financial report of the Company) based on which criteria the Board prepared its proposal dated 1/9/2023 Moreover, the Independent Non Executive Members of the Board of Directors meet the criteria of independence pursuant to article 9 of Greek law 4706/2020, the HCMC Circular 60/2020, the Company’s Suitability Policy, as well as the Company’s Operating Regulations and the Corporate Governance Code adopted by the Company (with the deviations described in the annual financial report of the Company).

The Chair informed the Members of the Board of Directors that the members of the Audit Committee must fulfil individually and collectively the requirements of article 44 of Greek Law 4449/2017, i.e. (a) all members of the Committee must have sufficient knowledge in the field in which the Company operates, (b) two out of its three members must be independent within the meaning of the provision of article 9 of Greek Law 4706/2020, Circular 60/2020 HCMC, the Company's Suitability Policy, the Internal Operations Regulation and the Corporate Governance Code adopted by the Company (with the deviations described in the annual financial report of the Company) and therefore the majority of the members of the Commission are independent within the meaning of such provision and, (c) at least one member must have sufficient knowledge of auditing or accounting. The Chair of the Audit Committee must be elected by the members of the Audit Committee.

The Chair further referred to the proposal submitted by the Remuneration and Nomination Committee on 25 September 2023 for the re-appointment of the members of the Audit Committee, which have served the Company until the General Meeting taking place earlier on today, as follows:

<i>ELIAS AGAPIOU</i>	<i>Independent Non-Executive BoD Member</i>
<i>LORA STYLIANOU</i>	<i>Non-Executive BoD Member BoD Chair</i>
<i>GEORGE RALLIS</i>	<i>Independent, Non-Executive BoD Member</i>

The CVs of the proposed members of the Audit Committee are summarized as follows:

Ms. Lora Stylianou is a lawyer admitted in Cyprus since 1996, Managing Partner of the Law Firm "LC LAW STYLIANOU & ASSOCIATES LLC". She has long and extensive experience in cross-border transactions with particular emphasis on maritime, commercial and financial law matters and has been a member of the Board of Directors of ALFA International until October 2020. Currently she serves as the Chair of the International Membership Committee of ALFA International. Ms. Stylianou holds an LL.B. from the University of Newcastle-Upon-Tyne (Hons) and LL.M. from University College, specializing in commercial and corporate law.

Mr. Elias Agapiou has a twenty-year experience as a certified auditor in Cyprus, having worked from 2001 to 2018 as Audit Associate at PwC Cyprus and as Audit Manager at Ekkeshi Consultants Ltd and Markos Drakos Ltd. In 2018 he founded the auditing company PLATINUMSERVE LIMITED based in Nicosia. During his career, Mr. Agapiou has audited the financial statements of numerous companies, including many shipping companies and therefore has all the necessary knowledge to provide assistance in monitoring the financial statements of the Company. Mr. Agapiou is a FCCA Member and holds a B.A. (Hons) in Finance from South Bank University, London.

Mr. George Rallis has twenty years of professional experience in the field of investment funds and commodities trading, having over ten years of experience in the field of risk management (risk management). Moreover, Mr. George Rallis has worked as a Commodities Trading Strategist for Schroders PLC New Finance Capital in London and is therefore able to contribute valuable experience to the Company in managing the supply and demand of products / goods packed for transport in containers or dry bulk carriers or changes in the global production of products for transport in container or dry bulk vessels, which may affect the conditions of the charter market in which the Company operates. Mr. George Rallis holds a PhD and MSc in Economics from Cass Business School, City of London University (UK) as well as a Bachelor of Economics from the Athens University of Economics, and has the following certifications: CFA level III, Certified Economist and Accountant (Economic Chamber of Greece) and Investment advisor (Commercial and Industrial Chamber of Greece).

The Chair explained to the Board of Directors that, as per the recommendation of the Remuneration and Nomination Committee, the proposed members of the Audit Committee fulfil individually and collectively the requirements of article 44 of Greek Law 4449/2017, Greek Law 4449/2017, the HCMC Circular 60/2020, the Company's Suitability Policy, Internal Operations Regulation and the Corporate Governance Code adopted by the Company (with the deviations described in the annual financial report of the Company) i.e. (a) all members of the Committee have sufficient knowledge in the field in which the Company operates, (b) two out of its three members are independent within the meaning of the provision of article 9 of Greek Law 4449/2017, the HCMC

Circular 60/2020, the Company's Suitability Policy, Internal Operations Regulation and the Corporate Governance Code adopted by the Company (with the deviations described in the annual financial report of the Company) and therefore the majority of the members of the Commission are independent within the meaning of such provision and, (c) at least one member has sufficient knowledge of auditing or accounting. The Chair of the Audited Committee shall be appointed by the Audit Committee's Members.

More specifically, the Remuneration and Nomination Committee confirmed the following:

Ms. Lora Stylianou has significant experience in the Company's field of activity, as she has many years of experience in providing legal advice to shipping companies, including the parent of the Company, Costamare Inc. It is noted that Ms. Lora Stylianou does not meet the criteria of independence set out in article 9 of Greek Law 4706/2020 as she is in a relationship of dependence, as specified in article 9 of Greek Law 4706/2020, with persons related to the Company.

Mr. Elias Agapiou meets the independence criteria set out in article 9 of Greek Law 4706/2020, Circular 60/2020 HCMC, the Company's Suitability Policy, Internal Operations Regulation and the Corporate Governance Code adopted by the Company (with the deviations described in the annual financial report of the Company), as he does not hold more than 0.5% of the Company's share capital, nor is it in a dependent relationship, as defined in the same article of Greek Law 4706/2020, with the Company or with persons related to the Company. Moreover, Mr. Elias Agapiou has significant experience in the field of activity of the Company, since he is an FCCA Member and holds a B.A. (Hons) in finance from South Bank University, London, while, throughout his career, he has carried out audits of financial statements of numerous companies, including several shipping companies and therefore has all the necessary knowledge to assist in the effective monitoring of financial statements of the Company. It is noted that Mr. Agapiou has sufficient knowledge in auditing or accounting, as he has twenty years of experience as a certified auditor in Cyprus, having worked from 2001 to 2018 as Audit Associate at PwC Cyprus and as Audit Manager at Ekkeshi Consultants Ltd and Markos Drakos Ltd, while in 2018 he founded the auditing company PLATINUMSERVE LIMITED based in Nicosia.

Mr. George Rallis meets the independence criteria set out in article 9 of Greek Law 4706/2020, Circular 60/2020 HCMC, the Company's Suitability Policy, Internal Operations Regulation and the Corporate Governance Code adopted by the Company (with the deviations described in the annual financial report of the Company) as he does not hold more than 0.5% of the Company's share capital, nor is it in a dependent relationship, as defined in the same article of Greek Law 4706/2020, with the Company or with persons related to the Company. In addition, Mr. Rallis has significant experience in the field of activity of the Company, as he has twenty years of professional experience in the field of investment funds and commodities trading, having over ten years of experience in the field of risk management (risk management). In fact, given his previous employment as Commodities Trading Strategist for Schroders PLC New Finance Capital in London, Mr. Rallis is able to contribute valuable experience to the Company in managing the risks associated with supply and demand for products / goods. transported in sealed containers or changes in global production of products / goods transported in container or dry bulk vessels, which may affect the conditions of the Company in which the Company operates.

The Board of Directors confirmed the above and the Chair proposed to the Board of Directors that the proposal of the Remuneration and Nomination Committee be approved.

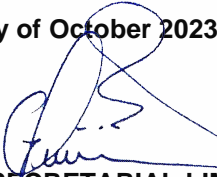
*Following discussions of the Members of the Board of Directors, the proposal of the Chair to re-appoint Ms Lora Stylianou, Mr. George Rallis and Mr. Elias Agapiou as Members of the Audit Committee was **UNANIMOUSLY APPROVED.***

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WE CERTIFY that the above resolutions have been duly entered in the Minute Book and signed by the Chairman and the Secretary and are, at this date, in full force and effect.

Dated this 5th day of October 2023

Signature:



Name: LCLAW SECRETARIAL LIMITED

Title: COMPANY SECRETARY



COSTAMARE PARTICIPATIONS PLC

(the “Company”)

CERTIFIED EXTRACT OF THE RESOLUTIONS OF THE MEETING OF THE AUDIT COMMITTEE OF THE COMPANY PASSED ON SEPTEMBER 25, 2023

We certify that at a meeting of the Audit Committee of the Company, held at the Company’s registered office on September 25, 2023 at 19:30, the following resolutions were passed:

1. CHAIRMAN AND SECRETARY

Mr. Elias Agapiou acted as Chairman of the meeting and Ms Dora Andreou acted as secretary and kept the minutes thereof on behalf of LCLAW Secretarial Limited.

2. CONSTITUTION AND QUORUM

Proper notice having been acknowledged by all the Committee members and a quorum being present in accordance with the provisions of the Company’s articles of association, the Chairman declared the meeting to be regularly called and properly constituted for the transaction of business.

3. CONSTITUTION INTO A BODY

Mr Elias Agapiou informed the members that following the General Meeting of the Company which convened earlier on today to determine, among others, the type of the Audit Committee as Board Committee, consisting of three (3) members which are all non-executive Board Members, out of which two (2) are independent in accordance with the criteria of independence set out in article 9 of Greek law 4706/2020 for an one-year term, to be extended until the next annual General Meeting, the Board of Directors elected the members of the Audit Committee in its meeting held on 25 September 2023 as follows:

- **Elias Agapiou**, son of Antonios, Member of the Audit Committee, Independent Non-Executive BoD Member
- **Lora Stylianou**, daughter of Stylianos, Member of the Audit Committee, Non-Executive BoD Member, BoD Chairman
- **George Rallis**, son of Andreas-Iasonas, Member of the Audit Committee, Independent Non-Executive BoD Member

The elected Members of the Audit Committee fulfil individually and collectively the requirements of article 44 of Greek Law 4449/2017, Greek law 4706/2020, Circular 60/2020 HCMC, the Company’s Suitability Policy, the Company’s Internal Operations Regulation and the Corporate Governance Code adopted by the Company (with the deviations described in the annual financial report of the Company), i.e.:

- all members of the Committee have sufficient knowledge in the field in which the Company operates;*
- two out of the three members are independent within the meaning of the provision of article 9 of Greek Law 4449/2017, the Company’s Suitability Policy, the Circular no. 60/18.9.2020 of the Hellenic*

Capital Market Commission regarding the Guidelines for the suitability policy of article 3 of Law 4706/2020, as well as the provisions of the Company's Operating Regulations and the Corporate Governance Code adopted by the Company (with the deviations set out in the Company's Corporate Governance Declaration), and therefore the majority of the members of the Commission are independent as per above; and

- (c) at least one member, Mr. Elias Agapiou, has sufficient knowledge in auditing or accounting, as he has twenty years of experience as a certified auditor in Cyprus, having worked from 2001 to 2018 as Audit Associate at PwC Cyprus and as Audit Manager at Ekkeshi Consultants Ltd and Markos Drakos Ltd, while in 2018 he founded the auditing company PLATINUMSERVE LIMITED based in Nicosia.

Mr. Elias Agapiou is the member of the Audit Committee with sufficient knowledge in auditing or accounting and therefore must be present in all meetings of the Audit Committee related to the approval of the financial statements.

Mr. Elias Agapiou informed the Members of the Audit Committee that they have to elect the Chair of the Audit Committee in accordance with the Company's regulations which comply with article 44 of the Greek Law 4449/2017. The Members of the Committee resolved unanimously to re-appoint **Mr. Elias Agapiou** as Chair of the Audit Committee based on his auditing experience.

Following the election of Mr. Elias Agapiou as Chair of the Audit Committee, the Audit Committee is constituted into a body as follows:

- (1) **Elias Agapiou**, son of Antonios, born in Nicosia, on 11/03/1978, resident of 95 Dionysiou Solomou, Latsia 2231 Nicosia, Cyprus, ID no 0000792652 issued by CMRD Nicosia, Tax ID 00792652B, Cyprus national, Chair of the Audit Committee, Independent Non-Executive BoD Member
- (2) **Lora Stylianou**, daughter of Stylianos, born in Nicosia, on 01/11/1972, resident of 50 Parthenonos Street, 2413 Nicosia, Cyprus, ID no 0000788663 issued by CMRD Nicosia, Tax ID 00788663R Cyprus national, Member of the Audit Committee, Non-Executive BoD Member, BoD Chair
- (3) **George Rallis**, son of Andreas-Iasonas, born in Stockholm, on 12/07/1978, resident of 18 Pringipissis Annis Street, 2373 Nicosia, Cyprus, Registration no 55025645 issued by CRMD Nicosia, Tax ID 08040307A, Greek national, Member of the Audit Committee, Independent Non-Executive BoD Member

The term of the Audit Committee, as determined by the General Meeting of 25 September 2023 is one year, to be extended until the next annual General Meeting.

There being no other matter to discuss, the meeting came to an end at 20:00.

WE CERTIFY that the above resolutions have been duly entered in the Minute Book and signed by the Chairman and the Secretary and are, at this date, in full force and effect.

Dated this 5th day of October 2023

Signature:



Name: LCLAW SECRETARIAL LIMITED

Title: COMPANY SECRETARY