



## Pacific Basin Shipping Limited

太平洋航運集團有限公司\*

*(incorporated in Bermuda with limited liability)*

Stock Code: 2343

www.pacbasin.com

**CHANGE IN APPOINTMENT DATE OF NEW DEPUTY CHAIRMAN AND EXECUTIVE DIRECTOR  
AND  
RESIGNATION OF NON-EXECUTIVE DIRECTOR  
AND  
NOTICE OF CLOSURE OF REGISTER OF MEMBERS**

- On 2 December 2004, Pacific Basin Shipping Limited announced the change of Deputy Chairman and appointment of Mr. Richard Maurice Hext as an executive director and as Deputy Chairman effective from 7 April 2005. Today's announcement is made by the Company to provide further information regarding Mr. Hext and his appointment as prescribed under Rule 13.51 of the Listing Rules.
- The Company also announces that the effective date of (i) Mr. Hext's appointment as Deputy Chairman and an executive director, and (ii) Mr. Lee Kwok Yin, Simon's resignation as Deputy Chairman has been changed to 5 April 2005.
- The Company announces that Mr. James John Dowling has tendered his resignation as non-executive director with effect from 5 April 2005.

### **Appointment of Mr. Richard Maurice Hext as Deputy Chairman and Executive Director**

Reference is made to the announcement made by Pacific Basin Shipping Limited ("Pacific Basin" or the "Company") dated 2 December 2004 in relation to the appointment of Mr. Hext as Deputy Chairman and an executive director. Today's announcement is made by the Company to provide further information regarding Mr. Hext and his appointment as prescribed under Rule 13.51 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules").

Pacific Basin is pleased to announce that Mr. Richard Maurice Hext has been appointed Deputy Chairman and an executive director of the Company with responsibility for the Group's commercial and operating activities, effective from 5 April 2005.

Mr. Hext, aged 47, will be joining Pacific Basin's senior management team as the Company continues to build on its leading position in Handysize bulk shipping in the Pacific region. Mr. Hext has been involved in shipping for over 25 years and his experience in the industry combined with his depth of skills in all aspects of the shipping business and his extensive relationships are expected to help propel the Company's growth and profitability in 2005 and beyond.

Mr. Hext has most recently served as Chief Executive Officer of the Marine Services Division of the V. Ships Group, which is the world's largest ship management group, managing a vessel portfolio worth over US\$2 billion. From late 2000 to early 2003, Mr. Hext was Chief Executive

Officer of LevelSeas Limited, a B2B internet start-up whose purpose was to help take online the seaborne freight dealings of its shareholders (including BP, Shell, Rio Tinto, BHP Billiton and Cargill) and their counterparties.

Mr. Hext served with John Swire & Sons Limited from 1978 to 2000, during which time he held senior management positions with a number of Swire subsidiaries and joint ventures including P&O Swire Containers in Sydney, Swire Pacific Offshore in the Middle East and The China Navigation Company Limited in Hong Kong where he was Managing Director from 1996.

From early 2000, he was a director of John Swire & Sons (HK) Limited, which controls a number of Hong Kong companies, including Hong Kong-listed Swire Pacific Limited. Mr. Hext has also served on the boards of Modern Terminals Limited, Hong Kong Salvage and Towage and Hong Kong United Dockyards.

Mr. Hext graduated from Worcester College, Oxford University in 1978 with a Master of Arts degree in Modern History and Economics and has since attended executive programmes at INSEAD, Oxford University and Stanford University.

Mr. Hext has entered into a service agreement with the Company under which he will hold office for a period of three years (subject to retirement by rotation at the annual general meeting of the Company in accordance with the Bye-laws of the Company) commencing on 5 April 2005. He will receive a one-off payment of £316,781 after the service of the first 30 days of his employment with the Company. Mr. Hext will receive from the Company an emolument at the rate of £250,000 per annum, which is inclusive of salary and retirement scheme contribution. He is also eligible to receive a bonus of up to 50% of his emolument (the “Target Bonus”) with effect from the commencement date of his employment. For the first two years of Mr. Hext’s employment, a bonus of £125,000 per annum will be paid to him. Thereafter, the Target Bonus will be calculated based on a combination of the Company’s earnings for each fiscal year and the discretion of the Remuneration Committee. In addition, 5,000,000 share options will be granted to Mr. Hext under the Share Option Scheme subject to the rules of the Share Option Scheme and compliance with the Listing Rules. These options will vest and be exercisable at the rate of one million share options for each completed year of service over a period of five years. Mr. Hext is also contractually entitled to a further grant of long term incentives of up to a further 15 million share options or an appropriate grant of restricted shares if the Company should introduce a restricted share plan, subject to approval by the Remuneration Committee and compliance with the Listing Rules.

Such emolument is agreed between the Company and Mr. Hext and was determined by reference to the levels of emolument of other senior executives of the Company and in the market generally.

Save as disclosed above, Mr. Hext does not have any interests in shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Mr. Hext also does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company for the purpose of the Listing Rules.

## **Change in resignation date of Mr. Lee Kwok Yin, Simon as Deputy Chairman**

Mr. Lee will now step down as Deputy Chairman in order to facilitate Mr. Hext’s appointment as Deputy Chairman with effect from 5 April 2005 (rather than 7 April 2005 as announced by the Company on 2 December 2004) and will remain on the Board as a non-executive director of the Company.

## **Resignation of Mr. James John Dowling as a non-executive director**

In order to retain the current size of the Board of nine directors, a majority of whom are non-executive and one-third of whom are independent non-executive, Mr. Dowling has tendered his resignation as a non-executive director of the Company with effect from 5 April 2005.

The Board would like to express its sincere thanks to Mr. Dowling for his contribution to the Company during his tenure of office.

Save as disclosed above, the Board is not aware of any other matter relating to the appointment of Mr. Hext as executive director and Deputy Chairman, the resignation of Mr. Lee as Deputy Chairman and the resignation of Mr. Dowling as non-executive director that needs to be brought to the attention of the shareholders of the Company.

## **Closure of Register of Members**

Reference is made to the announcement dated 1 March 2005 of the annual results of the Company for the year ended 31 December 2004.

The Board has recommended a final dividend for the year ended 31 December 2004 of HK\$0.16 per share and if such dividend is approved by the shareholders of the Company at the 2005 annual general meeting, it is expected to be paid on or about 6 May 2005 to those shareholders whose name appear on the register of members on 29 April 2005.

Therefore, the Directors wish to inform the investors and the shareholders of the Company that the register of members will be closed from 27 April 2005 to 29 April 2005 (both days inclusive) during which period no transfer of shares will be effected. In order to qualify for the proposed final dividend, all transfers, accompanied by the relevant share certificates, must be lodged with the Company's Hong Kong branch registrar, Computershare Hong Kong Investor Services Limited, at Rooms 1712-1716, 17th Floor Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:00 p.m. on 26 April 2005.

For Pacific Basin Shipping Limited  
**Andrew T. Broomhead**  
*Company Secretary*

Hong Kong, 31 March, 2005

*\* For identification purposes only*

*As at the date of this announcement, the executive directors of the Company are Christopher Richard Buttery, Mark Malcolm Harris and Paul Charles Over, the non-executive directors of the Company are Lee Kwok Yin, Simon, James John Dowling and Brian Paul Friedman, and the independent non-executive directors of the Company are Robert Charles Nicholson, Patrick Blackwell Paul and The Earl of Cromer.*

*Please also refer to the published version of this announcement in the (South China Morning Post)*