



Re. : Announcement Summary Minutes of Annual General Meeting of Shareholders & Extraordinary General Meeting of Shareholders

Date : 29 May 2023



**PT INTI BANGUN SEJAHTERA Tbk**  
Having its domicile in Jakarta  
(the “Company”)

## **ANNOUNCEMENT SUMMARY MINUTES OF ANNUAL GENERAL MEETING OF SHAREHOLDERS & EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**

The Board of Directors of the Company hereby announces to the Company’s shareholders that the Company has held the Annual General Meeting of Shareholders (“AGMS”) and the Extraordinary General Meeting of Shareholders (“EGMS”) in the summary minutes, as follows:

### **A. Annual General Meeting of Shareholders (“AGMS”)**

The AGMS was held on Friday, 26 May 2023 at Function Room, Plaza Timor Building, Jl. Timor No. 2, Menteng, Central Jakarta 10350, was started at 09.20 WIB and ended at 09.55 WIB.

#### **Agenda of the AGMS**

1. Approval on the Company’s Annual Report for the financial year ended 31 December 2022 including ratification of the Company’s Financial Statements and the Supervisory Report of the Board of Commissioners for the financial year ended 31 December 2022.
2. Determination on the use of net income of the Company for the financial year ended 31 December 2022.
3. Appointment of Independent Public Accountant to audit the Company’s accounts for the financial year ended 31 December 2023.
4. Determination on salary / honorarium and allowances for the members of the Board of Commissioners and members of the Board of Directors for year 2023.
5. Approval to change the Company’s management composition.

#### **Members of the Board of Directors and members of the Board of Commissioners who attended the AGMS**

##### Board of Directors:

President Director : Mr. Andrie Tjioe  
Director : Mr. Hermansyah  
Director : Mr. Jozef Ignasius Munaba

##### Board of Commissioners:

Independent Commissioner : Mr. Drs. Kanaka Puradiredja  
Independent Commissioner : Mr. Mohamad Hassan

#### **The attendance quorum**

The AGMS was attended and represented 1,347,461,849 (one billion three hundred forty seven million four hundred sixty one thousand eight hundred forty nine) shares or 99,75% (ninety nine point seventy five percent) of 1,350,904,927 (one billion three hundred fifty million nine hundred four thousand nine hundred twenty seven) shares, which are all of the Company’s shares with valid voting rights.

#### **Opportunity to raise questions and/or give opinions**

For each agenda item of the AGMS, the shareholders and/or their proxies were given opportunities to come up



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Date : 29 May 2023

with questions and/or opinions related to the agenda of the AGMS.

At each agenda of the AGMS, there are no shareholders or proxies of the shareholders that raise questions and / or opinions (nil).

#### **The decisions making mechanism of the AGMS**

All resolutions were adopted by voting method. The Resolutions were adopted based on the votes submitted at the AGMS, and the votes that have been submitted by shareholders through eASY.KSEI.

<b>Agenda</b>	<b>Agree</b>	<b>Disagree</b>	<b>Abstain</b>	<b>Total Agree</b>
First	1,347,461,849 shares	None	None	1,347,461,849 shares
Second	1,347,461,849 shares	None	None	1,347,461,849 shares
Third	1,347,461,849 shares	None	None	1,347,461,849 shares
Fourth	1,347,461,849 shares	None	None	1,347,461,849 shares
Fifth	1,347,461,849 shares	None	None	1,347,461,849 shares

#### **Resolutions of the AGMS**

- I.
  1. Approve the Annual Report, including Report of the Board of Directors, and Report of Supervisory of the Board of Commissioner for the financial year ended 2022 (two thousand and twenty two); and
  2. Ratification of the Financial Statements of the Company for the financial year ended 31 (thirty one) December 2022 (two thousand and twenty two) which has been audited by Public Accounting Firm Tanubrata Sutanto Fahmi Bambang & Rekan (BDO) as mentioned in its report Number 00268/2.1068/AU.1/06/1642-2/1/III/2023 dated 31 (thirty one) March 2023 (two thousand and twenty three) with unqualified opinion, and thereby granting release and discharge (acquit-et-de-charge) to the members of the Board of Directors of the Company for their managerial acts and to the members of the Board of Commissioners for their supervisory acts over the financial year of 2022 (two thousand and twenty two) to the extent that their actions are reflected in the Financial Statements of the Company for financial year ended 31 (thirty one) December 2022 (two thousand and twenty two) provided that those actions do not conflict with or violate the prevailing laws and regulations.
- II. Determination on the use of net income of the Company for the financial year 2022 (two thousand and twenty two), as follows:
  - a. Amounting to Rp1,000,000,000 (one billion Rupiahs) shall be designated as reserve to comply with the provision of article 70 of the Company Law, that will be used in accordance with article 28 of the Company's Articles of Association; and
  - b. The remaining balance will add to the retained earnings, mainly for business expansion and investment in fiber optic network and fixed assets.
- III. Approval to grant the delegation of authority to the Board of Commissioners of the Company to:
  1. Appoint the Public Accountant / Public Accounting Firm to conduct audit of the Company's accounts for the financial year ended 31 (thirty one) December 2023 (two thousand and twenty three).
  2. Determine the honorarium and any other requirements of such appointment.
  3. Appoint a substitute Public Accounting Firm if the Public Accounting Firm is unable to carry out its audit duties in accordance with professional standards of public accountant and applicable laws, including regulations on capital market and Bapepam and LK and/or OJK regulations.
- IV. Approve delegation of authority to the Board of Commissioners, by taking into consideration the recommendation of Nomination and Remuneration Committee to determine salaries / honorarium and allowances of the member of Board of Commissioners and the member of Board of Directors for year 2023 (two thousand and twenty three).
- V.
  1. A. Dismissal with honor of mr. HERMANSYAH, as Director of the Company whose term of office



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- ends at the close of this AGMS;
- B. Accept resignation of mrs. HANNY JAHJA as Commissioner of the Company effective from the closing of this AGMS;
- C. Appointment of mr. HANDRA KARNADI, as Director of the Company effective from the closing of this AGMS until the closing of the GMS to be held in 2028 (two thousand and twenty eight), without prejudice to the right of the GMS to dismiss them anytime.

Therefore, the composition of the Boards of Commissioners and the Board of Directors shall be as follows:

**BOARD OF COMMISSIONERS**

President Commissioner : mrs. FARIDA BAU;  
Independent Commissioner : mr. KANAKA PURADIREDA;  
Independent Commissioner : mr. MOHAMAD HASSAN;

**BOARD OF DIRECTORS**

President Director : mr. ANDRIE TJIOE;  
Director : mr. JOZEF IGNASIUS MUNABA;  
Director : mr. HANDRA KARNADI.

- 2 To authorize the Board of Directors of the Company to state the resolutions of the AGMS on the change of members of the Board of Commissioners and the Board of Directors of the Company in a separate deed made before a Notary and to notify the Minister of Laws and Human Rights of the Republic of Indonesia in relation with such changes, and to take any necessary actions as required by prevailing laws and regulations.

**B. Extraordinary General Meeting of Shareholders (“EGMS”)**

The EGMS was held on Friday, 26 May 2023 at Function Room, Plaza Timor Building, Jl. Timor No. 2, Menteng, Central Jakarta 10350, was started at 10.04 Western Indonesia Time (“WIB”) and ended at 10.16 WIB.

**Agenda of the EGMS**

1. Approval for the Company to transfer or pledge its assets, constituting more than 50% (fifty percent) of the total net assets of the Company in 1 (one) fiscal year, in a single transaction or a series of related or unrelated transactions.
2. Amendment to the Company’s Article of Association article 26 paragraph 5 concerning the business plan, fiscal year and annual report in accordance with Regulation of Financial Services Authority Number 14/POJK.04.2022 concerning the Submission of Periodic Financial Statements by Issuers or Public Companies.

**Members of the Board of Directors and members of the Board of Commissioners who attended the EGMS**

Board of Directors:

President Director : Mr. Andrie Tjioe  
Director : Mr. Jozef Ignasius Munaba  
Director : Mr. Handra Karnadi

Board of Commissioners:

Independent Commissioner : Mr. Drs. Kanaka Puradiredja  
Independent Commissioner : Mr. Mohamad Hassan



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Date : 29 May 2023

### **The attendance quorum**

The EGMS was attended and represented 1,347,461,349 (one billion three hundred forty seven million four hundred sixty one thousand three hundred forty nine) shares or 99.75% (ninety nine point seventy five percent) of 1,350,904,927 (one billion three hundred fifty million nine hundred four thousand nine hundred twenty seven) shares, which are all of the Company's shares with valid voting rights

### **Opportunity to raise questions and/or give opinions**

For each agenda item of the EGMS, the shareholders and/or their proxies were given opportunities to come up with questions and/or opinions related to the agenda of the EGMS.

At each agenda of the EGMS, there are no shareholders or proxies of the shareholders that raise questions and / or opinions (nil).

### **The decisions making mechanism of the EGMS**

All resolutions were adopted by voting method. The Resolutions were adopted based on the votes submitted at the EGMS, and the votes that have been submitted by shareholders through the eASY.KSEI.

<b>Agenda</b>	<b>Agree</b>	<b>Disagree</b>	<b>Abstain</b>	<b>Total Agree</b>
First	1,347,461,349 shares	None	None	1,347,461,349 shares
Second	1,347,461,349 shares	None	None	1,347,461,349 shares

### **Resolutions of the EGMS**

- 1 A 1. Approve the Company to transfer or pledge its assets, constituting more than 50% (fifty percent) of the total net assets of the Company in 1 (one) fiscal year, in a single transaction or a series, of related or unrelated transactions;
2. Granting the full authority to the Board of Directors of the Company, in relation to the above resolutions, to sign any and all agreements and documents, including but not limited to, transfer agreements and other relevant documents such as power of attorney, statement letter, documents as may be required to transfer assets based on certain requirements and provisions as deemed necessary and proper by the Board of Directors of the Company, without any exception; and
3. To confirm and ratify all actions made by the Board of Directors of the Company in relation to the implementation of the above resolutions, without any exception.
- B Granting the full authority to the Board of Directors of the Company collectively and individually, to state the resolutions of this first agenda of the EGMS in a Notary deed.  
For come before where necessary, to provide information and report, to made or require to made and to sign all letters or deed as may be deemed necessary and then do all actions as may be deemed necessary and useful to carry out the foregoing, without any exceptions.
- 2 1 Amendment of the article 26 paragraph 5 of the Company's Article of Association concerning the submission of the financial statements to the OJK and/or announcement of the Company's financial statements according to the procedure and the time as stipulated in the Bapepam Regulation and Stock Exchange Regulations for such matter.
- 2 Approve to appoint and granting with the right of substitution to the Board of Directors of the Company or authorized person to state this resolutions in a Notarial Deed, including rearranging the Article 26 paragraph 5 of the Company's Articles of Association, and authorized to appear before a Notary, to sign deed, document or letters as may be deemed necessary, as well as do all actions as may be deemed necessary to achieve above mentioned purposes, without any exceptions, and at the same time requesting approval of the amendments to this articles of association to the competent authorities.



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Jakarta, 29 May 2023  
**PT INTI BANGUN SEJAHTERA Tbk**  
The Board of Directors