



ARDMORE SHIPPING CORPORATION SUSTAINABILITY COMMITTEE CHARTER

This Sustainability Committee (“Committee”) of the Board of Directors (“Board”) of Ardmore Shipping Corporation (“Company”) has adopted this Sustainability Committee Charter (“Charter”).

Purpose

The purpose of the Committee is to assist the Board in fulfilling its sustainability oversight responsibilities with respect to the environmental and social (“E&S”) matters that have a material impact on the performance of the Company or a material impact on any of the Company’s stakeholders.

The Committee may also have such other duties as may from time to time be assigned to it by the Board and as may be required by the rules and regulations of the Securities and Exchange Commission (“SEC”) and the New York Stock Exchange (“NYSE”).

As the Committee deems appropriate, it may form and delegate authority to subcommittees and may delegate authority to one or more designated members of the Committee.

Composition

Independence

The Committee shall be comprised of at least two directors, each of whom meets as determined by the Board, the director independence requirements of NYSE, subject to any applicable exemptions.

Appointment and Removal of Members

The Board shall appoint the members of the Committee and its Chair at the recommendation of the Chair of the Board, following consultation with the incumbent Chair of the Committee. The Board shall have the power at any time to change the membership of the Committee and to remove any member from the Committee at any time with or without cause.

Duties and Responsibilities

The Committee’s job is one of oversight. Management is responsible for compliance with relevant laws and regulations. Management shall be responsible for the preparation, presentation and accuracy of any E&S-related reporting and disclosures.

In addition to any other duties and responsibilities assigned to the Committee from time to time by the Board, the principal duties and responsibilities of the Committee are as follows:

Environmental

- Monitor the Company’s compliance with applicable laws and regulations relating to environmental matters. Review with management any material correspondence with, or other material action by, regulators or governmental agencies or any material legal affairs of the Company relating to environmental matters.

- Monitor and make recommendations to the Board regarding significant energy transition-related projects and initiatives, including, but not limited to, projects and initiatives intended to make the Company's operations more energy efficient, reduce the Company's greenhouse gas emission impact or reduce the Company's involvement with fossil fuels.
- Review and monitor the effectiveness of any E&S targets which management may elect to set for the Company.
- Review and discuss with management any significant changes in the Company's E&S ratings or rankings.

Social

- Monitor the Company's compliance with health and safety laws and regulations.
- Monitor any material incidents and claims as well as any material risks relating to the health, safety and wellbeing of onshore and seafaring personnel.
- Review and monitor the effectiveness of any diversity, equity and inclusion initiatives or programs which relate to onshore and seafaring personnel and make recommendations to the Board on maintaining a diverse, equitable and inclusive work environment.
- Assist the Board in making recommendations on any material social impact initiatives.

The Committee shall have all authority necessary to fulfill the duties and responsibilities assigned to the Committee in this Charter or otherwise assigned to it by the Board, and the Committee shall undertake such other responsibilities as the Committee deems appropriate for it to carry out its purpose under this Charter.

External Advisors

The Committee shall have sole authority to retain and terminate any advisors whom the Committee believes are necessary to assist it in carrying out its duties. The Committee shall have sole authority to approve, retain and compensate such advisors, including advisors' fees and other retention terms, without seeking Board approval. The Company shall provide for appropriate funding, as determined by the Committee, for payment of reasonable compensation to any external advisors engaged by the Committee.

Meetings

The Committee shall meet at least annually and as often as it deems necessary. The Committee may request any officer or employee of the Company to attend meetings of the Committee or to meet with members of, or consultants to, the Committee. Members of the Committee may participate in meetings of the Committee by means of a telephone conference. The Committee may act by unanimous written consent in lieu of a meeting.

The Committee should hold an *in-camera* session without management and executive directors present, at least once annually.

Evaluation

The Committee shall review and reassess the adequacy of this Charter annually and recommend any proposed changes to the Board for approval. The Committee shall obtain or perform an annual evaluation of the Committee's performance and make applicable recommendations for improvement.

Adopted: March 2, 2023