

FREESEAS INC.
ANNUAL MEETING OF SHAREHOLDERS – DECEMBER 11, 2012
THIS PROXY IS SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS OF
FREESEAS INC.

The undersigned hereby appoints Ion G. Varouxakis and Alexandros Mylonas, acting singly, as proxies, each with full power to appoint a substitute, to represent and to vote, with all the powers the undersigned would have if personally present, all the shares of common stock, \$0.001 par value per share, of FreeSeas Inc., a corporation organized under the laws of the Republic of the Marshall Islands (the “Company”), held of record by the undersigned on November 2, 2012 at the Annual Meeting of Shareholders to be held on Tuesday, December 11, 2012, or at any adjournments or postponements thereof.

Proposal 1. To elect one (1) director of the Company to serve until the 2015 Annual Meeting of Shareholders.

FOR THE NOMINEES LISTED BELOW **WITHHOLD AUTHORITY**
(except as marked to the contrary below) to vote for all nominees listed below

Xenophon Galinas

(INSTRUCTIONS: To withhold authority for any individual nominee, write that nominee’s name in the space below.)

Proposal 2. To approve an amendment to the Company’s Amended and Restated Articles of Incorporation to effect a reverse stock split of the Company’s issued and outstanding common stock at a ratio of up to one (1) share for every twelve (12) shares outstanding, with the exact ratio within that range to be determined by the Company’s Board of Directors, in its discretion.

FOR **AGAINST** **ABSTAIN**

Proposal 3. Ratification of the appointment of Sherb & Co., LLP, as the Company’s independent registered public accounting firm for the fiscal year ending December 31, 2012.

FOR **AGAINST** **ABSTAIN**

In their discretion, the proxies are authorized to vote upon other business as may come before the meeting.

This proxy, when properly executed, will be voted in the manner directed herein by the undersigned shareholder. If no direction is made, the proxy will be voted FOR Proposals 1, 2 and 3.

Dated: _____, 2012

(Signature)

(Signature)

PLEASE SIGN HERE

Please date this proxy and sign your name exactly as it appears hereon.

Where there is more than one owner, each should sign. When signing as an agent, attorney, administrator, executor, guardian, or trustee, please add your title as such. If executed by a corporation, the proxy should be signed by a duly authorized officer who should indicate his office.

**PLEASE DATE, SIGN, AND MAIL THIS PROXY CARD IN THE ENCLOSED ENVELOPE.
NO POSTAGE IS REQUIRED IF MAILED IN THE UNITED STATES.**