



**JABABEKA & CO.**

**SUMMARY OF MINITUES OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS  
PT KAWASAN INDUSTRI JABABEKA TBK.**

The Board of Directors of PT Kawasan Industri Jababeka (“**Company**”) hereby inform the shareholders of the Company that the Company has convened an Annual General Meeting of Shareholders (“**Meeting**”) on:

Day, Date	: Wednesday, 8 September 2021
Time	: 10.45 – 12.58 Western Indonesia Time
Place	: President Lounge, Menara Batavia, Ground Floor Jl. KH. Mas Mansyur Kav. 126, Jakarta Pusat 10220
Mechanism	: Physical and electronic via eASY.KSEI application
Media Conference	: AKSes.KSEI in webinar Zoom format

**A. Chairman of the Meeting**

The Meeting was led by Mr. Setyono Djuandi Darmono, as the President Commissioner, based on the Resolution of the Board of Commissioners of the Company dated September 6, 2021.

**B. Members of the Board of Commissioners and the Board of Directors who attended the Meeting**

Members of the Board of Commissioners and the Board of Directors who attended the Meeting physically:

- Mr. Setyono Djuandi Darmono as President Commissioner
- Mr. Tedjo Budianto Liman as President Director

Members of the Board of Commissioners and the Board of Directors who attended the Meeting from the Boardroom via video conference:

Board of Commissioners

- Mr. Bacelius Ruru as Vice President Commissioner and Independent Commissioner
- Mr. Gan Michael as Commissioner and Independent Commissioner
- Mr. Hadi Rahardja as Commissioner

Board of Directors

- Mr. Hyanto Wihadhi as Director
- Mr. Tjahjadi Rahardja as Director
- Mr. Sutedja Sidarta Darmono as Director
- Mr. Setiawan Mardjuki as Director
- Mr. Basuri Tjahaja Purnama as Director

**C. Quorum of attendance of Shareholders at the Meeting**

The meeting was attended by 10,507,916,341 shares or 51.177% of 20,824,888,369 shares issued by the Company, from which 292,500,000 shares were treasury shares or with the total of 20,532,388,369 shares with valid voting rights of the Company.

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Menara Batavia, 25<sup>th</sup> Floor, Jl. K.H. Mas Mansyur Kav. 126, Jakarta 10220, Indonesia, Tel. +62 21 572 7337, Fax. +62 21 572 7338  
Jababeka Center, Marketing Gallery, Hollywood Plaza No. 10-12, Jl. H. Usmar Ismail – Indonesia Movieland, Kota Jababeka, Cikarang, Bekasi 17550, Indonesia  
Telp. +62-21 893 4580, 893 4570, Fax. +62-21 8983 3921-22  
Website: [www.jababeka.com](http://www.jababeka.com)



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**D. The opportunity to ask questions and/or provide opinions related to the Agenda of the Meeting**

At the end of the discussion of each Agenda, the Chairman of the Meeting gave the opportunity to the Shareholders or their proxies to ask questions and/or provide opinions or suggestions related to the Agenda. Until the end of the Meeting there were no questions and/or responses from the Shareholders or their proxies.

**E. Resolutions making mechanism at the Meeting**

Resolutions of the Meeting are made by way of deliberation to reach a consensus and if deliberation to reach a consensus is not reached, decisions will be made based on voting in accordance with the provisions of Law no. 40 of 2007 concerning Limited Liability Companies (“**Company Law**”), OJK Regulation No. 15/POJK.04/2020 concerning the Plan and Organizing of the General Meeting of Shareholders of a Public Company (“**POJK 15/2020**”) and the Company's Articles of Association, which is approved by more than 1/2 (one half) of the number of votes legally cast in the meeting.

**F. Meeting Agenda and Voting Results**

<b>First Agenda:</b>		
Approval for granting dispensation for the delay in convening the Company's Annual General Meeting of Shareholders for the financial year ending December 31, 2019.		
<b>Approved</b>	<b>Not Approved</b>	<b>Abstain</b>
10,080,507,458 votes or 95.933%	427,404,676 votes or 4.067%	4,207 votes or 0.000%
<b>Resolution:</b>		
Approved the granting of dispensation for the delay in convening the Company's Annual General Meeting of Shareholders for the financial year ending December 31, 2019.		

<b>Second Agenda:</b>		
Approval and ratification of the Company's Annual Report, for the financial years ended December 31, 2018, 2019 and 2020, as well as granting full discharge and release of responsibilities ( <i>acquies et de charge</i> ) to all Board of Directors and Board of Commissioners of the Company.		
<b>Approved</b>	<b>Not Approved</b>	<b>Abstain</b>
10,507,912,134 votes or 99.999%	0	4,207 votes or 0.000%
<b>Resolution:</b>		
1. Approved to accept and ratifying Company's Annual Report for the financial years ended December 31, 2018, 2019 and 2020, which include: a. Report on the supervisory duties of the Company's Board of Commissioners on the Company's performance for the financial year ended December 31, 2018, 2019 and 2020; b. Board of Directors' Reports for the Financial Years ended December 31, 2018, 2019 and 2020; and c. The Company's Consolidated Financial Statements containing the Company's Balance Sheet and Annual Profit/Loss for the financial year ended December 31, 2018, 2019, and		

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2020, which have been audited by the Public Accounting Firm Tanubrata Sutanto Fahmi Bambang dan Rekan, respectively, dated March 27, 2019 Number: 00444/2.1068/AU.1/03/1243-3/1/III/2019, April 15, 2020 Number: 00406/2.1068/AU.1/03/1243-3/1/IV/2020 and March 29, 2021 Number: 00028/3.0424/AU.1/03/1620-1/1/III/2021.

2. Approved to provide full discharge of responsibilities (acquit et de charge) to all members of the Board of Directors and Board of Commissioners of the Company for management and supervisory actions that have been carried out during the financial year period ended December 31, 2018, 2019 and 2020.

**Third Agenda:**

Determination of the use of the Company's net profit for the financial year ended December 31, 2018, 2019, and 2020.

<b>Approved</b>	<b>Not Approved</b>	<b>Abstain</b>
10,474,716,551 votes or 99.684%	33,195,583 votes or 0.316%	4,207 votes or 0.000%

**Resolution:**

1. Approved to set aside Rp 50,000,000 each from Net Profit attributable to Owners of the Company's Parent Entity (*Pemilik Entitas Induk Perseroan*) for the financial years ended December 31, 2018 and 2019 as reserves in accordance with the Company's Articles of Association and as stipulated in Article 70 of the Company Law.
2. Approved that the remaining net profit after deducting reserves for the financial years ended December 31, 2018 and 2019 amounting to Rp40,921,080,075 and Rp 118,806,202,269, respectively, to be recorded as retained earnings.
3. Approved and determined that the Company did not set aside reserve funds in accordance with the provisions of Article 70 of the Company Law for the financial year ending on December 31, 2020.
4. Approved to give full authority and power to the Board of Directors of the Company with the right of substitution to take all necessary actions in connection with the decisions mentioned above, one thing or another without exception, in accordance with the applicable laws and regulations.

**Fourth Agenda:**

Confirmation and ratification of the appointment of an Independent Public Accountant that audits the Company's financial statement for the financial years ended December 31, 2019, and 2020 as well as granting authority to the Board of Commissioners of the Company to determine the amount of honorarium for the Independent Public Accountant.

<b>Approved</b>	<b>Not Approved</b>	<b>Abstain</b>
10,477,939,538 votes or 99.715%	29,972,596 votes or 0.285%	4,207 votes or 0.000%

**Resolution:**

Affirming and ratifying all actions of the Board of Commissioners in relation to the appointment and determination of the honorarium of the Independent Public Accountant who has audited the Company's books for the financial years ended December 31, 2019 and 2020.

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**Fifth Agenda:**

Appointment of an Independent Public Accountant that will audit the Company's financial statement for the financial year ending December 31, 2021 and granting authority to the Company's Board of Commissioners to determine the amount of the Independent Public Accountant's honorarium.

<b>Approved</b>	<b>Not Approved</b>	<b>Abstain</b>
10,491,043,428 votes or 99.839%	0 or 0%	16,872,913 votes or 0.161%

**Resolution:**

Approved to delegate the authority to the Company's Board of Commissioners to appoint the Company's Independent Public Accountant who is registered with the Financial Services Authority and has a good reputation who will audit the Company's financial statements for the financial year ending 31 December 2021 and authorize the Company's Board of Commissioners to determine the amount of honorarium for the Public Accountant as well as other requirements in connection with the appointment.

**Sixth Agenda:**

Appointment and appointment of members of the Board of Commissioners and Board of Directors of the Company and determination and/or ratification of the salaries and other benefits of members of the Board of Directors of the Company as well as honorarium and other allowances for members of the Board of Commissioners of the Company for the financial year 2019, 2020, and 2021.

<b>Approved</b>	<b>Not Approved</b>	<b>Abstain</b>
10,080,507,458 votes or 95.933%	427,404,676 votes or 4.067%	4,207 votes or 0.000%

**Resolution:**

1. Approved to appoint and determine the composition of the members of the Board of Directors and the Board of Commissioners starting from the closing date of this Meeting until the closing of the Annual General Meeting of Shareholders in 2024, with the following composition:

**Board of Directors**

- President Director : Tedjo Budiarto Liman
- Vice President Director : Tjahjadi Rahardja
- Director : Hyanto Wihadhi
- Director : Sutedja Sidarta Darmono

**Board of Commissioners**

- President Commissioner : Setyono Djuandi Darmono
- Vice President Commissioner : Drs. H Suhardi Alius, MH  
(Independent)
- Commissioner : Hadi Rahardja
- Commissioner (Independent) : Gan Michael

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2. Ratified the determination of salaries and other benefits for members of the Company's Board of Directors as well as honorarium and other allowances for members of the Company's Board of Commissioners for the financial year 2019 and 2020, as well as approved and determined the salaries and other benefits of members of the Company's Board of Directors as well as honorarium and other allowances for members of the Company's Board of Commissioners for the fiscal year 2021.
3. Granting power and authority with substitution rights to the Board of Directors of the Company, individually or jointly, to take all necessary actions related to the decisions as decided in the Agenda of this Meeting, including but not limited to stating the determination of the Board of Directors and Board of Commissioners of the Company in the notarial deed, giving notification to the Minister of Law and Human Rights of the Republic of Indonesia and registering the composition of the Board of Commissioners and Board of Directors of the Company as mentioned above in the Company Register in accordance with the applicable laws and regulations.

### Seventh Agenda:

Approval of the Company's plan to refinance global notes which will mature in 2023 which is a material transaction as referred to in OJK Regulation No. 17/POJK.04/2020 on Material Transactions and Changes in Business Activities.

Approved	Not Approved	Abstain
10,487,820,441 votes or 99.809%	3,222,987 or 0.031%	16,872,913 or 0.161%

### Resolution:

1. Approved the Company's plan to refinance global debt securities that will mature in 2023 which is a material transaction as referred to in POJK 17/2020.
2. Granting power and authority with substitution rights to the Board of Directors of the Company to implement the decisions mentioned above, including but not limited to making or requesting to be made and signing all necessary deeds, agreements, letters and documents (including determine and agree to the terms and conditions of the documents), present before the authorized party/official, including a Notary, submit an application to the authorized party/official, as referred to in the applicable laws and regulations and take other necessary actions without limitation.

### Eighth Agenda:

Approval on the granting of corporate guarantees and/or approval of the Company's plan, in the Company's capacity as a shareholder, to grant approval to the Company's subsidiaries to guarantee all or most of the assets of the Company's subsidiaries (if necessary) including granting guarantees (corporate guarantee) for the purpose of the Company's plan to refinance global notes which will mature in 2023.

The quorum of attendance in accordance with the provisions of Article 102 paragraph (1.a) jo. Article 89 paragraph (1) of the Company Law, Article 43 letter a of POJK 15/2020 and Article 12 paragraph 4 of the Company's Articles of Association, which is at least 3/4 of the total shares with valid voting rights that have been issued by the Company, **is not fulfilled**.

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In accordance with the provisions of the Company's Articles of Association and POJK 15/2020, the Company will hold a second Meeting which can be held within a period of 10 days and no later than 21 days after the first Meeting is held, with the following quorum provisions:

<b>Quorum of Attendance:</b> At least 2/3 of the shares with valid voting rights that have been issued by the Company	<b>Quorum of Resolution:</b> More than 3/4 from number of shares with valid voting rights that have been issued by the Company.
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The Invitation for the second Meeting will be made no later than 7 days before the second Meeting is held.

**Ninth Agenda:**

Approval of the amendment and restatement of the Company's Articles of Association in order to (i) adjust the objectives and purposes and business activities with the provisions of the Indonesian Standard Industrial Classification ("KBLI"); and (ii) adjustment and compliance with the provisions of OJK Regulation No. 15/POJK.04/2020 on the Planning and Implementation of the General Meeting of Shareholders of a Public Company and OJK Regulation No. 16/POJK.04/2020 on the Implementation of General Meeting of Shareholders of Public Company through Electronic Means.

The quorum of attendance in accordance with the provisions of Article 88 paragraph (1) of the Company Law, Article 42 letter a of POJK 15/2020 and Article 26 paragraph (1) of the Company's Articles of Association, which is at least 2/3 of the total shares with valid voting rights that have been issued by the Company, **is not fulfilled**.

In accordance with the provisions of the Company's Articles of Association and POJK 15/2020, the Company will hold a second Meeting which can be held within a period of 10 days and no later than 21 days after the first Meeting is held, with the following quorum provisions:

<b>Quorum of Attendance:</b> At least 3/5 of the shares with valid voting rights that have been issued by the Company	<b>Quorum of Resolution:</b> More than 1/2 from number of shares with valid voting rights that have been issued by the Company.
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The Invitation for the second Meeting will be made no later than 7 days before the second Meeting is held.

**Bekasi, 10 September 2021**  
**PT Kawasan Industri Jababeka Tbk.**  
**Board of Directors**