

**ANNOUNCEMENT OF SUMMARY OF MINUTES OF  
ANNUAL GENERAL MEETING OF SHAREHOLDERS  
PT ASTRA AGRO LESTARI Tbk**

- A. PT Astra Agro Lestari Tbk (“Company”) hereby announces to the Company’s shareholders that an Annual General Meeting of Shareholders (“Meeting”) was organized on:

Day/Date : Wednesday, April, 14<sup>th</sup> 2021  
Time : 09.02 a.m. – 09.34 a.m. Western Indonesian Time  
Place : Catur Dharma Hall, Menara Astra 5<sup>th</sup> Fl.  
Jl. Jend. Sudirman Kav.5-6  
Jakarta 10220

**B. AGENDA of Meeting**

1. Approval of the 2020 Annual report, including ratification of the Board of Commissioners Supervision Report, and ratification of the Consolidated Financial Statements of the Company for Financial Year 2020.
2. Determination of the appropriation of the Company’s net profit for Financial Year 2020.
3. a. Appointment of the members of the Board of Directors and the members of the Board of Commissioners of the Company  
b. Determination on the salary and benefit of the Board of Directors and determination on the honorarium and/or benefit of the Board of the Commissioners of the Company.
4. Appointment of the public accountant firm to conduct and audit of the Company’s Financial Statements for Financial Year 2021
5. Approval amendments in the Company’s Article of Association

**C. – Attendance :**

- Board of Director	:	1. Santosa	President Director
		2. Joko Supriyono*)	Vice President Director
		3. Mario Casimirus Surung Gultom	Director
		4. Ir. Muhammad Hadi Sugeng Wahyudiono*)	Director
		5. Rujito Purnomo*)	Director
		6. Nico Tahir*)	Director
		7. Said Fakhrollazi*)	Director
- Board of Commissioner :		1. Chiew Sin Cheok*)	President Commissioner
		2. Johannes Loman*)	Commissioner
		3. Sidharta Utama*)	Independent Commissioner
		4. Drs Aridono Sukmanto*)	Independent Commissioner

\*) Attend the meeting via teleconferencing media (video conference)

- D. The AGMS was Attended by 1.637.384.548 shares or equal to 85,073% of the total shares with valid voting rights issued by the Company.

#### E. FULFILLMENT OF LEGAL PROCEDURE FOR ORGANIZING THE MEETING

The Company's Board of Directors has notified to the Financial Services Authority, published Announcements, Invitation and Notice of Reschedule Meetings to Shareholders in accordance with applicable regulations.

F. Shareholders who were present at the Meeting were given opportunity to raise questions and/or give opinions relating to the Meeting Agenda. There were 1 (one) Shareholders/their proxies at the Meeting Who Raised questions and give opinions.

G. Voting Mechanisms in the Meeting are as follows:

- Resolutions of the Meeting were taken by voting, not by way of deliberation to reach unanimity;
- Shareholders with valid vote rights of their proxies who attended at the Meeting but gave blank votes (abstain), should be considered as casting the same votes as those of the majority;
- If there are Shareholders giving negatives votes or blank on the resolutions, the Shareholders are asked to raise their hand and submit their votes;
- Shareholders or the proxies who did not raise their hands, their votes should be considered as affirmative votes.

#### H. The Result of Voting at Meeting :

	Abstained	Disagreed	Agree	Total Agreed (Agreed + Abstained)
Agenda 1	923.095	-	1.636.461.453	1.637.384.548
Agenda 2	485	-	1.637.384.063	1.637.384.548
Agenda 3	315.685	15.113.848	1.621.955.015	1.622.270.700
Agenda 4	923.095	13.401.962	1.623.059.491	1.623.982.586
Agenda 5	485	54.715.812	1.582.668.251	1.582.668.736

I. Resolutions of the Meeting were as follows :

##### Meeting's First Agenda Point

To approve and well accept the Company's Annual Report for fiscal year 2020, including to ratify the Report on Supervisory Job of the Company's Board of Commissioners, and to ratify the Company's Consolidated Financial Statement for fiscal year 2020 audited by the Office of Public Accountant Tanudiredja, Wibisana, Rintis & Associates, as contained in their Report dated 19<sup>th</sup> February 2021 with fair opinion in all material aspects;

As the Annual Report is approved and the Report on Supervisory Job of the Company's Board of Commissioners and the Company's Consolidated Financial Statement ratified, all members of the Company's Board of Directors and Board of Commissioners shall be given full acquittal and discharge (*acquit et decharge*) from the management and supervision actions they performed during fiscal year 2020 in so far those actions are reflected in the Company's Annual Report and Consolidated Financial Statement of fiscal year 2020.

##### Meeting's Second Agenda Point

- 1) To approve the Company's net profit utilization for the fiscal year ended on 31<sup>st</sup> December 2020 of Rp 833.089.603.253,00 as follows:
  - a. Rp 195.00 per share as a cash dividend distribution which will be calculated with an interim dividend of Rp 42.00 per share that was received on 19<sup>th</sup> October 2020. So that the

remaining Rp 153.00 per share will be on May 10<sup>th</sup> 2021 to Shareholders whose names are recorded in the Shareholders Register of the Company on April 26<sup>th</sup> 2021 at 16.00 WIB.

- b. To give authority to the Company's Board of Directors to perform the dividend division and to take all required actions.  
Dividend payments will be made by taking into account tax and other applicable provisions; and
- 2) The remaining shall be booked as the Company's retained earnings.

### **Meeting's Third Agenda Point**

- A. therefore the composition of the members of the Board of Directors and the Board of the Commissioners of the Company are change and become as follows :

#### **Members of the Board of Directors**

President Director	: Santosa
Director	: Mario Casimirus Surung Gultom
Director	: M.Hadi Sugeng Wahyudiono
Director	: Rujito Purnomo
Director	: Nico Tahir
Director	: Said Fakhrullazi
Director	: Eko Prasetyo

#### **Board of Commissioners**

President Commissioner	: Chiew Sin Cheok
Commissioner	: Johannes Loman
Independent Commissioner	: Sidharta Utama
Independent Commissioner	: Aridono Sukmanto

Thus, the composition of the Board of Directors and Board of Commissioners since the closing of the Meeting 2021 until the Closing of the Meeting of the Meeting of the Company to be held in 2023, are as follows :

- B .
  1. To give authority to the Company's Board of Commissioners to decide the salary and allowances of members of the Company's Board of Directors by observing the opinion of the Company's Remuneration and Nomination Competition; and
  2. To decide to give the maximum honorarium to all members of Rp 2.750.000.000,00 per shares before tax deduction, effective from 1<sup>st</sup> May 2021 until the closing of the Company's Annual General Meeting of Shareholders 2023, and to give authority to the Company's President Commissioner to decide the division of the honorarium amount among members of the Company's Board of Commissioners.

### **Meeting's Fourth Agenda Point**

1. To appoint the Public Accountant firm Tanudiredja, Wibisana, Rintis & Rekan, members of the PricewaterhouseCoopers firm, which is a public accounting firm registered in the Financial Services Authority, to audit the Company's Financial Statements for the 2021 fiscal year; and

2. To give authority to the Board of Directors of the Company to determine the amount of the honorarium and other requirements relating to the appointment of the public accounting firm in accordance with the applicable regulations.

**Meeting's Fifth Agenda Point**

1. Approved the amendments to the provisions in the Company's Articles of Association to be invincible, among others, the provisions in the Financial Services Authority Regulation No. 15 / POJK.04 / 2020 concerning Planning and Implementation of General Meeting of Shareholders of Public Companies.
2. To give authority to the Board of Directors of the Company to:
  - a. makes amendments and / or additions if deemed necessary to the Articles of Association that have been decided at the Meeting, in the event that there are provisions issued by the relevant agencies for the Articles of Association of a public company.
  - b. declares all or part of the resolutions of the Meeting, with substitution rights in one or more separate deeds and take all necessary actions for all or part of the resolutions of the Meeting Agenda including making amendments to the Company's articles of association, and to notify and / or submit requests for approval of Budget changes The basis of the Company to the Minister of Law and Human Rights of the Republic of Indonesia and related government agencies.

In Relation to the second agenda of the Meeting, the following are the procedures for the dividend payment :

No	Activities	Date
1	Cash dividend on Regular and Negotiation Market (Cum)	22 April 2021
2	Cash dividend on Regular and Negotiation Market	23 April 2021
3	Cash dividend on Cash Market (Cum)	26 April 2021
4	Cash dividend on Cash Market (Ext)	27 April 2021
5	Recording Date	26 April 2021
6	Payment Date	10 Mei 2021

**Procedures of the Payment :**

1. This notice is an official notification from the Company and the Company does not issue a special notification to the Company Shareholders.
2. The final dividend will be paid to Shareholders whose names are registered in the Register of Shareholders on Recording Date at 4.00 pm (hereinafter referred to Eligible Shareholders).
3.
  - a. Eligible Shareholders whose shares are still using paper (physical), payment of the final dividends will be made by transfer (bank transfer) to the account Eligible Shareholders who have notified the bank name and account number on behalf of the Eligible Shareholders to the Share Registrar, named PT Raya Saham Registra ("Registra"), Plaza Sentral, Lantai 2, Jalan Jenderal Sudirman Kav.47-48, Jakarta Selatan, Telepon (6221) 2525666, Fax (6221) 2525028 at the latest on Record Date 4.00 pm, accompanied by a photocopy of identity card or passport, and the address indicated in the identity card or passport must match the address shown in the Register of Shareholders.
  - b. Eligible Shareholders whose shares have been registered in Collective Custody Indonesian Central Securities Depository ("KSEI"), the payment will be made through KSEI and Eligible Shareholders will receive payment from the relevant Account Holder KSEI.

4. The Company does not serve the Shareholder's request to transfer its right of dividend to another Party.
5. The Dividend to be distributed shall be taxable in accordance with applicable law and regulations for :
  - a. Shareholders who are the domestic legal entity taxpayer are requested to send their NPWP to KSEI OR Registr at the latest Recording Date, at 4.00 pm. If until the said date, KSEI or Registrar does not receive the NPWP, then the final dividend to be paid to the domestic legal entity taxpayer will be subject of Income Tax.
  - b. Entitled Shareholders who are Foreign Tax Payer whose shares are not in the collective custodian of KSEI or in certificate forms, and intended be using the tariff based on the Approval of Avoidance of Double Taxation (Persetujuan Penghindaran Pajak Berganda "P3B" )with the State of the Republic of Indonesia and intends to require that the withholding of taxes in accordance with the rates stated in the said P3B shall comply with the applicable Indonesian tax laws and submit the requirements in the provisions stipulated by KSEI. If the relevant shareholder fails to comply with the applicable Indonesian taxation provisions up to the time limit stipulated by KSEI, the dividends distributed to the person concerned shall be taxable applicable to an Overseas Tax Payer whose country has no P3B with the Republic of Indonesia.

**Jakarta, April 16<sup>th</sup> 2021**  
**PT Astra Agro Lestari Tbk**  
**Board of Directors**