

INVITATION TO ATTEND THE GENERAL MEETING OF BOROUGE PLC (the “Invitation”)



A public company limited by shares, organised and existing under the laws of Abu Dhabi Global Market with registered number 000007602, having its registered address at Part of Level 28, Level 28, Al Sarab Tower, Abu Dhabi Global Market Square, Al Maryah Island, Abu Dhabi, 128666, United Arab Emirates (the “Company”)

Dear shareholder,

The Board of Directors of the Company hereby invites you to attend the general meeting of the Company virtually through an electronic link for the meeting that will be sent to the shareholders via SMS or email following registration of their attendance to enable shareholders to attend the meeting virtually, discuss the agenda and vote on the proposed resolutions in real time, on Thursday 22 September 2022 at 6.00 PM (UAE time) to consider the following agenda:

Firstly: Authorise the chairman of the General Meeting to appoint a secretary to the meeting and a vote collector.

Secondly: To approve the distribution of the Q2 2022 Dividend out of the free cash of the Company and to pay the Q2 2022. The Q2 Dividend to be approved is an interim dividend of USD325,000,000 (three hundred and twenty-five million) relating to the financial performance of the Company (in respect of the Company's first-half results as detailed in the Company's June 2022 financial statements).

The proposed Q2 2022 Dividend is in line with the Company's dividend policy as approved by the board of directors of the Company (the “Board”) on 10 May 2022 and as adopted by the Company on 3 June 2022. The Board, on 27 July 2022, resolved to approve the payment of the Q2 2022 Dividend subject to the approval of the shareholders.

NOTES:

1. Only those shareholders registered in the Company's register of members at: (i) 21 September; or (ii) in case this meeting is adjourned, on the day which is one day before the date of the adjourned meeting shall be entitled to attend and vote at the general meeting. Changes to the

Company's register of members after the relevant deadline shall be disregarded in determining the rights of any person to attend and vote at the general meeting.

2. Shareholders entitled to attend and vote at the general meeting need to register their attendance in order to vote on the proposed resolution. For electronic registration please visit the following website: www.smartagm.ae

3. Registration is open from 6:00 pm on Wednesday 21 September 2022 and closes at 6:00 pm on Thursday 22 September 2022.

4. The virtual meeting will be recorded. Shareholders are entitled to discuss the items listed in the agenda and ask questions to the Board of the Directors and the auditors of the Company.

5. The proposed resolution is required to be passed as a “Shareholder Supermajority Resolution” as defined in the Company's articles of association. This requires shareholders holding at least 75% of the aggregate number of voting rights attaching to the entire issued share capital of the Company to vote in favour of the resolution.

6. A shareholder may appoint a person to be their proxy in the event that such shareholder is unable to attend the general meeting. Any such proxy form shall be delivered in writing to the Company Registrar via e-mail to: is@bankfab.com (the “Proxy Notification Address”) no later than forty-eight (48) hours prior to the general meeting or the date of the adjourned general meeting if applicable with their names and mobile numbers to receive text messages for registration.

7. A shareholder entitled to receive dividends shall be the registered

holder of a share on the tenth day starting from the day following the date of the General Meeting, i.e. holder of a share on (Monday) 3/10/2022.

8. A shareholder wishing to appoint a proxy shall complete the following proxy form and deliver this in the process described above.

Board of Directors

Proxy

To H.E. Chairman of Borouge plc

Your Excellency,

Dear Sir,

I/We:

The shareholder(s) of Borouge PLC hereby appoint by virtue of this proxy

Mr. / Mrs.:

To represent me and vote on my behalf in the General Meeting to be held on Thursday 22 September 2022 or any adjourned meeting therefore.

Shareholder's number:

Date: -----/-----/2022.

Signature:

▪ In the event that the proxy referred to in Note 6 is not signed by the shareholder appointing the proxy, delivery of the proxy must be accompanied by written evidence of the authority of the person who executed the proxy form on behalf of the relevant shareholder.

▪ An appointment pursuant to a proxy may be revoked by delivering a notice in writing to the Proxy Notification Address. Such revocation will take effect if delivered before the start of the general meeting or the adjourned meeting to which it relates.