

# PT ASTRA AGRO LESTARI Tbk. ("PERSEROAN")

# 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, 13<sup>th</sup> 2022

Time : 09.09. – 09.46 a.m. Western Indonesian Time

Place : Catur Dharma Hall, Menara Astra Lt.5

Jl. Jend. Sudirman Kav.5-6

Jakarta 10220

## B. AGENDA of Meeting

- 1. Approval of the 2021 Annual report, including ratification of the Board of Commissioners Supervision Report, and ratification of the Consolidated Financial Statements of the Company for Financial Year 2021.
- 2. Determination of the appropriation of the Company's net profit for Financial Year 2021.
- 3. Determination on the salary and benefit of the Board of Firectors and determination on the honorarium and/or benefit of the Board of the Commissioners of the Company.
- 4. Apppointment of the public accountant firm to conduct and audit of the Company's Financial Statements for Financial Year 2022
- 5. Approval to rearrange Article 3 of the Company's Articles of Association to be adjusted to Government Regulation of the Republic of Indonesia Number 5 of 2021 concerning Implementation of Risk-Based Licensing and Standard Classification of Indonesian Business Fields (KBLI) in 2020

# C. - Attendance:

- Board of Director : 1. Santosa Presiden Direktur

2. Mario Casimirus Surung Gultom Direktur

3. Ir. Muhammad Hadi Sugeng Wahyudiono\*) Direktur 4. Rujito Purnomo\*) Direktur

5. Nico Tahir\*)

6. Said Fakhrullazi\*)

Direktur

7. Eko Prasetyo \*) Direktur

- Board of Commissioner : 1. Chiew Sin Cheok\*) Presiden Komisaris

2. Johannes Loman\*) Komisaris

**D.** The AGMS was Attended by 1.632.665.461 shares or equal to 84,82752% of the total 1.924.688.333 shares .

## 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	21	1.800.500	1.630.864.940	1.630.864.961
Agenda 2	3.664.631	1.800.500	1.627.200.330	1.630.864.961
Agenda 3	5.021	300	1.632.660.140	1.632.665.161
Agenda 4	4.243.531	23.278.496	1.605.143.434	1.609.386.965
Agenda 5	321	9.551.654	1.623.113.486	1.623.113.807

#### 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 2021, 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 2021 audited by the Office of Public Accountant Tanudiredja, Wibisana, Rintis & Associates, as contained in their Report dated 21<sup>th</sup> February 2022 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 2021 in so far those actions are reflected in the Company's Annual Report and Consolidated Financial Statement of fiscal year 2021.

<sup>\*)</sup> Attend the meeting via teleconferencing media (video conference)

## 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 2021 of Rp1.971.365.387.743,00 as follows:
  - a. Rp 461.00 per share as a cash dividend distribution which will be calculated with an interim dividend of Rp 102.00 per share that was received on 22 october 2021. So that the remaining Rp 359.00 per share will be on May 13 2022 to Shareholders whose names are recorded in the Shareholders Register of the Company on April 26, 2022 at 16.00 WIB.
  - 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

- 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 May 2022 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 2022 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

- Approved to rearrange Article 3 of the Company's Articles of Association to be adjusted to Government Regulation of the Republic of Indonesia Number 5 of 2021 concerning Implementation of Risk-Based Licensing and Standard Classification of Indonesian Business Fields (KBLI) in 2020.To give authority to the Board of Directors of the Company to:
- 2. 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 Reguler and Negotiation Market (Cum)	22 April 2022
2	Cash dividend on Reguler and Negotiation Market	25 April 2022
3	Cash dividend on Cash Market (Cum)	26 April 2022
4	Cash dividend on Cash Market (Ext)	27 April 2022
5	Recording Date	26 April 2022
6	Payment Date	13 May 2022

## 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 (pysical), payment of the final devidens will be made by transfer (bank transfer) to the account Eligable Shareholders who have notofied 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 of passport, and the adress 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 paymentwill 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 14<sup>th</sup> 2022 PT Astra Agro Lestari Tbk Board of Directors