



NOTARY

CHRISTINA DWI UTAMI, S.H., M.Hum., M.Kn.

Decree of the Minister of Law and Human Rights  
of the Republic of Indonesia  
Number AHU-00023.AH.02.Tahun 2016

Jln. K.H. Zainul Arifin No. 2  
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DEED OF  
STATEMENT OF RESOLUTIONS OF  
MEETING OF  
LIMITED LIABILITY COMPANY  
PT AUSTINDO NUSANTARA JAYA Tbk

NUMBER : 23.-  
DATED : November 02, 2021.-



CHRISTINA DWI UTAMI, SH, MHum, MKn.

NOTARY OF CENTRAL JAKARTA ADMINISTRATION CITY

STATEMENT OF RESOLUTIONS OF MEETING OF  
LIMITED LIABILITY COMPANY  
PT AUSTINDO NUSANTARA JAYA Tbk

Number: 23.

- On this day, Tuesday, dated 02-11-2021 (the second day of November of the year two thousand twenty one).-----

- At 14.00 WIB (fourteen Western Indonesia Standard Time).-----

- Appear before me, CHRISTINA DWI UTAMI, Sarjana Hukum, Magister Humaniora, Magister Kenotariatan, Notary in West Jakarta Administration City, in the presence of the witnesses who have been known to me, Notary, and whose names will be mentioned at the end of this deed:-----

- Mister NAGA WASKITA, born in Tanjung Pinang, on 31-01-1974 (the thirty first day of January of the year one thousand nine hundred seventy four), private person, Indonesian Citizen, residing in South Jakarta, Apartemen The Peak Tower Renais 17B, Jalan Setiabudi Raya Number 9, Neighborhood Association 002, Administrative Unit 002, Setia Budi Sub-district, Setia Budi District, the holder of Resident Identification Card number 3174013101740014;-----

- According to his statement in this matter acting as the attorney-in-fact, as contained in the deed of Minutes drawn up by me, Notary, dated this day, number 22, of the Extraordinary General Meeting of Shareholders of Limited Liability Company PT AUSTINDO NUSANTARA JAYA Tbk, domiciled in South Jakarta, and having head office at Menara BTPN, 40<sup>th</sup> Floor, Jalan Doktor Ide Anak Agung Gde Agung Kaveling 5.5. – 5.6, Kawasan Mega Kuningan (hereinafter will be referred to as the Company), whose amendment to its entire articles of association is contained in the deed drawn

Notary's  
seal  
affixed



up before me, Notary, dated 09-06-2021 (the ninth day of June of the year two thousand twenty one), number 74, the notification on which amendment to its articles of association has been received and recorded in the Legal Entity Administration System of the Ministry of Law and Human Rights of the Republic of Indonesia, as evidenced by its Letter, dated 06-07-2021 (the sixth day of July of the year two thousand twenty one), number AHU-AH.01.03-0420951.-----

- The appearer has been known to me, Notary.-----

- The appearer by acting as mentioned above firstly explains:-----

- Whereas on Tuesday, dated 02-11-2021 (the second day of November of the year two thousand twenty one), taking place at Menara BTPN, 40<sup>th</sup> Floor, Jalan Doktor Ide Anak Agung Gde Agung Kaveling 5.5-5.6, Kawasan Mega Kuningan, Jakarta 12950, at 13.33 WIB (thirty three minutes past thirteen Western Indonesia Standard Time) up to 13.50 WIB (fifty minutes past thirteen Western Indonesia Standard Time), the Company has convened the Extraordinary General Meeting of Shareholders (hereinafter will be referred to as the "MEETING"), set out in the deed of Minutes drawn up by me, Notary, dated this day, number 22.-----

- Whereas the MEETING is chaired by Mister ADRIANTO MACHRIBIE REKSOHADIPRODJO as the (Independent) President Commissioner of the Company, who has been appointed by the Board of Commissioners of the Company, in accordance with the provisions of Article 13 paragraph 1 of the Articles of Association of the Company;-----

- Whereas the procedure for the convening of this Meeting has complied with the provisions of the Articles of Association of the Company and the Regulations of the Financial Services Authority regarding Plan and Convening of General Meeting of Shareholders of Public Company. The Convening of this Meeting has used the application for the convening of electronic General Meeting of Shareholders or the Electronic General Meeting System ("eASY.KSEI") provided by Limited Liability Company PT Kustodian Sentral Efek Indonesia;-----

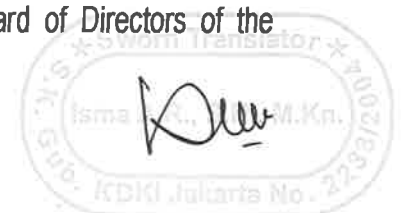


Related to the announcement and notice for the MEETING, the Company has carried out the following matters:-----

- a. Deliver notification letter regarding the agenda of the MEETING to the Financial Services Authority (“OJK”) on 10-09-2021 (the tenth day of September of the year two thousand twenty one).-----
- b. Announcement for the MEETING has been made on 17-09-2021 (the seventeenth day of September of the year two thousand twenty one) and the notice for the MEETING has been given on 04-10-2021 (the fourth day of October of the year two thousand twenty one).-----
- c. Announcement and notice for the MEETING aforesaid have been delivered through (i) the e-GMS website provided by Limited Liability Company PT Kustodian Sentral Efek Indonesia (“eASY.KSEI”), (ii) the website of Limited Liability Company PT Bursa Efek Indonesia, and (iii) the website of the Company.-----

- Whereas the shares which are present and/or represented in the MEETING are totaling to 3,071,214,968 (three billion seventy one million two hundred fourteen thousand nine hundred sixty eight) shares or representing 92.729% (ninety two point seven two nine percent) from 3,312,047,488 (three billion three hundred twelve million forty seven thousand four hundred eighty eight) shares which are constituting the total number of the entire shares with valid voting rights which have been issued by the Company (after subtracted by the total number of shares which have been repurchased by the Company/treasury stock) and, therefore, the provisions on the attendance quorum as stipulated in Article 40 paragraph 1 of Law number 40 of the year 2007 (two thousand seven) regarding Limited Liability Company (Company Law) as well as Article 14 paragraph 1 letter a of the Articles of Association of the Company have been complied with;-----

- Whereas in the MEETING, have been adopted resolutions regarding the composition of the Board of Commissioners and the Board of Directors of the



Company as well as the amendment to Article 16 of the Articles of Association of the Company, which are going to be set out in this deed;-----

- In relation to the matters which have been explained above, then, the Appearer by acting in his capacity as mentioned above, states that the MEETING has adopted the following resolutions:-----

- Resolution on the first agenda:-----

- a. Approve the resignation of Mrs. ISTINI TATIEK SIDDHARTA from her office as the President Director of the Company validly effective starting as of the date of closing of the Meeting and to give release and discharge to Mrs. ISTINI TATIEK SIDDHARTA from the liabilities during her term of office provided that her management actions of the Company which she performed have complied with the Articles of Association of the Company, the legal provisions and the prevailing laws and regulations, including but not limited to the provisions of Law Number 40 of the Year 2007 (two thousand seven) regarding Limited Liability Company.-----
- b. Approve the appointment of Mrs. ISTINI TATIEK SIDDHARTA as the Commissioner of the Company validly effective starting as of the date of closing of the MEETING.-----
- c. Approve the resignation of Mister LUCAS KURNIAWAN from his office as the Vice President Director of the Company and simultaneously to appoint Mister LUCAS KURNIAWAN as the President Director of the Company validly effective starting as of the date of closing of the MEETING.-----
- d. Approve the resignation of Mister GEETHA GOVINDAN KUNNATH GOPALAKRISHNAN from his office as the Director of the Company and simultaneously appoint Mister GEETHA GOVINDAN KUNNATH GOPALAKRISHNAN as the Vice President Director of the Company validly effective starting as of the dated of closing of the MEETING.-----
- e. Approve the appointment of Mister ALOYSIUS D'CRUZ as the Director of the



Company validly effective starting as of the date of closing of the MEETING.--

f. Approve the appointment of Mrs. NOPRI PITOY as the Director of the Company validly effective starting as of the date of closing of the MEETING.--

g. Confirm that the composition of the members of the Board of Commissioners and the Board of Directors of the Company starting as of the closing of the MEETING is as following:-----

The Board of Commissioners:-----

President Commissioner (Independent-----

Commissioner) : Mister ADRIANTO MACHRIBIE-----

REKSOHADIPRODJO;-----

Commissioner : Mister GEORGE SANTOSA TAHIJA;-----

Commissioner : Mister SJAKON GEORGE TAHIJA;-----

Commissioner : Mister ANASTASIUS WAHYUHADI;-----

Commissioner : Mister ISTAMA TATANG SIDDHARTA;-----

Independent Commissioner : Mister JOSEP KRISTIADI;-----

Independent Commissioner : Mister DARWIN CYRIL NOERHADI;-----

Commissioner : Mrs. ISTINI TATIEK SIDDHARTA;-----

The Board of Directors:-----

President Director : Mister LUCAS KURNIAWAN;-----

Vice President Director : Mister GEETHA GOVINDAN KUNNATH-----

GOPALAKRISHNAN;-----

Director : Mister NAGA WASKITA;-----

Director : Mister ALOYSIUS D'CRUZ;-----

Director : Mrs. NOPRI PITOY;-----

The term of office for the members of the Board of Commissioners and the Board of Directors shall be up to the closing of the Annual General Meeting of Shareholders of the Company to be convened in the year 2025 (two thousand twenty five), except for the term of office of Mister DARWIN CYRIL NOERHADI



as the Independent Commissioner, Mrs. ISTINI TATIEK SIDDHARTA as the Commissioner, Mister LUCAS KURNIAWAN as the President Director, Mister GEETHA GOVINDAN KUNNATH GOPALAKRISHNAN as the Vice President Director, Mister ALOYSIUS D'CRUZ and Mrs. NOPRI PITOY as the Directors shall be up to the closing of the Annual General Meeting of Shareholders of the Company to be convened in the year 2026 (two thousand twenty six) and the term of office of Mister NAGA WASKITA as the Director shall be up to the closing of the Annual General Meeting of Shareholders of the Company to be convened in the year 2022 (two thousand twenty two).-----

- h. Grant authority and power to the Board of Directors of the Company and/or Mister NAGA WASKITA, both individually and collectively with the right of substitution, to set out/state the resolution regarding the composition of the members of the Board of Commissioners and the Board of Directors of the Company aforesaid into the deed drawn up before the Notary and, furthermore, to notify it to the authorities, as well as to take any and all actions which are required in relation to the resolution aforesaid in accordance with the prevailing laws and regulations.-----

- Resolution on the second agenda:-----

- a. Approve the amendment to the Article 16 of the Articles of Association of the Company regarding the Duties and Authorities of the Board of Directors.-----
- b. Grant authority and power to the Board of Directors of the Company and/or Mister NAGA WASKITA, both individually and collectively with the right of substitution, to take any and all actions which are required in relation to the resolution aforesaid, including but not limited to stating/setting out the resolution aforesaid in the deeds drawn up before the Notary, to amend, adjust and/or recompose the provisions of the Article 16 of the Articles of Association of the Company, along with its amendment or renewal (if any) and other text as stipulated by the authorized institutions, as prescribed by as well as in



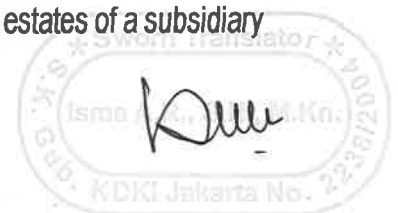




- c. Composing the annual work plan containing the annual budget of the Company and it must be delivered to the Board of Commissioners to obtain approval from the Board of Commissioners, before the commencement of the forthcoming financial year.-----

In the framework of supporting the effectiveness on the performance of its duties and responsibilities, the Board of Directors may establish committees and will be obliged to carry out evaluation towards the performance of the committees aforesaid at the end of every financial year of the Company. To support the implementation of good corporate governance by the Company, the Board of Directors will be obliged to establish, as well as will be authorized to appoint and dismiss the corporate secretary or the composition of the corporate secretary working unit led by a person in charge.-----

- 5. The Board of Directors will be entitled to represent the Company inside and outside the Court regarding any matters and in any incidents, to bind the Company to other party, and other party to the Company, as well as to take any actions, pertaining both to the management and ownership affairs, with due observance of the laws and regulations and the prevailing regulations in the Capital Market sector in Indonesia, and with the restriction that in order to:-----
  - a. acquire/run a new business/business activity, including to approve the acquirement/the running of a new business/business activity by a subsidiary company of the Company;-----
  - b. acquire, sell or encumber the assets or estates of the Company exceeding 5% (five percent) of the aggregate assets of the Company;-----
  - c. approve the acquirement of new assets or estates of a subsidiary



[Official Translation]

company of the Company, the value of which exceeds US\$ 500,000 (five hundred thousand United States Dollar) or its equivalent in Rupiah currency;-----

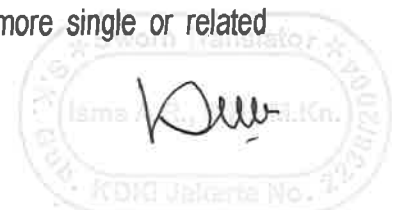
- d. approve the transfer or encumbrance exceeding 50% (fifty percent) of the aggregate net assets estates of a subsidiary company, in one or more single or related transactions;-----
- e. change the annual work/budget plan of the Company and spend the capital and operating expenses (outside the annual budget which has been approved), including to approve the change of annual work and/or budget plan of a subsidiary company of the Company and to approve the spending of the capital and operating expenses (outside the annual budget which has been approved) of a subsidiary company of the Company, the value of which exceeds US\$ 100,000 (one hundred thousand United States Dollar) or its equivalent in Rupiah currency;-----
- f. approve the appointment and dismissal of the members of the Board of Directors and the Board of Commissioners as well as the auditor of a subsidiary company;-----
- g. acquire debts and other financing facilities from the banks by the Company, including the acquirement of debts and other financing facilities from the banks by a subsidiary company, the value of which exceeds US\$ 500,000 (five hundred thousand United States Dollar) or its equivalent in Rupiah currency;-----
- h. execute material contract other than contracts commonly executed in the ordinary course of business;-----
- i. approve the execution of material contract other than contracts commonly executed in the ordinary course of business by a subsidiary company of the Company;-----



- j. execute an agreement with a member of the Board of Directors of the Company, a member of the Board of Commissioners of the Company, a shareholder of the Company as well as their affiliates, other than agreements with bona fide arm's length terms;-----
- k. approve the execution of an agreement by a subsidiary company of the Company with a member of the Board of Directors of the Company, a member of the Board of Commissioners of the Company, a shareholder of the Company as well as their affiliates, other than agreements with bona fide arm's length terms;-----
- l. approve the amendment to the articles of association or other constitutional documents of a subsidiary company of the Company;-----
- m. approve the merger, consolidation, acquisition and spin-off of a subsidiary company of the Company; and-----
- n. approve the bankruptcy, liquidation or dissolution of a subsidiary company of the Company;-----

must be with the approval of or the relevant documents must be co-executed by the Board of Commissioners.-----

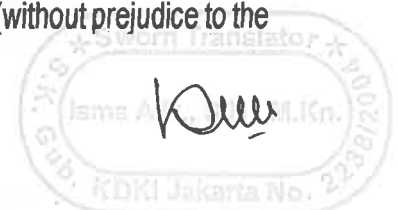
- 6. in order to perform the legal action of:-----
  - a. transferring, relinquishing rights over the assets of the Company the amount of which is more than 50% (fifty percent) of the total net assets of the Company in 1 (one) or more single or related transactions; or-----
  - b. placing the assets of the Company as securities over debt, the amount of which is more than 50% (fifty percent) of the total net assets of the Company in 1 (one) or more single or related



transactions;-----

the Board of Directors must obtain approval from the GMS in accordance with Article 14 paragraph 1 letter c of this Articles of Association, with due observance of the laws and regulations, the regulations of OJK and the prevailing regulations in the Capital Market sector.-----

7. To perform the legal action in the form of material transactions or transactions containing conflict of interest as referred to in the prevailing laws and regulations and the regulations in the Capital Market sector, the Board of Directors requires the approval of the GMS which is convened in accordance with the prevailing laws and regulations in the Capital Market sector.-----
8. a. A member of the Board of Directors will not be authorized to represent the Company if:-----
  - i. there is any case before the court between the Company and the relevant member of the Board of Directors;-----
  - ii. the relevant member of the Board of Directors has an interest conflicting with the interest of the Company;-----
  - iii. the member of the Board of Directors is suspended as referred to in Article 19 paragraph 7 of this Articles of Association, starting as of the resolution on the suspension by the Board of Commissioners up to:-----
    - 1) the obtainment of resolution of the GMS conforming or annulling the suspension aforesaid; or-----
    - 2) the lapse of period as referred to in Article 19 paragraph 9 of this Articles of Association.-----
- b. In the event as referred to in paragraph 7 letter a of this Article, will be entitled to represent the Company (without prejudice to the



provisions in this Articles of Association) shall be:-----

- i. other member of the Board of Directors who does not have any conflict of interest with the Company;-----
  - ii. the Board of Commissioners, in the event that the entire members of the Board of Directors have conflict of interest with the Company; or-----
  - iii. other party appointed by the GMS, in the event that the entire members of the Board of Directors or the Board of Commissioners have conflict of interest with the Company.
9. a. The President Director collectively with a Director who is responsible for the matters related to his authority will be entitled and authorized to act for and on behalf of the Board of Directors as well as represent the Company;-----
- b. In the event that the President Director is absent or prevented from acting due to any reason whatsoever, of which impediment no evidence to the third party will be required, then, the President Director will be obliged to appoint another Director as his attorney-in-fact by virtue of a written power of attorney. The Director so appointed by the President Director, furthermore, collectively with a Director who is responsible for the matters related to his authority, will be entitled and authorized to act for and on behalf of the Board of Directors as well as to represent the Company.-----
10. The Board of Directors, in certain matters, will be entitled to appoint one or more individuals as its attorney-in-fact by granting them specific authorities as described in a written power of attorney.-----
11. Any actions of the members of the Board of Directors contradictory to the Articles of Association are invalid.-----



12. The distribution of duties and authorities of every member of the Board of Directors will be stipulated and determined by the GMS and such authorities by the GMS may be delegated to the Board of Commissioners. In the event that the GMS did not stipulate it, then, the distribution of duties and authorities of the members of the Board of Directors will be stipulated based on the resolution of the Board of Directors.-----

- Furthermore, the appearer hereby states and fully warrants the correctness of the identity of the appearer, which is in accordance with the identification card as well as the date presented to me, Notary, and the appearer has also affixed his fingerprints on the separately made attachment, however, which constitutes an integral and inseparable part to the minutes of this deed.-----

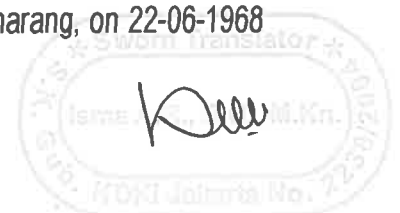
- The appearer hereby also states of having fully understood and acknowledged the entire and every content of this deed, therefore, in relation to the matters mentioned above, then, the appearer hereby states of taking full responsibility over such matter as well as indemnify me, Notary, and the witnesses, from any and every arising consequences.-----

-----**IN WITNESS WHEREOF THIS DEED**-----

- Drawn up as the minutes and conducted in Jakarta, on the day and date as mentioned in the beginning of this deed, in the presence of:-----

1. Mister AHMAD JAMALUDDIN, Sarjana Hukum, born in Karawang, on 21-08-1991 (the twenty first day of August of the year one thousand nine hundred ninety one), private person, Indonesian Citizen, residing in Karawang Regency, Krajan IV Hamlet, Neighborhood Association 006, Administrative Unit 010, Talagasari Sub-district, Talagasari District, the holder of Resident Identification Card number 3215172108910002, temporarily present in Jakarta;-----

2. Mrs. ANNA HIDAYANTI, Sarjana Hukum, born in Semarang, on 22-06-1968



[Official Translation]

(the twenty second day of June of the year one thousand nine hundred sixty eight), private person, Indonesian Citizen, residing in Bekasi Regency, Puri Utama, Neighborhood Association 010, Administrative Unit 013, Jatimulya Sub-district, Tambun Selatan District, the holder of Resident Identification Card number 3216066206680009, temporarily present in Jakarta;-----

both of them are the employees at Notary office.-----

- After this deed is read out by me, Notary, to the appearer, the witnesses, then, immediately this deed is executed by the appearer, the witnesses, and me, Notary.—

- Done without any addition, without any deletion and without any substitution.-----

- The original of this deed has been perfectly executed.-----

-----GIVEN AS THE OFFICIAL COPY CORRESPONDING TO THE ORIGINAL-----

NOVEMBER 02, 2021

[Notary's stamp, signature and stamp duty affixed]

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I, Isma Afifah Romani, S.H., M.Kn., Sworn Translator (pursuant to the Decree of the Governor of DKI Jakarta No. 2238/2004), hereby affirm that today, Monday, dated January 24, 2022, has translated this document into English language corresponding to the original document in Indonesian language.

