VENATOR

POLLING RESULTS FOR 2020

ANNUAL GENERAL MEETING

OF

VENATOR MATERIALS PLC

18 June 2020

The 2020 Annual General Meeting of Venator Materials PLC (the "Company") was held 18 June 2020 at the offices of the Company at Titanium House, Hanzard Drive, Wynyard Park, Stockton-on-Tees, TS22 5FD, United Kingdom (the "AGM"). At the close of business on April 22, 2020, the record date for the determination of shareholders entitled to vote at the AGM, there were 106,735,892 ordinary shares of the Company. At the AGM, the holders of 88,834.015 ordinary shares of the Company were represented in person or by proxy.

The Company's shareholders voted on the following 11 proposals at the AGM and cast their votes as follows:

Proposal 1 The six nominees named below were elected to serve as directors of the board of directors, to serve until the 2021 Annual General Meeting, and the voting results were as follows:

Directors	For	Against	Abstain	Broker Non-Votes
Peter R. Huntsman	81,244,342	3,084,608	167,815	4,337,250
Simon Turner	84,189,271	152,004	155,490	4,337,250
Sir Robert J. Margetts	82,864,309	1,454,820	177,636	4,337,250
Douglas D. Anderson	82,896,772	1,422,252	177,741	4,337,250
Daniele Ferrari	84,182,460	135,065	179,240	4,337,250
Kathy D. Patrick	84,098,990	217,829	179,946	4,337,250

Proposal 2 The non-binding advisory vote to approve named executive officer compensation was approved as set forth below.

For	Against	Abstain	Broker Non-Votes
84,007,525	330,111	159,129	4,337,250

Proposal 3 The vote to receive the U.K. audited annual report and accounts and related directors' and auditors' reports for the year ended December 31, 2019 was approved as set forth below.

For	Against	Abstain
88,413,618	214,496	205,901

Proposal 4 The vote to approve the Company's directors' remuneration policy included in the directors' remuneration report was approved as set forth below.

For	Against	Abstain	Broker Non-Votes
84,176,287	156,716	163,762	4,337,250

Proposal 5 The non-binding advisory vote to approve the directors' remuneration report for the year ended December 31, 2019 was approved as set forth below.

For	Against	Abstain	Broker Non-Votes
84,015,052	318,371	163,342	4,337,250

Proposal 6 The ratification of the appointment of Deloitte LLP as independent registered public accounting firm for the year ended December 31, 2020 was approved as set forth below.

For	Against	Abstain
88,224,402	448,616	160,997

Proposal 7 The vote to approve the re-appointment of Deloitte LLP as U.K. statutory auditor until the next annual general meeting at which the Company's annual report and accounts are laid was approved as set forth below.

For	Against	Abstain
88,224,402	448,616	160,997

Proposal 8 The vote to authorize the Company's board of directors or the Audit Committee to determine the remuneration of Deloitte LLP as U.K. statutory auditor was approved as set forth below.

For	Against	Abstain
88,260,550	404,282	169,183

Proposal 9 The vote to authorize the Company and its current or future subsidiaries to make political donations and incur political expenditure was approved as set forth below.

For	Against	Abstain
87,791,264	876,600	166,151

Proposal 10 The vote to approve the amendment and restatement of the Venator Materials 2017 Stock Incentive Plan was approved as set forth below.

For	Against	Abstain	Broker Non-Votes
74,878,536	9,442,519	175,710	4,337,250

Proposal 11 The vote to approve the amendment and restatement of the Company's Articles of Association was approved as set forth below.

For	Against	Abstain	Broker Non-Votes
71,069,688	13,254,707	172,370	4,337,250

The number of ordinary shares in issue on the Record Date (22 April 2022) (there being no shares held in Treasury) was 106,735,892. Shareholders are entitled to one vote per share. An abstention is not a vote in law and is not counted in the calculation of the proportion of votes validly cast.