

**Notice to Attend the Annual General Meeting
of Shareholders No. 1/2025
via Electronic Means (e-AGM)**

of Indorama Ventures Public Company Limited

on Thursday 24 April 2025 at 02.00 p.m.

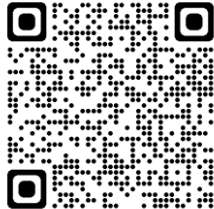
**You are requested to kindly follow the steps for attending the e-AGM as stated in
this Notice.**



Steps for registration for attending the Annual General Meeting of Shareholders No. 1/2025 via Electronic Means (e-AGM)

Process before the meeting date

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



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

The registration will open from 1 April 2025 (10.00 a.m.) until 23 April 2025 (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 who is not the Company's Independent Director</u>
<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 2025 (10.00 a.m.), please immediately contact our service provider, Quidlab Company Limited ("Quidlab"), at 02-013-4322 or email: info@quidlab.com. The Company at the time of sending the username and password through its service provider Quidlab will also send a <u>manual describing the steps for using the E-Meeting System including voting process.</u></p>	
<p><u>Process on the meeting date</u></p>	
<p>4. For attending the meeting, the shareholders can use any device, i.e. computer, laptop, tablet or smartphone. The shareholders are requested to read the manual thoroughly from the email sent by Quidlab. The online E-Meeting System will be opened 60 minutes prior to the meeting i.e. at 1.00 p.m. to facilitate the login for attending the meeting. However, the live broadcast will begin at 2.00 p.m. only.</p>	
<p>5. For casting a vote during the e-AGM, a shareholder may cast his or her vote in each agenda item to either "approve", "disapprove", or "abstain" from voting. For the shareholders who do not vote in any agenda, the system will automatically count your vote as "approved".</p>	
<p>6. In case the shareholder would like to ask questions during the e-AGM,</p> <p>(a) By message, please click on the "Ask Question" menu item, then type in the questions in the box stating the agenda item for such questions, and click "send" icon. The questions will be automatically sent to the Company for addressing in the relevant agenda item.</p> <p>(b) By voice, please click on the "Hand Symbol" menu item, and then wait for the Company approval. Once your request is approved, the Company's officer will allow you to open your camera and unmute your microphone and then you will be able to ask questions. (Note: This option is available only during the meeting where camera and microphone access is allowed by the shareholder.)</p>	
<p>For any questions that are not addressed during the meeting, the Company will post the answers on their website soonest.</p>	
<p>7. If shareholders encounter any technical problems while using the e-AGM system before or during the meeting, please contact our service provider as mentioned in item 3 above.</p>	



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Ref. No. IVL001/03/2025

14 March 2025

Subject: Invitation to attend the Annual General Meeting of Shareholders No. 1/2025**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. 1/2025 on Thursday 24 April 2025 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 2024**
- Objective and Reason** The report of the Company’s operational results for the year 2024, 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 2024 to the meeting of shareholders for acknowledgement. Details are provided in the 2024 Annual Registration Statement / Annual Report (the “**Form 56-1 One Report for the Year 2024**”), 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 2024**
- 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 2024 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 2024.
- 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 2024 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 2024, which can be downloaded from the QR Code as provided in Annex 1.
- Voting:** The resolution for this agenda requires the majority of votes of shareholders and proxy holders who attend the meeting and cast their votes.
- Agenda 3** **To consider and approve the dividend payment from the Company’s 2024 operating results**
- Objective and Reason** According to Section 115 of the Public Limited Companies Act and Article 36 of the Company’s Articles of Association, the dividend payment is required to be approved by the Shareholders at the Annual General Meeting of Shareholders. It is the Company’s



policy that dividend will be paid at not less than 30% of the net profit after tax and the appropriation to the legal reserve fund. However, the Board of Directors shall have the authority to consider waiving or amending such dividend policy subject to the condition that it will bring the greatest benefit to the Shareholders, such as to use such portion of the net profit as a reserve for debt repayment, capital investment for production expansion or as a support in case of changing market conditions which would affect the Company's future cash flows.

The Board's Opinion

It is considered appropriate for the meeting of shareholders to approve the final dividend payment from the Company's 2024 operating results to shareholders at the rate of Baht 0.70 per share. The Company has already paid an interim dividend at the rate of: (i) Baht 0.175 per share on 12 June 2024; (ii) Baht 0.175 per share on 12 September 2024; and (iii) Baht 0.175 per share on 11 December 2024, respectively.

Subject to the approval of the shareholders, the remaining dividend at the rate of Baht 0.175 per share or amounting to Baht 982,546,583.90 will be paid on 23 May 2025. The record date for specifying the list of Shareholders who have the right to receive dividend shall be on 7 May 2025. Details of the appropriation of the dividend payment are provided in Annex 2.

The Board of Directors' meeting opined that the total dividend payout ratio for the year 2024 is appropriate and in line with the Company's dividend payment policy.

Voting:

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

Agenda 4

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

Objective and Reason

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

- | | |
|-------------------------|--|
| 1. Mr. Alope Lohia | Executive Director, Vice Chairman of the Board, Chairman of the Sustainability and Risk Management Committee, and Group CEO; |
| 2. Mrs. Suchitra Lohia | Executive Director and Deputy Group CEO; |
| 3. Mr. Sanjay Ahuja | Executive Director, Member of the Sustainability and Risk Management Committee, and Chief Strategy and Transformation Officer; and |
| 4. Mr. Tevin Vongvanich | Independent Director, Chairman of the Nomination, Compensation and Corporate Governance Committee, Member of the Audit Committee, and Member of the Sustainability and Risk Management Committee |

The Company had given the opportunity to shareholders to propose any candidate for directorship through the Company's website from 5 September 2024 to 31 December 2024 and also informed through the Stock Exchange of Thailand. There was no proposal received from any shareholder.



The directors retiring by rotation, namely, Mr. Alope Lohia, Mrs. Suchitra Lohia, Mr. Sanjay Ahuja, and Mr. Tevin Vongvanich, have given their consent for reappointment to the Nomination, Compensation and Corporate Governance Committee (the “NCCG Committee”).

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

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 re-elect the following directors: Mr. Alope Lohia, Mrs. Suchitra Lohia, Mr. Sanjay Ahuja, and Mr. Tevin Vongvanich, who are due to retire by rotation, as the Company’s directors for another term as these directors possess appropriate qualifications, experience, and expertise that are beneficial to the Company.

The profiles of the retiring directors proposed for re-election 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 2025

Objective and Reason

In compliance with Section 90 of the Public Limited Companies Act and 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 2025 as recommended by the NCCG Committee to the Board as not exceeding Baht 21,000,000. Details are provided in Annex 4.

Voting:

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

Agenda 6

To consider and appoint the Company’s auditor and fix the audit fee for the year 2025

Objective and Reason

In compliance with Section 120 of the Public Limited Companies Act and 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 2025 and recommended to the Board of Directors to appoint Mr. Sumate Jangsamsee, CPA. No. 9362, or Mr. Sakda Kaothanthong, CPA. No. 4628, or Ms. Orawan Chunnakitpaisan, CPA. No. 6105, or any other Certified Public Accountant nominated by KPMG Phoomchai Audit Limited as the Company’s auditors for the year 2025. 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 2025 is proposed as not exceeding Baht 10,640,000.



The Board's Opinion It is considered appropriate for the meeting of shareholders to appoint Mr. Sumate Jangsamsee, CPA. No. 9362, or Mr. Sakda Kaothanthong, CPA. No. 4628, or Ms. Orawan Chunchakitpaisan, 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 2025 and fix the audit fee for the year 2025 as not exceeding Baht 10,640,000 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 2025 (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. 1/2025 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 items at the shareholders' meeting. However, such a matter must be proposed by shareholder(s) holding shares of not less than one-third of all the sold shares of the Company.

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 22 April 2025 (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 23 April 2025 (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 2024 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 the right to attend the Annual General Meeting of Shareholders No. 1/2025 to be on 13 March 2025 (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 2024 Annual Registration Statement / Annual Report (the “Form 56-1 One Report for the Year 2024”), including Audited Financial Statements, of the Company**QR Code for the Form 56-1 One Report for the Year 2024***

Please scan the QR Code to access information on the Company’s operational results for the year 2024 (Agenda No. 1) and the Balance Sheet and Profit and Loss Accounts for the year ended 31 December 2024 (Agenda No. 2).

In addition, Shareholders may also download the Form 56-1 One Report for the Year 2024 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 2024 will be available from 24 March 2025.*

How to scan QR Code?

Please follow the below steps:

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



Annex 2: Information on the Dividend Payment from the Company's 2024 Operating Results

For Consideration of Agenda No. 3: To consider and approve the dividend payment from the Company's 2024 operating results

▪ **Dividend Policy of the Company**

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

▪ **Proposed Dividend Payment**

The Board of Directors' Meeting No. 2/2025 held on 26 February 2025 resolved the payment of dividend from the profit of Company's 2024 operating results to shareholders at the rate of Baht 0.70 per share. The Company has already paid interim dividends at the rate of: (i) Baht 0.175 per share on 12 June 2024; (ii) Baht 0.175 per share on 12 September 2024; and (iii) Baht 0.175 per share on 11 December 2024, respectively.

Subject to the approval of the shareholders, the remaining dividend at the rate of Baht 0.175 per share or amounting to Baht 982,546,583.90 will be paid on 23 May 2025. The dividend shall be paid from the profit of Company's 2024 operating results (Separate Financial Statement).

Details of dividend payment for the performance year 2024 compared with the year 2023 are as follows:

Details of Dividend Payment	2024	2023
Final Dividend per share for the Year (Baht per share)	0.70	0.925
- 1 st Interim dividend paid during the year (Baht per share)	0.175	0.25
- 2 nd interim dividend paid during the year (Baht per share)	0.175	0.25
- 3 rd interim dividend paid during the year (Baht per share)	0.175	0.25
- Final dividend (Baht per share)	0.175	0.175
Total amount of the dividend (Million Baht)	3,930.19	5,193.46
Net profit of IVL Company only (Separate Financial Statement) (Million Baht)	9,908.97	9,693.34
Dividend payout ratio based on Company's net profit	40%	54%
Number of shares having the right to receive dividend	5,614,551,908	5,614,551,908

The record date for specifying the list of Shareholders who have the right to receive dividend shall be on 7 May 2025.

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



Annex 3: Profiles of the retiring directors proposed for re-election and Qualification of Independent Director

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

A. Profiles of retiring directors proposed for re-election

Name: Mr. Alope Lohia
Director Type: Executive Director
Present Position: Executive Director, Vice Chairman of the Board, Chairman of the Sustainability and Risk Management Committee, and Group Chief Executive Officer
Age: 66
Family Relation with Other Executives: Spouse of Mrs. Suchitra Lohia
 Brother of Mr. Sri Prakash Lohia
 Father of Mr. Yashovardhan Lohia
Appointment Date of Directorship: 19 September 2009



No. of Years as Director of IVL: 15 years 7 months (as on April 2025)
Education:

- Honorary Doctorate Degree, Faculty of Science, Chulalongkorn University
- Honorary PhD Degree of Business Administration, Rajamangala University of Technology Thanyaburi, Thailand
- Bachelor of Commerce, Delhi University, India

Training Program:

- Director Accreditation Program (DAP) Class No. 65/2007, Thai Institute of Directors, Thailand

Working Experience

Other Listed Companies in SET / MAI

-None-

Other Companies and/or Organizations (18 Companies/Organizations) (as on 31 December 2024)

2022 - Present	Director Indazio Holdings Limited
2022 - Present	Director Indorama Investment Advisors Pte. Ltd.
2016 - Present	Director Viraa Limited
2015 - Present	Director Capialla Limited
2014 - Present	Director Aurelius Holdings Limited
2012 - Present	Director Vega Aviation Limited
2012 - Present	Director Brookgrange Investments Limited



2012 - Present	Commissioner PT. Indorama Polypet Indonesia
2011 - Present	Director Auctus Holdings Limited
2011 - Present	Director PT. Indorama Polychem Indonesia
2011 - Present	Commissioner PT. Indorama Petrochemicals
2011 - Present	Commissioner PT. Indorama Ventures Indonesia
2011 - Present	Commissioner PT. Indorama Polyester Industries Indonesia
2009 - Present	Chairman Indorama Resources Limited
2008 - Present	Chairman Beacon Chemicals Ltd.
2004 - Present	Director Canopus International Limited
1997 - Present	Director VOX Investment Limited
1996 - Present	Director Petform (Thailand) Limited

Connected business that may have Conflicts of Interest:

% of shareholding in IVL (as of 31 December 2024) -None-
1,000,010 shares or 0.018%

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



Name: Mrs. Suchitra Lohia
Director Type: Executive Director
Present Position: Executive Director and Deputy Group CEO
Age: 61
Family Relation with Other Executives: Spouse of Mr. Alope Lohia
 Mother of Mr. Yashovardhan Lohia
Appointment Date of Directorship: 19 September 2009
No. of Years as Director of IVL: 15 years 7 months (as on April 2025)



Education:

- Bachelor of Commerce, Delhi University, India
- Owner President Management Program, Harvard Business School

Training Program:

- Capital Market Academy Leadership Program, Capital Market Academy (Class 14), Thailand
- Director Accreditation Program (DAP) Class No. 108/2014, Thai Institute of Directors, Thailand

Working Experience

Other Listed Companies in SET/ MAI

- None -

**Other Companies and/or Organizations (21 Companies/Organizations)
(as on 31 December 2024)**

2022 - Present	Director Indazio Holdings Limited
2022 - Present	Director Lumenis Investments Limited
2019 - Present	Chairperson IVL Foundation
2019 - Present	Director Volta Circle Limited
2016 - Present	Director Viraa Limited
2015 - Present	Director Capialla Limited
2015 - Present	Director QAMA Investments Limited
2014 - Present	Director Aurelius Holdings Limited
2012 - Present	Director Vega Aviation Limited
2012 - Present	Director Brookgrange Investments Limited
2011 - Present	Director Auctus Holdings Limited
2011 - Present	Commissioner PT. Indorama Polychem Indonesia



2011 - Present	Commissioner PT. Indorama Petrochemicals
2011 - Present	Commissioner PT. Indorama Ventures Indonesia
2011 - Present	Commissioner PT. Indorama Polyester Industries Indonesia
2011 - Present	Commissioner PT. Indorama Polypet Indonesia
2009 - Present	Director Indorama Resources Limited
2008 - Present	Director Beacon Chemicals Ltd.
2004 - Present	Director Canopus Internation Ltd.
1997 - Present	Director VOX Investment Limited
1996 - Present	Director Petform (Thailand) Limited
Connected business that may have Conflicts of Interest:	-None-
% of shareholding in IVL (as of 31 December 2024)	-None- (held by her spouse 1,000,010 shares or 0.018%)
Meeting Attendance: Board Meeting:	5 meetings in total; 5 meetings attended
Legal Dispute during the past 10 years:	- None-
Nomination Criteria:	The NCCG Committee, having carefully reviewed the qualifications, experience, and expertise of Mrs. Suchitra Lohia and her contributions to the Company during her past tenure, has deemed it appropriate to reappoint Mrs. Suchitra Lohia as she possesses appropriate qualifications, experience, and expertise that are beneficial to the Company and thus recommends her reappointment.



Name: Mr. Sanjay Ahuja
Director Type: Executive Director
Present Position: Executive Director, Member of the Sustainability and Risk Management Committee, and Chief Strategy and Transformer officer



Age: 56
Family Relation with Other Executives: -None-
Appointment Date of Directorship: 13 November 2015

No. of Years as Director of IVL: 9 years 5 months (as on April 2025)

Education:

- Chartered Accountant, The Institute of Chartered Accountants of India, India

Training Program:

- Director Certification Program (DCP) Class No.175/2013, Thai Institute of Directors, Thailand
- E-learning CFO Refresh, Training for Continuing Accounting Knowledge (CFO's Refresh Course), Thailand Securities Institute (TSI), The Stock Exchange of Thailand (SET) in 2020
- E-learning CFO Orientation, Accounting and Financial Preparation (CFO's Orientation Course), Thailand Securities Institute (TSI), The Stock Exchange of Thailand (SET) in 2020
- Fundamentals Course - Young accountants should know, an accounting training institute, CPD Tutor in 2021
- Board Risk Governance Training, Control Risks, in 2022

Working Experience

Other Listed Companies in SET / MAI

- None -

Other Companies and/or Organizations (6 Companies/Organizations) (as on 31 December 2024)

2018 - Present	Director Indorama Polymers Public Company Limited
2016 - Present	Director IVL Dhunseri Petrochem Industries Private Limited
2015 - Present	Director TPT Petrochemicals Public Company Limited
2013 - Present	Director Indorama Ventures Global Services Limited
2013 - Present	Managing Director Indorama Ventures Europe B.V.
2012 - Present	Director Indorama Ventures Investments & Holdings Pte. Ltd.

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

% of shareholding in IVL (as of 31 December 2024) 135,131 shares or 0.002%



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, having carefully reviewed the qualifications, experience, and expertise of Mr. Sanjay Ahuja and his contributions to the Company during his past tenure, has deemed it appropriate to reappoint him for another term as he possesses appropriate qualifications, experience, and expertise that are beneficial to the Company and thus recommends his reappointment.



Name: Mr. Tevin Vongvanich
Director Type: Independent Director
Present Position: Independent Director, Chairman of Nomination, Compensation and Corporate Governance Committee, Member of Audit Committee, and Member of the Sustainability and Risk Management Committee



Age: 66

Family Relation with Other Executives: -None-

Appointment Date of Directorship: 24 April 2019

No. of Years as Director of IVL: 6 years (as on April 2025)

No. of Years as Director of IVL (if he is re-elected): 9 years (as on April 2028)

Education:

- Honorary Doctorate Degree, Faculty of Engineering, Chulalongkorn University, Thailand
- Honorary Doctorate of Philosophy, Civil Engineering Department, Faculty of Industry and Technology, Rajamangala University of Technology Isan, Thailand
- M.Sc. (Petroleum Engineering), University of Houston, USA
- M.Sc. (Chemical Engineering), Rice University, USA
- B.Eng. (Chemical Engineering) (1st Hons.), Chulalongkorn University, Thailand

Training Program:

- Thai Institute of Directors Association (IOD), Thailand
 - Director Certification Program (DCP), Class 21/2002
 - Financial Statements for Directors (FSD), Class 6/2009
 - Role of the Compensation Committee (RCC), Class 13/2011
 - Role of the Compensation Committee (RCC), Class 13/2011
 - Anti-Corruption for Executive Program (ACEP), Class 15/2015
 - Ethical Leadership Program (ELP), Class 7/2017
 - Hot Issues for Directors: Climate Governance, Class 4/2023
- Senior Executive Program (SEP), Class 7, Sasin Graduate Institute of Business Administration, Chulalongkorn University
- Program for Global Leadership (PGL), Class 3, Harvard Business School, USA
- Democratic Politics and Governance for High-Level Administrators Program, Class 10, King Prajadhipok's Institute
- Capital Market Academy Leadership Programs, Class 6, The Stock Exchange of Thailand
- Diploma, National Defence College, the Joint State-Private Sector Course, Class 22, National Defence College.
- Program for Senior Executives on Justice Administrative, Class 16, Office of the Judiciary
- Corporate Governance for Directors and Senior Executives of State Enterprises and Public Organizations, Class 7, Public Director Institute (PDI), King Prajadhipok's Institute



- Certificate in Top Executive Program in Energy Literacy for a Sustainable Future (Class 3/2013), Thailand Energy Academy
- Board Risk Governance Training, Control Risks, in 2022

Working Experience

Other Listed Companies in SET/ MAI (2 Companies)

2019 - Present	Vice Chairman of the Board Berli Jucker Public Company Limited
2019 - Present	Independent Director, Chairman of Risk Management Committee and Member of the Corporate Governance Committee Amata Corporation Public Company Limited

Other Companies and/or Organizations (6 Companies/Organizations)

(as on 31 December 2024)

2024 - Present	Chairman of the Board Nice Group Holding Corp Co., Ltd.
2022 - Present	Committee KMUTT University Council
2020 - Present	Committee Chulalongkorn University Council
2019 - Present	Chairman of the Board InnoSpace (Thailand) Co., Ltd.
2014 - Present	Director to the Board of Trustees Thailand Management Association (TMA)
2011 - Present	Fellow Member Thai Institute of Directors Association (IOD)

Connected business that may have Conflicts of Interest:

-None-

% of shareholding in IVL (as of 31 December 2024)

200,000 shares or 0.004%

Meeting Attendance:

Board Meeting:	5 meetings in total; 5 meetings attended
Audit Committee Meeting:	6 meetings in total; 6 meetings attended
Nomination, Compensation and Corporate Governance Committee Meeting:	2 meetings in total; 2 meetings attended
Sustainability and Risk Management Committee Meeting:	4 meetings in total; 4 meetings attended

Legal Dispute during the past 10 years:

-None-

Nomination Criteria:

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



Additional Qualification of the Independent Director

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

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



B. 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 2025

For Consideration of Agenda No. 5: To consider and approve the remuneration of directors for the Year 2025

Proposed remuneration for the year 2025

The Board reviewed and recommended to the shareholders the remuneration of the Independent and Non-Executive Directors for the year 2025 and the annual bonus for all IVL Directors payable for the year 2024 performance as recommended by the Nomination, Compensation and Corporate Governance Committee (“**NCCG Committee**”).

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

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

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

There have been no changes made to the current retainer fee for the Independent and Non-Executive Directors for the year 2025.

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. 2/2025 dated 26 February 2025 has considered the remuneration of Directors for the year 2025 as recommended by the NCCG Committee as not exceeding Baht 21,000,000. The Board has resolved to recommend to the Annual General Meeting of Shareholders No. 1/2025 to approve the remuneration of Directors for the year 2025 with comparison with previous year as follows:

Total Remuneration

	2025 (Baht)	2024 (Baht)
Proposed for Shareholders’ approval/ Approved (Monetary)	21,000,000*	24,000,000
Other Remuneration and/or Benefits Proposed for Shareholders’ approval/ approved	-None-	-None-
Payable/Actual Paid for the year	20,680,000	23,100,000

* 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 2025.



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)	2025 Proposed Amount (Baht)	Amount (Baht/Month)	2024 Actual Paid (Baht)
1	Mr. Sri Prakash Lohia (Chairman)	100,000	1,200,000	100,000	1,200,000
2	Mr. Amit Lohia	80,000	960,000	80,000	960,000
3	Mr. Rathian Srimongkol	80,000	960,000	80,000	960,000
4	Mr. Tevin Vongvanich	80,000	960,000	80,000	960,000
5	Mrs. Kaisri Nuengsigkapan	80,000	960,000	80,000	960,000
6	Dr. Harald Link	80,000	960,000	80,000	960,000
7	Ms. Niramarn Laisathit*	80,000	960,000	80,000	640,000
8	Mr. Russell Leighton Kekuewa*	-	-	80,000	320,000
	Total		6,960,000	Total	6,960,000

* Remuneration for Mr. Russell Leighton Kekuewa was paid up to April 2024 (4 months), while Ms. Niramarn Laisathit's remuneration has been paid from May 2024 (8 months).

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

No.	Members	Amount (Baht/Month)	2025 Proposed Amount (Baht)	2024 Actual Paid (Baht)
1	Mr. Rathian Srimongkol (Chairman)	75,000	900,000	900,000
2	Mr. Tevin Vongvanich	50,000	600,000	600,000
3	Mrs. Kaisri Nuengsigkapan	50,000	600,000	600,000
	Total		2,100,000	2,100,000

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

No.	Members	Amount (Baht/Month)	2025 Proposed Amount (Baht)	2024 Actual Paid (Baht)
1	Mr. Tevin Vongvanich (Chairman)*	35,000	420,000	280,000
2	Mrs. Kaisri Nuengsigkapan	25,000	300,000	300,000
3	Dr. Harald Link	25,000	300,000	300,000
4	Mr. Russell Leighton Kekuewa (Chairman)*	35,000	-	140,000
	Total		1,020,000	1,020,000

* Mr. Tevin Vongvanich was appointed as Chairman of the NCCG Committee, effective May 2024, replacing Mr. Russell Leighton Kekuewa. Therefore, his remuneration as Chairman of the NCCG Committee has been paid from May 2024 (8 months). Mr. Russell Leighton Kekuewa's remuneration was paid up to April 2024 (4 months).

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

No.	Members	Amount (Baht/Month)	2025 Proposed Amount (Baht)	2024 Actual Paid (Baht)
1	Mr. Rathian Srimongkol	25,000	300,000	300,000
2	Mr. Tevin Vongvanich	25,000	300,000	300,000
3	Mr. Russell Leighton Kekuewa*	25,000	-	100,000
	Total		600,000	700,000

* Mr. Russell Leighton Kekuewa's remuneration was paid up to April 2024 (4 months).

2) Bonus for all Directors on the Board

No.	Directors	2025 Proposed Bonus ⁺ (Baht)	2024 Bonus ⁺⁺ Actual Paid (Baht)
1	Mr. Sri Prakash Lohia	1,132,080	1,296,840
2	Mr. Alope Lohia	1,132,080	1,296,840
3	Mrs. Suchitra Lohia	754,720	864,560
4	Mr. Amit Lohia	754,720	864,560
5	Mr. Yashovardhan Lohia	754,720	864,560
6	Mr. Dilip Kumar Agarwal	754,720	864,560
7	Mr. Sanjay Ahuja	754,720	864,560
8	Mr. Rathian Srimongkol	1,132,080	1,296,840
9	Mr. Tevin Vongvanich	896,230	648,440
10	Mrs. Kaisri Nuengsigkapan	754,720	864,560
11	Dr. Harald Link	377,360	864,560
12	Ms. Niramarn Laisathit*	660,380	-
13	Mr. Russell Leighton Kekuewa*	141,470	1,080,700
14	Mr. Udey Paul Singh Gill**	-	216,140
15	Dr. Siri Ganjarerndee**	-	216,140
16	Mr. Kanit Si**	-	216,140
	Total	10,000,000	12,320,000

⁺ Based on 2024 performance.

⁺⁺ Based on 2023 performance.

* Mr. Russell Leighton Kekuewa retired at the AGM 2024, held on April 25, 2024, and Ms. Niramarn Laisathit was appointed as a new Independent Director, replacing Mr. Russell Leighton Kekuewa.

** Mr. Uday Gill, Dr. Siri Ganjarerndee, and Mr. Kanit Si retired at the AGM 2023 held on April 25, 2023.

3) Other Remuneration and/or Benefits

-None-

Annex 5: Information on the Company's Auditor and Audit Fee for the Year 2025

For Consideration of Agenda No. 6: To consider and appoint the Company's auditor and fix the audit fee for the year 2025

Audit Committee's Opinion

The Audit Committee Meeting No. 2/2025 held on 26 February 2025 expressed their satisfaction on the audit performance and efforts of KPMG Phoomchai Audit Limited for the financial year ended 2024 and recommended to the Board for their reappointment together with the audit fee as not exceeding Baht 10,640,000 for the year 2025, 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. 2/2025 held on 26 February 2025, considered and recommend to the shareholders for reappointing the Company's auditors, KPMG Phoomchai Audit Limited, and fixing the audit fee for the year 2025 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. Sumate Jangsamsee	9362	-	3
2. Mr. Sakda Kaothanthong	4628	-	2
3. Ms. Orawan Chunchakitpaisan	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 2025

The proposed audit fee of the Company for the year 2025 shall not be exceeding Baht 10,640,000, excluding out of pocket expenses.

Comparison of the Company audit fee with the previous year:

Description	Paid in 2024 (Baht)	Proposed for 2025 (Baht)	Increase (%)
Annual Audit Fee	10,100,000	10,640,000	5.35%

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	2023 (Million Baht)	2024 (Million Baht)
1. The total audit fees for IVL and all its subsidiaries, jointly-controlled entities and associates globally	249	252
<i>a) Payment to KPMG Phoomchai Audit Limited and other members firms of KPMG Phoomchai Audit Limited</i>	210	210
<i>b) Other Audit firms</i>	39	42
2. The total non-audit fees paid to member firms of KPMG International other than KPMG Phoomchai Audit Limited*	165	61

* 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. 1/2025 on Thursday 24 April 2025 at 02.00 p.m. via electronic means (“e-AGM”), in accordance with the prescribed rules and regulations, for considering various agenda as mentioned in the Notice.

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

- 1 **Name:** Mr. Rathian Srimongkol
Positions: Lead Independent Director;
Vice Chairman of the Board;
Chairman of the Audit Committee; and
Member of the Sustainability and Risk Management Committee
Age: 65 years
Address: 75/80-81 Ocean Tower 2, 32nd Floor, Soi Sukhumvit 19 (Wattana),
Klongtoey Neur, Wattana, Bangkok 10110, Thailand

Interests in the agenda item(s) of this Meeting	Interest
Agenda Nos. 1, 2, 3, 4, 5, and 6	No

- 2 **Name:** Mr. Tevin Vongvanich
Positions: Independent Director;
Chairman of the Nomination, Compensation and Corporate Governance
Committee;
Member of the Audit Committee; and
Member of the Sustainability and Risk Management Committee
Age: 66 years
Address: 75/80-81 Ocean Tower 2, 32nd Floor, Soi Sukhumvit 19 (Wattana),
Klongtoey Nua, Wattana, Bangkok 10110, Thailand

Interests in the agenda item(s) of this Meeting	Interest
Agenda No. 4 To consider and approve the election of directors in replacement of those who retire by rotation	Yes
Other Agenda (Nos. 1, 2, 3, 5, and 6), excluding Agenda No. 4	No

- 3 **Name:** Mrs. Kaisri Nuengsigkapan
Positions: Independent Director;
Member of the Audit Committee; and
Member of the Nomination, Compensation and Corporate Governance
Committee
Age: 63 years
Address: 75/80-81 Ocean Tower 2, 32nd Floor, Soi Sukhumvit 19 (Wattana),
Klongtoey Neur, Wattana, Bangkok 10110, Thailand

Interests in the agenda item(s) of this Meeting	Interest
Agenda Nos. 1, 2, 3, 4, 5, and 6	No



In case of the shareholder appoints the above-mentioned independent directors to be his/her proxy, please return the completed and signed Proxy Form, together with all supporting documents as specified in Annex 10 (Guidelines for Proxy Appointment) to the Company **by 22 April 2025 (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 _____ Aumphur _____ 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 _____ Aumphur _____
Province _____ Post Code _____ or

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

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

To be my/our representative to attend and vote on my/our behalf at **the Annual General Meeting of Shareholders’ No. 1/2025** of the Company which will be held on **Thursday 24 April 2025 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. 1/2025 of the Company**, which will be held on **Thursday 24 April 2025 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 2024
- Agenda 2: To consider and approve the Balance Sheet and Profit and Loss Accounts for the year ended 31 December 2024
 - (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate
 - (b) The proxy holder shall vote in accordance with my wish as follows:
 - Approve Disapprove Abstain
- Agenda 3: To consider and approve the dividend payment from the Company’s 2024 operating results
 - (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate
 - (b) The proxy holder shall vote in accordance with my wish as follows:
 - Approve Disapprove Abstain
- Agenda 4: To consider and approve the election of directors in replacement of those who retire by rotation
 - (a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate



- (b) The proxy holder shall vote in accordance with my wish as follows:
 - 4.1 Mr. Alope Lohia
 - Approve Disapprove Abstain
 - 4.2 Mrs. Suchitra Lohia
 - Approve Disapprove Abstain
 - 4.3 Mr. Sanjay Ahuja
 - Approve Disapprove Abstain
 - 4.4 Mr. Tevin Vongvanich
 - Approve Disapprove Abstain
- Agenda 5: To consider and approve the remuneration of directors for the year 2025
 - (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 2025
 - (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. 1/2025** of Indorama Ventures Public Company Limited, which will be held on **Thursday 24 April 2025 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 เขียนที่.....
Shareholders register no. 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
ซึ่งเป็นผู้ถือหุ้นของ**บริษัท อินโดรามา เวนเจอร์ส จำกัด (มหาชน) (“บริษัท”)**
being a shareholder of Indorama Ventures Public Company Limited (“Company”)

โดยถือหุ้นจำนวนทั้งสิ้นรวม	หุ้น	และออกเสียงลงคะแนนได้เท่ากับ	เสียง ดังนี้
holding the total amount of	shares	and have the right to vote equal to	votes as follows:
<input type="checkbox"/> หุ้นสามัญ	หุ้น	ออกเสียงลงคะแนนได้เท่ากับ	เสียง
ordinary share	shares	and have the right to vote equal to	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



- 4.2 นางสุจิตรา โลเฮีย
Mrs. Suchitra Lohia
 เห็นด้วย เสียง ไม่เห็นด้วย เสียง งดออกเสียง เสียง
 Approve vote(s) Disapprove vote(s) Abstain vote(s)
- 4.3 นายชันเจย์ อาฮูจา
Mr. Sanjay Ahuja
 เห็นด้วย เสียง ไม่เห็นด้วย เสียง งดออกเสียง เสียง
 Approve vote(s) Disapprove vote(s) Abstain vote(s)
- 4.4 นายเทวินทร์ วงศ์วานิช
Mr. Tevin Vongvanich
 เห็นด้วย เสียง ไม่เห็นด้วย เสียง งดออกเสียง เสียง
 Approve vote(s) Disapprove vote(s) Abstain vote(s)

วาระที่ 5 พิจารณานุมัติการจ่ายค่าตอบแทนให้กับกรรมการประจำปี 2568

Agenda Item 5 To consider and approve the remuneration of directors for the Year 2025

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

วาระที่ 6 พิจารณานุมัติการแต่งตั้งผู้สอบบัญชีของบริษัทและกำหนดค่าตอบแทนผู้สอบบัญชีประจำปี 2568

Agenda Item 6 To consider and appoint the Company's Auditor and Fix the Audit Fee for the Year 2025

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

วาระที่ 7 พิจารณาเรื่องอื่นๆ (ถ้ามี)

Agenda Item 7 Any other businesses (if any)

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

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้อง และไม่ใช่ว่าเป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

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 รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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



กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีและผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

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

- 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.
- หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ
Documents and evidences to be enclosed with the proxy form are:
 - หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน
Power of attorney from the shareholder authorizes a custodian to sign the Proxy Form on behalf of the shareholder
 - หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน
Letter of certification to certify that the Proxy Form have a permit to act as a custodian.
- 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.
- 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.



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 at the meeting.



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

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

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

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

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

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

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



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

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

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

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

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

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

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



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

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

1. Purposes and Necessity for Collecting Personal Data

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

2. Collected Personal Data and Source of Collection

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

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

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

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

3. Processing of Personal Data

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

- (1) Shareholders’ personal data will be collected in paper form and electronic form and disclosed to the relevant information technology service providers for the conduct or in the course of the Shareholders’ Meeting such as the registration, verification and processing of the required shareholders’ quorum, and votes counting;
- (2) Shareholders’ personal data may be disclosed to the relevant authorities to the extent required by the statutory obligation, such as the filing of minutes of Shareholders’ Meeting and the shareholders registry to the Department of Business Development, the Ministry of Commerce and the Stock Exchange of Thailand; and/or

- (3) Shareholders' personal data will be processed as deemed necessary for the benefit of Shareholders, such as the disclosure to the relevant bank for your dividend (if any).

4. Maintenance and retention of Personal Data

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

5. The rights of the Data Subject

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

6. Contact Details

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

Indorama Ventures Public Company Limited

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

Attention: Data Protection Office (Corporate Legal Department)

Telephone Number: +66 2 661 6661 ext. 636

Email: dpo@indorama.net



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

แบบฟอร์มการส่งคำถาม/ข้อเสนอแนะล่วงหน้าสำหรับการประชุมสามัญผู้ถือหุ้น ครั้งที่ 1/2568

Form for Submission of Questions/ Suggestions in advance for Annual General Meeting of Shareholders No.1/2025

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 1/2568 ดังนี้ (wish to submit the following question(s)/ suggestion(s) relating to the agenda item(s) for the Annual General Meeting of Shareholders No. 1/2025:)

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2.
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หมายเหตุ โปรดส่งแบบฟอร์มที่กรอกรายละเอียดเรียบร้อยแล้ว ภายในวันที่ 23 เมษายน 2568

Remark: Please send the filled-in Form within 23 April 2025

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

