

# ANNOUNCEMENT OF SUMMARY OF MINUTES OF ANNUAL GENERAL MEETING OF SHAREHOLDERS AND EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

The Board of Directors of PT Argha Karya Prima Industry Tbk, domiciled in South Jakarta, hereby notifies the Shareholders of the Company that the Company has held an Annual General Meeting of Shareholders ("AGMS") and an Extraordinary General Meeting of Shareholders ("EGMS"), namely:

## Day/date, place and time:

Day/date

: Tuesday, June 06, 2023

Place

: Piccadilly Room, 2nd Floor, The Langham, Jakarta

Sudirman Central Business District 8 SCBD, Lot 28, RT. 5/RW. 3

Senayan, Kebayoran Baru, DKI Jakarta.

Time

: 15.00 - 15.54 WIB for the AGMS

16.01 - 16.12 WIB for the EGMS

## Annual General Meeting of Shareholders

- Approval and ratification of the Company's Annual Report of the financial year 2022, including the Company's Activity Report, the Board of Commissioners Oversight Report and the Financial Statements of the financial year 2022, and to release and discharge of all responsibilities (acquit et decharge) to all Board members.
- 2. Determination of the use of the Company's Net Income for the financial year 2022.
- Determination of salaries and other benefits for Board of Commissioners, and delegation of authority to Board of Commissioners to determine the distribution of duties and authorities, salaries and other benefits for Board of Directors.
- 4. Election of a Public Accountant to audit the Company's financial statements for the financial year 2023.
- Reappointment of the Company's management structure in connection with the expiration of the Company's management position with the period of 2018 - 2023.

## **Extraordinary General Meeting of Shareholders**

Amendment to Article 17 paragraph 5 of the Company's Articles of Association regarding the announcement of the Company's financial statements..

Members of the Company's Board of Directors and Board of Commissioners who attended the AGMS and EGMS:

## Member of the Board of Directors

President Director
 Director
 Director
 Director
 Uson Pribadi
 Jimmy Tjahjanto
 Jeyson Pribadi

Director : Folmer Adolf Hutapea

• Director : Elius Pribadi













#### Member of the Board of Commissioners

Commissioner : Amirsyah Risjad

Independent Commissioner : Johan Paulus Yoranouw

Independent Commissioner : Widjojo Budiarto

#### Meeting Leader:

The AGMS and EGMS were chaired by Johan Paulus Yoranouw, as Independent Commissioner of the Company.

#### **Shareholders Attendance:**

- The AGMS was attended by the shareholders and their proxies representing 527,281,506 shares or 86.122% of the 612,248,000 shares which are all shares with valid voting rights that have been issued by the Company, after deducting the number of shares that have been repurchased by the Company.
- The EGMS was attended by the shareholders and their proxies representing 527,279,806 shares or 86.122% of the 612,248,000 shares which are all shares with valid voting rights that have been issued by the Company, after deducting the number of shares that have been repurchased by the Company.

## Submission of Questions and/or Opinions:

Shareholders and their proxies are given the opportunity to ask questions and/or opinions for each agenda item of the Meeting.

At the AGMS, in the 1st to 5th agenda items, none of the shareholders and their proxies raised questions and/or opinions.

At the EGMS there were no shareholders and their proxies who raised questions and/or opinions.

#### **Decision Making Mechanism:**

Decision making on all agenda items is carried out based on deliberation for consensus, in the event that deliberation for consensus is not reached, the decision is made by voting.

## **Voting Results:**

#### For the First to Fifth AGMS Agenda:

- · First to Fourth AGMS Agenda:
  - None of the shareholders and their proxies who were present at the Meeting voted abstention (blank);
  - There were no shareholders or their proxies who were present at the Meeting, who voted against it.
  - All shareholders or their proxies present at the Meeting voted in favor.
  - So that the decision is approved by the Meeting by deliberation for consensus.

PT Argha Karya Prima Industry Tbk

Jl. Pahlawan, Karang Asem Barat, Bogor, Jawa Barat 16810



Fifth AGMS Agenda:

- Total abstain : - votes.

- Total vote against : 21,600 votes.

- Total votes in favor : 527,259,906 votes.

- Hence, total in favor : 527,259,906 votes, or 99.996% or more than ½ of the total number of

votes legally cast at the Meeting.

#### For EGMS:

- Total abstain : 4,000 votes.

Total vote against : - votes.
Total votes in favor : 527,275,806 votes.

- Hence, total in favor : 527,275,806 votes, or 99.999% or more than ½ of the total number of

votes legally cast at the Meeting.

#### **Result of AGMS Resolution:**

#### Agenda of the First Annual GMS:

Approve and ratify the Company's Annual Report for the financial year 2022, including the Company's Activity Report, the Board of Commissioners Supervisory Report and the Company's Financial Statements for the financial year 2022 which have been audited by Crowe Indonesia Public Accounting Firm as evident in its report number 00155/2.1051/AU.1 /04/1671-3/III/2023 on March 15, 2023, further granting full release and discharge (acquit et decharge) to all members of the Board of Directors and the Board of Commissioners of the Company for the management and supervisory actions they have carried out during the financial year 2022, to the extent that such management and supervisory actions are reflected in the Annual Report.

## 2. Second Annual GMS Agenda:

- a. Approve and determine the Net Income or Profit for the Year Attributable to Owners of the Parent Entity for the financial year 2022 to be used as follows:
  - Rp1,000,000,000.00 shall be set aside as reserve fund to fulfill the provisions of article 70 of the Limited Liability Company Law number 40 of 2007 and article 25 of the Company's Articles of Association;
  - ii. Rp10,102,092,000.00 or approximately 4.77% of the total Net Income for the fiscal year 2022 is distributed as cash dividends. Thus, each share will receive a cash dividend of Rp16.50.
  - The rest is recorded as Retained Earnings which will be used to support the Company's activities.
- b. To grant power and authority to the Board of Directors of the Company to take any and all necessary actions in connection with the above resolution, in accordance with the prevailing laws and regulations.



## 3. Agenda of the Third Annual GMS:

- a. Determine the salary for all members of the Board of Commissioners of the Company for the year 2023 in the same amount as the previous year and other benefits at the discretion of the Company, and delegate authority to the Board of Commissioners of the Company to decide the allocation of the amount and type of salary and other benefits at the discretion of the Company for each member of the Board of Commissioners;
- b. To authorize the Board of Commissioners of the Company to determine the distribution of duties and authorities as well as the allocation of the amount and type of salary and other benefits for members of the Board of Directors of the Company for the year 2023.

## 4. Fourth Annual GMS Agenda:

To authorize the Board of Commissioners of the Company, taking into account the recommendations of the Audit Committee of the Company, to appoint a Public Accountant and/or Public Accounting Firm to audit the Company's Financial Statements for the financial year 2023, as it is being considered for further appointment of a Public Accountant and/or Public Accounting Firm, and to determine the honorarium and terms of appointment including dismissal, with the criteria that the Public Accountant and/or Public Accounting Firm is independent and has competence in its field, is registered with the Financial Services Authority, has never committed an illegal act, and has audited financial statements in accordance with the applicable Financial Accounting Standards in Indonesia and provides an opinion based on the Audit Standards set by the Indonesian Institute of Certified Public Accountants.

#### 5. Fifth Annual GMS Agenda:

a. To appoint and determine the composition of the members of the Board of Commissioners and the Board of Directors of the Company in connection with the expiration of the term of office for all members of the Board of Commissioners and the Board of Directors, with a new term of office and effective as of the closing of this Meeting until the closing of the Annual General Meeting of Shareholders of the Company in 2028, so that the complete composition of the members of the Board of Commissioners and the Board of Directors of the Company will be as follows:

#### **BOARD OF COMMISSIONERS**

President Commissioner : Andry Pribadi Commissioner : Henry Liem Commissioner : Amirsyah Risjad

Commissioner : Brenna Florence Pribadi Independent Commissioner : Johan Paulus Yoranouw

Independent Commissioner : Widjojo Budiarto

**DIRECTORS** 

President Director : Wilson Pribadi
Director : Jimmy Tjahjanto
Director : Jeyson Pribadi

Director : Folmer Adolf Hutapea

Director : Elius Pribadi

PT Argha Karya Prima Industry Tbk

Jl. Pahlawan, Karang Asem Barat, Bogor, Jawa Barat 16810









b. To authorize the Board of Directors of the Company, with the right of substitution, either individually or jointly, to take any and all necessary actions in relation to the resolution regarding the composition of the Board of Commissioners and the Board of Directors in this Meeting, including but not limited to stating / pouring in a deed made before a Notary, and subsequently notifying the competent authorities, and taking all and any necessary actions in connection with such resolution in accordance with the prevailing laws and regulations.

### Results of the EGMS Resolutions:

- Approved the amendment to Article 17 paragraph 5 of the Company's Articles of Association, in order to adjust to the Financial Services Authority Regulation (POJK) Number 14/POJK.04/2022 concerning Submission of Periodic Financial Statements of Issuers or Public Companies as explained in the Meeting.
- To grant authority and power to the Board of Directors of the Company, with the right of substitution, to take any and all necessary actions in relation to such resolutions, including but not limited to stating/pouring out such resolutions in deeds made before a Notary, to amend, adjust and/or rearrange the provisions of Article 17 paragraph 5 of the Company's Articles of Association or Article 17 of the Company's Articles of Association as a whole in accordance with the resolutions of this Meeting, as required by and in accordance with the prevailing laws and regulations, and further to submit notification of the resolutions of this Meeting and/or the amendments to the Company's Articles of Association in the resolutions of this Meeting to the competent authorities, and to take all and any necessary actions, in accordance with the prevailing laws and regulations.

## Schedule and Procedure for Distribution of Cash Dividend for Fiscal Year 2022

Cash dividend distribution schedule:

: June 14, 2023 Cum dividend in regular market & negotiation : June 15, 2023 Ex dividend in regular market & negotiation : June 16, 2023 Cum dividend in cash market : June 19, 2023 Ex dividend in cash market : June 16, 2023 Recording date of shareholders who are entitled to dividends : July 07, 2023 Cash dividend payment date

# Procedure for distribution of cash dividends:

- 1. Cash dividends will be distributed to Shareholders whose names are recorded in the Register of Shareholders of the Company ("DPS") or recording date on June 16, 2023 and/or Shareholders of the Company in a sub account at PT Kustodian Sentral Efek Indonesia ("KSEI") at the close of trading on June 16, 2023.
- 2. For Shareholders whose names have been registered with PT Kustodian Sentral Efek Indonesia (KSEI), cash dividend payments will be made by the Company through KSEI and will then be distributed to Shareholders through the Securities Company and/or Custodian Bank where the Shareholders open their accounts.













3. For Shareholders whose shares are not included in the collective custody of KSEI, the payment of cash dividends will be transferred directly by the Company to a bank account in the name of the Shareholders themselves. For this reason, Shareholders are requested to notify in writing of the name of the bank and account number on behalf of the Shareholders themselves no later than June 16, 2023 at 16:00 WIB to the Company's Securities Administration Bureau (BAE) at the following address:

PT RAYA SAHAM REGISTRA Divisi Corporate Action Gedung Plaza Sentral Lantai 2 Jalan Jendral Sudirman Kav 47-48, Jakarta 12930 Telp:(021) 252 5666, Fax (021) 252 5028

- 4. The dividend to be paid is subject to tax in accordance with the applicable tax provisions in Indonesia. The withholding tax will be borne by the shareholders which is calculated from the total cash dividends that are entitled to them.
- 5. For shareholders of the Company who are Overseas Taxpayers, whose countries have a Double Taxation Avoidance Agreement (P3B) with the Republic of Indonesia and request that their tax application be adjusted to these provisions, they are requested to send/submit the Original Certificate of Domicile ("SKD") in the form of (1) Original DGT and/or SKD Forms issued by the competent authority in their country to KSEI account holders; or (2) Receipt for Submission of the DGT Form based on the prevailing taxation provisions in the Republic of Indonesia complete with a copy of the DGT Form and/or SKD to KSEI if the document is to be used for several companies in Indonesia. The conditions for submitting the SKD Form are as follows:
  - i. For shareholders who still hold scrip shares, the Original SKD is sent to the BAE;
  - ii. For scripless shareholders, Original SKD shall be sent to KSEI account shareholders;
  - iii. KSEI account holders are required to submit SKD and DJP Online Receipts, no later than Friday, June 16, 2023 at 16:00 WIB in accordance with KSEI regulations. If KSEI has not received the SKD Receipt and DJP Online within the stipulated time limit, the cash dividend to be paid to the Shareholders will be subject to withholding tax of 20%.

Jakarta, June 08, 2023 Director