

# PT AUSTINDO NUSANTARA JAYA Tbk. (the "Company")

# ABRIDGED MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

The Board of Directors hereby announces to the shareholders of the Company the resolutions of the Extraordinary General Meeting of Shareholders (the "**Meeting**") which was held on:

Date / Day : Tuesday, November 2, 2021

Time : 1.33 pm – 1.50 pm West Indonesia Time (WIB)

Venue : Menara BTPN 40th Floor

Jalan Dr. Ide Anak Agung Gde Agung Kav 5.5 – 5.6

Kawasan Mega Kuningan

Jakarta 12950

#### A. Agenda of the Meeting

- 1. Approval on the change of the composition of the Board of Commissioners and/or the Board of Directors of the Company.
- 2. Approval on the amendment to the Articles of Association of the Company.

# B. Attendance of the Board of Commissioners and the Board of Directors of the Company

The Commissioners who attended physically in the Meeting were as follow:
President Commissioner (Independent) : Mr. Adrianto Machribie
Commissioner : Mr. George Santosa Tahija
Commissioner : Mr. Sjakon George Tahija
Commissioner : Mr. Anastasius Wahyuhadi

The Directors who attended physically in the Meeting were as follows:

President Director

: Mrs. Istini T. Siddharta
Vice President Director

: Mr. Lucas Kurniawan

Director : Mr. Geetha Govindan K Gopalakrishnan

Director : Mr. Naga Waskita

The other members of the Board of Commissioners and the Board of Directors joining the Meeting through an electronic facility:

Commissioner : Mr. Istama Tatang Siddharta

Independent Commissioner : Mr. J. Kristiadi

Independent Commissioner : Mr. Darwin Cyril Noerhadi

#### C. Quorum of the Shareholders

The Meeting was attended by the shareholders or their attorneys-in-fact representing 3,071,214,968 shares or equivalent to 92.729% out of 3,312,047,488 shares which represent all shares with valid voting rights, excluding 42,127,512 shares which have been bought back by the Company (treasury stock).

## D. Opportunity to Ask Questions and/or to Provide Opinions

Prior to taking a decision, the Chairman of the Meeting provided an opportunity to the shareholders or their attorneys-in-fact to ask questions and/or to provide opinions for each agenda of the Meeting.

There was no question from the shareholders or their attorneys-in-fact for all agenda of the Meeting.

### E. Voting Mechanism

Resolutions shall be made by deliberation to reach a consensus, failing which, decisions are made by voting.

PT Datindo Entrycom, as a Securities Administration Bureau of the Company, and Notary, were appointed by the Company as the parties to carry out the vote counting process at the Meeting.

#### F. Voting Results in the Meeting

	Abstentions	Disagree	Agree
The First Agenda	0 share	2,000 shares	3,071,212,968 shares
The Second Agenda	0 share	2,000 shares	3,071,212,968 shares

#### G. The Meeting Resolutions

#### The First Agenda

1. To approve the resignation of Mrs. Istini Tatiek Siddharta from her position as the President Director of the Company effectively as of the closing of the Meeting and to release and discharge Mrs. Istini Tatiek Siddharta from her responsibility during her term of office provided that her management duty has been carried out in accordance with the Articles of Association of the Company, the prevailing

laws and regulations, including but not limited to Law Number 40 of 2007 concerning Limited Liability Company.

- 2. To approve the appointment of Mrs. Istini Tatiek Siddharta as a Commissioner of the Company effectively as of the closing of the Meeting.
- 3. To approve the resignation of Mr. Lucas Kurniawan from his position as the Vice President Director of the Company and to appoint Mr. Lucas Kurniawan as the President Director of the Company effectively as of the closing of the Meeting.
- 4. To approve the resignation of Mr. Geetha Govindan Kunnath Gopalakrishnan from his position as a Director of the Company and to appoint Mr. Geetha Govindan Kunnath Gopalakrishnan as the Vice President Director of the Company effectively as of the closing of the Meeting.
- 5. To approve the appointment of Mr. Aloysius D'Cruz as a Director of the Company effectively as of the closing of the Meeting.
- 6. To approve the appointment of Ms. Nopri Pitoy as a Director of the Company effectively as of the closing of the Meeting.
- 7. To restate the composition of the Board of Commissioners and the Board of Directors of the Company effectively as of the closing of the Meeting as follows:

#### **Board of Commissioners:**

President Commissioner (Independent) : Mr. Adrianto Machribie
Commissioner : Mr. George Santosa Tahija
Commissioner : Mr. Sjakon George Tahija
Commissioner : Mr. Anastasius Wahyuhadi
Commissioner : Mr. Istama Tatang Siddharta

Independent Commissioner : Mr. J. Kristiadi

Independent Commissioner : Mr. Darwin Cyril Noerhadi Commissioner : Mrs. Istini Tatiek Siddharta

### **Board of Directors:**

President Director : Mr. Lucas Kurniawan

Vice President Director : Mr. Geetha Govindan Kunnath Gopalakrishnan

Director: Mr. Naga WaskitaDirector: Mr. Aloysius D'CruzDirector: Ms. Nopri Pitoy

The term of office of the members of the Board of Commissioners and the Board of Directors is until the closing of the Annual General Meeting of Shareholders in 2025, except that the term of office of Mr. Darwin Cyril Noerhadi as an Independent Commissioner, Mrs. Istini Tatiek Siddharta as a Commissioner, Mr. Lucas Kurniawan as the President Director, Mr. Geetha Govindan Kunnath Gopalakrishnan as the Vice President Director, Mr. Aloysius D'Cruz and Ms. Nopri Pitoy as a Director is until the closing of the Annual General Meeting of Shareholders of the Company in 2026 and the term of office of Mr. Naga Waskita

- as a Director is until the closing of the Annual General Meeting of Shareholders of the Company in 2022.
- 8. To give authorities and powers to the Board of Directors of the Company and/or Mr. Naga Waskita, individually or jointly with the rights of substitution, to draw up/state the resolutions regarding the composition of the Board of Commissioners and the Board of Directors of the Company, in a notarial deed made before a Notary and further to notify the authorities, and to take all and every actions necessary in connection with the abovementioned decision in accordance with the applicable laws and regulations.

# The Second Agenda

- 1. To approve the amendment to Article 16 of the Articles of Association of the Company regarding the Duties and Authorities of the Board of Directors.
- 2. To give authorities and powers to the Board of Directors of the Company and/or Mr. Naga Waskita, individually or jointly with the rights of substitution, to carry out any and all actions required in relation to such resolutions, including but not limited to state/draw up the resolutions in a notarial deed made before a Notary, to amend, adjust and/or restate all provisions of Article 16 of the Articles of Association of the Company together with changes or renewals thereof (if any) and the other contents as determined by the competent authorities, as required by and in accordance with the provisions of the applicable laws and regulations, which then to apply for approval and/or submit notification of the resolutions of this Meeting and/or amendment to the Articles of Association of the Company in the resolutions of this Meeting to the relevant authorities and to carry out any and all necessary actions, in accordance with the applicable laws and regulations.

Jakarta, November 3, 2021 Board of Directors of the Company