



PENJELASAN MATA ACARA RAPAT





MATA ACARA PERTAMA *FIRST AGENDA*

Persetujuan Laporan Tahunan Perseroan termasuk Laporan Tugas Pengawasan Dewan Komisaris serta Pengesahan Laporan Keuangan Perseroan untuk Tahun Buku yang berakhir pada tanggal 31 Desember 2024.

Approval of the Annual Report of the Company including the Board of Commissioners' Supervisory Duties Report as well as Ratification of the Financial Statements of the Company for the Financial Year Ended on 31 December 2024.

Dasar Hukum:

- Pasal 66, Pasal 67, Pasal 68 dan Pasal 69 Undang Undang Republik Indonesia Nomor 40 Tahun 2007 tentang Perseroan Terbatas (“UUPT”);
- Pasal 11 ayat (3) dan Pasal 11 ayat (4) Anggaran Dasar (“AD”) Perseroan.

Legal Basis:

- *Article 66, Article 67, Article 68 and Article 69 of the Republic of Indonesia Law Number 40 of 2007 concerning Limited Liability Companies (“UUPT”);*
- *Article 11 paragraph (3) and Article 11 paragraph (4) of the Company's Articles of Association (“AD”).*

Penjelasan:

Sesuai dengan ketentuan Pasal 11 ayat (4) AD Perseroan serta Pasal 69 ayat (1) UUPT, persetujuan Laporan Tahunan, termasuk pengesahan Laporan Keuangan serta Laporan Tugas Pengawasan Dewan Komisaris diputuskan dalam Rapat Umum Pemegang Saham.

Laporan Keuangan Perseroan untuk tahun buku yang berakhir pada tanggal 31 Desember 2024 telah disampaikan kepada Otoritas Jasa Keuangan, Bursa Efek Indonesia, dan tersedia dalam situs web Perseroan pada tanggal 21 Maret 2025.

Laporan Tahunan Perseroan untuk tahun buku yang berakhir pada tanggal 31 Desember 2024 telah disampaikan kepada Otoritas Jasa Keuangan, Bursa Efek Indonesia, dan tersedia dalam situs web Perseroan pada tanggal 30 April 2025.

Explanation:

In accordance with the provisions of Article 11 paragraph (4) of the Company's AD and Article 69 paragraph (1) of the UUPT, approval of the Annual Report, including ratification of the Financial Report and the Board of Commissioners' Supervisory Tasks Report is decided at the General Meeting of Shareholders.

The Company's Financial Report for the financial year ending on December 31, 2024 has been submitted to the Financial Services Authority, the Indonesia Stock Exchange, and is available on the Company's website on March 21, 2025.

The Company's Annual Report for the financial year ending on December 31, 2024 has been submitted to the Financial Services Authority, the Indonesia Stock Exchange, and is available on the Company's website on April 30, 2025.



MATA ACARA KEDUA SECOND AGENDA

Penetapan Penggunaan Laba Bersih Perseroan untuk Tahun Buku yang Berakhir pada tanggal 31 Desember 2024.

Allocation of the Company's net profit for the Financial Year Ended on 31 December 2024.

Dasar Hukum:

- Pasal 70 dan Pasal 71 UUPT;
- Pasal 11 ayat (4) dan Pasal 23 ayat (2) AD Perseroan.

Legal basis :

- *Article 70 and 71 UUPT of the Company Law;*
- *Article 11 paragraph (4) of the Company's Articles of Association.*

Penjelasan:

Sesuai ketentuan Pasal 71 UUPT serta Pasal 11 Anggaran Dasar Perseroan, dalam hal terdapat keuntungan bersih Perseroan untuk tahun buku yang berakhir pada tanggal 31 Desember 2024, maka penggunaannya akan ditetapkan oleh Rapat Umum Pemegang Saham.

Explanation:

In accordance with the provisions of Article 71 of the Company Law and Article 11 paragraph (4) of the Company's Articles of Association, in the event that there is a net profit of the Company for the financial year ending 31 December 2024, its use will be determine by Meeting.



MATA ACARA KETIGA *THIRD AGENDA*

Penunjukan Kantor Akuntan Publik dan/atau Akuntan Publik untuk melakukan audit Laporan Keuangan Perseroan untuk Tahun Buku yang berakhir pada tanggal 31 Desember 2025, termasuk audit atas Laporan Keuangan lain yang dibutuhkan Perseroan.

Appointment of Public Accounting Firm and/or Public Accountant to Perform Audit on the Company for the Financial Year Ended on 31 December 2025, including to audit any other Financial Statements as required by the Company.

Dasar Hukum:

- Pasal 68 UUPT;
- Pasal 13 Peraturan Otoritas Jasa Keuangan No. 9 Tahun 2023 tentang Penggunaan Jasa Akuntan Publik dan Kantor Akuntan Publik dalam Kegiatan Jasa Keuangan (“**POJK No. 9/2023**”);
- Pasal 11 ayat (4) AD Perseroan.

Legal basis :

- *Article 68 of the Company Law;*
- *Article 13 of the Financial Services Authority (“**OJK**”) Regulation No. 9 of 2023 concerning the Use of Public Accountant Services and Public Accounting Firms in Financial Services Activities (“POJK No. 9/2023”);*
- *Article 11 paragraph (4) of the Company’s Articles of Association.*

Penjelasan:

Memperhatikan ketentuan Pasal 11 AD Perseroan dan Pasal 3 POJK No. 9/2023, bahwa Rapat Umum Pemegang Saham memutuskan penunjukan Akuntan Publik dan/atau Kantor Akuntan Publik yang akan memberikan jasa audit atas informasi keuangan historis Perseroan, dengan mempertimbangkan usulan Dewan Komisaris Perseroan atas dasar rekomendasi dari Komite Audit Perseroan.

Pada mata acara ini akan diusulkan kepada Rapat Umum Pemegang Saham untuk melimpahkan kewenangan kepada Dewan Komisaris Perseroan untuk menunjuk Akuntan Publik dan/atau Kantor Akuntan Publik, dengan ketentuan bahwa Kantor Akuntan Publik dan Akuntan Publik yang ditunjuk tersebut terdaftar pada Otoritas Jasa Keuangan, tercatat dalam daftar Akuntan Publik dan Kantor Akuntan Publik yang aktif pada Otoritas Jasa Keuangan, dan memiliki kompetensi yang sesuai dengan kompleksitas kegiatan usaha Perseroan. Bersamaan dengan hal tersebut, juga diusulkan kepada Rapat Umum Pemegang Saham untuk memberi wewenang kepada Dewan Komisaris Perseroan (dengan hak substitusi kepada Direksi Perseroan) untuk menetapkan honorarium, pengganti dari Akuntan Publik dan/atau Kantor Akuntan Publik (sebagaimana diperlukan), serta persyaratan-persyaratan lain sehubungan dengan penunjukan Akuntan Publik dan/atau Kantor Akuntan Publik tersebut.

Explanation :

Taking into account the provisions of Article 11 of the Company's Articles of Association and Article 3 of POJK No. 9/2023, that the General Meeting of Shareholders decides on the appointment of a Public Accountant and/or Public Accounting Firm that will provide audit services for the Company's historical financial information, by considering the proposal of the Company's Board of Commissioners based on the recommendation of the Company's Audit Committee.

In this agenda item, it will be proposed to the General Meeting of Shareholders to delegate authority to the Company's Board of Commissioners to appoint a Public Accountant and/or Public Accounting Firm, with the provision that the Public Accounting Firm and Public Accountant appointed are registered with the Financial Services Authority, recorded in the list of Public Accountants and Public Accounting Firms active with the Financial Services Authority, and have competencies in accordance with the complexity of the Company's business activities. Along with this, it is also proposed to the General Meeting of Shareholders to authorize the Company's Board of Commissioners (with the right of substitution to the Company's Board of Directors) to determine the honorarium, replacement of the Public Accountant and/or Public Accounting Firm (as necessary), and other requirements in connection with the appointment of the Public Accountant and/or Public Accounting Firm.



MATA ACARA KEEMPAT FOURTH AGENDA

Penetapan Remunerasi bagi Anggota Dewan Komisaris dan Anggota Direksi untuk Tahun 2025.

Determination of Remuneration for the Board of Commissioners and/or Board of Directors of the Company for the Year of 2025.

Dasar Hukum:

- Pasal 96 dan Pasal 113 UUPT;
- Pasal 15 ayat (7) dan Pasal 18 ayat (8) AD Perseroan

Legal basis :

- *Article 96 and article 113 of the Company Law;*
- *Article 15 paragraph (7) and Article 18 paragraph (8) of the Company's Articles of Association.*

Penjelasan:

Sesuai dengan Pasal 96 *juncto* Pasal 113 UUPT, maka penetapan anggota Direksi dan Dewan Komisaris ditetapkan oleh Rapat Umum Pemegang Saham.

Memperhatikan ketentuan Pasal 15 ayat (7) dan Pasal 18 ayat (8) AD Perseroan, bahwa anggota Direksi dan/atau anggota Dewan Komisaris diberikan gaji berikut fasilitas dan tunjangan lainnya yang jumlah dan jenisnya ditetapkan oleh Rapat Umum Pemegang Saham dengan memperhatikan peraturan perundang-undangan yang berlaku.

Berkenaan dengan hal tersebut, pada mata acara ini, akan diusulkan kepada Rapat Umum Pemegang Saham untuk melimpahkan wewenangnya kepada Dewan Komisaris yang juga melaksanakan fungsi nominasi dan remunerasi Perseroan untuk menetapkan honorarium dan/atau tunjangan lainnya bagi anggota Direksi dan Dewan Komisaris untuk tahun buku 2025.

Explanation:

In accordance with Article 96 in conjunction with Article 113 of the UUPT, the determination of members of the Board of Directors and Board of Commissioners is determined by the General Meeting of Shareholders.

Considering the provisions of Article 15 paragraph (7) and Article 18 paragraph (8) of the Company's Articles of Association, that members of the Board of Directors and/or members of the Board of Commissioners are given salaries along with facilities and other allowances, the amount and type of which are determined by the General Meeting of Shareholders by considering the applicable laws and regulations.

In this regard, in this agenda item, it will be proposed to the General Meeting of Shareholders to delegate its authority to the Board of Commissioners who also carries out the nomination and remuneration functions of the Company to determine the honorarium and/or other allowances for members of the Board of Directors and Board of Commissioners for the 2025 financial year



MATA ACARA KELIMA *FIFTH AGENDA*

Perubahan dan/atau Penegasan Kembali Susunan Anggota Direksi dan/atau Dewan Komisaris Perseroan.

Changes of and/or restatement of the composition of members of the Board of Directors and/or the Board of Commissioners of the Company.

Dasar Hukum:

- Pasal 15 ayat (3) dan Pasal 18 ayat (5) AD Perseroan
- Pasal 3 dan Pasal 23 Peraturan Otoritas Jasa Keuangan No. 33/POJK.04/2014 tentang Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik ("**POJK No. 33/2014**")
- Pasal 94 dan Pasal 111 UUPT

Legal Basis:

- *Article 15 paragraph (3) and Article 18 paragraph (5) of the Company's Articles of Association;*
- *Article 3 and Article 23 of Financial Services Authority Regulation No. 33/POJK.04/2014 concerning the Board of Directors and Board of Commissioners of Issuers or Public Companies ("POJK No. 33/2014");*
- *Article 94 and Article 111 of the Company Law.*

Penjelasan:

Perubahan dan/atau penegasan kembali susunan anggota Direksi dan/atau Dewan Komisaris Perseroan akan dengan mengacu kepada ketentuan Pasal 15 ayat (3) dan Pasal 18 ayat (5) Anggaran Dasar Perseroan, Pasal 94 dan Pasal 111 UUPT, serta Pasal 3 dan Pasal 23 POJK No. 33/2014.

Explanation:

Changes and/or reaffirmations to the composition of the Company's Board of Directors and/or Board of Commissioners will refer to the provisions of Article 15 paragraph (3) and Article 18 paragraph (5) of the Company's Articles of Association, Article 94 and Article 111 of the Company Law, and Article 3 and Article 23 of POJK No. 33/2014



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