

**Notice to Attend the Annual General Meeting
of Shareholders No. 1/2023
via Electronic Means (e-AGM)**

of Indorama Ventures Public Company Limited

on Tuesday 25 April 2023 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. 1/2023 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 10 April 2023 (10.00 a.m.) until 23 April 2023 (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
<p>(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”)</p>	<p>(i) Individual To upload documents as specified in Annex 10 – Guidelines for Proxy Appointment</p>
<p>(ii) Juristic Person attending through its Authorized Person</p> <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) 	<p>(ii) Juristic Person To upload documents as specified in Annex 10 – Guidelines for Proxy Appointment</p>

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 2023 (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</u> describing the steps for using the E-Meeting System including voting process.</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. IVL002/03/2023

15 March 2023

Subject: Invitation to attend the Annual General Meeting of Shareholders No. 1/2023

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. 1/2023 on Tuesday 25 April 2023 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 2022**

Objective and Reason The report of the Company’s operational results for the year 2022, 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 2022 to the meeting of shareholders for acknowledgement. Details are provided in the 2022 Annual Registration Statement / Annual Report (the “**Form 56-1 One Report for the Year 2022**”), 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 2022**

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 2022 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 2022.

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 2022 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 2022, 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 appropriation of profit to the legal reserve and dividend payment from the Company's 2022 operating results

Objective and Reason

According to Section 116 of the Public Limited Companies Act and the Article 37 of the Company's Articles of Association, the Company must appropriate at least 5% of the annual net profit less the total accumulated losses brought forward (if any) to a reserve fund until the reserve fund reaches an amount not less than 10% of the registered capital of the Company.

At present, the Company has appropriated from its profit to legal reserve an amount of Baht 566,601,045 equivalent to 99.9917 percent of the registered capital. Therefore, the Company is required to propose the appropriation to legal reserve of Baht 469,146. The legal reserve after the above appropriation will be 10% of the registered capital of the Company.

In addition, 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 appropriation of profit to the legal reserve and dividend payment from the Company's 2022 operating results as stated below:

- (a) the appropriation to the legal reserve in the amount of Baht 469,146; and
- (b) the final dividend payment from 2022 operating results to shareholders at the rate of Baht 1.60 per share. The Company has already paid interim dividends at the rate of: (i) Baht 0.40 per share on 16 June 2022; (ii) Baht 0.40 per share on 15 September 2022; and (iii) Baht 0.40 per share on 15 December 2022, respectively.

Subject to the approval of the shareholders, the remaining dividend at the rate of Baht 0.40 per share or amounting to Baht 2,245,820,763.20 will be paid on 19 May 2023. The record date for specifying the list of shareholders who have the right to receive dividend shall be on 8 May 2023.

Details of the appropriation of profit to the legal reserve and the dividend payment are provided in Annex 2.

The Board of Directors' Meeting opined that the appropriation to the legal reserve is in accordance with the laws and the total dividend payout ratio for the year 2022 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 and the change in total number of the Company's Board of Directors

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. Mrs. Kaisri Nuengsigkapan | Independent Director and Member of the Nomination, Compensation and Corporate Governance Committee; |
| 2. Mr. Dilip Kumar Agarwal | Executive Director, Member of the Sustainability and Risk Management Committee, Deputy Group CEO, Executive President Combined PET (Ad Interim), and Chief Financial Officer (Ad Interim); |
| 3. Mr. Udey Paul Singh Gill | Executive Director and Member of the Sustainability and Risk Management Committee; |
| 4. Mr. Kanit Si* | Independent Director, Member of the Nomination, Compensation and Corporate Governance Committee, and Member of the Sustainability and Risk Management Committee; and |
| 5. Dr. Siri Ganjarende* [*] | Independent Director, Member of the Audit Committee, and Member of the Nomination, Compensation and Corporate Governance Committee. |

** Mr. Kanit Si and Dr. Siri Ganjarende are ineligible for re-election due to the Mandatory Retirement Age criteria.*

The Company had given the opportunity to shareholders to propose any candidate for directorship through the Company's website from 8 September 2022 to 31 December 2022 and also informed through the Stock Exchange of Thailand. There was no proposal received from any shareholder.

The directors retiring by rotation, namely, (1) Mrs. Kaisri Nuengsigkapan and (2) Mr. Dilip Kumar Agarwal, have given their consent for reappointment to the Nomination, Compensation and Corporate Governance Committee (the "**NCCG Committee**").

In addition, among the two directors who have given their consent for reappointment, Mrs. Kaisri Nuengsigkapan is an independent director whose qualifications conform to the Company's Qualification 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 Mrs.

Kaisri Nuengsigkapan and her contribution to the Company during her past tenure, deemed it appropriate to reappoint her for another term and thus recommended her reappointment to the Board.

With regard to the vacancy from the retirements by rotation of: (a) Mr. Kanit Si and Dr. Siri Ganjarerndee, who are ineligible for re-election as they attained the Mandatory Retirement Age Criteria for Independent Directors as specified in the Board of Directors Charter; and (b) Mr. Udey Paul Singh Gill, who will retire from the services of the Company, has, therefore, not given his consent for re-election, the NCCG Committee acknowledged their retirements and after due deliberation decided not to appoint new directors in their places. As a result, the number of the Board of Directors will reduce to 12 from 15.

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 two directors namely, (1) Mrs. Kaisri Nuengsigkapan and (2) Mr. Dilip Kumar Agarwal, who are due to retire by rotation, as the Company's directors for another term as the two directors possess appropriate qualifications, experience, and expertise that are beneficial to the Company; and
- (b) approve the reduction in the total number of directors of the Company from 15 to 12.

The profiles of the retiring directors proposed for re-election, Information on the change in total number of the Board of Directors, 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 2023****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 2023 as recommended by the NCCG Committee to the Board as not exceeding Baht 33,500,000. 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 2023****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 2023 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 Chunchakitsaisan, CPA. No. 6105 or any other Certified Public Accountant nominated by KPMG Phoomchai Audit Limited as the Company's auditors for the year 2023. 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 2023 is proposed as not exceeding Baht 9,800,000.

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 Chunchakitsaisan, 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 2023 and fix the audit fee for the year 2023 as not exceeding Baht 9,800,000 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 2023 (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. 1/2023 via Electronic Means (e-AGM) enclosed hereto this Notice:

<https://ivl.foqus.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 Friday 21 April 2023 (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 2023 (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 2022 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. 1/2023 to be on 10 March 2023 (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 2022 Annual Registration Statement / Annual Report (the “Form 56-1 One Report for the Year 2022”), including Audited Financial Statements, of the Company

QR Code for the Form 56-1 One Report for the Year 2022*



Please scan the QR Code to access information on the Company's operational results for the year 2022 (Agenda No. 1) and the Balance Sheet and Profit and Loss Accounts for the year ended 31 December 2022 (Agenda No. 2).

In addition, Shareholders may also download the Form 56-1 One Report for the Year 2022 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 2022 will be available from 27 March 2023.*

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 Appropriation of Profit to the Legal Reserve and the Dividend Payment from the Company’s 2022 Operating Results

For Consideration of Agenda No. 3: To consider and approve the appropriation of profit to the legal reserve and dividend payment from the Company’s 2022 operating results

Legal Reserve

According to Section 116 of the Public Limited Companies Act and the Article 37 of the Company’s Articles of Association, the Company must appropriate at least 5% of the annual net profit less the total accumulated losses brought forward (if any) to a reserve fund until the reserve fund reaches an amount not less than 10% of the registered capital of the Company.

▪ **Proposed Legal Reserve**

Details of Legal Reserve	2022	2021
Registered Capital (Baht)	5,670,701,908*	5,666,010,449
10% of the Registered Capital (Baht)	567,070,191	566,601,045
Legal Reserve provided (Baht)	566,601,045	566,601,045
Balance of Legal Reserve to be provided (Baht)	469,146	-
Total Legal Reserve after the appropriation (Baht)	567,070,191	566,601,045

*At the Annual General Meeting of Shareholders No.1/2022, the shareholders had approved the increase of the Company’s registered capital to Baht 5,670,701,908 due to the issuances of IVL-ESOP-W1 and IVL-ESOP-W2.

Dividend Payment

▪ **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. 2/2023 held on 24 February 2023 resolved the payment of dividend from the profit of Company’s 2022 operating results to shareholders at the rate of Baht 1.60 per share. The Company has already paid interim dividends at the rate of: (i) Baht 0.40 per share on 16 June 2022; (ii) Baht 0.40 per share on 15 September 2022; and (iii) Baht 0.40 per share on 15 December 2022, respectively.

Subject to the approval of the shareholders, the remaining dividend at the rate of Baht 0.40 per share or amounting to Baht 2,245,820,763.20 will be paid on 19 May 2023. The dividend shall be paid from the profit of Company’s 2022 operating results and the unappropriated retained earnings.

Details of dividend payment for the performance year 2022 compared with the year 2021 are as follows:

Details of Dividend Payment	2022	2021
Final Dividend per share for the Year (Baht per share)	1.60	1.00
- 1 st Interim dividend paid during the year (Baht per share)	0.40	0.25
- 2 nd interim dividend paid during the year (Baht per share)	0.40	0.25
- 3 rd interim dividend paid during the year (Baht per share)	0.40	0.25
- Final dividend (Baht per share)	0.40	0.25
Total amount of the dividend (Million Baht)	8,983.28	5,614.55
Net profit of IVL Company only (Million Baht)	6,841.87	8,200.73
Dividend payout ratio based on Company's net profit	131%	68.46%
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 right to receive dividend shall be on 8 May 2023.

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 retiring Directors proposed for re-election; Information on the change in total number of the Board of Directors; and Qualifications 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 and the change in total number of the Company's Board of Directors

A. Profiles of retiring Directors proposed for re-election

<p>Name:</p> <p>Director Type:</p> <p>Present Position:</p> <p>Age:</p> <p>Family Relation with Other Executives:</p> <p>Appointment Date of Directorship:</p> <p>No. of Years as Director of IVL:</p> <p>No. of Years as Director of IVL (if she is re-elected):</p> <p>Education:</p> <p>Training Program:</p> <p>Working Experience</p> <p>Other Listed Companies in SET / MAI (3 Companies)</p> <p>2022 – Present</p> <p>2019 - Present</p> <p>2016 - Present</p> <p>Other Companies and/or Organizations (6 Companies/Organizations) (as on 31 December 2022)</p> <p>2021 - Present</p> <p>2018 - Present</p>	<p>Mrs. Kaisri Nuengsigkapan</p> <p>Independent Director</p> <p>Independent Director and Member of the Nomination, Compensation and Corporate Governance Committee</p> <p>61</p> <p>- None -</p> <p>30 June 2020</p> <p>2 Years 10 Months (as on April 2023)</p> <p>5 Years 10 Months (as on April 2026)</p> <ul style="list-style-type: none"> • Master of Business Administration, Thammasat University, Thailand • Bachelor of Accounting, Thammasat University, Thailand • Capital Market Academy Leadership Program (Class 3), Capital Market Academy, Thailand • Thai Institute of Directors (IOD), Thailand <ul style="list-style-type: none"> ➢ Director Certification Program (DCP), Class No. 0/2000 ➢ The Role of the Chairman Program (RCP), Class No. 30/2013 ➢ The Role of The Compensation Committee Program (RCC) Class 16/2013 ➢ Advanced Audit Committee Program (AACP) Class 36/2020 ➢ Directors Leadership Certification Program (DLCP) Class 0/2020 (Dry Run) • Board Risk Governance Training, Control Risks, in 2022 <p>Kasikornbank Public Company Limited Independent Director, Chairperson of the Audit Committee, Member of the Credit and Investment Screening Committee, and Member of the Risk Oversight Committee</p> <p>SCG Packaging Public Company Limited Independent Director and Chairman of Audit Committee</p> <p>Mc Group Public Company Limited Chairman of the Board of Directors</p> <p>Appeal Committee</p> <p>The Stock Exchange of Thailand</p> <p>Chairman of the Board of Directors</p> <p>Buono (Thailand) Public Company Limited</p>	
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2018 - Present	Director Thai Institute of Directors
2016 - Present	Director TOP T 2015 Company Limited
2016 - Present	Director and Treasurer Rakkaew Foundation
2016 - Present	Member of Corporate Governance Committee Bank of Thailand
Connected business that may have Conflicts of Interest:	- None -
% of shareholding in IVL (as of 31 December 2022)	- None -
Meeting Attendance:	
Board Meeting:	5 meetings in total; 5 meetings attended
Nomination, Compensation and Corporate Governance Committee:	3 meetings in total; 3 meetings attended
Legal Dispute during the past 10 years:	- None -
Nomination Criteria:	The NCCG Committee, after considering the experience of Mrs. Kaisri Nuengsigkapan and her contribution to the Company during her past tenure, deemed it appropriate to reappoint her for another term and thus recommended her 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.		✓

Name: Mr. Dilip Kumar Agarwal
Director Type: Executive Director
Present Position: Executive Director; Member of the Sustainability and Risk Management Committee; Deputy Group CEO, Executive President – Combined PET Business (Ad interim); and Chief Financial Officer (Ad interim)



Age: 65
Family Relation with Other Executives: - None -
Appointment Date of Directorship: 27 April 2010
No. of Years as Director of IVL: 13 Years (as on April 2023)

Education:

- Bachelor of Science, University of Udaipur, India
- Chartered Accountant, The Institute of Chartered Accountants of India, India
- Cost Accountant, Institute of Cost & Management Accountants of India, India
- Company Secretary Program, The Institute of Company Secretaries of India (ICSI), India

Training Program:

- Thai Institute of Directors (IOD), Thailand
 - Director Accreditation Program (DAP) Class No. 65/2007
 - Director Certification Program (DCP), Class No.182/2013
- E-learning CFO Orientation, Accounting and Financial Preparation (CFO's Orientation Course), Thailand Securities Institute (TSI), The Stock Exchange of Thailand (SET) in 2021
- E-learning CFO's Refresh Course, Thailand Securities Institute (TSI), The Stock Exchange of Thailand (SET) in 2022

Working Experience

Other Listed Companies in SET / MAI

- None -

Other Companies and/or Organizations (49 Companies/Organizations) (as on 31 December 2022)

Present Chairman, Vice Chairman, Vice President, Director, Managing Director and Manager of other subsidiaries of Indorama Ventures Public Company Limited

Connected business that may have Conflicts of Interest: - None -

% of shareholding in IVL (as of 31 December 2022) 564,773 shares or 0.010%

Meeting Attendance:

Board Meeting: 5 meetings in total; 5 meetings attended
 Sustainability and Risk Management Committee Meeting: 4 meetings in total; 3 meetings attended

Legal Dispute during the past 10 years: - None -

Nomination Criteria: The NCCG Committee deemed it appropriate to reappoint Mr. Dilip Kumar Agarwal as he possesses appropriate qualifications, experience, and expertise that are beneficial to the Company.

B. Information on the change in total number of the Board of Directors

The current total number of directors on the Board of the Company is 15 (fifteen) directors, as follows:

- | | |
|----------------------------------|--|
| 1. Mr. Sri Prakash Lohia | Chairman of the Board |
| 2. Mr. Alope Lohia | Vice Chairman of the Board; Chairman of the Sustainability and Risk Management Committee; and Group CEO |
| 3. Mrs. Suchitra Lohia | Executive Director; Chairperson of the Corporate Social Responsibility Committee; and Deputy Group CEO |
| 4. Mr. Amit Lohia | Non-Executive Director |
| 5. Mr. Yashovardhan Lohia | Executive Director; Member of the Sustainability and Risk Management Committee; and Chairman of ESG Council |
| 6. Mr. Dilip Kumar Agarwal | Executive Director; Member of the Sustainability and Risk Management Committee; Deputy Group CEO, Executive President – Combined PET Business (Ad interim); and Chief Financial Officer (Ad interim) |
| 7. Mr. Udey Paul Singh Gill | Executive Director and Member of the Sustainability and Risk Management Committee |
| 8. Mr. Sanjay Ahuja | Executive Director and Chief Strategy and Transformation Officer |
| 9. Mr. Rathian Srimongkol | Lead Independent Director; Vice Chairman of the Board; Chairman of the Audit Committee; and Member of the Sustainability and Risk Management Committee |
| 10. Dr. Siri Ganjarende | Independent Director; Member of the Audit Committee; and Member of the Nomination, Compensation and Corporate Governance Committee |
| 11. Mr. Kanit Si | Independent Director; Member of the Nomination, Compensation and Corporate Governance Committee; and Member of the Sustainability and Risk Management Committee |
| 12. Mr. Russell Leighton Kekuewa | Independent Director; Chairman of the Nomination, Compensation and Corporate Governance Committee; and Member of the Sustainability and Risk Management Committee |
| 13. Mr. Tevin Vongvanich | Independent Director; Member of the Audit Committee; and Member of the Sustainability and Risk Management Committee |
| 14. Mrs. Kaisri Nuengsigkapan | Independent Director and Member of the Nomination, Compensation and Corporate Governance Committee |
| 15. Dr. Harald Link | Independent Director and Member of the Nomination, Compensation and Corporate Governance Committee |

Due to the vacancy from the retirements by rotation of: (a) Mr. Kanit Si and Dr. Siri Ganjarende, who are ineligible for re-election as they attained the Mandatory Retirement Age Criteria for Independent Directors as specified in the Board of Directors Charter; and (b) Mr. Udey Paul Singh Gill, who will retire from the services of the Company, has, therefore, not given his consent for re-election, the Nomination, Compensation and Corporate Governance Committee (the “**NCCG Committee**”) acknowledged their retirements, and after due deliberation decided not to appoint new director in their places. As a result, the number of the Board of Directors will reduce to 12 from 15.

The Board of Directors’ Meeting No. 2/2023 dated 24 February 2023 has endorsed the recommendation of the NCCG Committee and has resolved to recommend to the Annual General Meeting of Shareholders No. 1/2023 to approve the reduction in the total number of Directors of the Company from 15 to 12.

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 2023

For Consideration of Agenda No. 5: To consider and approve the remuneration of directors for the Year 2023

Proposed remuneration for the year 2023

The Board reviewed and recommended to the shareholders the remuneration of the Independent and Non-Executive Directors for the year 2023 and the annual bonus for all IVL Directors payable for the year 2022 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:

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. 2/2023 dated 24 February 2023 has considered the remuneration of Directors for the year 2023 as recommended by the NCCG Committee as not exceeding Baht 33,500,000. The Board has resolved to recommend to the Annual General Meeting of Shareholders No. 1/2023 to approve the remuneration of Directors for the year 2023 with comparison with previous year as follows:

Total Remuneration

	2023 Proposed (Baht)	2022 Actual (Baht)
Approved/Proposed for Shareholders approval	33,500,000*	27,000,000
Actual Paid/Payable for the year	33,140,000	26,380,000

* 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 2023.

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)	2023 Proposed Amount (Baht)	Amount (Baht/Month)	2022 Actual Paid (Baht)
1	Mr. Sri Prakash Lohia (Chairman)	75,000	300,000	75,000	900,000
		100,000*	800,000		
2	Mr. Amit Lohia	50,000	200,000	50,000	600,000
		80,000*	640,000		
3	Mr. Rathian Srimongkol	60,000	240,000	50,000	200,000
		80,000*	640,000	60,000**	480,000
4	Dr. Siri Ganjarerndee***	60,000	240,000	50,000	200,000
		80,000*	-	60,000**	480,000
5	Mr. Kanit Si****	60,000	240,000	50,000	200,000
		80,000*	-	60,000**	480,000
6	Mr. Russell Leighton Kekuewa	60,000	240,000	50,000	200,000
		80,000*	640,000	60,000**	480,000
7	Mr. Tevin Vongvanich	60,000	240,000	50,000	200,000
		80,000*	640,000	60,000**	480,000
8	Mrs. Kaisri Nuengsigkapan	60,000	240,000	50,000	200,000
		80,000*	640,000	60,000**	480,000
9	Dr. Harald Link	60,000	240,000	50,000	200,000
		80,000*	640,000	60,000**	480,000
10	Mr. William E. Heinecke****	-	-	50,000	200,000
		Total	6,820,000	Total	6,460,000

* Retainer Fee for Chairman will be increased to 100,000 Baht and Retainer Fee for Independent Directors and Non-executive Director will be increased to 80,000 Baht per month with effect from May 1, 2023, subject to shareholders' approval.

** Retainer Fee for Independent Directors increased to 60,000 Baht per month with effect from May 1, 2022 as per the shareholders' approval.

*** Dr. Siri Ganjarerndee's and Mr. Kanit Si's remunerations are payable up to April 2023 (4 months) as they will retire from the Board.

**** Mr. William E. Heinecke's remuneration paid up to April 2022 (4 months) due to his retirement.

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

No.	Members	Amount (Baht/Month)	2023 Proposed Amount (Baht)	2022 Actual Paid (Baht)
1	Mr. Rathian Srimongkol (Chairman)	75,000	900,000	900,000
2	Dr. Siri Ganjarende* [*]	50,000	200,000	600,000
3	Mr. Tevin Vongvanich	50,000	600,000	600,000
4	Mrs. Kaisri Nuengsigkapan* [*]	50,000	400,000	-
	Total		2,100,000	2,100,000

^{*} Dr. Siri Ganjarende's remuneration paid up to April 2023 (4 months) and Mrs. Kaisri Nuengsigkapan's remuneration 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)	2023 Proposed Amount (Baht)	2022 Actual Paid (Baht)
1	Mr. Russell Leighton Kekuewa (Chairman)	35,000	420,000	420,000
2	Mrs. Kaisri Nuengsigkapan	25,000	300,000	300,000
3	Dr. Harald Link* [*]	25,000	300,000	200,000
4	Dr. Siri Ganjarende** ^{**}	25,000	100,000	300,000
5	Mr. Kanit Si** ^{**}	25,000	100,000	300,000
6	Mr. William E. Heinecke* [*]	25,000	-	100,000
	Total		1,220,000	1,620,000

^{*} For 2022, Mr. William E. Heinecke's remuneration paid up to April 2022 (4 months) and Dr. Harald Link's remuneration paid from May 2022 (8 months).

^{**} For 2023, Dr. Siri Ganjarende's and Mr. Kanit Si's remunerations are payable up to April 2023 (4 months).

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

No.	Members	Amount (Baht/Month)	2023 Proposed Amount (Baht)	2022 Actual Paid (Baht)
1	Mr. Rathian Srimongkol	25,000	300,000	300,000
2	Mr. Russell Leighton Kekuewa	25,000	300,000	300,000
3	Mr. Tevin Vongvanich	25,000	300,000	300,000
4	Mr. Kanit Si* [*]	25,000	100,000	300,000
	Total		1,000,000	1,200,000

^{*} Mr. Kanit Si's remuneration is payable up to April 2023 (4 months).

2) Bonus for all Directors on the Board

No.	Directors	2023 Proposed Bonus ⁺ (Baht)	2022 Bonus ⁺⁺ Actual Paid (Baht)
1	Mr. Sri Prakash Lohia	1,970,150	1,267,610
2	Mr. Aloke Lohia	1,970,150	1,267,610
3	Mrs. Suchitra Lohia	1,313,430	845,070
4	Mr. Amit Lohia	1,313,430	845,070
5	Mr. Yashovardhan Lohia	1,313,430	845,070
6	Mr. Dilip Kumar Agarwal	1,313,430	845,070
7	Mr. Udey Paul Singh Gill	1,313,430	845,070
8	Mr. Sanjay Ahuja	1,313,430	845,070
9	Mr. Rathian Srimongkol	1,970,150	1,267,610
10	Dr. Siri Ganjarerndee	1,313,430	845,070
11	Mr. Kanit Si	1,313,430	845,070
12	Mr. Russell Leighton Kekuewa	1,641,790	1,056,340
13	Mr. Tevin Vongvanich	1,313,430	845,070
14	Mrs. Kaisri Nuengsigkapan	1,313,430	845,070
15	Dr. Harald Link	985,100	633,800
16	Mr. William E. Heinecke*	328,360	845,070
17	Mr. Chakramon Phasukavanich**	-	211,260
	Total	22,000,000	15,000,000

⁺ Based on 2022 performance.

⁺⁺ Based on 2021 performance.

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

** Mr. Chakramon Phasukavanich paid proportionately as he retired at the AGM 2021 held on 27 April 2021.

3) Other Remuneration and/or Benefits

-None-

Annex 5: Information on the Company’s Auditor and Audit Fee for the Year 2023

For Consideration of Agenda No. 6: To consider and appoint the Company’s auditor and fix the audit fee for the year 2023

Audit Committee’s Opinion

The Audit Committee Meeting No. 2/2023 held on 23 February 2023 expressed their satisfaction on the audit performance and efforts of KPMG Phoomchai Audit Limited for the financial year ended 2022 and recommended to the Board for their reappointment together with the audit fee as not exceeding Baht 9,800,000 for the year 2023, 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. 2/2023 held on 24 February 2023, considered and recommend to the shareholders for reappointing the Company’s auditors, KPMG Phoomchai Audit Limited, and fixing the audit fee for the year 2023 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. Yoottapon Soontalinka	10604	-	1
2. Mr. Sakda Kaothanhong	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 2023

The proposed audit fee of the Company for the year 2023 shall not be exceeding Baht 9,800,000 excluding out of pocket expenses.

Comparison of the Company audit fee with the previous year:

Description	Paid in 2022 (Baht)	Proposed for 2023 (Baht)	Increase (%)
Annual Audit Fee	8,800,000	9,800,000	11.36%

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	2021 (Million Baht)	2022 (Million Baht)
1. The total audit fees for IVL and all its subsidiaries, jointly-controlled entities and associates globally	211	242
a) Payment to KPMG Phoomchai Audit Limited and other members firms of KPMG Phoomchai Audit Limited	178	207
b) Other Audit firms	33	35
2. The total non-audit fees paid to member firms of KPMG International other than KPMG Phoomchai Audit Limited*	65	97

* 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. 1/2023 on Tuesday 25 April 2023 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 | <p>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: 63 years
 Address: 75/80-81 Ocean Tower 2, 32nd Floor, Soi Sukhumvit 19 (Wattana),
 Klongtoey Neur, Wattana, Bangkok 10110, Thailand</p> | <p>Interests in the agenda item(s) of this Meeting
 Agenda Nos. 1, 2, 3, 4, 5, and 6</p> | <p>Interest
 No</p> |
| 2 | <p>Name: Dr. Siri Ganjarende
 Positions: Independent Director;
 Member of the Audit Committee; and
 Member of the Nomination, Compensation and Corporate Governance
 Committee
 Age: 75 years
 Address: 75/80-81 Ocean Tower 2, 32nd Floor, Soi Sukhumvit 19 (Wattana),
 Klongtoey Nua, Wattana, Bangkok 10110, Thailand</p> | <p>Interests in the agenda item(s) of this Meeting
 Agenda Nos. 1, 2, 3, 4, 5, and 6</p> | <p>Interest
 No</p> |
| 3 | <p>Name: Mr. Tevin Vongvanich
 Positions: Independent Director;
 Member of the Audit Committee; and
 Member of the Sustainability and Risk Management Committee
 Age: 64 years
 Address: 75/80-81 Ocean Tower 2, 32nd Floor, Soi Sukhumvit 19 (Wattana),
 Klongtoey Neur, Wattana, Bangkok 10110, Thailand</p> | <p>Interests in the agenda item(s) of this Meeting
 Agenda Nos. 1, 2, 3, 4, 5, and 6</p> | <p>Interest
 No</p> |

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 Friday 21 April 2023 (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. 1/2023** of the Company which will be held on **Tuesday 25 April 2023 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. 1/2023 of the Company**, which will be held on **Tuesday 25 April 2023 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 2022
- Agenda 2: To consider and approve the Balance Sheet and Profit and Loss Accounts for the year ended 31 December 2022
 - (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 appropriation of profit to the legal reserve and dividend payment from the Company’s 2022 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 and the change in total number of the Company's Board of Directors
- Agenda 4.1: 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:
- 4.1.1 Mrs. Kaisri Nuengsigkapien
 Approve Disapprove Abstain
- 4.1.2 Mr. Dilip Kumar Agarwal
 Approve Disapprove Abstain
- Agenda 4.2: To consider and approve the reduction in the total number of Directors of the Company from 15 to 12
- (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 5: To consider and approve the remuneration of directors for the year 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 6: To consider and appoint the Company's auditor and fix the audit fee for the year 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 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 agendum 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. 1/2023** of Indorama Ventures Public Company Limited, which will be held on **Tuesday 25 April 2023 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	หุ้น shares	และออกเสียงลงคะแนนได้เท่ากับ and have the right to vote equal to	เสียง ดังนี้ votes as follows:
<input type="checkbox"/> หุ้นสามัญ ordinary share	หุ้น shares	ออกเสียงลงคะแนนได้เท่ากับ and have the right to vote equal to	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 1/2566 ในวันอังคารที่ 25 เมษายน 2566 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. 1/2023 on Tuesday 25 April 2023 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:

- มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือ และมีสิทธิออกเสียงลงคะแนนได้
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 2565

Agenda Item 1 To acknowledge the report on the Company's operational results for the year 2022

วาระที่ 2 พิจารณานุมัติงบดุลและงบกำไรขาดทุนสำหรับปีสิ้นสุด วันที่ 31 ธันวาคม 2565

Agenda Item 2 To consider and approve the Balance Sheet and Profit and Loss Accounts for the year ended 31 December 2022

- (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 พิจารณานุมัติการจัดสรรกำไรไว้เป็นเงินทุนสำรองตามกฎหมาย และการจ่ายเงินปันผลสำหรับผลการดำเนินงานของบริษัทประจำปี 2565

Agenda Item 3 To consider and approve the appropriation of profit to the legal reserve and dividend payment from the Company's 2022 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 และการเปลี่ยนแปลงจำนวนกรรมการของบริษัท

Agenda Item 4 To consider and approve the election of directors in replacement of those who retire by rotation and the change in total number of the Company's Board of Directors

วาระที่ 4.1 พิจารณานุมัติเลือกตั้งกรรมการแทนกรรมการที่พ้นจากตำแหน่งตามวาระ

Agenda Item 4.1 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:
- 4.1.1 นางไซศรี เนื่องสิขากเพียร
 Mrs. Kaisri Nuengsigkapien
- | | | | | | |
|---|---------|--|---------|---|---------|
| <input type="checkbox"/> เห็นด้วย | เสียง | <input type="checkbox"/> ไม่เห็นด้วย | เสียง | <input type="checkbox"/> งดออกเสียง | เสียง |
| Approve | vote(s) | Disapprove | vote(s) | Abstain | vote(s) |

- 4.1.2 นายดีลิป กุมาร์ อากาวาล
 Mr. Dilip Kumar Agarwal
- | | | | | | |
|---|---------|--|---------|---|---------|
| <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 4.2 พิจารณานุมัติการลดจำนวนกรรมการของบริษัทจากเดิม 15 ท่าน เป็น 12 ท่าน
Agenda Item 4.2 To consider and approve the reduction in the total number of directors of the Company from 15 to 12

- (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 5 พิจารณานุมัติการจ่ายค่าตอบแทนให้กับกรรมการประจำปี 2566
Agenda Item 5 To consider and approve the remuneration of directors for the Year 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:
- | | | | | | |
|---|---------|--|---------|---|---------|
| <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 6 พิจารณานุมัติการแต่งตั้งผู้สอบบัญชีของบริษัทและกำหนดค่าตอบแทนผู้สอบบัญชีประจำปี 2566
Agenda Item 6 To consider and appoint the Company's Auditor and Fix the Audit Fee for the Year 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:
- | | | | | | |
|---|---------|--|---------|---|---------|
| <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 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:
- | | | | | | |
|---|---------|--|---------|---|---------|
| <input type="checkbox"/> เห็นด้วย | เสียง | <input type="checkbox"/> ไม่เห็นด้วย | เสียง | <input type="checkbox"/> 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 หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไข เปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด 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.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

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 1/2566 ในวันอังคารที่ 25 เมษายน 2566 เวลา 14.00 น. โดยจัดการประชุมผ่านสื่ออิเล็กทรอนิกส์ (e-AGM) ตามกฎระเบียบและกฎเกณฑ์ที่เกี่ยวข้อง หรือที่จะพึงเลื่อนไปในวันและเวลาอื่นด้วย

For the meeting of the Annual General Meeting of Shareholders No. 1/2023 on Tuesday 25 April 2023 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
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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.....

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(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.
- (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)

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, gather, disclose and otherwise process your 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 your passport number), the date of birth, age, address, shareholder’s registration number, telephone number, email address (if any), any sound or video recordings, photographs.

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

- (1) from the Shareholders’ Meeting registration form, the copy of your national identification card or other identification documents 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, video recordings for the purposes of security, the Shareholders’ activities or other purposes permitted by laws, provided that such personal data collection will be made to the extent legitimate and permitted by laws and where the data subject could reasonably expect.

Remark: Identification documents submit to the Company may contain the sensitive data such as race, blood type or religion which are not necessary for the Shareholders’ Meeting. Shareholder is advised to redact such data before submitting the documents to the Company. In case the Shareholder does not redact the data, it will be regarded that such Shareholder gives us the consent to retain it.

3. Processing of your Personal Data

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

- (1) Shareholders’ Personal data will be collected in both hard copy format 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 your Personal Data

The Company retains your personal data in both hard copy 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 retain such personal data for the abovementioned purposes at least 10 years from the date the Company receives such personal data, including for the purpose of reference or audit.

5. The rights of the Data Subject

Subject to Personal Data Protection Act B.E. 2562 (A.D. 2019), the Shareholders have the right to consent, withdraw the consent, request for the rectification, object the retention, processing or disclosure, request for the erasure, or restrict the processing in relation to the personal data. The Shareholders may exercise such rights under the law 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. The Company may refuse to take actions as requested if such refusal is permitted by law.

6. Contact Details

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

Legal Department, Indorama Ventures Public Company Limited

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

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 1/2566

Form for Submission of Questions/ Suggestions in advance for Annual General Meeting of Shareholders No.1/2023

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

มีคำถาม/ข้อเสนอแนะเกี่ยวกับวาระต่างๆ ในการประชุมสามัญผู้ถือหุ้น ครั้งที่ 1/2566 ดังนี้ (wish to submit the following question(s)/ suggestion(s) relating to the agenda item(s) for the Annual General Meeting of Shareholders No. 1/2023:)

1.

2.

3.

4.

หมายเหตุ โปรดส่งแบบฟอร์มที่กรอกรายละเอียดเรียบร้อยแล้ว ภายในวันที่ 24 เมษายน 2566

Remark: Please send the filled-in Form within 24 April 2023

- 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 อาคารไอเซี่ยน ทาวเวอร์ 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