



**ANNUAL GENERAL MEETING
OF SHAREHOLDERS
PT. Sarimelati Kencana Tbk.**

JAKARTA, 11 MAY 2023



MEETING AGENDAS

- I. Approval on the Company's Annual Report prepared by the Board of Directors including Supervisory Report prepared by Board of Commissioners and ratification on the Annual Financial Statements for the book year that ended on the date of 31 December 2022, and to give the full release and discharge (*acquit et de charge*) in favour of all members of Board of Directors and Board of Commissioners of the Company for all actions and supervisions performed during the book year that ended on date of 31 December 2022;
- II. Approval for Changes to the Structure of Management of the Company;
- III. Approval on granting and delegation of authority in favour of the Board of Commissioners to stipulate the remuneration package including allowances, bonus and facilities to be granted in favour of the Board of Commissioners and Board of Directors for the book year that ended on the 31 December 2023;
- IV. Approval on granting and delegation of authority in favour of the Board of Commissioners to appoint Public Accountant in order to perform examination and audit to historical financial statement for the book year that ended on the date of 31 December 2023, and the delegation of authority in favour of the Board of Directors to stipulate the honorarium of the said Public Accountant.



A GENDA I

Approval on the Company's Annual Report prepared by the Board of Directors including Supervisory Report prepared by Board of Commissioners and ratification on the Annual Financial Statements for the book year that ended on the date of 31 December 2022, and to give the full release and discharge (*acquit et de charge*) in favour of all members of Board of Directors and Board of Commissioners of the Company for all actions and supervisions performed during the book year that ended on date of 31 December 2022



AUDITED FINANCIAL STATEMENT

The Company's Annual Report for the book year that ended on the date of 31 December 2022, which have been audited by the Public Accounting firm Kosasih, Nurdiyaman, Mulyadi, Tjahjo & Rekan in the Independent Auditor's Report Number: **00316/2.1051/AU.1/05/0519-2/1/III/2023.**

**Link of Audited Financial Statement
for Financial Year 2022:**

**[https://sarimelatikencana.co.id/images
/report_financial/file-25.pdf](https://sarimelatikencana.co.id/images/report_financial/file-25.pdf)**



AGENDA II

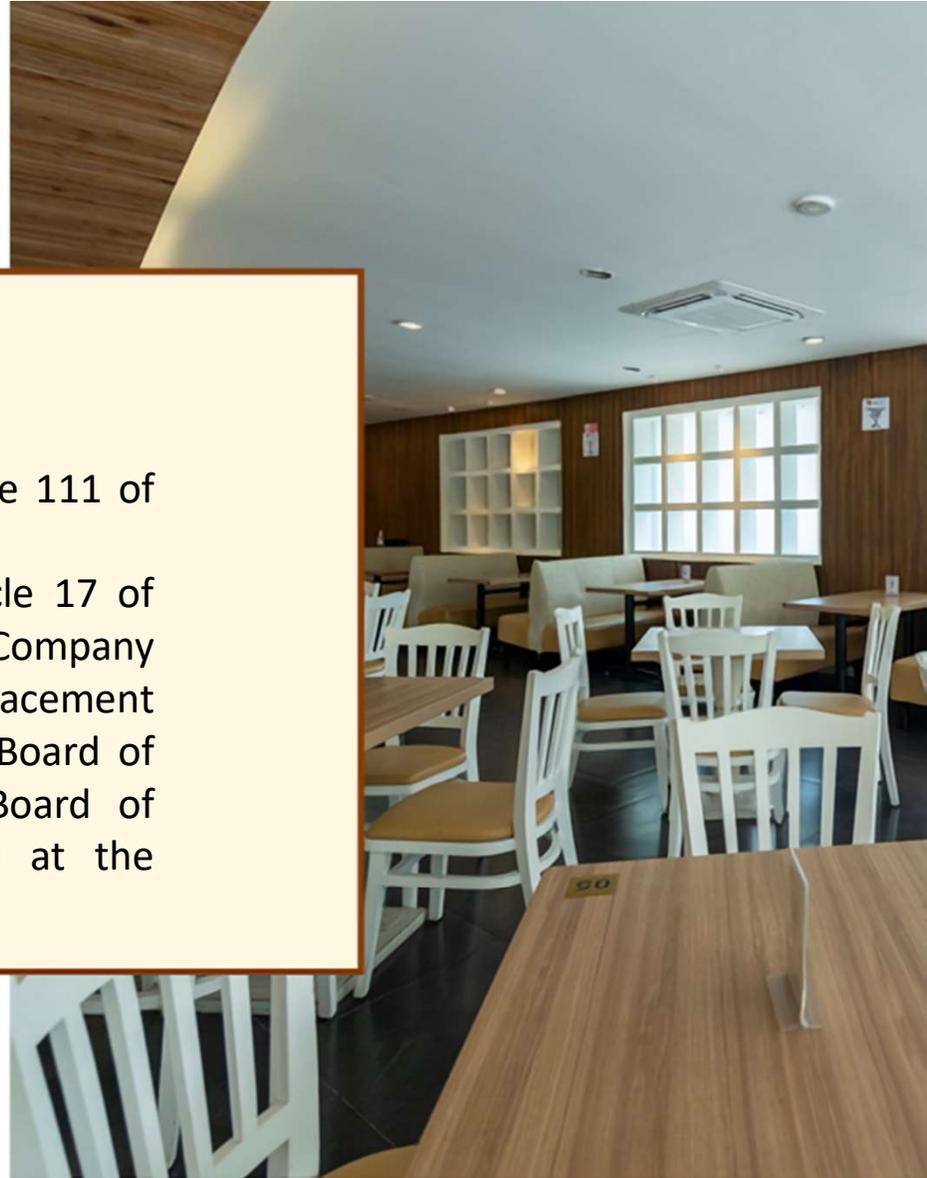
Approval for Changes to the Structure of
Management of the Company



LEGAL BASIS

Pursuant to:

- (i) provisions of Article 94 and Article 111 of the Indonesian Company Law, and
- (ii) provisions of Article 14 and Article 17 of Articles of Association of the Company regulate the appointment, replacement and dismissal of the member of Board of Directors and the member of Board of Commissioners shall be decided at the General Meeting of Shareholders.





AGENDA III

Approval on granting and delegation of authority in favour of the Board of Commissioners to stipulate the remuneration package including allowances, bonus and facilities to be granted in favour of the Board of Commissioners and Board of Directors for the book year that ended on the 31 December 2023



LEGAL BASIS

- (i) Article 96 and Article 113 of the Company Law; and
- (ii) Article 14 and Article 17 of Articles of Association of the Company.

Revenues and facilities to be granted in favour of the Board of Directors and the Board of Commissioners shall be decided at the GMS.



AGENDA IV

Approval on granting and delegation of authority in favour of the Board of Commissioners to appoint Public Accountant in order to perform examination and audit to historical financial statement for the book year that ended on the date of 31 December 2023, and the delegation of authority in favour of Board of Directors to stipulate honorarium of the said Public Accountant



L LEGAL BASIS

Article 59 paragraph (1) of the Regulation of Financial Services Authority No. 15/POJK.04/ 2020 the Plan and Implementation of General Meeting of Shareholders of a Public Listed Company;

Article 13 paragraphs (1) and (2) of the Regulation of Financial Services Authority No. 13/POJK.03/2017 the Appointment of Public Accountant and Auditing Firm in Financial Services Activities;

Article 9 of the Articles of Association of the Company regulate the appointment of public accountant and delegation of authority for appointing the public accountant shall be decided at the General Meeting of Shareholders.





**EXTRAORDINARY
GENERAL MEETING
OF SHAREHOLDERS
PT. Sarimelati Kencana Tbk.**

JAKARTA, 11 MAY 2023





MEETING AGENDAS

1. Reinstatement of delegation of authority granted in favour of the Board of Commissioners in relation to the Capital Addition Without Pre-Emptive Rights for the purpose of Management and Employees Shares Ownership Program as had been ratified by the Extraordinary General Meeting of Shareholders dated 24 April 2019;
2. Reinstatement of approval for securing, guaranteeing or placing securities over, either partial or all of the assets of the Company in favour of its Creditor, including but not limited to (i) right of mortgage to Company's properties, (ii) fiduciary security of all inventories, bank account, and insurance coverage of the Company, (iii) any other form of collateral or security concerning any other assets, either movable or fixed assets, for the purpose of financing or obtaining loan or financing from a third party which is granted to or obtained by the Company, either at the present or in the future, as regulated under Article 102 of the Law of the Republic of Indonesia No. 40 of 2007 concerning Limited Liability Company, in the amount, terms and provisions to be accepted by the Board of Directors of the Company, in consideration to the Capital Market laws and regulations as had been ratified by the Extraordinary General Meeting of Shareholders dated 19 November 2020.

AGENDA I

Reinstatement of delegation of authority granted in favour of the Board of Commissioners in relation to the Capital Addition Without Pre-Emptive Rights for the purpose of Management and Employees Shares Ownership Program as had been ratified by the Extraordinary General Meeting of Shareholders dated 24 April 2019



The Company intends to reinstate and reaffirm the resolution of the Extraordinary General Meeting of Shareholders dated 24th of April 2019 concerning the issuance and exercise stages of the Capital Addition Without Pre-Emptive Rights for the purpose of Management and Employees Stock Option Plan (**MESOP**) including the delegation of authorities in favour of the Board of Commissioners.



AGENDA II

Reinstatement of approval for securing, guaranteeing or placing securities over, either partial or all of the assets of the Company in favour of its Creditor, including but not limited to (i) right of mortgage to Company's properties, (ii) fiduciary security of all inventories, bank account, and insurance coverage of the Company, (iii) any other form of collateral or security concerning any other assets, either movable or fixed assets, for the purpose of financing or obtaining loan or financing from a third party which is granted to or obtained by the Company, either at the present or in the future, as regulated under Article 102 of the Law of the Republic of Indonesia No. 40 of 2007 concerning Limited Liability Company, in the amount, terms and provisions to be accepted by the Board of Directors of the Company, in consideration to the Capital Market laws and regulations as had been ratified by the Extraordinary General Meeting of Shareholders dated 19 November 2020.





The Company intends to reinstate and reaffirm the resolution of the Extraordinary General Meeting of Shareholders dated 19th of November 2020 for the purpose of securing, guaranteeing or placing securities over **more than 50% (fifty percent)** of the Company's existing and/or future assets and properties, either within single or multiple transactions, in favour of the Company's creditors.



Thank You!

