

## **Genco Shipping & Trading Limited**

### **ESG Committee Charter**

This ESG Committee Charter (“Charter”) has been adopted by the Board of Directors (the “Board”) of Genco Shipping & Trading Limited (the “Corporation”).

#### Purpose

The Board has established the ESG Committee (the “Committee”) to assist, advise and act on behalf of the Board, as the Committee sees fit, from time to time, in(i) providing oversight and guidance with respect to the Corporation’s environmental (including with respect to climate change), social (including with respect to social and political trends), and corporate responsibility matters (“ESG Matters”), (ii) evaluating and recommending initiatives for ESG Matters for adoption by the Corporation, (iii) assessing risks and opportunities regarding ESG Matters, and (iv) promoting practices for ESG Matters within the Corporation’s business culture and processes.

#### Committee Membership

The Committee shall be comprised of at least three Directors. Committee members shall be appointed and removed by the majority vote of the Board. Members shall serve on the Committee for (1) the duration of their current term on the Board, (2) until their resignation from the Board or the Committee or (3) until successors shall be duly elected and qualified. No Committee member may be removed except by majority vote of the Board. Unless a chair of the Committee (the “Chair”) is elected by the Board, the members of the Committee may designate a Chair by majority vote of the full Committee membership.

#### Committee Procedures

The Committee shall meet at least once a year and at such additional times as may be necessary to carry out its duties and responsibilities as set forth herein. The Committee shall report its actions to the Board and keep written minutes of its meetings, which shall be recorded and filed with the books and records of the Corporation. In discharging its role, the Committee shall have full access to all Corporate books, records, facilities, personnel and outside professionals. The Committee may retain special legal, accounting or other consultants as advisors as it deems necessary for fulfillment of its responsibilities, and shall have sole authority to approve the fees and other retention terms of such consultants and advisors.

#### Committee Duties and Responsibilities

The Committee’s function is guidance, support, and oversight with respect to ESG Matters. The Committee shall have the following duties and responsibilities:

1. Review and provide oversight of the Corporation’s efforts to promote business operations that encourage environmental and social consciousness, including initiatives relating to sustainability, the environment and other social issues;

2. Guide and support management in developing, articulating, and modifying a strategy for ESG Matters for the Corporation;
3. Evaluate and recommend initiatives for ESG Matters for adoption by the Corporation;
4. Assess risks and opportunities for ESG Matters;
5. Promote practices for ESG Matters within the Corporation's business culture and processes;
6. Review periodically the actual performance of the Corporation with respect to ESG Matters, set goals or targets regarding specific milestones or metrics for ESG Matters as the Committee deems appropriate, and determine corrective actions in case of shortfalls against those targets;
7. Review the preparation and publication of any reports on ESG Matters by the Corporation; and
8. Perform such other duties as the Board may assign to the Committee with respect to the Corporation's policies for ESG Matters.

#### Committee Performance

The Committee shall have the following duties and responsibilities with respect to the Committee's performance:

1. The Committee shall report its actions and recommendations to the Board from time to time and shall, on an annual basis, evaluate its own performance under this charter and in accordance with the NYSE listing rules and all other applicable law.
2. The Committee shall review, at least annually, the adequacy of this charter and recommend to the Board for approval any proposed changes to this charter.