



**PT AUSTINDO NUSANTARA JAYA Tbk.**  
**(the “Company”)**

**NOTICE**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS**  
**AND**  
**EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**

The Board of Directors hereby invites the shareholders of the Company to attend the Annual General Meeting of Shareholders (the “**AGMS**”) and the Extraordinary General Meeting of Shareholders (the “**EGMS**”) of the Company (the AGMS and the EGMS hereinafter shall be referred to as the “**Meeting**”), which will be held on:

Date : Wednesday, June 9, 2021  
Time : 1pm West Indonesia Time (WIB) onwards  
Venue : Menara BTPN Lantai 40  
Jalan Dr. Ide Anak Agung Gde Agung Kav 5.5 – 5.6  
Kawasan Mega Kuningan  
Jakarta 12950

**The agenda of the AGMS are as follows:**

1. Approval and ratification on the Annual Report of the Company, which includes the Report on the Supervisory Duties of the Board of Commissioners and the ratification of the Consolidated Financial Statements of the Company for the year ending on December 31, 2020, including the Consolidated Statement of Financial Position and Consolidated Statement of Profit or Loss and Other Comprehensive Income for the year ending on December 31, 2020 and granting of full release and discharge from responsibilities (*acquitt et de charge*) to the Board of Directors and the Board of Commissioners of the Company for their management duties and supervisory duties carried out during the year ending on December 31, 2020.

**Note:**

In accordance with Article 69 and Article 78 paragraph 3 of the Law No. 40 Year 2007 regarding Limited Liability Company (the “**Company Law**”) as well as Article 11 paragraph 4 and Article 21 paragraph 4 of the Articles of Association of the Company, the Board of Directors and the Board of Commissioners are obligated to submit the Annual Report of the Company which includes the Report on the Supervisory Duties of the Board of Commissioners and the Consolidated Financial Statements of the Company to obtain the approval and ratification from the AGMS as well as to obtain full release and discharge from responsibilities (*acquitt et de charge*).

2. Stipulation of use of net profit of the Company for the year ending on December 31, 2020.

**Note:**

In accordance with Article 71 of the Company Law and Article 22 of the Articles of Association of the Company, the Board of Directors will propose the use of the net profit of the Company to be determined by the AGMS.

3. Appointment of an independent public accountant to carry out audit on the Company for the financial year of 2021 and to approve the honorarium of the public accountant so appointed.

**Note:**

In accordance with the Regulation of Financial Services Authority No. 13/POJK.03/2017 regarding the Use of Public Accountant and Auditing Firm in Financial Services Activities and Article 11 paragraph 4 of the Articles of Association of the Company, the Board of Commissioners of the Company will propose to the AGMS the plan of the appointment of a public accountant from Siddharta Widjaja & Rekan Auditing Firm to carry out audit of the Consolidated Financial Statements of the Company for the financial year of 2021, subject to the recommendation from the Audit Committee. In addition, the Company will propose to the AGMS to give authorities and powers to the Board of Commissioners and/or the Board of Directors with regard to that appointment of the public accountant and stipulation of the honorarium of the public accountant so appointed.

4. Approval of the change and/or reappointment of the Board of Commissioners and/or the Board of Directors of the Company.

**Note:**

In accordance with Article 15 and dan Article 18 of the Articles of Association of the Company, the appointment and/or resignation of a member of the Board of Directors and Board of Commissioners of the Company shall be decided by the General Meeting of Shareholders. With regard to the above, it is proposed to the AGMS to decide and approve:

- a. The reappointment of Mr. Darwin Cyril Noerhadi as an Independent Commissioner of the Company, whose term of office will expire at the closing of the AGMS.
- b. The resignation of Mr. Lucas Kurniawan from his position as a Director of the Company and the appointment of Mr. Lucas Kurniawan as a Vice President Director, which will be effective as of the closing of the AGMS.
- c. The resignation of Mr. Fakri Karim from his position as a Director of the Company, which was effective as of March 31, 2021.

The curriculum vitae of Mr. Lucas Kurniawan and Mr. Darwin Cyril Noerhadi is available on the website of the Company (<http://anj-group.com/>).

5. Stipulation of the amount of salary and honorarium as well as other allowances for the members of the Board of Directors and the Board of Commissioners for the financial year of 2021.

**Note:**

In accordance with Article 15 paragraph 6 and Article 18 paragraph 7 of the Articles of Association of the Company, the members of the Board of Directors and the Board of Commissioners are entitled to obtain salary and honorarium as well as other allowances as determined by the General Meeting of Shareholders. The Company will propose to grant such authorities to the Nomination and Remuneration Committee, one of the committees under the Board of Commissioners of the Company.

**The agenda of the EGMS is as follows:**

- Approval of amendments and restatement of the Company's Articles of Association in order to adjust the applicable provisions, in particular the Financial Services Authority Regulation: (i) Number 15/POJK.04/2020 concerning Plans and Implementation of General Meeting of Shareholders of Public Companies; (ii) Number 16/POJK.04/2020 concerning the Implementation of the General Meeting of Shareholders of Public Companies Electronically; (iii) Number 32/POJK.04/2015 concerning Increase in Capital for Public Companies by Providing Pre-emptive Rights as amended by Number 14/POJK.04/2019 concerning Amendments to the Regulation of the Financial Services Authority Number 32/POJK.04/2015 concerning Increase the Capital of a Public Company by Providing Pre-emptive Rights.

**Note:**

Referring to the above-mentioned Financial Services Authority Regulations, the Company intends to amend and adjust its Articles of Association. In accordance with the provisions of Article 19 of the Company Law and Article 24 of the Articles of Association of the Company, amendments to the Articles of Association of the Company are determined by the General Meeting of Shareholders.

**Important Note:**

*As preventative and/or precautionary measures against the spread of Covid-19 virus, the Company urges the shareholders to follow the directions of the Government of the Republic of Indonesia regarding enforcement of micro-scale public activity restrictions (PPKM Skala Mikro).*

1. The Company does not send a separate invitation to the shareholders and therefore, this notice serves as an official invitation of the Meeting.
2. The Meeting will be held in accordance with the Regulation of Financial Services Authority No. 15/POJK.04/2020 regarding Planning and Holding of General Meetings of Shareholders of Public Companies and the Regulation of Financial Services Authority No. 16/POJK.04/2020 regarding Implementation of the Electronic General Meetings of Shareholders of Public Companies.
3. The parties entitled to present or represented in the Meeting are the shareholders whose names are registered in the Shareholders Register of the Company and/or the holders of securities account with PT Kustodian Sentral Efek Indonesia ("KSEI") on

May 10, 2021 until the closing of the stock trading at the Indonesia Stock Exchange on that date.

4. The Company urges shareholders who are entitled to attend the Meeting and whose shares are included in KSEI's collective custody, to provide power of attorney to the Company's Securities Administration Bureau / Shares Registrar, PT Datindo Entrycom through the KSEI's Electronic General Meeting System (eASY.KSEI) facility in <https://akses.ksei.co.id/> which is provided by KSEI as an electronic proxy mechanism in relation to the Meeting.
5. In the event, the shareholders will attend the Meeting outside the eASY.KSEI mechanism, the Shareholders can download a power of attorney, which is available on the website of the Company (<http://anj-group.com/>). The shareholders or their attorneys-in-fact must present *Kartu Tanda Penduduk* or other identity card to the registration officer before entering the venue of the Meeting. The shareholders of the Company which are a legal entity must present a photocopy of the articles of association and its amendment, ratification/approval from the authorities and the deed relating to the latest change to the composition of the Board of Directors.
6. The Company will provide the material of the agenda of Meeting for the shareholders of the Company at the main office of the Company and such material may be obtained by the shareholders by delivering a written request to the Company during the office hours in any working day as of the date of this notice until the date of the Meeting. The Company will not provide a hardcopy material on the date of the Meeting.
7. Notary, assisted by the Company's Securities Administration Bureau/Shares Registrar, will check and count votes for the decision of each agenda of the Meeting, including the votes submitted by the shareholders through eASY.KSEI as referred to in item 4 above , as well as votes cast at the Meeting.
8. The shareholders or their attorneys-in-fact who will physically present must comply with the health procedures (among others, they must wear masks covering their nose and mouth) in accordance with the Government Protocol implemented by the building management at the venue of the Meeting.
9. For the purpose of the proper order of the Meeting, the shareholders or their attorneys-in-fact are expected to present at the venue of the Meeting, 30 (thirty) minutes before the commencement of the Meeting.
10. The Company does not provide food and beverage as well as souvenirs in relation to the Meeting.

**Jakarta, May 11, 2021**  
**The Board of Directors of the Company**