

Ref.No.IVL002/08/2021

16th August 2021

President
The Stock Exchange of Thailand

Subject: Acquisition of Integrated Oxides and Derivatives Businesses in Latin Americas and North Americas

The Board of Directors' Meeting No. 5/2021 of Indorama Ventures Public Company Limited ("**IVL**" or the "**Company**") held on May 27, 2021 has passed a resolution to acquire a 100% equity stake in Oxiteno S.A. – Indústria e Comércio, a corporation duly organized and existing under the laws of the Federative Republic of Brazil, and its affiliates ("**Oxiteno**"), having its headquarters at Avenida Brigadeiro Luís Antônio No. 1343, 7th floor, part A, suite 6, Bela Vista, CEP 01317-910, São Paulo/SP, the Federative Republic of Brazil.

The Company would like to inform that it has, through affiliates incorporated in Brazil and Spain, signed Share Purchase Agreement on 15th August 2021, with Ultrapar Participações S.A., a listed entity on the São Paulo Stock Exchange (the "**Seller**" or "**Ultrapar**"), to acquire up to 100% of the total issued and outstanding shares of Oxiteno (hereinafter referred to as the "**Transaction**"). In accordance with the Brazilian Laws, Ultrapar's shareholders have an assignable right of first refusal for the acquisition of the target shares for the same price per share agreed pursuant to this Transaction ("**ROFR**") and IVL would be entitled to acquire only the balance shares after the non-exercise of preemptive rights under ROFR. The final shareholding by IVL will be updated at the time of closing the Transaction.

As the Seller is a listed entity, in order to ensure parity of information in the two markets, the Company, therefore, discloses the Transaction today simultaneously with the disclosure of Seller, on signing of the definitive agreements.

Oxiteno is a leading integrated surfactants producer, catering to attractive end-use markets in LATAM. The acquisition brings an excellent management team, world-class expertise in green chemistry innovation, strong customer relationships in Brazil, Uruguay and Mexico, and substantial growth potential in attractive end markets, including the U.S. through a new facility in Pasadena, Texas. Oxiteno has a strong commitment to environmental governance, and its focus on lowering greenhouse gas emissions will also enhance Indorama Ventures' ESG credentials.

Through the acquisition, Indorama Ventures will assume a unique market position in technologies catering to niche, IP-rich and value-added applications in home & personal care, agrochemicals, coatings and oil & gas markets. The surfactants market has seen consistent growth over the last decade, driven by trends in population growth, urbanization and increasing hygiene awareness amid the Covid-19 pandemic.

With 11 manufacturing plants with an EO capacity of 440kt pa along with various intermediates and downstream derivatives production capabilities, customers in 4 continents, and an experienced management team, Oxiteno will reinforce IOD's footprint in the U.S and Latin America, while its 5 research and technology centers will add to Indorama Ventures' innovation credentials in green chemistry. The extended footprint has potential to drive expansion in Europe and Asia by leveraging on IVOX's surfactants business in Australia and India and Indorama Ventures' global presence in 34 countries. Indorama Ventures expects to realize synergies of US\$100 million by 2025 through portfolio adjustments, asset optimization and operational excellence.

The total value of consideration for the Transaction on 100% basis is USD 1,300 Million (equivalent to approximately 40,664 Million Baht)¹ (the “**Total Purchase Price**”), subject to customary adjustments for transactions of this nature. Out of the Total Purchase Price, USD 1,150 Million (“**Initial Purchase Price**”) will be paid upon closing and the balance USD 150 Million (“**Deferred Purchase Price**”) to be paid on 2nd (Second) anniversary of the closing date. The consideration shall be paid in cash. The Transaction is subject to customary conditions to closing, including relevant regulatory approvals.

The Transaction is fully financed by deferred payment from seller, free cash flow generations, working capital short term assets and interest bearing debts.

The Transaction is considered an acquisition of assets in accordance with the Notification of the Capital Market Supervisory Board No. Tor Jor. 20/2551, Re: Rules on Entering into Material Transactions Deemed as Acquisition or Disposal of Assets (as amended), and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Acquisition and Disposition of Assets B.E. 2547 (A.D. 2004) (as amended) (collectively referred to as the “**Acquisition or Disposal Notification**”). According to the Acquisition or Disposal Notification, the Company needs to calculate the transaction size percentage by considering four criteria. However, only three criteria (i.e. the net asset value of the tangible assets (NTA), the net profits and the value of consideration criteria) are applicable for this Transaction. The total size of the Transaction calculated based on the three criteria is less than 15 percent and the total size of all transactions in the past 6 months also does not exceed the 15 percent threshold limits as prescribed in the Acquisition or Disposal Notification.

This Transaction is expected to be completed in the first quarter of 2022.

Please be informed accordingly.

Sincerely yours,

(Mr. Souvik Roy Chowdhury)
Company Secretary

¹ It is based on the exchange rate of 1 USD = Baht 31.280 as at May 27, 2021 (the approval date by the IVL’s Board of Directors).