

Ref.No.IVL003/04/2019

24th April 2019

President
The Stock Exchange of Thailand

Subject: Resolution of the Annual General Meeting of Shareholders No. 1/2019

Indorama Ventures Public Company Limited (the “Company”) held the Annual General Meeting of Shareholders No. 1/2019 on Wednesday, 24th April 2019 at 02.00 p.m. at Chadra Ballroom, Siam Kempinski Hotel Bangkok, 991/9 Rama 1 Road, Pathumwan, Bangkok, 10330, Thailand.

The Meeting started with 3,138 shareholders in person and by proxy, representing 4,757,341,391 shares, equivalent to 84.7323%. The Meeting passed the following resolutions as below:

- Adopted the Minutes of the Annual General Meeting of Shareholders No. 1/2018 dated 26th April 2018. The Meeting has passed the resolution by majority votes of the shareholders and proxy holders who attended the Meeting and cast their votes as follows:

Approved:	4,760,663,297	vote(s)	equivalent to:	99.9999	%
Disapproved:	1,000	vote(s)	equivalent to:	0.0000	%
Abstained:	214,841	vote(s)			
Voided Ballots:	0	vote(s)			

- Acknowledged the report on the Company’s operational results for the year 2018.
- Approved the Balance Sheet and Profit and Loss Accounts for the year ended 31st December 2018. The Meeting has passed the resolution by majority votes of the shareholders and proxy holders who attended the Meeting and cast their votes as follows:

Approved:	4,760,010,707	vote(s)	equivalent to:	99.9972	%
Disapproved:	132,000	vote(s)	equivalent to:	0.0027	%
Abstained:	1,728,723	vote(s)			
Voided Ballots:	0	vote(s)			

- Approved the dividend payment from the Company’s 2018 operating results to shareholders at the rate of Baht 1.40 per share. The Company has paid an interim dividend at the rate of Baht 0.70 and 0.35 per share on 4th September 2018 and 18th December 2018, respectively. The Company will pay the remaining dividend at the rate of Baht 0.35 per share on 23rd May 2019. The record date for specifying the list of shareholders who have right to receive dividend shall be on 9th May 2019. The Meeting has passed the resolution by majority votes of the shareholders and proxy holders who attended the Meeting and cast their votes as follows:

Approved:	4,761,653,891	vote(s)	equivalent to:	99.9999	%
Disapproved:	3,281	vote(s)	equivalent to:	0.0000	%
Abstained:	214,260	vote(s)			
Voided Ballots:	0	vote(s)			

- Approved the re-election of: (1) Mr. Amit Lohia, (2) Mr. Alope Lohia, (3) Mr. Sri Prakash Lohia, (4) Mrs. Suchitra Lohia, and (5) Mr. Sanjay Ahuja, to serve as directors for another term. The Meeting has passed the resolution by majority votes of the shareholders and proxy holders who attended the Meeting and cast their votes as follows:

(1) Mr. Amit Lohia – Non-executive Director;

Approved:	4,366,904,943	vote(s)	equivalent to:	91.7354	%
Disapproved:	393,419,376	vote(s)	equivalent to:	8.2645	%
Abstained:	1,547,113	vote(s)			
Voided Ballots:	0	vote(s)			

(2) Mr. Alope Lohia – Vice Chairman of the Board, Executive Director, Chairman of the Sustainability and Risk Management Committee, and Group Chief Executive Officer;

Approved:	4,752,301,833	vote(s)	equivalent to:	99.8036	%
Disapproved:	9,351,086	vote(s)	equivalent to:	0.1963	%
Abstained:	218,313	vote(s)			
Voided Ballots:	200	vote(s)			

(3) Mr. Sri Prakash Lohia – Chairman of the Board and Non-executive director;

Approved:	4,704,448,752	vote(s)	equivalent to:	98.7987	%
Disapproved:	57,200,167	vote(s)	equivalent to:	1.2012	%
Abstained:	220,313	vote(s)			
Voided Ballots:	2,200	vote(s)			

(4) Mrs. Suchitra Lohia - Executive Director and Chairperson of Corporate Social Responsibility Committee;

Approved:	4,731,131,247	vote(s)	equivalent to:	99.3590	%
Disapproved:	30,519,672	vote(s)	equivalent to:	0.6409	%
Abstained:	220,313	vote(s)			
Voided Ballots:	200	vote(s)			

(5) Mr. Sanjay Ahuja - Executive Director and Chief Financial Officer

Approved:	4,731,247,466	vote(s)	equivalent to:	99.3615	%
Disapproved:	30,400,372	vote(s)	equivalent to:	0.6384	%
Abstained:	223,594	vote(s)			
Voided Ballots:	0	vote(s)			

6. Approved the increase in number of member of the Company’s Board of Directors from 14 directors to 16 directors by appointing two new directors of the Company, namely; (1) Mr. Tevin Vongvanich, as an Independent Director (2) Mr. Yashovardhan Lohia, as an Executive Director. The Meeting has passed the resolution by majority votes of the shareholders and proxy holders who attended the Meeting and cast their votes as follows:

(1) Mr. Tevin Vongvanich - as an Independent Director;

Approved:	4,747,575,266	vote(s)	equivalent to:	99.7030	%
Disapproved:	14,137,753	vote(s)	equivalent to:	0.2969	%
Abstained:	219,813	vote(s)			
Voided Ballots:	0	vote(s)			

(2) Mr. Yashovardhan Lohia - as an Executive Director;

Approved:	4,733,541,113	vote(s)	equivalent to:	99.4084	%
Disapproved:	28,166,825	vote(s)	equivalent to:	0.5915	%
Abstained:	222,894	vote(s)			
Voided Ballots:	2,000	vote(s)			

7. Approved the remuneration of directors for the year 2019 as not exceeding Baht 30,000,000. The Meeting has passed the resolution by not less than two-thirds of the total number of votes of the shareholders and proxy holders who attended the Meeting as follows:

Approved:	4,756,945,915	vote(s)	equivalent to:	99.8952	%
Disapproved:	4,656,422	vote(s)	equivalent to:	0.0977	%
Abstained:	330,495	vote(s)	equivalent to:	0.0069	%
Voided Ballots:	0	vote(s)	equivalent to:	0.0000	%

8. Approved the appointment of Mr. Sumate Jangsamsee, CPA. No. 9362; or Mr. Sakda Kaothanthong, CPA. No. 4628; or Mr. Charoen Phosamritlert, CPA. No. 4068; or any other Certified Public Accountant nominated by KPMG Phoomchai Audit Co., Ltd., as the auditor of the Company and approved the audit fee for the year 2019 as not exceeding Baht 8,500,000. The Meeting has passed the resolution by majority votes of the shareholders and proxy holders who attended the Meeting and cast their votes as follows:

Approved:	4,745,795,890	vote(s)	equivalent to:	99.6656	%
Disapproved:	15,922,182	vote(s)	equivalent to:	0.3343	%
Abstained:	214,760	vote(s)			
Voided Ballots:	0	vote(s)			

9. Approved the issuance and offering of Debentures in an additional amount not exceeding Baht 75 Billion with details as follows:

Type of Debentures:

Any and all types of debentures, with and/or without a name registered, secured and/or unsecured debentures, with and/or without debentureholders' representative, subordinated and/or unsubordinated debentures, and perpetual and/or tenured, depending on market conditions or any other factor at the time of offering.

Size of Debentures:

In an additional amount not exceeding Baht 75 Billion (Seventy Five Billion Baht) by issuing either single or multiple offerings, and when combined with the existing authorized amount of Baht 75 Billion, the combined total amount will not exceed Baht 150 Billion.

Denomination:

In Baht and/or the equivalent in other currencies.

Interest Rate:

Depending on market conditions at the time of offering.

Maturity:

Not exceeding 20 years from the issuance date of each issuance in the case of debentures other than those that are perpetual. In the case of perpetual debentures, the maturity could be perpetual, subject to requirements as prescribed by the regulations of the Capital Market Supervisory Board and/or the Office of the Securities and Exchange Commission.

Debenture Redemption:

Debentureholders and/or the Company may or may not have the right to redeem debentures prior to their maturity, depending on their respective terms and conditions of each debenture issuance.

Offering:

Debentures may be offered domestically and/or internationally, in a form of public offering and/or a private placement, and may be offered to high-net worth investors, and/or local institutional investors and/or foreign institutional investors in accordance with the regulations of the Capital Market Supervisory Board, the Securities and Exchange Commission, and/or other relevant regulations which are in force at the time of issuance of debentures.

Special Conditions:

If the Company redeems or repays debentures, the Company will be entitled to re-issue debentures to replace those that are redeemed or repaid (on a revolving basis), provided that such reissuance, when combined with other outstanding debentures, does not cause the aggregate amount to exceed the maximum amount of debentures that has been approved by the shareholders' meeting.

In this regard, the Board of Directors and/or any Executive Director and/or Group CEO and/or any person designated thereby shall be authorized to determine any terms, conditions and other details necessary for, and pertinent to, the issuance and offering for sale of the debentures, such as the determination of the name, offering amount at each issuance, type, security (if any), offering price per unit, term, maturity period, redemption period, right of early redemption, interest rate, principal repayment method, allocation method, details of offering etc. as well as to arrange for the registration of such debentures with the Thai Bond Market Association or any other secondary market, and the appointment of a financial advisor, underwriter, credit rating agency, asset appraiser, legal advisor, registrar, debentureholders' representative or other relevant advisors or any persons who are relevant to the issuance and offering of debentures, and to enter into, agree upon, sign any documents and other relevant agreements as well as to contact, provide information, submit applications or documents to the Office of the Securities and Exchange Commission or other relevant authorities, and to take any other action necessary for, and pertinent to, the issuance and offering of debentures.

The Meeting has passed the resolution by not less than three-fourths of the total number of votes of the shareholders and proxy holders who attend the meeting and have the right to vote as follows:

Approved:	4,740,391,251	vote(s)	equivalent to:	99.5476	%
Disapproved:	21,311,754	vote(s)	equivalent to:	0.4475	%
Abstained:	229,827	vote(s)	equivalent to:	0.0048	%
Voided Ballots:	0	vote(s)	equivalent to:	0.0000	%

The Meeting closed with 3,627 shareholders in person and by proxy, representing 4,761,932,832 shares, equivalent to 84.8141 %.

Please be informed accordingly.

Sincerely yours,

(Mr. Souvik Roy Chowdhury)
Company Secretary

