

**Notice to Attend the Annual General Meeting
of Shareholders No. 1/2024
via Electronic Means (e-AGM)**

of Indorama Ventures Public Company Limited

on Thursday 25 April 2024 at 02.00 p.m.

**You are requested to kindly follow the steps for attending the e-AGM as
stated in this Notice.**

Steps for registration for attending the Annual General Meeting of Shareholders No. 1/2024 via Electronic Means (e-AGM)

Process before the meeting date

1. The shareholders or their proxies who would like to attend the e-AGM, are required to submit an application for attending the e-AGM via the QR Code or the Link provided below:



<https://ivl.foqus.vc/registration/>

The registration will open from 1 April 2024 (10.00 a.m.) until 23 April 2024 (6.00 p.m.).

However, those shareholders who have already appointed the Company's Independent Directors as their proxies and sent the required documents to the Company, **are NOT required to register again**. Voting will be as specified in the proxy form.

2. Once you have logged in, you must have the following information (matching the shareholders' information given at the Record Date by the Thailand Securities Depository Co., Ltd.) to fill in through the system:
 - Securities holder registration number;
 - Identification Card Number/ Passport Number/ Registration Number for juristic person;
 - E-Mail address for receiving the weblink, username and password for attending the e-AGM;
 - Mobile Phone Number; and
 - Required identification documents for verification of the right to attend as follows:

In case of attending the e-AGM <u>in person</u>	In case of attending the e-AGM <u>by a proxy</u> who is not the Company's Independent Director
(i) Individual To upload a copy of a valid, original, official document e.g., Thai citizen identification card, official government identification card, driving license, or passport (in case of a foreigner), in which a photograph is shown (hereinafter referred to as the " Valid Official Document ")	(i) Individual To upload documents as specified in Annex 10 – Guidelines for Proxy Appointment
(ii) Juristic Person attending through its Authorized Person <ol style="list-style-type: none"> a. A Valid Original Official document of the authorized representative(s) of the Shareholder; and b. For Thai legal entities: A certified true copy of the affidavit issued by the Ministry of Commerce for a period of no longer than 1 year prior to the meeting date, duly signed by the authorized signatory(ies) and affixed with the seal of such legal entity (if any) 	(ii) Juristic Person To upload documents as specified in Annex 10 – Guidelines for Proxy Appointment

In case of attending the e-AGM <u>in person</u>	In case of attending the e-AGM <u>by a proxy</u> who is not the Company's Independent Director
<p>For Non-Thai legal entities: A certified true copy of the certificate of incorporation and/or affidavit of such legal entity, duly signed by the authorized signatory(ies) and affixed with the seal of such legal entity (if any). Such documents which are certified true copy by the authorized signatory(ies) also require a notarization by a notary public no longer than 1 year prior to the meeting date.</p>	
<p>3. When the Company receives the documents stated in item 2 above, to confirm e-AGM attendance, the Company will proceed with verification of the records in accordance with the shareholders' list on the record date. Once the inspection is satisfactorily completed, a username and password will be sent, together with the weblink for attending the e-AGM. Kindly refrain from giving your username and password as provided for shareholders to any other person. In the case your username and password are lost or you have not received it within 24 April 2024 (3.30 p.m.), please immediately contact our service provider, Quidlab Company Limited ("Quidlab"), at 02-013-4322 or email: info@quidlab.com. The Company at the time of sending the username and password through its service provider Quidlab will also send a <u>manual describing the steps for using the E-Meeting System including voting process.</u></p> <p><u>Process on the meeting date</u></p> <p>4. For attending the meeting, the shareholders can use any device, i.e. computer, laptop, tablet or smartphone. The shareholders are requested to read the manual thoroughly from the email sent by Quidlab. The online E-Meeting System will be opened 60 minutes prior to the meeting i.e. at 1.00 p.m. to facilitate the login for attending the meeting. However, the live broadcast will begin at 2.00 p.m. only.</p> <p>5. For casting a vote during the e-AGM, a shareholder may cast his or her vote in each agenda item to either "approve", "disapprove", or "abstain" from voting. For the shareholders who do not vote in any agenda, the system will automatically count your vote as "approved".</p> <p>6. In case the shareholder would like to ask questions during the e-AGM,</p> <p>(a) By message, please click on the "Ask Question" menu item, then type in the questions in the box stating the agenda item for such questions, and click "send" icon. The questions will be automatically sent to the Company for addressing in the relevant agenda item.</p> <p>(b) By voice, please click on the "Hand Symbol" menu item, and then wait for the Company approval. Once your request is approved, the Company's officer will allow you to open your camera and unmute your microphone and then you will be able to ask questions. (Note: This option is available only during the meeting where camera and microphone access is allowed by the shareholder.)</p> <p>For any questions that are not addressed during the meeting, the Company will post the answers on their website soonest.</p> <p>7. If shareholders encounter any technical problems while using the e-AGM system before or during the meeting, please contact our service provider as mentioned in item 3 above.</p>	

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Ref. No. IVL002/03/2024

15 March 2024

Subject: Invitation to attend the Annual General Meeting of Shareholders No. 1/2024

To: The Shareholders

Indorama Ventures Public Company Limited

The Board of Directors of Indorama Ventures Public Company Limited (the “**Company**”) passed a resolution to convene the Annual General Meeting of Shareholders No. 1/2024 on Thursday 25 April 2024 at 02.00 p.m., via electronic means (“**e-AGM**”), in accordance with the prescribed rules and regulations, to consider the matters in accordance with the following agenda:

Agenda 1 **To acknowledge the report on the Company’s operational results for the year 2023**

Objective and Reason The report of the Company’s operational results for the year 2023, as required by Article 30 of the Company’s Article of Association, is required to be acknowledged by the shareholders at the Annual General Meeting of Shareholders.

The Board’s Opinion It is considered appropriate to report the Company’s operational results for the year 2023 to the meeting of shareholders for acknowledgement. Details are provided in the 2023 Annual Registration Statement / Annual Report (the “**Form 56-1 One Report for the Year 2023**”), which can be downloaded from the QR Code as provided in Annex 1.

Voting: This agenda is for acknowledgement and no voting is required.

Agenda 2 **To consider and approve the Balance Sheet and Profit and Loss Accounts for the year ended 31 December 2023**

Objective and Reason According to Section 112 of the Public Limited Companies Act and Article 33 of the Company’s Articles of Association, the Board of Directors shall prepare the Balance Sheet and Profit and Loss Accounts as of the end of accounting period of the Company, and shall submit the same to the Annual General Meeting of Shareholders for approval. The financial statements of the Company and consolidated for the year ended 31 December 2023 has been audited by the Certified Public Accountant and reviewed by the Audit Committee and approved by the Board of Directors and uploaded on the Company’s website and also provided in the Form 56-1 One Report for the Year 2023.

The Board’s Opinion It is considered appropriate for the meeting of shareholders to approve the Balance Sheet and Profit and Loss Account for the year ended 31 December 2023 which has been audited by the Certified Public Accountant and reviewed by the Audit Committee. The audited financial statements of the Company are provided in the Form 56-1 One Report for the Year 2023, which can be downloaded from the QR Code as provided in Annex 1.

Voting: The resolution for this agenda requires the majority of votes of shareholders and proxy holders who attend the meeting and cast their votes.

Agenda 3

To consider and approve the dividend payment from the Company's 2023 operating results

Objective and Reason

According to the Section 115 of the Public Limited Companies Act and the Article 36 of the Company's Articles of Association, the dividend payment is required to be approved by the Shareholders at the Annual General Meeting of Shareholders. It is the Company's policy that dividend will be paid at not less than 30% of the net profit after tax and the appropriation to the legal reserve fund. However, the Board of Directors shall have the authority to consider waiving or amending such dividend policy subject to the condition that it will bring the greatest benefit to the Shareholders, such as to use such portion of the net profit as a reserve for debt repayment, capital investment for production expansion or as a support in case of changing market conditions which would affect the Company's future cash flows.

The Board's Opinion

It is considered appropriate for the meeting of shareholders to approve the final dividend payment from the Company's 2023 operating results to shareholders at the rate of Baht 0.925 per share. The Company has already paid an interim dividend at the rate of: (i) Baht 0.25 per share on 14 June 2023; (ii) Baht 0.25 per share on 13 September 2023; and (iii) Baht 0.25 per share on 14 December 2023, respectively.

Subject to the approval of the shareholders, the remaining dividend at the rate of Baht 0.175 per share or amounting to Baht 982,546,583.90 will be paid on 23 May 2024. The record date for specifying the list of Shareholders who have the right to receive dividend shall be on 7 May 2024. Details of the appropriation of the dividend payment are provided in Annex 2.

The Board of Directors' meeting opined that the total dividend payout ratio for the year 2023 is appropriate and in line with the Company's dividend payment policy.

Voting:

The resolution for this agenda requires the majority of votes of shareholders and proxy holders who attend the meeting and cast their votes.

Agenda 4

To consider and approve the election of directors in replacement of those who retire by rotation

Objective and Reason

In compliance with Section 71 of the Public Limited Companies Act and the Article 14 of the Company's Articles of Association, one-third of the total directors must retire from office at the Annual General Meeting of Shareholders. The directors who will retire by rotation at the Annual General Meeting are:

- | | |
|---------------------------------|---|
| 1. Mr. Sri Prakash Lohia | Non-Executive Director and Chairman of the Board; |
| 2. Mr. Amit Lohia | Non-Executive Director; |
| 3. Dr. Harald Link | Independent Director and Member of the Nomination, Compensation and Corporate Governance Committee; and |
| 4. Mr. Russell Leighton Kekuwa* | Independent Director, Chairman of the Nomination, Compensation and |

Corporate Governance Committee,
and Member of the Sustainability and
Risk Management Committee

** Mr. Russell Leighton Kekuewa has expressed his intention to retire at the AGM 2024 and thus has not consented for re-election.*

The Company had given the opportunity to shareholders to propose any candidate for directorship through the Company's website from 5 September 2023 to 31 December 2023 and also informed through the Stock Exchange of Thailand. There was no proposal received from any shareholder.

The directors retiring by rotation, namely, (1) Mr. Sri Prakash Lohia, (2) Mr. Amit Lohia, and (3) Dr. Harald Link, have given their consent for reappointment to the Nomination, Compensation and Corporate Governance Committee (the **"NCCG Committee"**).

In addition, among the three directors who have given their consent for reappointment, Dr. Harald Link is an independent director whose qualifications conform to the Company's Qualifications of Independent Directors and has the ability to express independent judgment in respect of the Company's business operation and in compliance with the relevant regulations and laws. The NCCG Committee, after considering the experience of Dr. Harald Link and his contribution to the Company during her past tenure, deemed it appropriate to reappoint him for another term and thus recommended her reappointment to the Board.

Mr. Russell Leighton Kekuewa has expressed his intention to retire at the AGM 2024 and thus has not consented for re-election.

With regard to the vacancy arising from the retirement of Mr. Russell Leighton Kekuewa as mentioned above, the NCCG Committee has nominated Ms. Niramarn Laisathit, as an independent director to fill his vacancy.

The Board's Opinion

After due and careful consideration, the Board of Directors, excluding the directors nominated for re-election, endorsed the recommendation of the NCCG Committee and considered it appropriate for the meeting of shareholders to:

- (a) re-elect the following three directors namely, (1) Mr. Sri Prakash Lohia, (2) Mr. Amit Lohia, and (3) Dr. Harald Link, who are due to retire by rotation, as the Company's directors for another term as the three directors possess appropriate qualifications, experience, and expertise that are beneficial to the Company; and
- (b) elect Ms. Niramarn Laisathit as an independent director who possesses suitable qualifications, experience, and expertise that would be beneficial to the Company in place of Mr. Russell Leighton Kekuewa, who will be retiring.

The profiles of the retiring directors proposed for re-election, the profile of candidate proposed for election as a new independent director to fill in the vacancy, and Qualification of Independent Director are provided in Annex 3.

Voting: The resolution for this agenda requires the majority of votes of shareholders and proxy holders who attend the meeting and cast their votes.

Agenda 5 **To consider and approve the remuneration of directors for the year 2024**

Objective and Reason In compliance with Section 90 of the Public Limited Companies Act and the Article 15 of the Company's Articles of Association, the annual remuneration of directors is required to be approved by the shareholders at the Annual General Meeting of Shareholders.

The Board's Opinion It is considered appropriate for the meeting of shareholders to approve the remuneration of directors for the year 2024 as recommended by the NCCG Committee to the Board as not exceeding Baht 24,000,000. Details are provided in Annex 4.

Voting: The resolution for this agenda requires not less than two-thirds of the total number of votes of the shareholders and proxy holders attending the meeting.

Agenda 6 **To consider and appoint the Company's auditor and fix the audit fee for the year 2024**

Objective and Reason In compliance with Section 120 of the Public Limited Companies Act and the Article 30 (6) of the Company's Articles of Association, the appointment of the Company's auditor and audit fee are required to be approved by shareholders at the Annual General Meeting of Shareholders for each year. The Audit Committee has considered to appoint the Company's auditor and fix the audit fee for the year 2024 and recommended to the Board of Directors to appoint Mr. Yoottapong Soontalinka, CPA. No. 10604 or Mr. Sakda Kaothanthong, CPA. No. 4628 or Ms. Orawan Chunhakipaisan, CPA. No. 6105 or any other Certified Public Accountant nominated by KPMG Phoomchai Audit Limited as the Company's auditors for the year 2024. They are qualified auditors under the regulations of the Securities and Exchange Commission and have shown satisfactory performance. In addition, the audit fee for the year 2024 is proposed as not exceeding Baht 10,100,000.

The Board's Opinion It is considered appropriate for the meeting of shareholders to appoint Mr. Yoottapong Soontalinka, CPA. No. 10604 or Mr. Sakda Kaothanthong, CPA. No. 4628 or Ms. Orawan Chunhakipaisan, CPA. No. 6105 or any other Certified Public Accountant nominated by KPMG Phoomchai Audit Limited be appointed as the Company's auditors for the year 2024 and fix the audit fee for the year 2024 as not exceeding Baht 10,100,000 as proposed by the Audit Committee. Details are provided in Annex 5.

Voting: The resolution for this agenda requires the majority of votes of shareholders and proxy holders who attend the meeting and cast their votes.

Agenda 7 **Any other businesses (if any)**

All shareholders should understand that since the shareholders' meeting is held via electronic means ("e-AGM") only, the Company has not arranged any place/meeting room to support physical attendance by shareholders. The registration, voting and vote counting of the meeting will be carried out **via electronic means only**.

Any shareholder or proxy who wishes to attend the e-AGM, is required to submit an application for attending the e-AGM **by 23 April 2024 (6.00 p.m.)** by clicking on the link or scanning the QR code as

below and follow the steps for registration for attending the Annual General Meeting of Shareholders No. 1/2024 via Electronic Means (e-AGM) enclosed hereto this Notice:

<https://ivl.fokus.vc/registration/>



According to Section 105 of the Public Limited Companies Act, any shareholders of the Company may propose additional agenda at the shareholders' meeting. However, such matter must be proposed by shareholder(s) holding shares of not less than one-third of all the Company's shares.

Any shareholder, who cannot attend the e-AGM himself/herself and intends to appoint a proxy to attend the meeting, may please complete and duly execute one of three proxy forms (Form A, Form B or Form C) attached to this Notice. Form C is only for foreign shareholders who hold the Company shares through custodian account in Thailand. Shareholders may download the proxy forms from our website at www.indoramaventures.com in the Investor Relations Section » Shareholders Center » AGM/EGM Information. Please refer to Annex 10: Guidelines for Proxy Appointment, for more details.

Any shareholder, who wishes to appoint an independent director, whose name is listed in Annex 6 (The name list of Independent Directors who will serve as Proxy for Shareholders) to be his/her proxy, may please return the completed and signed proxy form, together with all supporting documents as specified in Annex 10 (Guidelines for Proxy Appointment) to the Company **by Monday 22 April 2024 (6.00 p.m.)**.

Any questions/suggestions regarding any agenda item may be sent in advance in the form as provided in Annex 13 **by 24 April 2024 (6.00 p.m.)** to:

Attention: Company Secretary Department, c/o Indorama Ventures Public Company Limited, 75/80-81 Ocean Tower 2, 32nd Floor, Soi Sukhumvit 19 (Wattana), Klongtoey Nua, Wattana, Bangkok 10110, Thailand or by email to IVL.ComSec@indorama.net or by fax to 02-665-7090, and provide their contact information.

Any shareholders who wish to receive a printed copy of our Form 56-1 One Report for the Year 2023 should contact the Company Secretary Department, address as given above.

In addition, the Company requires to collect the personal data of the shareholders, such as name and surname, nationality, national identification number (or passport number), the date of birth, age, address, shareholder's registration number, telephone number, email address (if any), additionally any sound or video recordings or photographs. For this, the Company will follow the guideline for security and privacy in respect of the personal data as provided in Annex 12.

The Board has resolved to determine the names of shareholders who have right to attend the Annual General Meeting of Shareholders No. 1/2024 to be on 8 March 2024 (Record Date).

Indorama Ventures Public Company Limited



(Mr. Souvik Roy Chowdhury)
Company Secretary
For and on behalf of the Board of Directors

Annex 1: QR Code for the 2023 Annual Registration Statement / Annual Report (the “Form 56-1 One Report for the Year 2023”), including Audited Financial Statements, of the Company

QR Code for the Form 56-1 One Report for the Year 2023*



Please scan the QR Code to access information on the Company's operational results for the year 2023 (Agenda No. 1) and the Balance Sheet and Profit and Loss Accounts for the year ended 31 December 2023 (Agenda No. 2).

In addition, Shareholders may also download the Form 56-1 One Report for the Year 2023 from our website at www.indoramaventures.com in the “Investor Relations Section” >> Report >> Form 56-1 One Report / Annual Report.

Remark: *The Form 56-1 One Report for the Year 2023 will be available from 27 March 2024.

How to scan QR Code?

Please follow the below steps:

1. Open the QR Code reader on your phone / other mobile device;
2. Hold your device over a QR Code so that it is clearly visible within your screen; and.
3. If necessary, press the button.

Annex 2: Information on the Dividend Payment from the Company's 2023 Operating Results

For Consideration of Agenda No. 3: To consider and approve the dividend payment from the Company's 2023 operating results

▪ Dividend Policy of the Company

According to the Company's policy on dividend payment, dividend will be paid at not less than 30% of net profit after tax and appropriation to the legal reserve. However, the Board of Directors has the authority to consider waiving or amending the dividend payment policy subject to the condition that it brings the greatest benefit to shareholders, such as using a portion of net profit as reserve for debt payments, capital investments for production expansion or as support in case of changing market conditions which could affect the Company's future cash flows.

▪ Proposed Dividend Payment

The Board of Directors' Meeting No. 2/2024 held on 23 February 2024 resolved the payment of dividend from the profit of Company's 2023 operating results to shareholders at the rate of Baht 0.925 per share. The Company has already paid interim dividends at the rate of: (i) Baht 0.25 per share on 14 June 2023; (ii) Baht 0.25 per share on 13 September 2023; and (iii) Baht 0.25 per share on 14 December 2023, respectively.

Subject to the approval of the shareholders, the remaining dividend at the rate of Baht 0.175 per share or amounting to Baht 982,546,583.90 will be paid on 23 May 2024. The dividend shall be paid from the profit of Company's 2023 operating results.

Details of dividend payment for the performance year 2023 compared with the year 2022 are as follows:

Details of Dividend Payment	2023	2022
Final Dividend per share for the Year (Baht per share)	0.925	1.60
- 1 st Interim dividend paid during the year (Baht per share)	0.25	0.40
- 2 nd interim dividend paid during the year (Baht per share)	0.25	0.40
- 3 rd interim dividend paid during the year (Baht per share)	0.25	0.40
- Final dividend (Baht per share)	0.175	0.40
Total amount of the dividend (Million Baht)	5,193.46	8,983.28
Net profit of IVL Company only (Million Baht)	9,693.34	6,841.87
Dividend payout ratio based on Company's net profit	54%	131%
Number of shares having the right to receive dividend	5,614,551,908	5,614,551,908


The record date for specifying the list of Shareholders who have the right to receive dividend shall be on 7 May 2024.

Remark: The dividend is being paid from the non-taxable income of the Company. The withholding-tax deducted on dividend is non-refundable.

Annex 3: Profiles of the retiring directors proposed for re-election, Profile of candidate proposed for election as a new independent director to fill in the vacancy, and Qualification of Independent Director

For Consideration of Agenda No. 4: To consider and approve the election of directors in replacement of those who retire by rotation

A. Profiles of retiring directors proposed for re-election

Name:	Mr. Sri Prakash Lohia	
Director Type:	Non - Executive Director	
Present Position:	Chairman of the Board	
Age:	71	
Family Relation with Other Executives:	Brother of Mr. Alope Lohia and Father of Mr. Amit Lohia	
Appointment Date of Directorship:	19 September 2009	
No. of Years as Director of IVL:	14 years 7 months (as on April 2024)	
Education:	<ul style="list-style-type: none"> Bachelor of Commerce, Delhi University, India 	
Training Program:	<ul style="list-style-type: none"> Role of the Director and the Board Program 2017, Institute of Directors (IOD), London, UK 	
Working Experience		

Other Listed Companies in SET / MAI

-None-

Other Companies and/or Organizations (14 Companies/Organizations) (as on 31 December 2023)

Present	President Commissioner of other subsidiaries of Indorama Ventures Public Company Limited (5 Companies)
2023 - Present	Director Indorama Investment Advisors Pte. Ltd.
2014 – Present	Chairman Industries Chimiques Du Senegal S.A.
2012 – Present	Chairman Indorama Eleme Fertilizer & Chemicals Ltd.
2012 – Present	Director Indorama Services UK Ltd.
2012 – Present	Commissioner PT. Irama Unggul
2010 – Present	Director Indorama Commerce DMCC
2009 – Present	Chairman Indorama Corporation Pte. Ltd.
2009 – Present	President Commissioner PT. Indo-Rama Synthetics Tbk
2006 – Present	Chairman Indorama Eleme Petrochemicals Limited

Connected business that may have Conflicts of Interest:

-None-

% of shareholding in IVL (as of 31 December 2023)

-None-

Meeting Attendance:

Board Meeting: 5 meetings in total; 5 meetings attended

**Legal Dispute during the
past 10 years:**

-None-

Nomination Criteria:

The NCCG Committee, having carefully reviewed the qualifications, experience, and expertise of Mr. Sri Prakash Lohia and his contributions to the Company during his past tenure, has deemed it appropriate to reappoint Mr. Sri Prakash Lohia as he possesses appropriate qualifications, experience, and expertise that are beneficial to the Company and thus recommends his reappointment.

Name:	Mr. Amit Lohia	
Director Type:	Non - Executive Director	
Present Position:	-	
Age:	49	
Family Relation with Other Executives:	Son of Mr. Sri Prakash Lohia and nephew of Mr. Alope Lohia	
Appointment Date of Directorship:	19 September 2009	
No. of Years as Director of IVL:	14 years 7 months (as on April 2024)	
Education:	<ul style="list-style-type: none"> Bachelor of Economics and Finance, Wharton School of Business, USA 	
Training Program:	-None-	
Working Experience		
Other Listed Companies in SET / MAI		
- None -		
Other Companies and/or Organizations (11 Companies/Organizations) (as on 31 December 2023)		
Present	Commissioner other subsidiaries of Indorama Ventures Public Company Limited (5 Companies)	
2016 – Present	Director Indorama Services UK Limited	
2014 – Present	Vice Chairman Industries Chimiques Du Senegal S.A.	
2013 – Present	Vice President Commissioner PT. Indo-Rama Synthetics Tbk	
2012 – Present	Vice Chairman Indorama Eleme Fertilizer & Chemicals Limited	
2009 – Present	Vice Chairman Indorama Corporation Pte. Ltd.	
2006 – Present	Vice Chairman Indorama Eleme Petrochemicals Limited	
Connected business that may have Conflicts of Interest:	-None-	
% of shareholding in IVL (as of 31 December 2023)	-None-	
Meeting Attendance:		
Board Meeting:	5 meetings in total; 5 meetings attended	
Legal Dispute during the past 10 years:	-None-	
Nomination Criteria:	The NCCG Committee, having carefully reviewed the qualifications, experience, and expertise of Mr. Amit Lohia and his contributions to the Company during his past tenure, has deemed it appropriate to reappoint Mr. Amit Lohia as he possesses appropriate qualifications, experience, and expertise that are beneficial to the Company and thus recommends his reappointment.	

Name: Dr. Harald Link
Director Type: Independent Director
Present Position: Independent Director; and Member of the Nomination, Compensation and Corporate Governance Committee



Age: 69
Family Relation with Other Executives: -None-
Appointment Date of Directorship: 1 November 2021
No. of Years as Director of IVL: 2 years 5 months (as on April 2024)
No. of Years as Director of IVL (if he is re-elected): 5 years 5 months (as on April 2027)
Education:

Training Program:

- Honorary Doctor of Business Administration (Management), Rajamangala University of Technology Srivijaya, Thailand
- Master of Business Administration, University of St. Gallen Switzerland, Switzerland
- Director Accreditation Program (DAP) 2017, Thai Institute of Directors ("IOD"), Thailand
- Diploma, National Defence College, The Joint State-Private Sector Course, 2004 (NDC Class 17)
- Certificate, Top Executives Program, The Capital Market Academy (CMA Class 11)
- Certificate, Energy Literacy for Sustainable Future, Thailand Energy Academy (TEA Class 2)
- Certificate, Executive Management with Business Development and Investment, Institute of Business and Industrial Development (IBID Class 1)
- In-House Program on "Business Transformation to be driven into Digital Economy" by Thai Institute of Directors ("IOD"), Thailand in 2020

Working Experience

Other Listed Companies in SET / MAI (1 Company)

1993 – Present

B. Grimm Power Public Company Limited

Director, President, Chairman of Management Committee, Authorized Director, and Chairman of Risk Management Committee

Other Companies and/or Organizations (64 Companies/Organizations) (as on 31 December 2023)

Present	Director of other associated companies of B. Grimm Power Public Company Limited (17 Companies)
Present	Director B.Grimm & Co Limited
Present	Director B.Grimm Air Conditioning Limited
Present	Director B.Grimm Air Conditioning Holding Limited
Present	Director B.Grimm Alma Link Building Company Limited
Present	Director B.Grimm Alma Link Building Services Company Limited

Present	Director
	BGIC Company Limited
Present	Director
	B.Grimm Country Club Limited
Present	Director
	B.Grimm Dr. Gerhard Link Building Company Limited
Present	Director
	B.Grimm International Service Company Limited
Present	Director
	B.Grimm Joint Venture Holding Company Limited
Present	Director
	B.Grimm Maritime Limited
Present	Director
	Grimm Multi Products Company Limited
Present	Director
	Hamon B.Grimm Company Limited
Present	Director
	H & Co Company Limited
Present	Director
	Phud Nam Limited
Present	Director
	Anacot Company Limited
Present	Director
	B.Grimm Cooling Company Limited
Present	Director
	Link Manufacturing 1999 Limited
Present	Director
	Newco Marketing Limited
Present	Director
	Panrail (Thailand) Company Limited
Present	Director
	Ueang Naang Limited
Present	Director
	Ueang Saai Limited
Present	Director
	Grimm Installation Services Company Limited
Present	Director
	B.Grimm Healthcare Company Limited
Present	Director
	Biomonde (Thailand) Company Limited
Present	Director
	Pimalai Resort & Spa Company Limited
Present	Director
	Carrier (Thailand) Company Limited
Present	Director
	B.Grimm Energy Investments Corporation
Present	Director
	B.Grimm Power (Singapore) Pte. Ltd.
Present	Director
	B.Grimm Industrial Investments Corporation
Present	Director
	B.Grimm Investments Pte. Ltd.

Present	Director Ramkhamhaeng 191 Company Limited
Present	Director Ahingsa KTK Company Limited
Present	Director Vasudhara Company Limited
Present	Director SavingsAsia (Thailand) Limited
Present	Director Siam Digital Lending Limited
Present	Director Masii Group (Thailand) Limited
Present	Director 22 KN Limited
Present	Director B Grimm Pharma (Thailand) Limited
Present	Director B Grimm Pharma Holding Limited
Present	Director Unison Limited
Present	Director All Research Limited
Present	Director Medline Limited
Present	Director F.C.P. Limited
Present	Director B.Grimm Babcock Power Company Limited
Present	Director Merck Company Limited
Present	Director The Thai Red Cross Society

Connected business that may have Conflicts of Interest:

-None-

% of shareholding in IVL (as of 31 December 2023)

-None-

Meeting Attendance:

Board Meeting:

5 meetings in total; 5 meetings attended

Nomination, Compensation and Corporate Governance Committee:

3 meetings in total; 2 meetings attended

Legal Dispute during the past 10 years:

-None-

Nomination Criteria:

The NCCG Committee, having carefully reviewed the qualifications, experience, and expertise of Dr. Harald Link and his contributions to the Company during his past tenure, opined that his qualifications align with the Company's requirements for Independent Directors, as well as with the relevant laws and regulations, and that Dr. Harald Link possesses experience and expertise that are beneficial to the Company. Therefore, the NCCG Committee has deemed it appropriate to reappoint him for another term and thus recommends his reappointment.

Additional Qualification of the Independent Director

Relationship with the Company, a parent company, a subsidiary, an associate, a major shareholder or a controlling person of the Company, both in the present and the last two years as following manner:

Relationship	Yes	No
1. Being a director that has a management authority, staff, employee or advisor on regular retainer		✓
2. Being a professional service provider (such as auditor or legal advisor)		✓
3. Having business relationship (such as sale and purchase raw material/ goods/ service/ lease or lease out the property/provide or receive financial support etc.) which incur debt to the Company or contract party amounting to Baht 20 million up. This threshold is applicable to all indebtedness incurred within one year prior to the date of having such business relationship.		✓
4. Being as a significant shareholder or a controlling person of the party having businesses relationship as mentioned in clause 3.		✓

B. Profile of candidate proposed for election as a new independent director to fill in the vacancy

Name:	Ms. Niramarn Laisathit	
Director Type:	Independent Director	
Present Position:	-None-	
Age:	56	
Family Relation with Other Executives:	-None-	
Appointment Date of Directorship (if elected):	25 April 2024	
Education:	<ul style="list-style-type: none"> • Master's Degree in Business Administration, Saint Louis University, USA • Bachelor's Degree in Engineering, Chulalongkorn University 	
Training Program:	<ul style="list-style-type: none"> • Director Accreditation Program (DAP), Class No. 209/2023, Thai Institute of Directors (IOD), Thailand • Director Certification Program (DCP), Class No. 319/2022, Thai Institute of Directors (IOD), Thailand • Diploma, The National Defence Course, Class 62, National Defence College, Thailand • Development and Investment, Institute of Business and Industrial Development, Class 4, Thailand • Certificate in Top Executives in the Energy Education Program, Thailand Energy Academy (TEA), Class 7, Thailand • Top Executive Program in Business and Industrial • Advanced Management Program, Harvard Business School, Harvard University, USA 	
Working Experience		
Other Listed Companies in SET / MAI (1 Company)		
2023 – Present	Bangkok Bank Public Company Limited	
	Director, Senior Executive Vice President and Member of the Board of Executive Directors	
Other Companies and/or Organizations (4 Companies/ Organizations) (as on 29 February 2024)		
2024 – Present	Director	
	The Electricity Generating Authority of Thailand	
2020 – Present	Commissioner	
	PT Bank Permata Tbk	
2019 - Present	Director	
	Perennial HC Holdings Pte. Ltd.	
1989 - Present	Director	
	Gateaux House Company Limited	
Connected business that may have Conflicts of Interest:	-None-	
% of shareholding in IVL (as of 31 December 2023)	1,107 shares or 0.0000%	
Legal Dispute during the past 10 years:	-None-	

Nomination Criteria:

The NCCG Committee, having carefully reviewed the qualifications, experience, and expertise of Ms. Niramarn Laisathit, opined that her qualifications align with the Company's requirements for Independent Directors, as well as with the relevant laws and regulations, and that Ms. Laisathit possesses experience and expertise beneficial to the Company. Therefore, the NCCG Committee has deemed it appropriate to elect her as a new independent director in place of Mr. Russell Leighton Kekuwa, who will be retiring, and thus recommended her election.

Additional Qualification of the Independent Director

Relationship with the Company, a parent company, a subsidiary, an associate, a major shareholder or a controlling person of the Company, both in the present and the last two years as following manner:

Relationship	Yes	No
1. Being a director that has a management authority, staff, employee or advisor on regular retainer		✓
2. Being a professional service provider (such as auditor or legal advisor)		✓
3. Having business relationship (such as sale and purchase raw material/ goods/ service/ lease or lease out the property/provide or receive financial support etc.) which incur debt to the Company or contract party amounting to Baht 20 million up. This threshold is applicable to all indebtedness incurred within one year prior to the date of having such business relationship.		✓
4. Being as a significant shareholder or a controlling person of the party having businesses relationship as mentioned in clause 3.		✓

C. Qualification of Independent Directors

The Company has set the qualification of the Independent Directors of the Company as prescribed in the Notification of the Capital Market Supervisory Board Tor.Chor. 39/2559 Re: Application for and Approval of Offer for Sale of Newly Issued Shares as follows:

Independent Directors shall constitute not less than one third (1/3) of total number of Directors and all Independent Directors must satisfy the following qualification criteria:

1. Holding no more than 1 % of total voting shares* including the shareholding of persons related to the independent directors.
2. Not currently be or never been the Company's executive director, worker, employee, salaried consultant, or controlling parties*. Exception: It has been at least two years after the person has held the position.
3. Not by blood or legally registered with other directors, executives, major shareholders, controlling parties, or persons who will be nominated as directors, executives, or controlling parties of the Company or subsidiary.
4. Not currently having or never had any business relations with the Company* in the way that such relation may impede the person from having independent views. Also, the person should not currently be or never be a significant shareholder or controlling person for persons having business relations with the Company*. Exception: It has been at least two years after the person has held the position.

Such business relationship is inclusive of a trading transaction occurring on a conventional basis for the conduct of business; a rent or lease of property; a transaction involving assets or services; a provision or an acceptance of financial assistance through means of a loan, a guarantee, a use of an asset as collateral against debt; and, other similar actions which result in the Company or the party to the contract having a debt to be repaid to another party for the amount from 3% of net tangible assets (NTA) of the Company or from THB 20 million, whichever is lower. This amount is determined by the calculation of Related Transaction value as per the announcement of the Securities and Exchange Commission. It is inclusive of debt(s) arising within one year prior to the day of business relationship with the same party.

5. Not currently being or never been the Company's auditor*. Also, the person should not currently be or never be a significant shareholder, controlling person, or partners of current auditor's auditing firm*. Exception: It has been at least two years after the person has held the position.
6. Not currently be providing or never provided professional services, legal consulting, nor financial consulting services to the Company with a fee more than THB 2 million per year*. Also, the person should not currently be or never be a significant shareholder, controlling person, or partners of current service providers. Exception: It has been at least two years after the person has held the position.
7. Not currently a director appointed to represent the Company's directors, major shareholders, or the shareholder related to major shareholder.
8. Not currently be operating under similar business nature and significant competition to the Company or subsidiary; or not a significant partner of the partnership, executive director, salaried worker, employee, or consultant; or holding more than 1% of voting shares of any other companies operating under similar business nature and significant competition to the Company and subsidiary.
9. Not under any conditions that may impede the person from having independent views towards the Company's operations.

**Including the parent company, subsidiary, affiliate, major shareholder(s), or controlling parties of the Company*

Annex 4: Information on the Remuneration of Directors for the Year 2024

For Consideration of Agenda No. 5: To consider and approve the remuneration of directors for the Year 2024

Proposed remuneration for the year 2024

The Board reviewed and recommended to the shareholders the remuneration of the Independent and Non-Executive Directors for the year 2024 and the annual bonus for all IVL Directors payable for the year 2023 performance as recommended by the Nomination, Compensation and Corporate Governance Committee ("**NCCG Committee**").

The Policy followed by the NCCG Committee to recommend to the Board and the shareholders the compensation and benefits of Independent and Non-Executive Directors are as follows:

- Compensation should fairly pay directors for work required in a company commensurate with the size and scope of the work;
- Compensation should, if possible, align directors' interests with the long-term interests of shareholders;
- Structure of the compensation should be simple, transparent and easy for Shareholders to understand;
- Compensation for Non-executive Directors and Independent Directors is inclusive of monthly retainer fee and annual bonus based on the previous year's Company performance; and
- Additional compensation will be paid to directors serving on various sub committees.

To implement the policy, the NCCG Committee has designed an appropriate compensation package based on comparable listed Companies with the following criteria:

There have been no changes made to the current retainer fee for the Independent and Non-Executive Directors for the year 2024.

No retainer fee to be paid to the Executive Directors on the Board.

The remuneration of the Chairman of the Board and Chairmen of the sub committees who are either independent or Non-Executive Directors is calculated at approx. 1.25 times of the other members.

In determining the bonus payable to all Directors, the NCCG Committee assesses the performance of directors based on their contribution, responsibilities, expertise and attendance.

The bonus amount is determined taking into consideration the profit and the dividend payment of the financial year and uses a point system to allocate bonuses amongst the directors as approved by the Board.

The Board of Directors' Meeting No. 2/2024 dated 23 February 2024 has considered the remuneration of Directors for the year 2024 as recommended by the NCCG Committee as not exceeding Baht 24,000,000. The Board has resolved to recommend to the Annual General Meeting of Shareholders No. 1/2024 to approve the remuneration of Directors for the year 2024 with comparison with previous year as follows:

Total Remuneration

	2024 (Baht)	2023 (Baht)
Proposed for Shareholders' approval/ Approved (Monetary)	24,000,000*	33,500,000
Other Remuneration and/or Benefits Proposed for Shareholders' approval/ approved	-None-	-None-
Payable/Actual Paid for the year	23,100,000	33,140,000

* The extra amount is being proposed in order to accommodate fees that may need to be paid to new members joining any of the sub-committees during the year, which could result in a change to the amount payable in 2024.

1) Retainer Fee

1.1 Retainer Fee to Independent Directors and Non-Executive Directors as member of the Board

No.	Independent/ Non-Executive Directors	Amount (Baht/Month)	2024 Proposed Amount (Baht)	Amount (Baht/Month)	2023 Actual Paid (Baht)
1	Mr. Sri Prakash Lohia (Chairman)	100,000	1,200,000	75,000 100,000*	300,000 800,000
2	Mr. Amit Lohia	80,000	960,000	50,000 80,000*	200,000 640,000
3	Mr. Rathian Srimongkol	80,000	960,000	60,000 80,000*	240,000 640,000
4	Mr. Russell Leighton Kekuwa**	80,000	320,000	60,000 80,000*	240,000 640,000
5	Mr. Tevin Vongvanich	80,000	960,000	60,000 80,000*	240,000 640,000
6	Mrs. Kaisri Nuengsigkapan	80,000	960,000	60,000 80,000*	240,000 640,000
7	Dr. Harald Link	80,000	960,000	60,000 80,000*	240,000 640,000
8	Dr. Siri Ganjarerndee***	-	-	60,000 80,000*	240,000 -
9	Mr. Kanit Si***	-	-	60,000 80,000*	240,000 -
10	Ms. Niramarn Laisathit**	80,000	640,000	-	-
	Total		6,960,000	Total	6,820,000

* The retainer fee for the Chairman has increased to 100,000 Baht, and the retainer fee for Independent Directors and Non-executive Directors has increased to 80,000 Baht per month, effective May 1, 2023, following shareholders' approval.

** Remuneration for Mr. Russell Leighton Kekuwa is payable until April 2024 (4 months), while Ms. Niramarn Laisathit's remuneration is payable from May 2024 (8 months), pending shareholders' approval.

*** Dr. Siri Ganjarerndee's and Mr. Kanit Si's remunerations were paid up to April 2023 (4 months) due to retirement.

1.2 Retainer fee to Independent Directors as member of the Audit Committee

No.	Members	Amount (Baht/Month)	2024 Proposed Amount (Baht)	2023 Actual Paid (Baht)
1	Mr. Rathian Srimongkol (Chairman)	75,000	900,000	900,000
2	Mr. Tevin Vongvanich	50,000	600,000	600,000
3	Mrs. Kaisri Nuengsigkapan*	50,000	600,000	400,000
4	Dr. Siri Ganjarende* [*]	50,000	-	200,000
	Total		2,100,000	2,100,000

* Dr. Siri Ganjarende's remuneration was paid up to April 2023 (4 months), while Ms. Kaisri Nuengsigkapan's remuneration was paid from May 2023 (8 months).

1.3 Retainer fee to Independent Directors as member of the Nomination, Compensation and Corporate Governance Committee ("NCCG Committee")

No.	Members	Amount (Baht/Month)	2024 Proposed Amount (Baht)	2023 Actual Paid (Baht)
1	Mr. Russell Leighton Kekuwa (Chairman)*	35,000	140,000	420,000
2	Mr. Tevin Vongvanich (Chairman)**	35,000	280,000	-
3	Mrs. Kaisri Nuengsigkapan	25,000	300,000	300,000
4	Dr. Harald Link	25,000	300,000	300,000
5	Dr. Siri Ganjarende***	25,000	-	100,000
6	Mr. Kanit Si***	25,000	-	100,000
	Total		1,020,000	1,220,000

* Remuneration for Mr. Russell Leighton Kekuwa is payable until April 2024 (4 months).

** Mr. Tevin Vongvanich will take over as Chairman of the NCCG Committee effective May 2024 as approved by the Board at their meeting No. 2/2024 held on February 23, 2024, replacing Mr. Russell Leighton Kekuwa. Therefore, his remuneration will be payable from May 2024 (8 months).

*** Dr. Siri Ganjarende's and Mr. Kanit Si's remunerations were paid up to April 2023 (4 months) due to retirement.

1.4 Retainer fee to Independent Directors as member of the Sustainability and Risk Management Committee ("SRMC")

No.	Members	Amount (Baht/Month)	2024 Proposed Amount (Baht)	2023 Actual Paid (Baht)
1	Mr. Rathian Srimongkol	25,000	300,000	300,000
2	Mr. Tevin Vongvanich	25,000	300,000	300,000
3	Mr. Russell Leighton Kekuwa*	25,000	100,000	300,000
4	Mr. Kanit Si**	25,000	-	100,000
	Total		700,000	1,000,000

* Remuneration for Mr. Russell Leighton Kekuwa is payable until April 2024 (4 months).

** Mr. Kanit Si's remuneration was paid up to April 2023 (4 months).

2) Bonus for all Directors on the Board

No.	Directors	2024 Proposed Bonus ⁺ (Baht)	2023 Bonus ⁺⁺ Actual Paid (Baht)
1	Mr. Sri Prakash Lohia	1,296,840	1,970,150
2	Mr. Aloke Lohia	1,296,840	1,970,150
3	Mrs. Suchitra Lohia	864,560	1,313,430
4	Mr. Amit Lohia	864,560	1,313,430
5	Mr. Yashovardhan Lohia	864,560	1,313,430
6	Mr. Dilip Kumar Agarwal	864,560	1,313,430
7	Mr. Sanjay Ahuja	864,560	1,313,430
8	Mr. Rathian Srimongkol	1,296,840	1,970,150
9	Mr. Russell Leighton Kekuwa	1,080,700	1,641,790
10	Mr. Tevin Vongvanich	648,440	1,313,430
11	Mrs. Kaisri Nuengsigkapan	864,560	1,313,430
12	Dr. Harald Link	864,560	985,100
13	Mr. Udey Paul Singh Gill*	216,140	1,313,430
14	Dr. Siri Ganjarende*	216,140	1,313,430
15	Mr. Kanit Si*	216,140	1,313,430
16	Mr. William E. Heinecke**	-	328,360
	Total	12,320,000	22,000,000

⁺ Based on 2023 performance.

⁺⁺ Based on 2022 performance.

* Mr. Udey Paul Singh Gill, Dr. Siri Ganjarende, and Mr. Kanit Si paid proportionately as they retired at the AGM 2023 held on April 25, 2023.

** Mr. William E. Heinecke paid proportionately as he retired at the AGM 2022 held on April 26, 2022.

3) Other Remuneration and/or Benefits

-None-

Annex 5: Information on the Company's Auditor and Audit Fee for the Year 2024

For Consideration of Agenda No. 6: To consider and appoint the Company's auditor and fix the audit fee for the year 2024

Audit Committee's Opinion

The Audit Committee Meeting No. 2/2024 held on 22 February 2024 expressed their satisfaction on the audit performance and efforts of KPMG Phoomchai Audit Limited for the financial year ended 2023 and recommended to the Board for their reappointment together with the audit fee as not exceeding Baht 10,100,000 for the year 2024, excluding out of pocket expenses.

Audit Firm and Auditors Proposed for Appointment

Based on the recommendation from the Audit Committee, the Board of Directors, at their Meeting No. 2/2024 held on 23 February 2024, considered and recommend to the shareholders for reappointing the Company's auditors, KPMG Phoomchai Audit Limited, and fixing the audit fee for the year 2024 as follows:

To appoint the following auditors of KPMG Phoomchai Audit Limited who are nominated as below:

Name	CPA No.	Percentage of Shareholding	Number of years certified the Company's financial statements
1. Mr. Yoottapong Soontalinka	10604	-	2
2. Mr. Sakda Kaothanthong	4628	-	2
3. Ms. Orawan Chunhakitpaisan	6105	-	1

Any one of the above auditors shall have the authority to audit and express their opinions on the financial statements of the Company. The nominated auditors are approved by the Office of the Securities and Exchange Commission, and have no significant relationship or interest with the Company, subsidiaries, management, major shareholders or their related persons which may have an effect on performing their tasks independently.

In addition, auditors of KPMG Phoomchai Audit Limited and member firms of KPMG International were appointed to be the auditors of most subsidiaries of the Company. However, for those subsidiaries of the Company which are audited by other audit firms, the Audit Committee / the Board of Directors will ensure that the financial statements for those subsidiaries are completed within the timeframes.

Audit Fee Proposed for the Year 2024

The proposed audit fee of the Company for the year 2024 shall not be exceeding Baht 10,100,000 excluding out of pocket expenses.

Comparison of the Company audit fee with the previous year:

Description	Paid in 2023 (Baht)	Proposed for 2024 (Baht)	Increase (%)
Annual Audit Fee	9,800,000	10,100,000	3.06%

The audit fee is inclusive of three quarterly reviews and the year-end audit of the Company only and Consolidated Financial Statements.

Total Audit and Non-Audit Fee

Particulars	2022 (Million Baht)	2023 (Million Baht)
1. The total audit fees for IVL and all its subsidiaries, jointly-controlled entities and associates globally	242	249
a) Payment to KPMG Phoomchai Audit Limited and other members firms of KPMG Phoomchai Audit Limited	207	210
b) Other Audit firms	35	39
2. The total non-audit fees paid to member firms of KPMG International other than KPMG Phoomchai Audit Limited*	97	165

* The amount of non-audit fees relates to tax advice, due diligence in relation to the acquisitions, restructuring, and other advisory services.

Annex 6: The name list of Independent Directors who will serve as Proxy for Shareholders

The Company has scheduled to convene the Annual General Meeting of Shareholders No. 1/2024 on Thursday 25 April 2024 at 02.00 p.m. via electronic means ("e-AGM"), in accordance with the prescribed rules and regulations, for considering various agenda as mentioned in the Notice.

We, therefore, would like to invite all shareholders to participate in the e-AGM as scheduled. In case you are unable to attend the e-AGM, you may appoint another person or any one of the following Independent Directors of the Company as your proxy.

- | | | |
|---|---|-----------------------|
| 1 | Name: Mr. Rathian Srimongkol
Positions: Lead Independent Director;
Vice Chairman of the Board;
Chairman of the Audit Committee; and
Member of the Sustainability and Risk Management Committee
Age: 64 years
Address: 75/80-81 Ocean Tower 2, 32 nd Floor, Soi Sukhumvit 19 (Wattana),
Klongtoey Neur, Wattana, Bangkok 10110, Thailand | |
| | Interests in the agenda item(s) of this Meeting
Agenda Nos. 1, 2, 3, 4, 5, and 6 | Interest
No |
| 2 | Name: Mr. Tevin Vongvanich
Positions: Independent Director;
Member of the Audit Committee; and
Member of the Sustainability and Risk Management Committee
Age: 65 years
Address: 75/80-81 Ocean Tower 2, 32 nd Floor, Soi Sukhumvit 19 (Wattana),
Klongtoey Nua, Wattana, Bangkok 10110, Thailand | |
| | Interests in the agenda item(s) of this Meeting
Agenda Nos. 1, 2, 3, 4, 5, and 6 | Interest
No |
| 3 | Name: Mrs. Kaisri Nuengsigkapan
Positions: Independent Director;
Member of the Audit Committee; and
Member of the Nomination, Compensation and Corporate Governance Committee
Age: 62 years
Address: 75/80-81 Ocean Tower 2, 32 nd Floor, Soi Sukhumvit 19 (Wattana),
Klongtoey Neur, Wattana, Bangkok 10110, Thailand | |
| | Interests in the agenda item(s) of this Meeting
Agenda Nos. 1, 2, 3, 4, 5, and 6 | Interest
No |

In case of the shareholder appoints the above-mentioned independent directors to be his/her proxy, please return the completed and signed Proxy Form, together with all supporting documents as specified in Annex 10 (Guidelines for Proxy Appointment) to the Company **by Monday 22 April 2024 (6.00 p.m.)** at the following address:

Attention: **Company Secretary Department**
Indorama Ventures Public Company Limited
75/80-81 Ocean Tower 2, 32nd Floor, Soi Sukhumvit 19 (Wattana)
Klongtoey Nua, Wattana, Bangkok 10110, Thailand

Annex 7: Proxy Form A

Proxy Form (Form A)

(Affixed Stamp Duty Baht 20)

Written at _____
Date _____ Month _____ Year _____

(1) I/We _____ Nationality _____ Residing at _____ Road _____
District _____ Aumthur _____ Province _____ Post Code _____

(2) As a shareholder of Indorama Ventures Public Company Limited (the “**Company**”), holding a total number of _____ share(s) and having right to vote equivalent to _____ vote(s), the details of which are as follows:

Ordinary share for _____ share(s), having voting right to vote equivalent to _____ vote(s)

(3) Hereby authorize

(1) Name _____ Age _____ years
Residing at _____ Road _____ District _____ Aumthur _____
Province _____ Post Code _____ or

(2) Name _____ Age _____ years
Residing at _____ Road _____ District _____ Aumthur _____
Province _____ Post Code _____ or

(3) Name _____ Age _____ years
Residing at _____ Road _____ District _____ Aumthur _____
Province _____ Post Code _____

To be my/our representative to attend and vote on my/our behalf at the **Annual General Meeting of Shareholders’ No. 1/2024** of the Company which will be held on **Thursday 25 April 2024 at 2.00 p.m.**, via electronic means (“**e-AGM**”), in accordance with the prescribed rules and regulations, or such other date and time as the meeting may be adjourned.

Any acts performed by the proxy in this meeting shall be deemed to be the actions performed by myself/ourselves.

Signed _____ Grantor
(_____)

Signed _____ Proxy
(_____)

Signed _____ Proxy
(_____)

Signed _____ Proxy
(_____)

Note: The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to many proxies for splitting votes.

Annex 8: Proxy Form B

Proxy Form (Form B)

(Affixed Stamp Duty Baht 20)

Shareholder Registration No. _____

Made at _____

Date..... Month..... Year.....

(1) I/We..... Nationality.....
Residing at No..... Road..... Sub-District.....
District..... Province..... Postal Code.....

(2) being a shareholders of Indorama Ventures Public Company Limited (the “**Company**”), holding the total number ofshare (s) and having the voting right equivalent to

☐ Ordinary shareshare(s), having the voting right equivalent to..... vote(s).

(3) hereby authorize

(1).....Age.....
Residing at No..... Road..... Sub-District.....
District..... Province..... Postal Code.....or

(2).....Age.....
Residing at No..... Road..... Sub-District.....
District..... Province..... Postal Code.....or

(3).....Age.....
Residing at No..... Road..... Sub-District.....
District..... Province..... Postal Code.....

Anyone of the above as my/our proxy holder to attend and vote on my behalf at the **Annual General Meeting of Shareholders No. 1/2024 of the Company**, which will be held on **Thursday 25 April 2024 at 02.00 p.m.**, via electronic means (“**e-AGM**”), in accordance with the prescribed rules and regulations, or any date and at any postponement thereof.

(4) I/We hereby authorize the proxy holder to vote on my behalf at this meeting as follows:

- ☐ Agenda 1: To acknowledge the report on the Company’s operational results for the year 2023
- ☐ Agenda 2: To consider and approve the Balance Sheet and Profit and Loss Accounts for the year ended 31 December 2023
- ☐ (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate
- ☐ (b) The proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain
- ☐ Agenda 3: To consider and approve the dividend payment from the Company’s 2023 operating results
- ☐ (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate
- ☐ (b) The proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain
- ☐ Agenda 4: To consider and approve the election of directors in replacement of those who retire by rotation
- ☐ (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate
- ☐ (b) The proxy holder shall vote in accordance with my wish as follows:
- 4.1 Mr. Sri Prakash Lohia
- ☐ Approve ☐ Disapprove ☐ Abstain
- 4.2 Mr. Amit Lohia
- ☐ Approve ☐ Disapprove ☐ Abstain

- 4.3 Dr. Harald Link
☐ Approve ☐ Disapprove ☐ Abstain
- 4.4 Ms. Niramarn Laisathit
☐ Approve ☐ Disapprove ☐ Abstain
- ☐ Agenda 5: To consider and approve the remuneration of directors for the year 2024
☐ (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate
☐ (b) The proxy holder shall vote in accordance with my wish as follows:
☐ Approve ☐ Disapprove ☐ Abstain
- ☐ Agenda 6: To consider and appoint the Company's auditor and fix the audit fee for the year 2024
☐ (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate
☐ (b) The proxy holder shall vote in accordance with my wish as follows:
☐ Approve ☐ Disapprove ☐ Abstain
- ☐ Agenda 7: Any other businesses (if any)
☐ (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate
☐ (b) The proxy holder shall vote in accordance with my wish as follows:
☐ Approve ☐ Disapprove ☐ Abstain

(5) Voting of the proxy holder in any agenda that is not specified in this proxy shall be considered as invalid and not my/our voting as a shareholder.

(6) In case I/We have not declared a voting intention in any agenda or my/our determination is not clear or in case the meeting considers or passes resolutions in any matters apart from those agenda specified above, including the case that there is any amendment, modification or addition of any fact, the proxy holder shall have the right to consider and vote as to his/her consideration.

Any business carried on by the proxy holder in the said meeting, except the proxy holder does not vote as I/We specify in the proxy form, shall be deemed as having been carried out by myself/ourselves in all respects.

Signed Grantor

(.....)

Signed Proxy

(.....)

Signed Proxy

(.....)

Signed Proxy

(.....)

- Note:**
1. A shareholder shall appoint only one proxy holder to attend and vote at the meeting. A shareholder may not split shares and appoint more than one proxy holder in order to split votes.
 2. In agenda regarding the election of directors, the ballot can be either for all the nominated candidates as a whole or for an individual nominee.

Supplemental Proxy Form B

The proxy is granted by a shareholder of **Indorama Ventures Public Company Limited**.

For the meeting of **the Annual General Meeting of Shareholders No. 1/2024** of Indorama Ventures Public Company Limited, which will be held on **Thursday 25 April 2024 at 02.00 p.m.**, via electronic means ("**e-AGM**"), in accordance with the prescribed rules and regulations, or any date and at any postponement thereof.

☐ Agenda.....:

☐ (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate

☐ (b) The proxy holder shall vote in accordance with my wish as follows:
☐ Approve ☐ Disapprove ☐ Abstain

☐ Agenda.....:

☐ (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate

☐ (b) The proxy holder shall vote in accordance with my wish as follows:
☐ Approve ☐ Disapprove ☐ Abstain

☐ Agenda.....:

☐ (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate

☐ (b) The proxy holder shall vote in accordance with my wish as follows:
☐ Approve ☐ Disapprove ☐ Abstain

☐ Agenda.....:

☐ (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate

☐ (b) The proxy holder shall vote in accordance with my wish as follows:
☐ Approve ☐ Disapprove ☐ Abstain

I/We certify that the statements in this Supplemental Proxy Form are correct, complete and true in all respects.

Signed Grantor
 (.....)

Signed Proxy
 (.....)

Signed Proxy
 (.....)

Signed Proxy
 (.....)

Annex 9: Proxy Form C (For foreign shareholders who have custodian in Thailand only)

(ปิดอากรแสตมป์ 20 บาท)
(Affixed Stamp Duty Baht 20)

หนังสือมอบฉันทะ (แบบ ค.)
(สำหรับผู้ถือหุ้นซึ่งเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียนในประเทศไทยเป็นผู้รับฝากและดูแลหุ้น)

Proxy Form (Form C)
(For foreign shareholders who have custodian in Thailand only)

เลขทะเบียนผู้ถือหุ้น
Shareholders register no.

เขียนที่.....
Written at

วันที่.....เดือน.....พ.ศ.....
Date Month Year

(1) ข้าพเจ้า.....
I/We
สำนักงานตั้งอยู่เลขที่.....ถนน.....ตำบล/แขวง.....
residing at Road Tambol/Khwaeng
อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....
Amphur/Khet Province Postal Code

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้นให้กับ.....
As being the custodian of
ซึ่งเป็นผู้ถือหุ้นของบริษัท อินโดรามา เวนเจอร์ส จำกัด (มหาชน) ("บริษัท")
being a shareholder of Indorama Ventures Public Company Limited ("Company")

โดยถือหุ้นจำนวนทั้งสิ้นรวม
holding the total amount of
☐ หุ้นสามัญ
ordinary share

หุ้น และออกเสียงลงคะแนนได้เท่ากับ
shares and have the right to vote equal to
หุ้น ออกเสียงลงคะแนนได้เท่ากับ
shares and have the right to vote equal to

เสียง ดังนี้
votes as follows:
เสียง
votes

(2) ขอมอบฉันทะให้ (1) อายุ ปี อยู่บ้านเลขที่
Hereby appoint age years, residing at
ถนน ตำบล/แขวง อำเภอ/เขต
Road Tambol/Khwaeng Amphur/Khet
จังหวัด รหัสไปรษณีย์ หรือ
Province Postal Code or

(2) อายุ ปี อยู่บ้านเลขที่
age years, residing at
ถนน ตำบล/แขวง อำเภอ/เขต
Road Tambol/Khwaeng Amphur/Khet
จังหวัด รหัสไปรษณีย์ หรือ
Province Postal Code or

(3) อายุ ปี อยู่บ้านเลขที่
age years, residing at
ถนน ตำบล/แขวง อำเภอ/เขต
Road Tambol/Khwaeng Amphur/Khet
จังหวัด รหัสไปรษณีย์
Province Postal Code

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ครั้งที่ 1/2567 ในวันพฤหัสบดีที่ 25 เมษายน 2567 เวลา 14.00 น. โดยจัดการประชุมผ่านสื่ออิเล็กทรอนิกส์ (e-AGM) ตามกฎระเบียบและกฎเกณฑ์ที่เกี่ยวข้อง หรือที่จะพึงเลื่อนไปในวันและเวลาอื่นด้วย

as only one of my/our proxy to attend and vote on my/our behalf at the meeting of the Annual General Meeting of Shareholders No. 1/2024 on Thursday 25 April 2024 at 2.00 p.m., via electronic means ("e-AGM"), in accordance with the prescribed rules and regulations, or such other date and time as the meeting may be adjourned.

- (3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี ดังนี้

I/We authorize my/our Proxy to cast the votes according to my/our intention as follows:

- ☐ มอบฉันทะตามจำนวนหุ้นทั้งหมดที่มี และสิทธิออกเสียงลงคะแนนได้

Grant partial the total amount of shares holding and entitled to vote

- ☐ มอบฉันทะบางส่วน คือ

Grant partial shares of

☐ หุ้นสามัญ หุ้น มีสิทธิออกเสียงลงคะแนนได้เท่ากับ เสียง
ordinary share shares and have the right to vote equal to votes

รวมสิทธิออกเสียงลงคะแนนได้ทั้งหมด เสียง

Total voting right vote (s)

- (4) ข้าพเจ้ามอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I/We authorize my/our Proxy to cast the votes according to my/our intention as follows:

วาระที่ 1 รับทราบรายงานผลการดำเนินงานของบริษัทประจำปี 2566

Agenda Item 1 To acknowledge the report on the Company's operational results for the year 2023

วาระที่ 2 พิจารณานุมัติงบดุลและงบกำไรขาดทุนสำหรับปีสิ้นสุด วันที่ 31 ธันวาคม 2566

Agenda Item 2 To consider and approve the Balance Sheet and Profit and Loss Accounts for the year ended 31 December 2023

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย เสียง ☐ ไม่เห็นด้วย เสียง ☐ งดออกเสียง เสียง
Approve vote(s) Disapprove vote(s) Abstain vote(s)

วาระที่ 3 พิจารณานุมัติการจ่ายเงินปันผลสำหรับผลการดำเนินงานของบริษัทประจำปี 2566

Agenda Item 3 To consider and approve the dividend payment from the Company's 2023 operating results

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย เสียง ☐ ไม่เห็นด้วย เสียง ☐ งดออกเสียง เสียง
Approve vote(s) Disapprove vote(s) Abstain vote(s)

วาระที่ 4 พิจารณานุมัติเลือกตั้งกรรมการแทนกรรมการที่พ้นจากตำแหน่งตามวาระ

Agenda Item 4 To consider and approve the election of directors in replacement of those who retire by rotation

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

4.1 นายศรี ปรากฏา โลเฮีย

Mr. Sri Prakash Lohia

☐ เห็นด้วย เสียง ☐ ไม่เห็นด้วย เสียง ☐ งดออกเสียง เสียง
Approve vote(s) Disapprove vote(s) Abstain vote(s)

- 4.2 นายอมิต โลเฮีย
Mr. Amit Lohia
☐ เห็นด้วย เสียง ☐ ไม่เห็นด้วย เสียง ☐งดออกเสียง เสียง
Approve vote(s) Disapprove vote(s) Abstain vote(s)
- 4.3 ดร. ฮาราลด์ ลิงค์
Dr. Harald Link
☐ เห็นด้วย เสียง ☐ ไม่เห็นด้วย เสียง ☐งดออกเสียง เสียง
Approve vote(s) Disapprove vote(s) Abstain vote(s)
- 4.4 นางสาวนิรมาน ไหลสาธิต
Ms. Niramarn Laisathit
☐ เห็นด้วย เสียง ☐ ไม่เห็นด้วย เสียง ☐งดออกเสียง เสียง
Approve vote(s) Disapprove vote(s) Abstain vote(s)

วาระที่ 5 พิจารณานุมัติการจ่ายค่าตอบแทนให้กับกรรมการประจำปี 2567
Agenda Item 5 To consider and approve the remuneration of directors for the Year 2024

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- ☐ เห็นด้วย เสียง ☐ ไม่เห็นด้วย เสียง ☐งดออกเสียง เสียง
Approve vote(s) Disapprove vote(s) Abstain vote(s)

วาระที่ 6 พิจารณานุมัติการแต่งตั้งผู้สอบบัญชีของบริษัทและกำหนดค่าตอบแทนผู้สอบบัญชีประจำปี 2567
Agenda Item 6 To consider and appoint the Company's Auditor and Fix the Audit Fee for the Year 2024

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- ☐ เห็นด้วย เสียง ☐ ไม่เห็นด้วย เสียง ☐งดออกเสียง เสียง
Approve vote(s) Disapprove vote(s) Abstain vote(s)

วาระที่ 7 พิจารณาเรื่องอื่นๆ (ถ้ามี)
Agenda Item 7 Any other businesses (if any)

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- ☐ เห็นด้วย เสียง ☐ ไม่เห็นด้วย เสียง ☐งดออกเสียง เสียง
Approve vote(s) Disapprove vote(s) Abstain vote(s)

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Voting of the proxy holder in any agenda that is not specified in this proxy shall be considered as invalid and not my/our voting as a shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I/we have not specified my/our voting intention in any agenda or not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำให้ในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ ถือเสมือนว่าข้าพเจ้าได้กระทำให้เองทุกประการ

Any business carried on by the proxy holder in the said meeting except the proxy holder does not vote as I/we specify in the proxy form, shall be deemed as having been carried out by myself/ourselves in all respects.

ลงนาม/Signed ผู้มอบฉันทะ/Grantor
(.....)

ลงนาม/Signed ผู้รับมอบฉันทะ/Proxy
(.....)

ลงนาม/Signed ผู้รับมอบฉันทะ/Proxy
(.....)

ลงนาม/Signed ผู้รับมอบฉันทะ/Proxy
(.....)

หมายเหตุ / Remarks

1. หนังสือมอบฉันทะแบบ ค. นี้ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น
The Proxy Form C. only use for shareholders whose names appearing in the foreign investors registration and he/she appointed a custodian in Thailand to be responsible for safeguarding shares only.
2. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ
Documents and evidences to be enclosed with the proxy form are:
 - (1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน
Power of attorney from the shareholder authorizes a custodian to sign the Proxy Form on behalf of the shareholder
 - (2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน
Letter of certification to certify that the Proxy Form have a permit to act as a custodian.
3. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าร่วมประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to many proxies for splitting votes.
4. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค. ตามแบบ
In case there are agenda other than the agenda specified above the additional statement can be specified by the Shareholder in the Supplemental Proxy Form as enclosed.

ใบประจำต่อแบบหนังสือมอบฉันทะ (แบบ ค.)
Supplemental Proxy Form (Form C)

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท อินโดรามา เวนเจอร์ส จำกัด (มหาชน)

The proxy is granted by a shareholder of Indorama Ventures Public Company Limited.

ในการประชุมสามัญผู้ถือหุ้น ครั้งที่ 1/2567 ในวันพฤหัสบดีที่ 25 เมษายน 2567 เวลา 14.00 น. โดยจัดการประชุมผ่านสื่ออิเล็กทรอนิกส์ (e-AGM) ตามกฎระเบียบและกฎเกณฑ์ที่เกี่ยวข้อง หรือที่จะพึงเลื่อนไปในวันและเวลาอื่นด้วย

For the meeting of the Annual General Meeting of Shareholders No. 1/2024 on Thursday 25 April 2024 at 02.00 p.m., via electronic means ("e-AGM"), in accordance with the prescribed rules and regulations, or such other date and time as the meeting may be adjourned.

วาระที่.....
Agenda Item.....

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | | | | |
|---|---------|--|---------|---|---------|
| <input type="checkbox"/> เห็นด้วย | เสียง | <input type="checkbox"/> ไม่เห็นด้วย | เสียง | <input type="checkbox"/> งดออกเสียง | เสียง |
| Approve | vote(s) | Disapprove | vote(s) | Abstain | vote(s) |

วาระที่.....
Agenda Item.....

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
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|---|---------|--|---------|---|---------|
| <input type="checkbox"/> เห็นด้วย | เสียง | <input type="checkbox"/> ไม่เห็นด้วย | เสียง | <input type="checkbox"/> งดออกเสียง | เสียง |
| Approve | vote(s) | Disapprove | vote(s) | Abstain | vote(s) |

วาระที่.....
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(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | | | | |
|---|---------|--|---------|---|---------|
| <input type="checkbox"/> เห็นด้วย | เสียง | <input type="checkbox"/> ไม่เห็นด้วย | เสียง | <input type="checkbox"/> งดออกเสียง | เสียง |
| Approve | vote(s) | Disapprove | vote(s) | Abstain | vote(s) |

วาระที่.....
Agenda Item.....

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(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | | | | |
|---|---------|--|---------|---|---------|
| <input type="checkbox"/> เห็นด้วย | เสียง | <input type="checkbox"/> ไม่เห็นด้วย | เสียง | <input type="checkbox"/> งดออกเสียง | เสียง |
| Approve | vote(s) | Disapprove | vote(s) | Abstain | vote(s) |

วาระที่.....
Agenda Item.....

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
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- | | | | | | |
|---|---------|--|---------|---|---------|
| <input type="checkbox"/> เห็นด้วย | เสียง | <input type="checkbox"/> ไม่เห็นด้วย | เสียง | <input type="checkbox"/> งดออกเสียง | เสียง |
| Approve | vote(s) | Disapprove | vote(s) | Abstain | vote(s) |

ข้าพเจ้าขอรับรองว่า รายการในใบประจำต่อหนังสือมอบฉันทะถูกต้องบริบูรณ์และเป็นความจริงทุกประการ
I/We certify that the statements in this Supplemental Proxy Form are correct, complete and true in all respects.

ลงนาม/Signed ผู้มอบฉันทะ/Grantor
(.....)

ลงนาม/Signed ผู้รับมอบฉันทะ/Proxy
(.....)

ลงนาม/Signed ผู้รับมอบฉันทะ/Proxy
(.....)

ลงนาม/Signed ผู้รับมอบฉันทะ/Proxy
(.....)

Annex 10: Guidelines for Proxy Appointment

Appointment of proxy

The Company has attached Proxy Form A (as Annex 7), Proxy Form B (as Annex 8) and Proxy Form C (as Annex 9) for any shareholder who intends to appoint other persons or any of the Company's directors as proposed, to act as his/her proxy. The name lists of our Independent Directors proposed by the Company to be appointed as proxies by Shareholders are shown in Annex 6.

The Company has also uploaded on the Company's website, Proxy Form A, a general and simple proxy form, Proxy Form B, and Proxy Form C for foreign shareholders appointing custodian in Thailand. Shareholders can download the proxy forms from the Company's website, www.indoramaventures.com, under Section Investor Relations » Shareholders Center » AGM/EGM Information.

The Office of the Securities and Exchange Commission has stipulated in their Notification of the Capital Market Supervisory Board Tor Jor. 79/2564, the Criteria for the Proxy Solicitation to Attend the Meeting and Vote on the Shareholders' Behalf, dated December 29, 2021, effective from January 16, 2022. For more details, please kindly download the notification from www.sec.or.th.

The required documents for verification of the proxy appointment are as below:

1. Individual Shareholders

- (a) Registration form which bears a barcode;
- (b) Form of proxy provided, completely filled in and signed by the Shareholder (as the proxy grantor) and the proxy, and stamp duty of THB 20 being affixed;
- (c) A copy of valid official document e.g. citizen identification card, government official identification card, driver license, or passport (in case of a foreigner), in which a photograph is shown (hereinafter referred to as "**Valid Official Document**") of the Shareholder and certified true copy by the Shareholder (as the proxy grantor); and
- (d) A copy of the Valid Official Document of the proxy and certified true copy by the proxy.

2. Juristic Person Shareholders

- (a) Registration form which bears a barcode;
- (b) Form of proxy provided, completely filled in and signed by the Shareholder (as the proxy grantor) and the proxy, and stamp duty of THB 20 being affixed;
- (c) **For Thai legal entities:** A certified true copy of the affidavit issued by the Ministry of Commerce for a period of no longer than 1 year prior to the meeting date, duly signed by the authorized signatory(ies) and affixed with the seal of such legal entity (if any);
For Non-Thai legal entities: A certified true copy of the certificate of incorporation and/or affidavit of such legal entity, duly signed by the authorized signatory(ies) and affixed with the seal of such legal entity (if any). Such documents were certified true copy by the authorized signatory(ies) also require a notarization by a notary public no longer than 1 year prior to the meeting date;
- (d) A copy of the Valid Official Document of the authorized signatory(ies) of the Shareholder who signs the proxy form and certified true copy by the authorized signatory(ies) of the Shareholder (as the proxy grantor); and
- (e) A copy of the Valid Official Document of the proxy and certified true copy by the proxy.

- Remarks:** (1) You are requested to **affix THB 20 stamp duty** and specify the date of Proxy Form across such stamp duty (for your convenience, the Company has prepared the stamp duty for the proxy).
- (2) Allocation of shares to several proxies to vote in the meeting is not allowed. A shareholder shall authorize the proxy to cast the votes equal to the total number of shares held by the shareholder. Authorizing less than the total number of shares is not allowed except for the custodian appointed by foreign investors in accordance with Proxy Form C.
- (3) For a shareholder who has appointed an Independent Director as the proxy, such shareholder must send the originals of the required documents as above-mentioned to the Company.
- (4) No registration is required for attending the e-AGM for the shareholder who has appointed an Independent Director as his/her proxy. Voting will be as specified in the proxy form.
- (5) In case a shareholder desires to revoke the proxy, the shareholder must notify the Company of the revocation in a written form prior to commencement of the e-AGM.

Annex 11: Relevant Sections of the Articles of Association of the Company and Provisions of the Public Limited Company Act B.E. 2535 (as amended) relating to the Shareholders' Meeting**The Relevant Clauses of Articles of Association of the Company**

Article 12 The Company's Board of Directors shall consist of at least five (5) directors. Not less than one half of all directors shall have residence in the Kingdom of Thailand. The qualifications of the Company's Directors shall be as prescribed by laws.

No director shall become a partner or become a director in any other juristic person operating any business which has the same nature as and is in competition with the business of the Company unless he or she notifies the shareholders meeting prior to the resolution for his or her appointment.

In conducting the business of the company, the directors shall comply with all laws, the objectives and the Articles of Association of the company, and the resolutions of the shareholder meetings in good faith and with due care to preserve the interests of the Company.

A director shall notify the Company without delay when he or she has a direct or indirect interest in any contract which is made by the company during a fiscal year, or he or she holds shares or debentures of the company or an affiliated company, and shall indicate the total number of shares increasing or decreasing during a fiscal year.

Article 14 At every annual general meeting, one-third of the total number of the directors shall vacate the office. If the number is not a multiple of three, then the number nearest to one-third must retire from the office.

The directors to retire during the first and second years following the registration of the Company shall be drawn by lots. In every subsequent year, the director who has been in office for the longest term shall retire. A retiring director is eligible for re-election.

Article 15 Directors have the right to receive remuneration from the Company in the form of awards, meeting allowances, retirement pensions, bonuses or other benefits in other forms, in accordance with the resolution of shareholders meeting passed by votes of not less than two-thirds of the total number of votes of shareholder present at the meeting, which may be a fixed amount or in accordance with the rules and may be periodically fixed or permanently fixed until it is changed otherwise. Directors may receive per diem and other welfares according to the Company's regulations.

The provision of the first paragraph above does not affect the rights of the Company's officers or employees, who have been elected as the director(s) to receive remuneration and other benefits for their position as the Company's officers or employees.

Article 25 The Board of Directors shall convene an annual general meeting of shareholders within four months from the last day of the fiscal year of the Company.

Meetings other than those specified above shall be called extraordinary general meeting. The Board of Directors may summon an extraordinary general meeting whenever it deems it appropriate.

One or more shareholders holding shares amounting to not less than 10 (ten) percent of the total number of shares sold may, by subscribing their names, make a written request to the Board of Directors to call an extraordinary general meeting at any time, but the subjects and reasons for calling such meeting shall be clearly stated in such

request. In this regard, the Board of Directors shall proceed to call a meeting of shareholders to be held within 45 (forty-five) days as from the date of receipt of such request from the shareholders.

In case the Board of Directors does not hold the meeting within the period as prescribed under paragraph three, the shareholders who subscribe their names or other shareholders holding the number of shares as required may call such meeting within 45 (forty-five) days as from the completion of such period. In this regard, the meeting shall be considered as the shareholders' meeting called by the Board of Directors. The Company shall be responsible for necessary expenses arising from such meeting and reasonably provide facilitation.

In case the quorum of the shareholders' meeting called by the shareholders as prescribed under paragraph four is not formed according to Article 28, the shareholders as prescribed under paragraph four shall be collectively responsible to the Company for expenses arising from such meeting.

Article 26

In summoning the shareholders' meeting, the Board of Directors shall prepare a notice of the meeting specifying the place, date, time, agenda and the matters to be submitted to the meeting together with appropriate details stating clearly whether such matters will be for acknowledgement, for approval or for consideration, including the opinions of the Board of Directors on the said matters and shall send the same to the shareholders and the registrar for their information not less than 7 days prior to the date of the meeting. Publication of notice of the meeting shall also be made in a newspaper for 3 consecutive days at least 3 days prior to the meeting.

The shareholders' meeting may be held at the locality in which the Company's head office is situated or any other province around the Kingdom of Thailand.

The shareholders meeting can be conducted via teleconference through electronic devices in accordance with rules, procedures and conditions as stipulated by the laws.

Article 27

In the shareholders' meeting, the shareholders may appoint other person as his proxy to attend and vote on his behalf. The instrument appointing the proxy shall be dated and signed by the shareholder giving proxy and shall be in the form so prescribed by the registrar.

The instrument appointing proxy shall be delivered to the Chairman of the Board or a person entrusted by the Chairman at the meeting prior to attending the meeting.

Article 28

In the shareholders' meeting, there shall be shareholders and proxies (if any) in a number of not less than twenty-five (25) persons or not less than one-half of the total number of shareholders and in either case such shareholders shall hold shares amounting to not less than one-third of the total number of shares sold to constitute a quorum.

If after one hour from the time scheduled for the shareholders' meeting, the number of shareholders present is insufficient to form a quorum as specified, if such shareholders' meeting was convened at the request of shareholders, it shall be cancelled. If such shareholders' meeting was not convened at the request of shareholders, the meeting shall be called again and in a latter case, the notice of meeting shall be sent to shareholders not less than seven (7) days before the date of the meeting. In the latter meeting, a quorum is not compulsory.

In the shareholders' meeting, the Chairman of the Board shall preside over the meeting. If the Chairman is not present or does not attend the meeting, the Vice-Chairman, if available, shall preside over the meeting. If there is no Vice-Chairman, or the Vice-Chairman is unable to perform his duty, the meeting shall elect one of shareholders attending the meeting to preside over the meeting.

Article 29

In casting votes one share shall be entitled to one vote and the resolution of the shareholders' meeting shall consist of the following votes:

- (1) In normal case, the majority of votes of shareholders who attend the meeting and cast votes. In case of equality of votes, the Chairman of the meeting shall have an additional casting vote;
- (2) In the following cases, a resolution shall be passed by votes of not less than three-fourths of the total number of votes of shareholders who attend the meeting and are entitled to vote:
 - (a) The sale or transfer of the whole or substantial part of the businesses of the Company to other persons;
 - (b) The purchase or acceptance of transfer of businesses of other companies or private companies to the Company;
 - (c) The entering, amendment or termination of contracts relating to the leasing out of the whole or substantial part of the businesses of the Company, the assignment to any other persons to manage the business of the Company, or the consolidation of the business with other persons with an objective towards profit and loss sharing;
 - (d) The amendment of Memorandum of Association or Articles of Association;
 - (e) The increase or decrease in the Company's capital or the issuance of debentures; and
 - (f) The amalgamation or dissolution of the Company.

Article 30

Transaction to be conducted at the annual general meeting are as follow:

- (1) Review the report of the Board of Directors covering the operating results in the preceding year as proposed to the meeting by the Board of Directors;
- (2) Considering and approving the balance sheets and profit and loss account of the preceding fiscal year;
- (3) Considering the appropriation of profits and the appropriation of reserved fund;
- (4) Considering the election of new directors in place of those who must retire by rotation;
- (5) Considering the determination of the directors' remuneration;
- (6) Considering the appointment of the auditor and fixing his remuneration; and
- (7) Other business

Article 33

The Board of Directors shall prepare the balance sheet and profit and loss account as of the end of the fiscal year of the Company, and shall submit the same to the shareholders meeting for adoption at the annual general meeting. The Board of Directors shall arrange for the auditors to complete the auditing prior to the submission to the shareholders meeting the said balance sheet and profit and loss account.

Article 36 Payment of dividends from money other than profit is not allowed. In the case where the Company still has accumulated losses, payment of dividend is prohibited.

Except that the Articles of Association state otherwise with respect to the preferred shares, the dividends shall be equally distributed according to the number of shares.

The payment of the dividends requires the approval of the shareholders meeting except for the payment of interim dividends.

The Board of Directors may pay interim dividends to the shareholders from time to time when the Board of Directors finds that the Company has sufficient profit to do so and a report thereof shall be made to the shareholders meeting at the next meeting.

The payment of dividend shall be made within one (1) month from the date the resolution was passed by the shareholders meeting or by a meeting of the Board of Directors, as the case may be. Written notices thereof shall also be sent to the shareholders and publication of the notice of the payment of dividends shall also be made in a newspaper. No interest can be charged against the Company if such dividend payment had been made within the time specified by law.

The Company may pay dividends, in whole or in part, by issuing new ordinary shares to the shareholders, provided that it has the approval of the shareholders meeting.

Article 37 The Company must appropriate a portion of the annual net profit to a reserve fund in an amount of at least five (5) percent of the annual net profit less the total accumulated losses carried forward (if any) until the reserve fund reaches an amount of not less than ten (10) percent of the registered capital of the Company, provided that the Board of Directors may propose to the shareholders meeting for consideration and approval an appropriation of the other types of reserve fund as it thinks fit.

The Relevant Provisions of the Public Company Limited Act B.E. 2535 (as amended)

Section 71 At every annual ordinary meeting of shareholders, there shall be an election of the board of directors *en masse* on the same occasion, provided that the original board of directors may remain in office to serve as the acting board of directors in furtherance of the operation of the business of the company for the time being and to the extent necessary until the new board of directors takes office.

The provisions of paragraph one shall not apply to the case where the procedures for an election of directors are provided in the articles of association of the company differently from those provided in section 70, in which case one-third of the number of directors shall vacate office. If the number of directors is not a multiple of three, then the number nearest to one-third shall vacate office.

The directors to vacate office in the first and second years following the registration of the company shall, unless otherwise provided in the articles of association, be drawn by lots. In every subsequent year, the directors who have been longest in office shall vacate office.

The director who vacates office under this section may be re-elected.

Section 90 A company shall not pay money or give any other property to directors unless it is the payment of remuneration under the articles of association of the company.

In the case where it is not specified in the articles of association, payment of remuneration under paragraph one shall be in accordance with resolutions of meetings

of shareholders with the votes of not less than two-thirds of the total votes of the shareholders present at the meeting.

Section 98 The Board of Directors shall convene an annual general meeting of shareholders within four months from the last day of the fiscal year of the Company.

Meeting other than those specified in paragraph one shall be called extraordinary general meeting.

Unless otherwise prohibited by the articles of association, the shareholders' meeting may be conducted via electronic media according to the laws on electronic meetings.

Section 101 In calling a meeting of shareholders, the board of directors shall prepare a written notice calling the meeting that indicates the place, date, time, agenda of the meeting and the matters to be proposed to the meeting together with sufficient detail by indicating clearly whether it is the matter proposed for information, for approval or for consideration, as the case may be, including the opinions of the board of directors in the said matters, and shall be delivered to the shareholders and the Registrar for their information not less than seven days prior to the date of the meeting. The notice calling for the meeting shall also be published in a newspaper not less than three days prior to the date of the meeting.

The place of the meeting under paragraph one shall be in the locality in which the head office of the company is located or in a nearby province, unless otherwise stipulated by the articles of association.

In case the meeting is conducted via electronic media under section 98 paragraph three, the head office of the Company shall be deemed to be the venue of such meeting.

Section 102 Shareholders are entitled to attend and vote at the meeting of shareholders but they may also authorize other persons as proxies to attend and vote at any meeting on their behalf. In this regard, section 33 paragraph two, paragraph four and paragraph five and section 34 shall apply mutatis mutandis. In the case of appointing the proxy, the instrument appointing the proxy shall be submitted to the chairman of the board or to the person designated by the chairman of the board.

The voting as stipulated in paragraph one which deems each share has one vote shall not apply to the case where the company issues preference shares and provides the right to vote less than that of ordinary shares.

The appointment of a proxy for a shareholders' meeting may be made via electronic means, provided the method is safe and can be believed that the appointment is made by the shareholder, and in accordance with the rules prescribed by the registrar.

Section 103 Unless otherwise prescribed by this Act, in a meeting of shareholders, there shall be shareholders and proxies (if any) attending at the meeting amounting to not less than twenty-five persons or not less than one half of the total number of shareholders and in either case such shareholders shall hold shares amounting to not less than one-third of the total number of shares sold to constitute a quorum.

At any meeting of shareholders, in the case where one hour has passed since the time for which the meeting is scheduled and the number of shareholders attending the meeting is still inadequate for a quorum as prescribed under paragraph one, if such meeting of shareholders was called as a result of a request by the shareholders under section 100, such meeting shall be cancelled. If such meeting of shareholders was not

called as a result of a request by the shareholders under section 100, the meeting shall be called once again and the notice calling such meeting shall be delivered to shareholders not less than seven days prior to the date of the meeting. In the subsequent meeting, a quorum is not required.

Section 104 The chairman of the board shall preside over a meeting of shareholders. In the case where the chairman of the board is not present or is unable to perform the duty, a vice chairman, if any, shall preside over the meeting. If there is no vice chairman or there is a vice chairman but the vice chairman is unable to perform the duty, the shareholders present at the meeting shall elect one amongst themselves to preside over the meeting.

Section 105 The Chairman of the shareholder meeting has the duty to conduct the meeting in compliance with the articles of association of the company relating to meetings and to follow the sequence of the agenda specified in the notice calling for the meeting, provided that the meeting may pass a resolution allowing a change in the sequence of the agenda with a vote of not less than two-third of the number of the shareholders present as the meeting.

If the consideration of the matters referred to in the first paragraph is finished, the shareholders holding shares amounting to not less than one-third of the total number of shares sold may request the meeting to consider matters other than those indicated in the notice calling for the meeting.

If the meeting has not concluded the consideration of the matters according to the sequence of the agenda as referred to in the first paragraph or the matters raised by shareholders under the second paragraph, as the case may be, and it is necessary to postpone the consideration of the meeting, the meeting shall determine the place, date and time for the next meeting and the board of directors shall, not less than seven days prior to the date of the meeting, deliver to the shareholders notice calling the meeting which indicates the place, date, time and the agendas of the meeting. The notice calling the meeting shall also be published in a newspaper not less than three days prior to the date of meeting.

Section 107 Unless otherwise provided in this Act, a resolution of a meeting of shareholders requires votes as follows:

- (1) in a normal case, a majority of votes of the shareholders present and voting at the meeting is required, provided that in the case of an equality of votes, the person presiding over the meeting shall have an additional vote as a casting vote;
- (2) in any of the following cases, votes of not less than three-fourths of the total number of votes of shareholders present at the meeting and entitled to vote are required:
 - (a) selling or transferring the undertaking of the company, in whole or in substantial part, to any other person;
 - (b) purchasing or taking a transfer of the undertaking of any other company or a private company to be owned by the company; or
 - (c) concluding, modifying or terminating any contract concerning the granting of a lease of the company's undertaking in whole or in substantial part, the entrusting of any other person to manage the business of the company, or an amalgamation of the undertaking with any other person with a view to sharing profits and loss;

- (3) in the case where a resolution of a meeting of shareholders in respect of any particular matter is otherwise specified by the company's articles of association to the effect of requiring a greater number of votes than that provided in (1) or (2), such requirement shall be complied with.

Section 108 If a shareholder meeting was called or a resolution was passed with a failure to comply with or in contravention of the articles of association of the company or the provision of this Act, not less than five shareholders or shareholders representing not less than one-fifth of the total number of shares sold may make a motion to the court for an order to cancel a resolution passed at such meeting, provided that the motion shall be made within one month of the date the resolution was passed.

If the court orders cancellation of the resolution of the shareholder meeting under the first paragraph, the company shall notify the shareholders within one month of the date of the final judgment.

Section 112 The board of directors shall prepare the balance sheet and profit and loss account of the date ending the accounting period of the company to be put forth to the annual ordinary meeting of shareholders for consideration to approve.

The balance sheet and the profit and loss account to be prepared under paragraph one or be prepared during the course of the accounting year of the company for submission to the meeting of shareholders for consideration to approve the board of directors shall have them prepared and completed by the auditor before submission to the meeting of shareholders.

Section 115 No dividends shall be paid otherwise than out of profits. In the case where a company has incurred accumulated loss, no dividends may be paid.

Unless otherwise provided in the articles of association insofar as they are concerned with preference shares, dividends shall be distributed in accordance with the number of shares, with each share being accorded equal distribution, provided that payment of dividends must be upon approval by a meeting of shareholders.

If permitted by the articles of association of the company, the board of directors may, from time to time, pay interim dividends to shareholders when it is apparent that the company has such reasonable profits as to justify such payment, and, when dividends have been paid, the board of directors shall report it to the shareholders at the next meeting.

Payment of dividends shall be made within one month as from the date of the resolution of a meeting of shareholders or a meeting of directors, as the case may be, provided that it shall be notified in writing to the shareholders and a notice of payment of such dividends shall also be published in a newspaper.

Section 116 The Company shall allocate not less than five percent of its annual net profit less the accumulated losses brought forward (if any) to a reserve fund until this fund attains an amount not less than ten percent of the registered capital, unless the articles of association of the company or other laws require a larger amount of reserve fund.

Section 120 At an annual ordinary meeting of shareholders of each year, there shall be an appointment of an auditor and the determination of an audit fee of the company. In appointing an auditor, the former auditor may be re-appointed.

Annex 12: Guidelines for Security and Privacy in respect of the Personal Data

Indorama Ventures Public Company Limited (the “**Company**”) realizes the importance of the protection of personal data and therefore upholds the guidelines for security and privacy in respect of the personal data for the Annual General Meeting of Shareholders and/or Extraordinary General Meeting of Shareholders (if any) (collectively referred to as the “**Shareholders’ Meeting**”) as follows:

1. Purposes and Necessity for Collecting Personal Data

It is necessary for the Company to collect the personal data of shareholders for the purposes of compliance with the relevant applicable laws, namely the public limited company laws and the related security exchange laws for instances preparation of shareholder register book, determination of shareholder’s right, and the Company is necessarily required to collect, use, disclose and otherwise process personal data and/or proxyholders’ data for the purpose of Shareholders’ Meeting, for instances documents delivery, votes casting and counting and other actions necessary for such Shareholders’ Meeting.

2. Collected Personal Data and Source of Collection

The Company is required to collect the following personal data: name and surname, nationality, national identification number (or passport number), the date of birth, age, address, shareholder’s registration number, telephone number, email address (if any), any sound or video recordings and photographs.

The Company may receive personal data of the shareholders from the following means:

- (1) from the Shareholders’ Meeting registration form, the copy of national identification card or other identification documents, such as passport, submitted to the Company in relation to the Shareholders’ Meeting;
- (2) from Thailand Securities Depository Company Limited or TSD’s system as the Registrar of the Company; or
- (3) by the additional collection of the shareholders’ personal data during the Shareholders’ Meeting which includes sound recordings, photography and video recordings for the purposes of security measure, the Shareholders’ activities or other purposes permitted by laws, provided that such personal data collection will be made with limitation purposes to the legitimate interest legal basis and permitted by laws.

Remark: The Company is required to request copy(ies) of personal identification data such as national identification card, passport or other documents which may contain sensitive personal data such as religion, race or blood group, the Company have no intention to collect any sensitive personal data. Therefore, the Company kindly request the shareholders to remove or delete any such sensitive personal data. Otherwise, the shareholders authorize the Company to remove or delete any such sensitive personal data provided that relevant personal identification document remains full force and effect. In the event that the Company is unable to remove or delete any such sensitive personal data due to restrictions, the Company hereby reaffirm that the sole purpose of the collection and use of the copy(ies) of personal identification data is to verification of shareholder identity and the Company have no intention to collect or use such sensitive personal data.

3. Processing of Personal Data

The Company is required to process personal data of the shareholders as follows:

- (1) Shareholders’ personal data will be collected in paper form and electronic form and disclosed to the relevant information technology service providers for the conduct or in the course of the

Shareholders' Meeting such as the registration, verification and processing of the required shareholders' quorum, and votes counting;

- (2) Shareholders' personal data may be disclosed to the relevant authorities to the extent required by the statutory obligation, such as the filing of minutes of Shareholders' Meeting and the shareholders registry to the Department of Business Development, the Ministry of Commerce and the Stock Exchange of Thailand; and/or
- (3) Shareholders' personal data will be processed as deemed necessary for the benefit of Shareholders, such as the disclosure to the relevant bank for your dividend (if any).

4. Maintenance and retention of Personal Data

The Company retains your personal data in paper form and electronic form at the Company's principal office or other storage places where the Company rents for the storage of documents. The Company will maintain and keep personal data while Shareholders are holding company shares and once Shareholders have ended the relationship with the Company, the Company would need to retain and store Personal Data as long as necessary to fulfill the purposes for which it was collected or for the period of time that the Company shall be obliged under the relevant laws and/or to comply with legal, regulatory and internal requirements.

5. The rights of the Data Subject

Subject to Personal Data Protection Act B.E. 2562 (2019) ("PDPA"), the Shareholders, who are Data Subject, have all rights to under the PDPA in relation to the personal data. The Shareholders may exercise the rights under the PDPA by submitting a written request to the Company by email or to the address as mentioned below. The Company will consider and respond to such request within 30 days following receipt of the request.

6. Contact Details

If you have any additional questions, please contact us by below address:

Indorama Ventures Public Company Limited

No. 75/80-81 Ocean Tower 2, 32nd Floor, Soi Sukhumvit 19 (Wattana), Klongtoey Nua, Wattana, Bangkok 10110, Thailand.

Attention: Data Protection Office (Corporate Legal Department)

Telephone Number: +66 2 661 6661 ext. 636

Email: dpo@indorama.net

Annex 13: Form for Submission of Questions/Suggestions in advance

แบบฟอร์มการส่งคำถาม/ข้อเสนอแนะล่วงหน้าสำหรับการประชุมสามัญผู้ถือหุ้น ครั้งที่ 1/2567

Form for Submission of Questions/ Suggestions in advance for Annual General Meeting of Shareholders No.1/2024

ชื่อ-สกุล/ บริษัท/ กองทุน (Name–Surname/Company Name/ Fund Name).....
หมายเลขโทรศัพท์ (Telephone No.).....หรือ(or) อีเมล (email address).....

โปรดระบุเครื่องหมาย ✓ ในช่องข้างล่างนี้ (Please indicate with ✓ in the box below)

- ☐ เป็นผู้ถือหุ้นของบริษัท อินโดรามา เวนเจอร์ส จำกัด (มหาชน)
(being a shareholder of Indorama Ventures Public Company Limited)
- ☐ เป็นผู้รับมอบอำนาจจาก.....ซึ่งเป็นผู้ถือหุ้นของบริษัท อินโดรามา เวนเจอร์ส จำกัด (มหาชน)
(being a proxy of..... who is a shareholder of Indorama Ventures Public Company Limited)

มีคำถาม/ข้อเสนอแนะเกี่ยวกับวาระต่างๆ ในการประชุมสามัญผู้ถือหุ้น ครั้งที่ 1/2567 ดังนี้ (wish to submit the following question(s)/ suggestion(s) relating to the agenda item(s) for the Annual General Meeting of Shareholders No. 1/2024:)

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หมายเหตุ โปรดส่งแบบฟอร์มที่กรอกรายละเอียดเรียบร้อยแล้ว ภายในวันที่ 24 เมษายน 2567

Remark: Please send the filled-in Form within 24 April 2024

- ทางโทรสาร (by fax): 02-665-7090
- ทางอีเมล (by email): IVL.ComSec@indorama.net
- ทางไปรษณีย์ (by post): ฝ่ายเลขานุการบริษัท บริษัท อินโดรามา เวนเจอร์ส จำกัด (มหาชน) 75/80-81 อาคารโอเชียนทาวเวอร์ 2 ชั้น 32 ซอยสุขุมวิท 19 (วัฒนา) แขวงคลองเตยเหนือ เขตวัฒนา กรุงเทพมหานคร 10110 ประเทศไทย
Company Secretary Department, c/o Indorama Ventures Public Company Limited,
75/80-81 Ocean Tower 2, 32nd Floor, Soi Sukhumvit 19 (Wattana), Klongtoey Nua,
Wattana, Bangkok 10110, Thailand or by email to IVL.ComSec@indorama.net or by
fax to 02-665-7090