



**PROXY FORM C**  
**(FOR CUSTODIAN ONLY)**  
**AND PROFILES OF INDEPENDENT DIRECTORS**

**Proxy (Form C.)**  
**(For Custodian only)**

Written at \_\_\_\_\_

Date \_\_\_\_ Month \_\_\_\_ Year \_\_\_\_

(1) I/We \_\_\_\_\_ Nationality \_\_\_\_\_

Address No. \_\_\_\_\_ Road \_\_\_\_\_ Tambol/Kwaeng \_\_\_\_\_

Amphur/Khet \_\_\_\_\_ Province \_\_\_\_\_ Postal Code \_\_\_\_\_

As the custodian for \_\_\_\_\_

being a shareholder of **Precious Shipping Public Company Limited**

holding the total amount of \_\_\_\_\_ shares with the voting rights of \_\_\_\_\_ votes as follows:

ordinary share \_\_\_\_\_ shares with the voting rights of \_\_\_\_\_ votes

preference share \_\_\_\_\_ shares with the voting rights of \_\_\_\_\_ votes

(2) hereby appoint

1. Name Mr. Chaipatr Srivisanvacha age 63 years, residing at No. 52/70 Soi Sukhumvit 3 (Nana-Nua)

Road Sukhumvit Tambol/Kwaeng Klongtoey Nua Amphur/Khet Wattana

Province Bangkok Postal Code 10110 **or**

2. Name Prof. Dr. Pavida Pananond age 55 years, residing at Amanta Lumpini, No 1144/128

Road Rama IV Tambol/Kwaeng - Amphur/Khet Sathon

Province Bangkok Postal Code 10120 **or**

3. Name \_\_\_\_\_ age \_\_\_\_\_ years, residing at No. \_\_\_\_\_

Road \_\_\_\_\_ Tambol/Kwaeng \_\_\_\_\_ Amphur/Khet \_\_\_\_\_

Province \_\_\_\_\_ Postal Code \_\_\_\_\_

Any and only one person to be my/our proxy to attend and vote on my/our behalf at **the Annual General Meeting of Shareholders No. 1/2023 held on Monday, 10 April 2023 at 10:30 hours by electronic means (E-AGM)** or at any adjournment thereof to any other date, time and place.

(3) I/We hereby authorise the Proxy to cast the votes according to my/our intentions as follows:

To grant to the Proxy the total number of shares held by me/us and have the right to vote.

To grant to the Proxy a part of:

ordinary share \_\_\_\_\_ shares with the voting rights of \_\_\_\_\_ votes

preference share \_\_\_\_\_ shares with the voting rights of \_\_\_\_\_ votes

Total number of right to vote \_\_\_\_\_ votes

(4) I/We authorise the Proxy to cast the votes according to my/our intentions as follows:

**Agenda No. 1 To adopt the Minutes of the Annual General Meeting of Shareholders No. 1/2022 held on 4 April 2022.**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion
- (b) The Proxy must cast the votes in accordance with my/our following instructions:
- Approve \_\_\_\_\_ votes  Disapprove \_\_\_\_\_ votes  Abstain \_\_\_\_\_ votes

**Agenda No. 2 To acknowledge the Board of Directors' Report on the Company's Operations for the year 2022 and the 2022 Annual Report. (No vote required for this agenda item)**

**Agenda No. 3 To consider and approve the Audited Statements of financial position as at 31 December 2022 and the Income statement for the year ended 31 December 2022.**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion
- (b) The Proxy must cast the votes in accordance with my/our following instructions:
- Approve \_\_\_\_\_ votes  Disapprove \_\_\_\_\_ votes  Abstain \_\_\_\_\_ votes

**Agenda No. 4 To acknowledge aggregate interim dividends for the year 2022 (No vote required for this agenda item)**

**Agenda No. 5 To consider and approve the appropriation of profit and the final dividend payment for the year 2022.**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion
- (b) The Proxy must cast the votes in accordance with my/our following instructions:
- Approve \_\_\_\_\_ votes  Disapprove \_\_\_\_\_ votes  Abstain \_\_\_\_\_ votes

**Agenda No. 6 To consider and approve the appointment of the auditors of the Company and to fix their remuneration for the year 2023.**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion
- (b) The Proxy must cast the votes in accordance with my/our following instructions:
- Approve \_\_\_\_\_ votes  Disapprove \_\_\_\_\_ votes  Abstain \_\_\_\_\_ votes

**Agenda No. 7 To consider and approve the re-election of the Directors who retire by rotation.**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion
- (b) The Proxy must cast the votes in accordance with my/our following instructions:

**To elect each director individually**

Name of Director: Mr. Khalid Moinuddin Hashim

Approve \_\_\_\_\_ votes  Disapprove \_\_\_\_\_ votes  Abstain \_\_\_\_\_ votes

Name of Director: Mr. Khushroo Kali Wadia

Approve \_\_\_\_\_ votes  Disapprove \_\_\_\_\_ votes  Abstain \_\_\_\_\_ votes

Name of Director: Mr. Gautam Khurana

Approve \_\_\_\_\_ votes  Disapprove \_\_\_\_\_ votes  Abstain \_\_\_\_\_ votes

Name of Director: Ms. Sirasa Supawasin

Approve \_\_\_\_\_ votes  Disapprove \_\_\_\_\_ votes  Abstain \_\_\_\_\_ votes

**Agenda No. 8 To consider and approve the appointment of a new Director on the Board of Directors.**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion
- (b) The Proxy must cast the votes in accordance with my/our following instructions:

**To elect the candidate**

Name of the candidate: Ms. Qiyu (Jackie) Wang

Approve \_\_\_\_\_ votes  Disapprove \_\_\_\_\_ votes  Abstain \_\_\_\_\_ votes

**Agenda No. 9 To consider and approve the Directors' remuneration for the year 2023.**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion
- (b) The Proxy must cast the votes in accordance with my/our following instructions:

Approve \_\_\_\_\_ votes  Disapprove \_\_\_\_\_ votes  Abstain \_\_\_\_\_ votes

**Agenda No. 10 To consider and approve the appropriation of Baht 24.25 million as Corporate Social Responsibility Reserve.**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion
- (b) The Proxy must cast the votes in accordance with my/our following instructions:

Approve \_\_\_\_\_ votes  Disapprove \_\_\_\_\_ votes  Abstain \_\_\_\_\_ votes

(5) Vote of the Proxy in any Agenda which is not in accordance with my/our intention as specified in this Proxy shall be deemed invalid and shall not be treated as my/our vote as shareholder.

(6) In case that I/We do not specify my/our voting intention in any agenda or not clearly specify or in case the Meeting considers or resolves any matter other than those stated above, or if there is any change or amendment to any fact, the Proxy shall be authorised to consider and vote the matter on my/our behalf as the Proxy deems appropriate in all respects.

For any act performed by the Proxy at the Meeting, it shall be deemed as such acts had been done by me/us in all respects except for vote of the Proxy which is not in accordance with this Proxy Form.

Signed \_\_\_\_\_ Shareholder  
( )

Signed \_\_\_\_\_ Proxy  
( )

Signed \_\_\_\_\_ Proxy  
( )

Signed \_\_\_\_\_ Proxy  
( )

**Remark**

1. Proxy Form C. shall be used only in case of shareholders whose names are shown in the register as foreign investors and appoint a custodian in Thailand.
2. Evidence required to be attached to the Proxy includes:
  - (1) Power of Attorney by the shareholder authorizing the custodian to sign the Proxy on his/her behalf;
  - (2) Confirmation letter indicating that the person signing the Proxy on his/her behalf is permitted to operate the business of custodian.
3. The shareholder appointing proxy holder must authorise only one proxy holder to attend and vote at the Meeting and may not split the number of shares to several proxy holders for splitting votes.
4. In the agenda relating the election of Directors, it is applicable to elect either directors as a whole or elect each director individually.
5. In case there are agendas other than those specified above, the additional statement can be specified by the Shareholder in the Regular Continued Proxy Form C. as enclosed.

## PROFILES OF INDEPENDENT DIRECTORS FOR SHAREHOLDERS' PROXIES



### **MR. CHAIPATR SRIVISARVACHA**

<b>POSITION</b>	Chairman of the Board of Directors / Independent Director
<b>DATE OF APPOINTMENT ON THE BOARD</b>	14 March 2011
<b>AGE</b>	63 years
<b>EDUCATION</b>	
• 1984	Illinois Benedictine College, MBA (Finance).
• 1981	Lehigh University, Bachelor of Science (Metallurgy).
<b>TRAINING</b>	
• 2017	Certificate, Advanced Audit Committee Program, Class 25/2017, Thai Institute of Directors Association (IOD), March 2017
• 2015	Certificate, Corporate Governance for Capital Market Intermediaries 3/2015, Thai Institute of Directors Association (IOD)
• 2015	Certificate, CMA-GMS 1, Capital Market Academy Executive Education 27 March - 12 April 2015, The Stock Exchange of Thailand
• 2012	Certificate, Capital Market Academy Leadership Program, The Stock Exchange of Thailand
• 2005	Certificate, Chairman 2000, Thai Institute of Directors Association (IOD).
• 2003	Diploma, Directors Certification Program (DCP), Thai Institute of Directors Association (IOD).

## MR. CHAIPATR SRIVISARVACHA (Cont.)

### EXPERIENCE TO REVIEW CREDITIBILITY OF THE FINANCIAL STATEMENTS

- 2003 - 2013 Independent Director and Audit Committee, The Brooker Group Public Co. Ltd.
- September 2018 - February 2019 Chairman, Audit Committee The Stock Exchange of Thailand
- 2013 - 2014 Member, Audit Committee The Stock Exchange of Thailand
- 2010 - November 2011 Independent Director and Chairman of the Audit Committee, Dhanarak Asset Development Company Limited.
- 2001 - 2007 Independent Director and Audit Committee, Thanachart Bank Public Company Limited.

### OTHER EXPERIENCE

- December 2021 - Present Independent Director and Chairman of the Audit Committee, CMO Public Company Limited
- July 2020 - Present Chairman of the Board of Directors, Precious Shipping Public Company Limited
- August 2019 - Present Director, JKN Global Media Public Co., Ltd.
- May 2016 - March 2019 Director, TSFC Securities Public Company Limited.
- March 2016 - February 2021 Director, Lumpini Asset Management Company Limited.
- December 2015 - 7 August 2020 Chairman of the Board of Director, Thaifoods Group Public Company Limited.
- November 2011 - February 2021 Authorized Director, Innotech Asset Management Co., Ltd.
- May 2015 - August 2019 Governor, The Stock Exchange of Thailand.
- June 2012 - June 2013 Director, Thailand Futures Exchanges Public Company Limited.
- 2012 - 2014 Governor, The Stock Exchange of Thailand.
- 2013 - Present Shareholder and Authorized Director, Ingenious Co. Ltd.
- March 2011 - July 2020 Independent Director and Chairman of Nomination Committee, Precious Shipping Public Company Limited.
- May 2009 - July 2019 Chief Executive Officer & Authorized Director, KT ZMICO Securities Company Limited.
- 22 May 2007 - 10 September 2020 Vice Chairman & Chief Executive Officer, Seamico Securities Public Company Limited
- Present Vice Chairman & Secretary, The Srivisarvacha Foundation.
- Present Director, Population and Community Development Association (PDA).
- 2004 - 2009 Director (Independent), G Steel Public Company Limited.
- 2003 - 2008 President of the Board, New International School of Thailand (Affiliated with United Nations).

## MR. CHAIPATR SRIVISARVACHA (Cont.)

- 1999 - Present Shareholder and Authorized Director, CapMaxx Company Limited
  - 1999 - 2003 Director (Independent), Pacific Assets Public Company Limited.
  - 1999 Director and Executive Director, Krung Thai Bank Public Company Limited.
  - 1995 - 1999 Director and Head of Thailand Investment Banking, Salomon Smith Barney.
  - 1995 - 1999 Director, Phoenix Pulp & Paper Public Company Limited.
  - 1991 - 1995 Director, Head of Thailand Investment Banking, Swiss Bank / SBC Warburg.
  - 1988 - 1989 Manager, Investment Banking Department, Phatra Thanakit.
  - 1985 - 1988 Business Development Officer, Industrial Finance Corporation of Thailand.
- OCCUPATION** Company Director

### DIRECTORSHIP AND POSITIONS HELD IN OTHER COMPANIES AND OTHER ORGANISATIONS

<b>CONNECTED COMPANIES</b>	Nil
<b>NON-CONNECTED COMPANIES</b>	<b>LISTED COMPANIES:</b> 1. Director, JKN Global Media Public Co., Ltd. 2. Director, TSFC Securities Public Company Limited. 3. Independent Director and Chairman of the Audit Committee, CMO Public Company Limited.
	<b>NON - LISTED COMPANIES:</b> Nil
<b>OTHER RELATED COMPANIES (SUBSIDIARIES / ASSOCIATED COMPANIES)</b>	Nil
<b>OTHER ORGANISATIONS</b>	1. Vice Chairman & Secretary, The Srivisarvacha Foundation. 2. Director, Population & Community Development Association (PDA).

### NO. OF SHARES HELD (SHARES) AS OF YEAR END 2022:

Description	As of 1 Jan 2022	Acquisition in 2022	Disposal in 2022	Increase (Decrease) in 2022	As of 31 Dec 2022
By himself	-	-	-	-	-
By his spouse and minor children (if any)	-	-	-	-	-

No family relationship with any of the other Directors or any of the Management Team.

THE MEETINGS IN THE YEAR 2022	ATTENDANCE / TOTAL MEETINGS (TIMES)
MEETINGS OF THE BOARD OF DIRECTORS	7/7



## **PROFESSOR DR. PAVIDA PANANOND**

### **POSITION**

Independent Director / Audit and Corporate Governance Committee Member\*/ Remuneration Committee Member / Sustainability and Risk Management Committee Member / Nomination Committee Member

**DATE OF APPOINTMENT ON THE BOARD** 14 March 2011

### **AGE**

55 years

### **EDUCATION**

- 2001 Doctor of Philosophy, Department of Economics, University of Reading, United Kingdom.
- 1992 Master of Business Administration (International Business), Diploma in Management (Asian Studies), McGill University, Canada.
- 1989 Bachelor of Accountancy (Accounting), Chulalongkorn University.

### **TRAINING AND SEMINARS (Recent and Selective)**

- 2022 Director Leadership Certification Program (DLCP 9/2022) by Institute of Directors (IOD)
- 25 June 2021 Panelist, Virus/Vaccine Dynamics/Challenges in the Mekong Region: The Regionalisation Imperative?, seminar organized by the Institute of Security and International Study, Chulalongkorn University
- 27 May 2021 Panelist, The Trade Wars, Technology and Global Value Chains, a seminar organized by United Nations Economic and Social Commission for Asia and the Pacific (UNESCAP)
- 29 March 2021 Participant, Investment in Sustainable Recovery: Empirical Analysis, Lessons Learnt and a Future Research Agenda, a seminar organized by Academy of International Business & United Nations Conference on Trade and Development.



## PROFESSOR DR. PAVIDA PANANOND (Cont.)

- 2020 Successful Formulation & Execution of Strategy (SFE) 32/2020 by Institute of Directors (IOD).
- 2020 Attended (as an observer) the risk management workshop held by the Risk and Internal Control Club, Thai Listed Companies Association (TLCA)
- 2013 Financial Statements for Director (FSD 22) by Institute of Directors (IOD).
- 2012 Audit Committee Program (ACP 41) by Institute of Directors (IOD).
- 2011 Director Certificate Program (DCP 148) by Institute of Directors (IOD).

### AWARDS AND SCHOLARSHIPS

- December 2021 - March 2022 ESCAP- WHO Research Grant (Asia-Pacific in the manufacturing and global supply chain of vaccines)
- March - December 2020 Economic and Social Commission for Asia and the Pacific (ESCAP), United Nations Research Grant (Outward foreign direct investment and global value chains)
- 2018 ASEAN @ 50 Fellow, Southeast Asia Centre of Asia-Pacific Excellence and Ministry of Foreign Affairs and Trade, New Zealand
- 2015 Thammasat University Award for Researcher with Highest Number of International Publication (2013-2014)
- 2015 Fulbright Thai Visiting Scholar, Fulbright Thailand Thailand - United States Education Foundation
- 2013 - 2014 Thailand Research Fund Grant Number 5610054 (Assessing the merit of home-country support for outward foreign direct investment in neighboring countries)
- 2013 Department Nominee for Thammasat University's 2014 Best Teacher in Social Sciences
- 2009 - 2012 Thailand Research Fund Grant Number 5280032 (Competitive Strategies of Thai Multinationals in the Global Economy).
- 2008 Best Teacher Award, Thammasat Business School, Thammasat University.
- 1996 - 2001 Doctoral scholarship from Thammasat Business School, Thammasat University.
- 1992 - 1994 MBA scholarship from Thammsat Business School, Thammasat University.

## PROFESSOR DR. PAVIDA PANANOND (Cont.)

### EXPERIENCE

- June 2022 - Present Member of the Council, Thai-Nichi Institute of Technology
- April 2022 - Present Nomination Committee Member, Precious Shipping Public Company Limited
- February 2020 - Present Sustainability and Risk Management Committee Member, Precious Shipping Public Company Limited.
- October 2018 - Present Professor, Thammasat Business School, Thammasat University.
- March 2011 - Present Independent Director, Audit and Corporate Governance Committee Member and Remuneration Committee Member, Precious Shipping Public Company Limited.
- 2010 - 2012 Department Head, Department of International Business, Logistics and Transport, Thammasat Business School, Thammasat University.
- 2006 - September 2018 Associate Professor, Thammasat Business School, Thammasat University.
- 2003 - 2006 Assistant Professor, Thammasat Business School, Thammasat University.
- 1992 - 2003 Lecturer, Thammasat Business School, Thammasat University.

### OTHER POSITIONS

- 2022- 2023 Conference Theme Track Chair (International Business Resilience under Global Disruptions), Academy of International Business Annual Conference 2023, Warsaw, Poland
- 2019 Track Chair (Managing the Global Value Chain), Academy of International Business Annual Conference 2019, Copenhagen, Denmark
- 2017 - Present Honorary Adviser, Asia New Zealand Foundation, Auckland, New Zealand
- 2015 - Present Associate Member, John Dunning Centre for International Business, Henley Business School, University of Reading, United Kingdom.
- 2015 - Present Affiliate Member, Emerging Market Internationalization Research Group, The University of Sydney Business School, University of Sydney, Australia
- 2013 - 2014 Conference Chair, Euro-Asia Management Studies Association Annual Conference 2014, Bangkok, Thailand.
- 2013 - 2014 Track Chair (Home Economies and the MNE), Academy of International Business Annual Conference 2014, Vancouver, Canada.

## PROFESSOR DR. PAVIDA PANANOND (Cont.)

- April 2013 Visiting Fellow, Henley Business School, University of Reading, United Kingdom.
- 2013 – 2015 Vice President (Asia), Euro-Asia Management Studies Association.
- 2010 – Present Member of Advisory Board, Euro-Asia Management Studies Association.
- 2009 - Present Member of Editorial Boards of academic journals including Southeast Asia Research, Asia-Pacific Journal of Management, Multinational Business Review, Global Strategy Journal, and Journal of International Business Policy.

### OCCUPATION

University Professor.

### DIRECTORSHIP AND POSITIONS HELD IN OTHER COMPANIES AND OTHER ORGANISATIONS

<b>CONNECTED COMPANIES</b>	Nil
<b>NON-CONNECTED COMPANIES</b>	Nil
<b>OTHER RELATED COMPANIES (SUBSIDIARIES / ASSOCIATED COMPANIES)</b>	Nil
<b>OTHER ORGANISATIONS</b>	1. Vice President (Asia), Euro-Asia Management Studies Association. 2. Member of Editorial Advisory Board, Southeast Asia Research.

### NO. OF SHARES HELD (SHARES) AS OF YEAR END 2022:

Description	As of 1 Jan 2022	Acquisition in 2022	Disposal in 2022	Increase (Decrease) in 2022	As of 31 Dec 2022
By herself	-	-	-	-	-
By her spouse and minor children (if any)	-	-	-	-	-

\* Note : Audit Committee Member who has adequate expertise and experience to review creditability of the financial statement.

No family relationship with any of the other Directors or any of the Management Team.

THE MEETINGS IN THE YEAR 2022	ATTENDANCE / TOTAL MEETINGS (TIMES)
MEETINGS OF THE BOARD OF DIRECTORS	7/7
MEETINGS OF THE AUDIT AND CORPORATE GOVERNANCE COMMITTEE	4/4
MEETINGS OF THE REMUNERATION COMMITTEE	3/3
MEETINGS OF THE SUSTAINABILITY AND RISK MANAGEMENT COMMITTEE	4/4