



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

**ABRIDGED MINUTES OF
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS**

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

Date / Day : Wednesday, June 7, 2023
Time : 1.12 pm – 2.01 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 and ratification on the Annual Report and Sustainability 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, 2022, 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, 2022 and granting of full release and discharge from responsibilities (*acquit 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, 2022.
2. Stipulation of use of net profit of the Company for the year ending on December 31, 2022.
3. Appointment of an Independent Public Accountant and Public Accounting Firm to carry out audit on the Company for the financial year of 2023 and to approve the honorarium of the Independent Public Accountant and Public Accounting firm so appointed.
4. Approval of the change of the members of the Board of Commissioners of the Company.
5. Approval of the change of the members of the Board of Directors of the Company.

6. 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 2023.

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

The Commissioners who attended in the Meeting were as follows:

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 T. Siddharta

The Directors who attended in the Meeting were as follows:

President Director	: Mr. Lucas Kurniawan
Vice President Director	: Mr. Geetha Govindan K Gopalakrishnan
Director	: Mr. Naga Waskita
Director	: Mr. Aloysius D'Cruz
Director	: Ms. Nopri Pitoy

C. Quorum of the Shareholders

The Meeting was attended by the shareholders or their attorneys-in-fact representing 3,148,786,486 shares or equivalent to 93.88% of 3,354,175,000 shares which represent all shares with valid voting rights.

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 is 1 (one) question submitted by a shareholder during the discussion on the first 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 the 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

	Shareholders who were present and voted physically			Shareholders who voted through e-proxy		
	Abstentions	Disagree	Agree	Abstentions	Disagree	Agree
The First Agenda	0 share	0 share	3,109,453,486 shares	3,500 shares	95,100 shares	39,234,400 shares
The Second Agenda	0 share	0 share	3,109,453,486 shares	3,500 shares	95,100 shares	39,234,400 shares
The Third Agenda	0 share	0 share	3,109,453,486 shares	3,500 shares	665,000 shares	38,664,500 shares
The Fourth Agenda	0 share	0 share	3,109,453,486 shares	3,500 shares	95,100 shares	39,234,400 shares
The Fifth Agenda	0 share	0 share	3,109,453,486 shares	3,500 shares	95,100 shares	39,234,400 shares
The Sixth Agenda	0 share	0 share	3,109,453,486 shares	3,500 shares	6,587,400 shares	32,742,100 shares

G. The Meeting Resolutions

The First Agenda

To approve and ratify the Annual Report and the Sustainability Report of the Company for the year ending on December 31, 2022, including the Operational Report of the Company, the Supervisory Report of the Board of Commissioners and the Consolidated Financial Statements of the Company for the year ending on December 31, 2022, 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, 2022 as well as to give full release and discharge of responsibilities (*acquit et de charge*) to the members of 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, 2022 to the extent that their actions are reflected in the Annual Report of the Company.

The Second Agenda

- a. To approve the distribution of the net profit of the Company for the year ending on December 31, 2022, as follows:
 - i. The Company will distribute cash dividends of Rp. 27.8 (twenty seven point eight Rupiah) for each share to the entitled shareholders of the Company. The exchange rate for book-keeping purposes will use the middle exchange rate of Bank Indonesia on June 19, 2023, which is the date to determine the shareholders who are entitled to the cash dividend (cum dividend).

- ii. The remaining balance will be recorded as retained earnings which will be used for the working capital of the Company.
- b. To give powers and authorities to the Board of Directors of the Company to carry out any and all actions required in relation to the abovementioned resolutions in accordance with the prevailing laws and regulations.

The Third Agenda

- a. To give authorities and powers to the Board of Commissioners of the Company to appoint the Independent Public Accountant and Public Accountant Office (KAP) to carry out the audit of the Company for the financial year of 2023, subject to the recommendations of the Audit Committee of the Company.
- b. To give authorities to the Board of Directors of the Company to approve and determine the honorarium and the terms of its appointment in accordance with applicable laws and regulations.

The Fourth Agenda

- a. To approve the resignation of Mr. Istama Tatang Siddharta from his position as a Commissioner of the Company effectively as of the closing of the Meeting and to release and discharge Mr. Istama Tatang Siddharta from his responsibility during his term of office provided that his supervisory 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.
- b. To restate the composition of the Board of Commissioners 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
Independent Commissioner	: Mr. Josep Kristiadi
Independent Commissioner	: Mr. Darwin Cyril Noerhadi
Commissioner	: Mrs. Istini Tatiek Siddharta

The term of office of the Board of Commissioners is as follows:

- Mr. Adrianto Machribie as the President Commissioner (Independent), Mr. George Santosa Tahija as a Commissioner, Mr. Sjakon George Tahija as a Commissioner, Mr. Anastasius Wahyuhadi as a Commissioner and Mr. Josep Kristiadi as an Independent Commissioner are until the closing of the Annual General Meeting of Shareholders of the Company in 2025;
- Mr. Darwin Cyril Noerhadi as an Independent Commissioner and Mrs. Istini Tatiek Siddharta as a Commissioner are until the closing of the Annual General Meeting of Shareholders of the Company in 2026.

- c. 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 of the Company, in a notarial deed made before a Notary Public 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 Fifth Agenda

- a. To approve the appointment of Mr. Mohammad Fitriyansyah as a Director of the Company effectively as of the closing of the Meeting.
- b. To restate the composition of the Board of Directors of the Company effectively as of the closing of the Meeting as follows:

Board of Directors:

President Director	: Mr. Lucas Kurniawan
Vice President Director	: Mr. Geetha Govindan Kunnath Gopalakrishnan
Director	: Mr. Naga Waskita
Director	: Mr. Aloysius D'Cruz
Director	: Ms. Nopri Pitoy
Director	: Mr. Mohammad Fitriyansyah

The term of office of the Board of Directors is as follows:

- Mr. Lucas Kurniawan as the President Director, Mr. Geetha Govindan Kunnath Gopalakrishnan as the Vice President Director, Mr. Aloysius D'Cruz as a Director and Ms. Nopri Pitoy as a Director are until the closing of the Annual General Meeting of Shareholders of the Company in 2026;
 - Mr. Naga Waskita as a Director is until the closing of the Annual General Meeting of Shareholders of the Company in 2027;
 - Mr. Mohammad Fitriyansyah as a Director is until the closing of the Annual General Meeting of Shareholders of the Company in 2028.
- c. 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 Directors of the Company, in a notarial deed made before a Notary Public 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 Sixth Agenda

- a. To give authorities and powers to the Nomination and Remuneration Committee, one of the committees under the Board of Commissioners of the Company, to determine the salary and/or honorarium and other allowances payable to the members of the Board of Directors.

- b. To approve and stipulate that the amount of salary and/or honorarium and other allowances for the Board of Commissioners of the Company for the financial year of 2023 is the same amount with the previous financial year and/or with a maximum increase of 20% from the previous financial year.

H. Schedule and Procedures for the Payment of the Cash Dividend of 2022

In accordance with the resolutions of the second agenda of the Meeting, the Board of Directors of the Company announces the schedule and procedures for the payment of the cash dividend for the year ending on December 31, 2022 as follows:

1. The schedule for the payment of the cash dividend:

Remark	Date
Cash cum dividend in Regular Market and Negotiable Market	Thursday, June 15, 2023
Cash ex dividend in Regular Market and Negotiable Market	Friday, June 16, 2023
Cash cum dividend in Cash Market	Monday, June 19, 2023
Cash ex dividend in Cash Market	Tuesday, June 20, 2023
Recording date of shareholders entitled for cash dividend	Monday, June 19, 2023
Cash dividend payment	Friday, July 7, 2023

2. The procedures for the payment of the cash dividend are as follows:
- Cash dividend will be paid to the shareholders whose names are registered in the Shareholders Register of the Company on June 19, 2023 at 4 PM WIB.
 - For the holders of sub-securities account with PT Kustodian Sentral Efek Indonesia (“**KSEI**”) in the Collective Depository (Securities Company or Custodian Bank), the dividend will be paid to the shareholders’ securities account (*Rekening Dana Nasabah/RDN*) with their Securities Company or Custodian Bank where the relevant shareholder opened its sub-securities account. Written confirmation regarding the distribution of the cash dividend will be delivered by KSEI to the Securities Company or the Custodian Bank. For the shareholders whose shares are not registered in the Collective Depository of KSEI, the cash dividend will be transferred to their accounts.
 - Cash dividend is subject to tax in accordance with the prevailing taxation laws and regulations. Such tax shall be borne by the shareholders and will be deducted from the cash dividend payable to such shareholders.
 - The domestic shareholders who are a legal entity taxpayer and have not yet submitted the Taxpayer Registration Number (the “**NPWP**”) are required to submit the NPWP to KSEI or PT Datindo Entrycom (the Shares Administration Agency of the Company) at the latest on June 19, 2023 at 4 PM WIB.
 - The foreign shareholders who are an offshore taxpayer whose tax withholding will be made in accordance with the Double Tax Avoidance Treaty are required to fulfill the requirements of Article 26 Law No. 36 of 2008 as well as to submit a DGT Form and Certificate of Domicile in the

forms and procedures as required under the prevailing laws and regulations to KSEI or PT Datindo Entrycom at the latest on June 19, 2023 at 4 PM WIB. Without the required documents, the cash dividend payable to such foreign shareholders will be deducted with Article 26 Income Tax in accordance with the applicable tax laws and regulations.

Jakarta, June 8, 2023
Board of Directors of the Company