



## INVITATION ANNUAL GENERAL MEETING OF SHAREHOLDERS PT SUNINDO PRATAMA Tbk (the "COMPANY")

The Board of Directors of PT Sunindo Pratama Tbk (the "Company"), domiciled and headquartered in South Jakarta, hereby invites the Shareholders and/or their Proxies to attend the Company's Annual General Meeting of Shareholders for the financial year of 2022 (the "**Meeting**"), which will be held on:

Day/Date : Tuesday, 27 June 2023  
Time : 9.00 a.m. Western Indonesia Time - Onwards  
Location : Casablanca Room 8  
Wyndham Casablanca Jakarta  
JI. Raya Casablanca No.18, South Jakarta 12870

### MEETING'S AGENDA AND EXPLANATION

The Company's Board of Directors proposes the following agenda for discussion and/or approval from the Company's Shareholders or their Proxies.

#### 1. **Approval on the Company's Annual Report and Ratification of the Company's Financial Statements for the Financial Year ended on 31 December 2022.**

Pursuant to Article 66, Article 67, Article 68, and Article 69 of the Company Law (the "**Company Law**"), and Articles 18 and Article 19 of the Company's Articles of Association (the "**Company's AOA**"), the Company will present the main points of the Annual Report and Financial Report of the Company for the 2022 Financial Year, including the submission of the Supervisory Duties Report of the Company's Board of Commissioners.

#### 2. **Allocation of the Company's net profit for the Financial Year ended on 31 December 2022.**

Pursuant to Article 71 of the Company Law and Articles 18 and Article 19 of the Company's AOA, in the event that there is a net profit of the Company for the financial year ended on 31 December 2022, the utilization of which will be determined by the Meeting.

#### 3. **Appointment of a Public Accounting Firm and/or Public Accountant to Perform audit on the Company's Financial Statements for the Financial Year ended on 31 December 2023.**

Pursuant to Article 68 of the Company Law, Article 13 paragraph 1 of the Financial Services Authority Regulation ("Otoritas Jasa Keuangan" ("OJK")) Regulation) No. 13/POJK.03/2017 concerning the Use

of Public Accountant Services and Public Accounting Firms in Financial Services Activities, Article 18 and Article 19 of the Company's AOA, the proposal from the Board of Commissioners, as well as the recommendation from the Company's Audit Committee, whereas the appointment of a Public Accountant Firm and/or Public Accountant to audit the Company's Annual Financial Statements should be approved by the Meeting.

#### **4. Determination of remuneration for the Board of Directors and/or the Board of Commissioners for the Year of 2023.**

Pursuant to Article 11 paragraph 6 and Article 14 paragraph 6 of the Company's AOA, whereas members of the Board of Directors and/or members of the Board of Commissioners are given a salary including other facilities and benefits, the amount and type of which is determined by the GMS with due observance of the prevailing laws and regulations.

#### **5. Changes in the composition of the members of the Board of Directors and/or the Board of Commissioners of the Company.**

Pursuant to Article 94 paragraph 1 and Article 111 paragraph 1 of the Company Law, Article 3 Article 4 and Article 23 OJK Regulation No. 33/POJK.04/2014 concerning Directors and Board of Commissioners of Issuers or Public Companies, Article 11 paragraph 4, paragraph 5 and paragraph 9 and Article 14 paragraph 4 and paragraph 5 of the Company's AOA.

#### **6. Report on the Use of Proceeds of the 2023 Initial Public Offering of the Company.**

Pursuant to Article 6 of OJK Regulation No 30/POJK 04 2015 concerning Report on Realization of the Use of Proceeds from Public Offering, the Company is required to account for the realization of the use of Proceeds from Public Offering at each Annual GMS until all proceeds from Public Offerings have been realized. The sixth agenda item does not require the approval of the Meeting.

## **MEETING ARRANGEMENTS**

### **ATTENDANCE QUORUM AND MEETING RESOLUTIONS**

1. The Meeting is valid and entitled to take the lawful and binding resolutions, if attended by Shareholders or their authorized proxies representing more than 1/2 (half) of the total shares issued by the Company with valid voting rights, for the agenda item No.1 until No. 5.
2. The Meeting resolutions are made based on deliberation for consensus. In the event the deliberation for consensus is not reached, the resolution shall be valid if it is approved by more than 1/2 (half) of

the total number of shares with valid voting rights present and/or represented at the Meeting, for the Agenda item No.1 until No. 5.

3. The Agenda item No. 6 is the submission of the Company's report which does not require any decision.

## GENERAL PROVISIONS

1. This Meeting invitation is an official invitation for the Company's Shareholders to attend the Meeting. The Company will not send a separate meeting invitation to the Shareholders.
2. Shareholders who are entitled to attend or to be represented at the Meeting are the Company's Shareholders whose names are registered in the Register of Shareholders on 31 May 2023 at 16.15 West Indonesia Time, whereas for Shareholders whose shares are in collective custody of Indonesian Central Securities Depositories ("**KSEI**") shall be based on the record of share account balance at the closing of the Indonesia Stock Exchange trading session on 31 May 2023 ("**Recording Date**").
3. The Company's Shareholders or their Proxies can attend the Meeting both physically and electronically through the Electronic General Meeting System/eASY.KSEI application accessible through the following link <https://easy.ksei.co.id/egken> (eASY.KSEI) provided by KSEI .
4. Taking into account the limited capacity of the venue for holding the Meeting, the Company urges Shareholders or their Proxies to attend electronically as referred to in number 3 above, or to provide power of attorney electronically (e-Proxy) through the eASY.KSEI system. The Company will apply restrictions on the physical presence of Shareholders or their Proxies who will attend the Meeting based on the terms as stipulated in the guiding rules of Meeting pursuant to first come first served method as stipulated in detail in the Meeting's Rules of Conduct.
5. Shareholders who are unable to attend electronically or choose not to attend electronically at the Meeting may be represented by their proxies, with the following terms:
  - a. granting their authority via electronic means (e-Proxy) to Independent Parties appointed by the Company to represent and vote at the Meeting through eASY.KSEI system. The Independent Party is the staff of the Securities Administration Bureau (the"**BAE**") specially appointed by the Company for the meeting, namely PT Adimitra Jasa Korpora. In the event that the power of attorney is granted by e-Proxy, legalization as stipulated in point (b) below is not required. Parties who can be e-Proxy recipients must be legally competent and not members of the Board of Commissioners, Directors and employees of the Company, and comply with other provisions as stipulated in POJK No. 15/2020; or
  - b. Granting authorization by filling out a Proxy Form which can be downloaded on the Company's website, with the conditions of:
    - 1) Granting power of attorney to an Independent Party appointed by the Company as mentioned above and can also be done through conventional way of using the Proxy Form, in addition to electronically via eASY.KSEI system as explained in number 5 point (a) above;
    - 2) Any members of the Board of Directors, the Board of Commissioners, and employees of the Company may act as proxy for the shareholders at the Meeting, but any votes they cast as

proxy at the Meeting will not be counted in the voting (including if such person acts as the shareholders);

- 3) The shareholders are not allowed to split their authority of some shares to more than one proxy with different votes;
- 4) Proxy from the shareholders executed overseas must be legalized in accordance with the provisions in the country concerned.
- 5) The completed Proxy Form as well as the copy of valid ID or copy of valid personal identity document of the authorizer/grantor must have been received by the Company, at the latest 1 (one) working day before the Meeting is held, through the BAE. BAE's address: PT Adimitra Jasa Korpora, KIRANA BOUTIQUE OFFICE, Jl. Kirana Avenue III Block F3 No.5, Kelapa Gading – North Jakarta 14250, Tel: 021-2974 5222 (Hunting), Fax: 021-2928 9961, Email: [opr@adimitra-jk.co.id](mailto:opr@adimitra-jk.co.id), website: <https://www.adimitrajk.co.id/>
- 6) Proxy of Shareholders who are legal entity (Legal Entity Shareholders) are obliged to submit:
  - a) copy of the applicable Articles of Association;
  - b) documents referring to the appointment of Directors/legal representative to the Company through the BAE as per above mentioned address, no later than June 26 2023 at 9.00 Western Indonesia Time.
7. Shareholders of the company are expected to carefully read the Meeting's Rules of Conduct, including for those who will attend the meeting electronically, the Electronic Meeting Guideline of which are available on the KSEI/eASY.KSEI website ([https://easy.ksei.co.id/egken/Education\\_global.jsp](https://easy.ksei.co.id/egken/Education_global.jsp)).
8. Any changes and/or additional information related to the implementation procedures of the Meeting which has not incorporated under this Invitation will be further updated on the website of KSEI/ eASY.KSEI application and the Company's website.

## **ADDITIONAL INFORMATION**

The Company does not provide food, drinks, hard copy of the Annual Report and/or Sustainability Report including giving souvenirs/goodie bags either before or after the Meeting.



# PT SUNINDO PRATAMA Tbk



Certificate Number : 26340

## **MEETING MATERIALS**

Complete and up-to-date information regarding the agenda of the Meeting including other information related to the Meeting, is available on the following Company website: [www.sunindogroup.com](http://www.sunindogroup.com)

The Company does not provide printed materials for the Agenda of the Meeting.

Jakarta, 5 June 2023

**THE BOARD OF DIRECTORS**