



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. Kamtorn Sila-On age 53 years, residing at No. 363 Soi Thonglor 19

Road Sukhumvit Tambol/Kwaeng Klongton Nua Amphur/Khet Wattana

Province Bangkok Postal Code 10110 **or**

2. Name Ms. Pensri Suteerasarn age 55 years, residing at 38/77

Road Yenakart Tambol/Kwaeng Thung-Mahamek 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. 1/2024 held on Friday, 5 April 2024 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. 1/2023 held on 10 April 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. 2 To acknowledge the Board of Directors' Report on the Company's Operations for the year 2023 and the 2023 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 2023 and the Income statement for the year ended 31 December 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. 4 To acknowledge aggregate interim dividends for the year 2023 (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 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. 6 To consider and approve the appointment of the auditors of the Company and to fix their remuneration for the year 2024.

- (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: Ms. Nishita Shah

Approve _____ votes Disapprove _____ votes Abstain _____ votes

Name of Director: Mr. Kirit Shah

Approve _____ votes Disapprove _____ votes Abstain _____ votes

Name of Director: Mr. Chaipatr Srivisarvacha

Approve _____ votes Disapprove _____ votes Abstain _____ votes

Name of Director: Professor Dr. Pavida Pananond

Approve _____ votes Disapprove _____ votes Abstain _____ votes

Agenda No. 8 To consider and approve the Directors' remuneration for the year 2024.

- (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. 9 To consider and approve the appropriation of Baht 3.55 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. KAMTORN SILA-ON

POSITION

Chairman of Audit & Corporate Governance Committee* /
Sustainability and Risk Management Committee Member /
Independent Director

DATE OF APPOINTMENT ON THE BOARD 14 March 2011

AGE

53 years

EDUCATION

- 1995 - 1997 MIT Sloan School, Massachusetts, USA Master of Business Administration; Financial Engineering Track GPA: 4.6/5.0.
- 1988 - 1992 Imperial College of Science Technology and Medicine, London, England
Master of Engineering; Chemical Engineering; Associate of the City and Guilds Institute Upper Second Class Honours.

TRAINING

- 2021 Completed Risk Management Program for Corporate Leaders (RCL) by Institute of Directors (IOD).
- 2017 Completed Leading in a Disruptive world (LDW) by Stanford University & Silicon Valley, California
- 2017 Completed Business Revolution and Innovation Network (BRAIN) training program by Federation of Thai Industries (FTI).
- 2016 Top Executive Program in Commerce and Trade (TEPCoT)
- 2012 Audit Committee Program (ACP) by Institute of Directors (IOD).
- 2011 Director Certification Program (DCP) by Institute of Directors (IOD).
- 2008 Completed Executive Development Program (EDP) by the Capital Markets Academy and Thai Listed Companies Association.

EXPERIENCE

- May 2023 - Present Sustainability and Risk Management Committee Member, Precious Shipping Public Company Limited.

MR. KAMTORN SILA-ON (Cont.)

- February 2021 - Present Independent Director, Chairman of the Audit Committee, Chairman of the Nomination and Remuneration Committee and Corporate Governance and Sustainable Development Committee, Inter Pharma Public Company Limited.
 - February 2020 - May 2023 Chairman of Sustainability and Risk Management Committee, Precious Shipping Public Company Limited.
 - April 2017 - Present Chairman of Audit Corporate Governance Committee, Precious Shipping Public Company Limited.
 - January 2017 - Present President - Production and Finance, S&P Syndicate Public Company Limited.
 - 2015 - Present Director, The Federation of Thai Industries
 - July 2014 - 2016 Chief Supply Chain Officer, S&P Syndicate Public Company Limited.
 - March 2011- Present Independent Director, Precious Shipping Public Company Limited.
 - March 2011- May 2023 Chairman of Remuneration Committee, and Nomination Committee Member, Precious Shipping Public Company Limited.
 - 2011- April 2017 Audit and Corporate Governance Committee Member, Precious Shipping Public Company Limited.
 - 2011 - 2014 Deputy Managing Director, Head of Private Client Investment Management Group, Bualuang Securities Plc., Bangkok, Thailand.
 - 2004 - 2011 Deputy Managing Director, Co-head of Investment Banking, Bualuang Securities Plc., Bangkok, Thailand.
 - 1999 - 2004 Senior Vice President, Investment Banking Asset Plus Securities Plc., Bangkok, Thailand.
 - 1997 - 1999 Associate, Global Investment Banking Chase Securities, Inc., New York, USA and Singapore.
 - 1994 - 1995 Analyst, Investment Banking Dept. SCB Securities Co., Ltd., Bangkok, Thailand.
 - 1992 - 1994 Manager, Money Market Dept. Tisco Plc., Bangkok, Thailand.
- OCCUPATION** President - Production and Finance, S&P Syndicate Public Company Limited.

MR. KAMTORN SILA-ON (Cont.)

DIRECTORSHIP AND POSITIONS HELD IN OTHER COMPANIES AND OTHER ORGANISATIONS

CONNECTED COMPANIES	Nil
NON-CONNECTED COMPANIES	<p>LISTED COMPANIES:</p> <ol style="list-style-type: none"> 1. President - Production and Finance, S&P Syndicate Public Company Limited. 2. Independent Director, Chairman of the Audit Committee, Chairman of the Nomination and Remuneration Committee and Corporate Governance and Sustainable Development Committee, Inter Pharma Public Company Limited <p>NON - LISTED COMPANIES:</p> <ol style="list-style-type: none"> 1. Director, Chaophraya Express Boat Co., Ltd. 2. Director, The Federation of Thai Industries
OTHER RELATED COMPANIES (SUBSIDIARIES / ASSOCIATED COMPANIES)	Nil
OTHER ORGANISATIONS	Member of Academic Committee, Department of International Business, Logistics and Transport, Thammasat Business School, Thammasat University.

NO. OF SHARES HELD (SHARES) AS OF YEAR END 2023:

Description	As of 1 Jan 2023	Acquisition in 2023	Disposal in 2023	Increase (Decrease) in 2023	As of 31 Dec 2023
By himself	-	-	-	-	-
By his spouse and minor children (if any)	-	-	-	-	-

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

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

THE MEETINGS IN THE YEAR 2023	ATTENDANCE / TOTAL MEETINGS (TIMES)
MEETINGS OF THE BOARD OF DIRECTORS	6/6
MEETINGS OF THE AUDIT & CORPORATE GOVERNANCE COMMITTEE	4/4
MEETINGS OF THE SUSTAINABILITY AND RISK MANAGEMENT COMMITTEE	4/4
MEETINGS OF THE REMUNERATION COMMITTEE **	1/1
MEETINGS OF THE NOMINATION COMMITTEE **	1/1

** Reorganizing by combining the Nomination Committee and the Remuneration Committee into the Nomination and Remuneration Committee by a resolution of the Board of Directors in the Board meeting no. 3/2023 held on 15 May 2023



MS. PENSRI SUTEERASARN

POSITION

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

DATE OF APPOINTMENT ON THE BOARD 8 July 2020

AGE 55 years

EDUCATION

BA (Cost Accounting), Chulalongkorn University
MBA, California State University, Hayward, USA

TRAINING

- 2023 Refreshment Program (RFP 9/2023), Thai Institute of Directors (IOD)
- 2019 Leadership through Performance, INSEAD Future Leader Summit, Singapore
- 2018 Leading Disruptive Innovation with Design Thinking, Stanford Center for Professional Development, USA
- 2017 People, Culture, and Performance: Strategies from Silicon Valley, Stanford University, USA
- 2017 GNH and Business Journey in Bhutan, GNH Center Bhutan
- 2015 Proteus: Creative Encounters to Inspire Leaders, London Business School, UK
- 2011 Breakthrough Program for Senior Executives, IMD, Switzerland
- 2010 Successful Formulation and Execution Strategy (SFE), Thai Institute of Directors (IOD)
- 2007 Director Certificate Program (DCP), Thai Institute of Directors (IOD)

MS. PENSRI SUTEERASARN (Cont.)

EXPERIENCE

- 4 January 2024 - Present Independent Director, Thai Udonthani Sugar Mill Company Limited
- 15 May 2023 - Present Chairperson of Nomination and Remuneration Committee, Precious Shipping Public Company Limited
- 4 April 2022 - Present Audit and Corporate Governance Committee Member and Sustainability and Risk Management Committee Member, Precious Shipping Public Company Limited
- 17 February 2022 - Present Board of Directors, Thailand Development Research Institute (TDRI)
- 1 February 2022 - Present Adviser, Thai Listed Companies Association
- 2020 - Present Independent Director, Precious Shipping Public Company Limited
- 2020 - 2023 Chairperson of Nomination Committee, Precious Shipping Public Company Limited
- 2006 - January 2022 Secretary General and President, Thai Listed Companies Association
- 2001 - 2005 Financial Advisor on the Privatization of State-Owned Enterprises Project, State Enterprise Policy Office, Ministry of Finance
- 1998 - 2001 Associate Director, Investment Banking Department, Dresdner Kleinwort Benson
- 1993 - 1998 Manager, Investment Banking Department, SBC Warburg

OTHER POSITION

- December 2018 - Present Board of Directors and Audit Committee and Remuneration Committee, Readyplanet Public Company Limited
- April 2018 - Present Board of Directors and Audit Committee, Sabina PLC
- 2007 - Present Sub-Committee on Consideration of Regulations on Issuance and Offering of Equity Instruments and Governance of Securities Issuing Companies, Securities and Exchange Commission (SEC)

OCCUPATION

Adviser, Thai Listed Companies Association (2022 - Present)

MS. PENSRI SUTEERASARN (Cont.)

DIRECTORSHIP AND POSITIONS HELD IN OTHER COMPANIES AND OTHER ORGANISATIONS

CONNECTED COMPANIES	Nil
NON-CONNECTED COMPANIES	LISTED COMPANIES: Board of Directors and Audit Committee, Sabina Public Company Limited.
	NON - LISTED COMPANIES: 1. Board of Directors and Audit Committee and Remuneration, Readyplanet Public Company Limited 2. Independent Director, Thai Udonthani Sugar Mill Company Limited
OTHER RELATED COMPANIES (SUBSIDIARIES / ASSOCIATED COMPANIES)	Nil
OTHER ORGANISATIONS	Sub-Committee on Consideration of Regulations on Issuance and Offering of Equity Instruments and Governance of Securities Issuing Companies, Securities and Exchange Commission (SEC)

NO. OF SHARES HELD (SHARES) AS OF YEAR END 2023:

Description	As of 1 Jan 2023	Acquisition in 2023	Disposal in 2023	Increase (Decrease) in 2023	As of 31 Dec 2023
By herself	-	-	-	-	-
By her spouse and minor children (if any)	-	-	-	-	-

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

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

THE MEETINGS IN THE YEAR 2023	ATTENDANCE / TOTAL MEETINGS (TIMES)
MEETINGS OF THE BOARD OF DIRECTORS	6/6
MEETINGS OF THE AUDIT AND CORPORATE GOVERNANCE COMMITTEE	4/4
MEETINGS OF THE SUSTAINABILITY AND RISK MANAGEMENT COMMITTEE	4/4
MEETINGS OF THE REMUNERATION COMMITTEE **	1/1
MEETINGS OF THE NOMINATION AND REMUNERATION COMMITTEE **	1/1

** Reorganizing by combining the Nomination Committee and the Remuneration Committee into the Nomination and Remuneration Committee by a resolution of the Board of Directors in the Board meeting no. 3/2023 held on 15 May 2023