

# PT ARCHI INDONESIA TBK. CONVOCATION OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

The Board of Directors of PT Archi Indonesia Tbk. ("**Company**"), domiciled in South Jakarta, hereby invites the Shareholders to attend the online Annual General Meeting of Shareholders (hereinafter shall be referred to as "**Meeting**"), which will be held on:

Day/Date : Tuesday, 26 April 2022

Time : 10.00 Western Indonesia Time (WIB) - onward Mechanism : Online by electronic with eASY.KSEI application

Venue : Ballroom 1 Four Seasons Hotel 5<sup>th</sup> Floor

Jl. Gatot Subroto Kav. 18, Kuningan Barat, Kec. Mampang Prapatan, Kota Jakarta

Selatan, Daerah Khusus Ibukota Jakarta 12710

The Meeting will be held with the following agendas:

1. Approval of the Company's Annual Report and Financial Statements for the Financial Year Ending December 31, 2021.

### Rationale:

Pursuant to Article 14 paragraph 2 of the Company's Articles of Association ("AoA") juncto Article 66 Paragraph 1 of Law No. 40 of 2007 concerning Limited Liability Company ("Company Law"), Annual Report shall be approved by the General Meeting of Shareholders ("GMS") and the Annual Financial Statements as long as the Board of Commissioners Supervision Report shall be ratified by the GMS. In this agenda, the Company's Board of Directors shall propose to the Meeting: (a) to approve the Company's Annual Report for the financial year ending December 31, 2021; (b) to ratify the Board of Commissioners Supervision Report for the financial year ending December 31, 2021; (c) to ratify the Company's Financial Statement for the financial year ending December 31, 2021; (d) to give full release and discharge of responsibility (volledig acquit et décharge) to all members of the Company's Board of Directors and Board of Commissioners for the management and supervision conducted on the financial year ending December 31, 2021, as long as such management and supervision are reflected on the Company's Annual Report and Financial Statement for the financial year ending December 31, 2021.

2. Determination of Appropriation of the Company's Net Profit for the Financial Year Ending December 31, 2021 and General Reserves (Appropriated).

# Rationale:

Pursuant Article 27 paragraph 1 of the Company's AoA juncto Article 71 of the Company Law, the utilization of net profit, including the determination of the amount of provision for reserves, is decided by the GMS.

 Appointment of Public Accountant and/or Public Accountant Firm to perform audit on the Company's consolidated Financial Statements for the Financial Year Ending December 31, 2022.



# Rationale:

Pursuant to Article 14 paragraph 2 point c of the Company's AoA and Article 59 of Financial Services Authority (*Otoritas Jasa Keuangan* – "*OJK*") Regulation No.15/POJK.04/2020 dated 20 April 2020 concerning The Planning and Organizing of General Meetings of Shareholders of Public Companies ("POJK 15/2022"), appointment and dismissal of public accountant and/or public accountant office which will perform audit of historical annual financial information must be decided in a GMS, by considering the opinion from the Board of Commissioners. In this agenda, the Board of Directors of the Company shall propose to delegate the authority to appoint a public accountant and/or public accounting firm to the Board of Commissioners with consideration to the recommendation from the Audit Committee in accordance with OJK Regulation No. 13/POJK.03/2017 dated 27 March 2017 concerning the Use of Public Accountants and Public Accounting Firms in Financial Services Activities ("POJK 13/2017") and OJK Regulation No. 55/POJK.04/2015 tanggal 23 December 2015 the Establishment and Guidelines for the Work Implementation of the Audit Committee ("POJK 55/2015").

4. Determination of the Amount of Salary or Honorarium and/or Allowance for Board of Commissioners and Board of Directors for the Year of 2022.

## Rationale:

Pursuant to Article 20 paragraph 2 and Article 23 paragraph 3 of the Company's AoA *juncto* Article 96 and Article 113 of Company Law, salary and allowance of the Board of Directors also honorarium and/or allowance of the Board of Commissioners shall be decided by a GMS. In this agenda, the Company's Board of Directors shall propose to delegate the authority to determine salary or honorarium and/or allowance for members of Board of Directors and Board of Commissioners for the year 2022 to the Board of Commissioners, and with consideration to the recommendation from the Company's Nomination and Remuneration Committee in accordance with OJK Regulation No. 34/POJK.04/2014 dated 8 December 2014 concerning the Nomination and Remuneration Committee for Issuers or Public Companies ("POJK 34/2014")

5. Changes in the Composition of the Company's Board of Directors and Board of Commissioners.

#### Rationale:

Pursuant to Article 20 paragraph 2 and 3 also Article 23 paragraph 3 and 4 of the Company's AoA, the Board of Directors and Board of Commissioners are appointed and dismissed by the GMS. In this agenda, the Company's Board of Directors shall seek for approval of: (a) the resignation of some of the Company's Directors and/or Commissioners; and (b) appointment and ratification of the Company's new Board of Directors and Board of Commissioners composition, each with consideration to the remaining term of the other Board of Directors and Board of Commissioners members.

6. Report on the Realization of the Utilization of Proceeds from the Company's Initial Public Offering.



### Rationale:

Pursuant to Article 6 paragraph 1 and paragraph 2 of OJK Regulation No. 30/POJK.04/2015 dated 22 December 2015 concerning Report on the Realization of the Utilization of Proceeds from the Public Offering ("POJK 30/2015"). In this agenda, the Company's Board of Directors shall report the realization of the utilization of proceeds from the Company's Initial Public Offering which has been fully utilized for partial payment of bank loan principal and financing the operational activity and working capital.

In relation to the Meeting, the Company hereby conveys the following matters:

- This invitation constitutes as an official invitation of the Meeting. Therefore, the Company shall not send separate invitations to the Shareholders. The Company is also convey this Meeting invitation via Indonesian Stock Exchange website, eASY.KSEI, and the Company's website <u>www.</u> archiindonesia.com
- Shareholders who are entitled to attend or represented with a power of attorney and vote in the Meeting, must be recorded in the Shareholders Register of the Company or in the securities account at The Indonesian Central Securities Depository ("KSEI") on Friday, 1 April 2022, at 16.15 WIB.
- 3. With regard to OJK Regulation No.16/POJK.04/2020 dated 20 April 2020 regarding the Electronic General Meeting of Shareholders ("**POJK 16/2020**") and Guidelines for the Prevention and Control of Covid-19 of the Ministry of Health of the Republic of Indonesia:
  - a. The Shareholders is strongly advised to attend the Meeting electronically or grant their power of attorney via the Electronic General Meeting System Facility of KSEI ("eASY.KSEI") with the following procedures:
    - The Shareholders shall be previously registered in the Facility of Securities Ownership Reference
      of KSEI ("AKSes KSEI"). If the Shareholders are not registered, the Shareholders are kindly
      requested to register in the website <a href="https://akses.ksei.co.id">https://akses.ksei.co.id</a>.
    - 2) For registered Shareholders, the proxy is provided at eASY.KSEI in the website <a href="https://easy.ksei.co.id">https://easy.ksei.co.id</a> ("e-Proxy").
    - 3) The Shareholders may declare their proxy and votes, modify the appointment of the Attorney and/or the votes for the agenda of the Meeting, or revoke the proxy since the date of the Invitation of the Meeting until 1 (one) business day prior to the date of the Meeting, at 12.00 WIB.
    - 4) In the event the Shareholders attending the meeting without using the eASY.KSEI mechanism, the Shareholders may download the power of attorney form in the Company's website and shall submit it to the Company's Shares Registrar (*Biro Adiministrasi Efek* "BAE"), PT Datindo Entrycom via email dm@datindo.com. The original power of attorney must have been received by the Board of Directors of the Company at least 1 (one) business day prior to the date of the Meeting, which is April 25, 2022 at 12.00 WIB at the BAE office, Jl. Hayam Wuruk No. 28, Jakarta 10120.
  - b. The registration process for Shareholders who will attend the Meeting electronically to give e-voting through eASY.KSEI should pay attention to the following matters:
    - 1) The Shareholders mentioned below must register their attendance electronically in eASY.KSEI on the date of the Meeting from 08.00 until 09.45 WIB:



- a) Local individual Shareholders who have not provided their attendance declaration or proxy in eASY.KSEI until the specified time limit and intend to attend the Meeting electronically.
- b) Local individual Shareholders who have provided their attendance declaration but have not submitted their vote in eASY.KSEI until the specified time limit and intend to attend the Meeting electronically.
- c) Proxy from the Shareholders who have granted power of attorney to the Independent Representative or Individual Representative but have not submitted their vote in eASY.KSEI until the specified time limit.
- d) Proxy from the Shareholders who have granted power of attorney to participant/intermediary (Custodian Bank or Securities Company) and have submitted their vote in eASY.KSEI until the specified allocated time.
- 2) Shareholders who have granted an attendance declaration or proxy to the Independent Representative or Individual Representative and have submitted their vote for the Meeting agenda in eASY.KSEI until the specified time limit, then such Shareholder/the Proxy is not required to register attendance electronically in eASY.KSEI.
- 3) Any delay or failure in the electronic registration process for any reason will result in the Shareholders or their Proxy unable to attend the Meeting electronically, and their share ownership will not be calculated as the attendance quorum.
- 4) Guidelines for registration, use and explanation concerning eASY.KSEI and AKSes KSEI are available on <a href="https://easy.ksei.co.id">https://easy.ksei.co.id</a> and/or <a href="https://akses.ksei.co.id">https://easy.ksei.co.id</a> and/or <a href="https://akses.ksei.co.id">https://easy.ksei.co.id</a> and/or <a href="https://akses.ksei.co.id">https://akses.ksei.co.id</a>.
- c. In order to support the prevention and control of Covid-19, the Company will:
  - 1) Not provide any souvenirs, food and beverages considering The AGMS is held electronically.
  - 2) Re-announce to the Shareholders in the event of any change and/or additional information related to the procedure of the arrangement of the Meeting, with reference to the latest condition and update of the integrated handling and control for preventing the spread or infection of Covid-19.
  - 3) Shareholders or proxy of Shareholders which will attend the Meeting in person must present proof of full Covid-19 vaccination record and negative PCR test result which is still applicable for the Meeting (1x24 hours) and willing to adhere and pass the health and safety protocol applicable in the venue. The Meeting activity in the location mentioned above will be conducted with capacity limitation. If the Shareholders or proxy of Shareholders did not adhere to this stipulation, then the Shareholders or proxy of Shareholders will not be allowed to enter the Meeting activity place.
- d. Materials for the Meeting are available from the date of the Convocation until the time of the Meeting. The Meeting materials may be downloaded on the Company's website pursuant to Article 18 paragraph 1 of POJK 15/2020.

Jakarta, 4 April 2022 PT Archi Indonesia Tbk. Board of Directors