



**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 : Monday, April, 3<sup>rd</sup> 2023  
Time : 09.07. – 09.40 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 2022 Annual Report, including ratification of the Board of Commissioners Supervision Report, and ratification of the Consolidated Financial Statements of the Company for Financial Year 2022
2. Determination on the appropriation of the Company's net profit for Financial Year 2022
3. a. Appointment of the members of the Board of Directors and 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 benefits of the Board of Commissioners of the Company
4. Appointment of the public accountant firm to conduct and audit the Company's Financial Statements for Financial Year 2023

**C. – Attendance :**

- Board of Director	: 1. Santosa	President Director
	2. Mario Casimirus Surung Gultom	Director
	3. Ir. Mohamad Hadi Sugeng Wahyudiono	Director
	4. Rujito Purnomo	Director
	5. Nico Tahir*)	Director
	6. Said Fakhrullazi	Director
	7. Eko Prasetyo	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 1.611.645.474 shares or equal to 83,73540% 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 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 no Shareholders/their proxies at the Meeting Who Raised questions and/or 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;
- If there are Shareholders/their proxies giving negatives votes or blank on the resolutions, the Shareholders are asked to raise their hand and submit their votes;
- Shareholders/their proxies who did not raise their hands, their votes should be considered as affirmative votes.
- Shareholders/their proxies who gave blank votes (abstain), should be considered as casting the same votes as those of the majority;

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

	Abstained	Disagreed	Agree	Total Agreed (Agreed + Abstained)
Agenda 1	5.007.787	-	1.606.637.687	1.611.645.474
Agenda 2	1.676.187	300	1.609.968.987	1.611.645.174
Agenda 3	1.996.387	19.458.269	1.590.190.818	1.592.187.205
Agenda 4	5.464.287	18.361.094	1.587.820.093	1.593.284.380

**I. Resolutions of the Meeting were as follows :**

**Meeting's First Agenda Point**

To approve and well accept the Company's Annual Report for financial year 2022, 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 financial year 2022 audited by the Office of Public Accountant Tanudiredja, Wibisana, Rintis & Associates, as contained in their Report dated 20<sup>h</sup> February 2023 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 (*acquitt et decharge*) from the management and supervision actions they performed during financial year 2022 in so far those actions are reflected in the Company's Annual Report and Consolidated Financial Statement of financial year 2022.

### **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 2022 of Rp1.726.607.290.460,00 as follows:
  - a. Rp404,00 per share as a cash dividend distribution which will be calculated with an interim dividend of Rp 85,00 per share that was received on October 24<sup>th</sup> 2022. So that the remaining Rp 319.00 per share will be on May 4<sup>th</sup> 2023 to Shareholders whose names are recorded in the Shareholders Register of the Company on April 14<sup>th</sup> 2023 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 :

#### **Board of Commissioners**

President Commissioner	: Chiew Sin Cheok
Commissioner	: Johannes Loman
Independent Commissioner	: Aridono Sukmanto
Independent Commissioner	: Ratna Wardhani

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

President Director	: Santosa
Director	: Mario Casimirus Surung Gultom
Director	: Ir. Mohamad Hadi Sugeng Wahyudiono
Director	: Rujito Purnomo
Director	: Said Fakhrollazi
Director	: Eko Prasetyo
Director	: Djap Tet Fa

Thus, the composition of the Board of Directors and Board of Commissioners since the closing of the Meeting 2023 until the Closing of the Meeting of the Meeting of the Company to be held in 2025, 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 the closing of the Meeting 2023 until the closing of the Company's Annual General Meeting of Shareholders 2025, 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, member 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 2023 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.

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

No	Activities	Date
1	Cum dividend on Regular and Negotiation Market	April 12 <sup>th</sup> 2023
2	Ex. dividend on Regular and Negotiation Market	April 13 <sup>rd</sup> 2023
3	Cum dividend on Cash Market	April 14 <sup>th</sup> 2023
4	Ex. dividend on Cash Market	April 17 <sup>th</sup> 2023
5	Recording Date	April 14 <sup>th</sup> 2023
6	Payment Date	May 4 <sup>th</sup> 2023

**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 devidens will be made by transfer (bank transfer) to the account Eligible 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 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 Registra 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 4<sup>th</sup> 2023**  
**PT Astra Agro Lestari Tbk**  
**Board of Directors**