

Ref.No.IVL007/02/2018

20th February 2018

President
The Stock Exchange of Thailand

Subject: To Determine the date and Agenda for the 2018 Annual General Meeting of Shareholders and Dividend Payment for the Year 2017 **(Revised)**

The Board of Directors' Meeting No. 2/2018 of Indorama Ventures Public Company Limited dated 20 February 2018 has passed a resolution to convene the Annual General Meeting of Shareholders No. 1/2018 on Thursday 26th April 2018 at 2.00 p.m. at Chadra Ballroom, Siam Kempinski Hotel Bangkok, 991/9, Rama I Road, Pathumwan, Bangkok, Thailand. The record date for specifying the list of shareholders who have right to attend the Annual General Meeting of Shareholders No. 1/2018 shall be on 7th March 2018. The Company would like to inform the agenda items of the 2018 Annual General Meeting of Shareholders as follows:

Agenda 1 **To consider and adopt the Minutes of the Annual General Meeting of Shareholders No. 1/2017 dated 26th April 2017**

The Board's Opinion: It is considered appropriate for the Meeting of Shareholders to adopt the minutes of the Annual General Meeting of Shareholders No. 1/2017 on 26th April 2017, which the Board of Directors has deemed to be properly recorded.

Agenda 2 **To acknowledge the report on the Company's operational results for the year 2017**

The Board's Opinion: It is considered appropriate to report the Company's operational results for the year 2017 to the Meeting of Shareholders for acknowledgement.

Agenda 3 **To consider and approve the Balance Sheet and Profit and Loss Account for the year ended 31st December 2017**

The Board's Opinion: It is considered appropriate for the Meeting of Shareholders to approve the Balance Sheet and Profit and Loss Accounts for the year ended 31st December 2017 which has been audited by the Certified Public Accountant and reviewed by the Audit Committee.

Agenda 4 **To consider and approve the dividend payment from 2017 Company's operating results**

The Board's Opinion: It is considered appropriate for the Meeting of Shareholders to approve the final dividend payment from 2017 operating results to shareholders at the rate of Baht 1.00 per share. The Company has already paid an interim dividend at the rate of Baht 0.45 per share on 6th September 2017.

Subject to the approval of the shareholders, the remaining dividend at the rate of Baht 0.55 per share will be paid on 25th May 2018. The record date for specifying the list of shareholders who have right to receive dividend shall be on 16th May 2018.

Agenda 5

To consider and approve the re-election of directors who retire by rotation

The Board's Opinion: The Board of Directors, excluding the directors nominated for re-election, endorsed the recommendation of the Nomination, Compensation and Corporate Governance Committee (the “**NCCG Committee**”), and considered it appropriate for the Meeting of Shareholders to re-elect the following five directors namely, (1) Mr. Kanit Si, (2) Mr. Dilip Kumar Agarwal, (3) Mr. Udey Paul Singh Gill, (4) Mr. Russell Leighton Kekuewa, and (5) Mr. Chakramon Phasukavanich, who are due to retire by rotation, as the Company's directors for another term.

Agenda 6

To consider and approve the remuneration of Directors for the Year 2018

The Board's Opinion: It is considered appropriate for the Meeting of Shareholders to approve the remuneration of directors for the year 2018 as recommended by the NCCG Committee to the Board as not exceeding Baht 26,000,000.

Agenda 7

To consider and appoint the Company's auditors and fix the audit fee for the year 2018

The Board's Opinion: It is considered appropriate for the Meeting of Shareholders to appoint Ms. Sureerat Thongarunsang, CPA. No. 4409 or Mr. Sakda Kaothanthong, CPA. No. 4628 or Mr. Charoen Phosamritlert, CPA. No. 4068 or any other Certified Public Accountant nominated by KPMG Phoomchai Audit Ltd. be appointed as the Company's auditors for the year 2018 and fix the audit fee for the year 2018 as not exceeding of Baht 8,200,000 as proposed by the Audit Committee.

Agenda 8

To consider and approve the amendment to Article 25 of the Company's Articles of Association

The Board's Opinion: It is considered appropriate for the Meeting of Shareholders to approve amendment to Article 25 of the Company's Articles of Association to be in line with the new Section 100 of the Public Limited Companies Act B.E. 2535 (A.D. 1992), **by replacing with the new Article 25 as stated below:**

“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 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."

In this regard, the person(s) authorized by the Board of Directors or the Group CEO for the registration of the amendment of the Articles of Association with the Department of Business Development, the Ministry of Commerce shall be authorized to amend or add words as directed by the Registrar.

Agenda 9

Any other businesses (if any)

Please be informed accordingly.

Yours faithfully,

(Mr. Souvik Roy Chowdhury)
Company Secretary