



## Summary of Minutes of Annual General Meeting of Shareholders and Procedure for Distribution of Cash Dividends for Fiscal Year 2022 PT Solusi Bangun Indonesia Tbk ("Company")

The Board of Directors of the Company hereby notifies the Shareholders of the Company, that the Company has held an Annual General Meeting of Shareholders ("AGMS"), namely:

Day/Date : Friday, 12 May 2023  
Time : 14.12 WIB – 15.32 WIB  
Venue : Ra Suites Simatupang, Pandawa Room 1-2, Lt 2, Jl TB Simatupang No 30, Jakarta Selatan 12430, Indonesia

### A. The Agenda of AGMS

1. Approval of the Company's Annual Report and ratification of the Company's Financial Statements for the financial year ending 31 December 2022.
2. Determination of the use of Net Profit for the financial year ending 31 December 2022.
3. Appointment of a Public Accounting Firm as the Company's Independent Auditor to audit the Company's books for the 2023 Fiscal Year.
4. Approval of the delegation of authority to the Board of Commissioners to determine the 2022 financial year bonuses and remuneration (salaries, facilities and allowances) for the 2023 financial year for the Board of Directors.
5. Approval of the determination of the 2022 financial year bonus and remuneration (salary/honorarium, facilities and allowances) for the 2023 financial year for the Board of Commissioners.
6. Approval of Changes the Company's management.
7. Report on Realization of Use of Proceeds from Limited Public Offering in the Context of Increasing Capital by Providing Pre-emptive Rights II Year 2021.

### B. The Board of Commissioners and Board of Directors of the Company attend at the AGMS

Board of Commissioners		Board of Directors	
Commissioner	: Herudi Kandau Nugroho	President Director	: Lilik Unggul Raharjo
Independent Commissioner	: Prijo Sambodo	Director	: Ony Suprihartono
Commissioner	: Yoshifumi Taura	Director	: Soni Asrul Sani
		Director	: Yasuhide Abe

### C. Compliance to Legal Procedures for the AGMS

- i. In accordance with the Financial Services Authority (OJK) Regulation No. 15/POJK.04/2020 regarding the Plan and Implementation of the General Meeting of Shareholders of a Public Company (hereinafter referred to as "POJK No. 15 of 2020"), the Company's Board of Directors has notified OJK regarding the date and agenda of the Meeting on 3 March 2023.
- ii. The announcement of the holding of this Meeting has been announced on the Company's website, the eASY.KSEI website, as well as the Integrated Electronic Reporting Facility of Indonesian Financial Services Authority & Stock Exchange (hereinafter referred to as "SPE OJK") electronic reporting system on 10 March 2023.

- iii. The invitation to shareholders to attend the Meeting has been announced on the Company's website, the eASY.KSEI website, as well as SPE OJK on 27 March 2023.
- iv. The revision of invitation to shareholders to attend the Meeting has been announced on the Company's website, the eASY.KSEI website, as well as SPE OJK on 14 April 2023.

**D. Quorum of Presence of Shareholders**

The AGMS were attended by the Shareholders or Authorized Shareholders of the Company amounting to 8,891,978,379 shares or equal to 98.587% of all shares that have been issued and fully paid in the Company namely 9,019,381,973 shares.

**E. Opportunities for Questions and Answers**

Shareholders and/or their proxies who represent them, have been given the opportunity to ask questions and/or give opinions in each meeting agenda verbally and electronically through eASY.KSEI system.

**F. Decision Making Mechanism**

Decision making is carried out by voting verbally and electronically through eASY.KSEI system.

**G. Independent Parties for Vote Counting**

The company has appointed independent parties, namely Notary Aulia Taufani S.H. and PT Datindo Entrycom as the Securities Administration Bureau to perform the vote counting.

**H. Decision of Meetings**

**AGMS Decisions are as follows:**

AGMS First Agenda			
<b>Number of Shareholders Asking Question</b>	There are no shareholders who ask questions.		
<b>Decision Making Mechanism</b>	Voting verbally and electronically through eASY.KSEI system.		
<b>The Result of Vote</b>	<b>Agree</b>	<b>Abstain</b>	<b>Disagree</b>
	8,891,978,379 shares or 100%	0	0
<b>Decision</b>	Approved the Company's Annual Report for the 2022 Fiscal Year and the Supervisory Report of the Board of Commissioners and ratified the Company's Financial Statements for the 2022 Fiscal Year which had been audited by the Public Accounting Firm of Imelda & Rekan (a member firm of Deloitte Touche Tohmatsu) with an unqualified opinion in accordance with its report Number: 00023/2.1265/AU.1/04/1208-1/1/II/2023 dated 23 Februari 2023, with the opinion "fairly, in all material respects, the consolidated financial position of PT Solusi Bangun Indonesia Tbk. and its subsidiaries as at 31 December 2022, and their consolidated financial performance and cash flows for the year then ended in accordance with Indonesian Financial Accounting Standards" and provide full release and discharge (acquit et de charge) to all members of the Company's Board of Directors for management actions and to all members of the Company's Board of Commissioners for their supervisory actions during the Company's financial year ending on 31 December 2022, as long as the action is reflected in the Company's report book and does not constitute a criminal act.		

AGMS Second Agenda			
<b>Number of Shareholders Asking Question</b>	There are no shareholders who ask questions.		
<b>Decision Making Mechanism</b>	Voting verbally and electronically through eASY.KSEI system.		
<b>The Result of Vote</b>	<b>Agree</b>	<b>Abstain</b>	<b>Disagree</b>
	8,891,978,379 shares or 100%	0	0
<b>Decision</b>	<p>1. Determine the use of the Company's Net Profit for the 2022 Fiscal Year in the amount of Rp839,276,194,824 (Eight Hundred Thirty Nine Billion Two Hundred Seventy Six Million One Hundred Ninety Four Thousand Eight Hundred Twenty Four Rupiah), as follows:</p> <p>a. Rp 251,782,858,447 (two hundred fifty one billion seven hundred eighty two million eight hundred fifty eight thousand four hundred forty seven Rupiah) or Rp 27.915755115 (twenty seven Rupiah point nine one five seven five five one one five cents) per share, determined as cash dividend;</p> <p>b. Rp 135,648,197,300 (one hundred thirty-five billion six hundred forty eight million one hundred ninety seven thousand three hundred Rupiah) will be used to to comply with the provision of a reserve fund of at least 20% of the total issued and paid-up capital based on the provisions of Law no. 40 of 2007 concerning Limited Liability Company Article 70 paragraph (3).</p> <p>c. Remaining net profit of Rp 451,845,139,077 (four hundred fifty one billion eight hundred forty five million one hundred thirty nine thousand seventy seven Rupiah) will be used to fund the Company's operational activities.</p> <p>2. Granting authority and power to the Board of Directors of the Company with substitution rights to further regulate the procedures and implementation of the distribution of cash dividends in accordance with applicable regulations, including rounding up for the payment of dividends per share, with due observance of the provisions of laws and regulations.</p>		

AGMS Third Agenda			
<b>Number of Shareholders Asking Question</b>	There are no shareholders who ask questions.		
<b>Decision Making Mechanism</b>	Voting verbally and electronically through eASY.KSEI system.		
<b>The Result of Vote</b>	<b>Agree</b>	<b>Abstain</b>	<b>Disagree</b>
	8,891,978,379 shares or 100%	0	0
<b>Decision</b>	<p>1. Delegating authority to the Board of Commissioners:</p> <p>a. to appoint a Public Accountant ("AP") and Public Accounting Firm ("KAP") who will act as the Company's Independent Auditor to audit the Company's books for the 2023 financial year and other periods in the 2023 Fiscal Year;</p> <p>b. to appoint a substitute Public Accountant and Public Accounting Firm in the event that the Public Accountant and/or Public Accounting Firm appointed by the Board of Commissioners is unable or unwilling to conduct an audit for one reason or another or any reason including legal</p>		

	<p>reasons and applicable laws and regulations and determine the addition of the scope of work for the Public Accountant who has been appointed, as long as it is necessary for the Company's special actions;</p> <p>3. To authorize the Board of Directors of the Company to determine a reasonable honorarium and other requirements in connection with the appointment of the Public Accountant and the Public Accounting Firm.</p>
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AGMS Fourth Agenda			
<b>Number of Shareholders Asking Question</b>	There are no shareholders who ask questions.		
<b>Decision Making Mechanism</b>	Voting verbally and electronically through eASY.KSEI system.		
<b>The Result of Vote</b>	<b>Agree</b>	<b>Abstain</b>	<b>Disagree</b>
	8,891,978,379 shares or 100%	0	0
<b>Decision</b>	Approved to give authority and power to the Company's Board of Commissioners who carry out the remuneration and nomination functions while taking into account the direction of the Majority Shareholders, to determine the amount of bonuses for the 2022 financial year and to determine the salaries, allowances and facilities for members of the Company's Board of Directors for the 2023 financial year.		

AGMS Fifth Agenda			
<b>Number of Shareholders Asking Question</b>	There are no shareholders who ask questions.		
<b>Decision Making Mechanism</b>	Voting verbally and electronically through eASY.KSEI system.		
<b>The Result of Vote</b>	<b>Agree</b>	<b>Abstain</b>	<b>Disagree</b>
	8,891,978,379 shares or 100%	0	0
<b>Decision</b>	Approved to give authority and power to the Company's Board of Commissioners who carry out the remuneration and nomination functions while taking into account the direction of the Majority Shareholders to determine the amount of bonuses for the 2022 financial year and to determine the honorarium, allowances and facilities for members of the Company's Board of Commissioners for the 2023 financial year.		

AGMS Sixth Agenda			
<b>Number of Shareholders Asking Question</b>	There are no shareholders who ask questions.		
<b>Decision Making Mechanism</b>	Voting verbally and electronically through eASY.KSEI system.		
<b>The Result of Vote</b>	<b>Agree</b>	<b>Abstain</b>	<b>Disagree</b>
	8,891,978,379 shares or 100%	0	0
<b>Decision</b>	1. Approved to confirm the end of the term of office Mr. Aulia Mulki Oemar as President Commissioner as of 24 March 2023, in connection with the promulgation of Minister of State-Owned Enterprises Regulation No. PER-3/MBU/03/2023 Concerning Organs and Human Resources of State-Owned Enterprises and the existence of the Ministry of BUMN Letter No. S28/DHK.MBU/04/2023 dated 6 April 2023 regarding Submission of a Copy		

	<p>of the Minister of BUMN Regulation;</p> <p>2. Approved the transfer of Mr. Prijo Sambodo position as Independent Commissioner to President Commissioner / Independent Commissioner with the term of office continuing the rest of the previous term of office;</p> <p>3. In connection with this decision, the composition of the Board of Directors and Commissioners of the Company as of the closing of this Meeting is as follows:</p> <p><b>Directors:</b></p> <ul style="list-style-type: none"> <li>- President Director : Lilik Unggul Raharjo</li> </ul> <p>With a term of office until the closing of the Annual General Meeting of Shareholders to be held in 2024.</p> <ul style="list-style-type: none"> <li>- Director : Soni Asrul Sani</li> <li>- Director : Ony Suprihartono</li> <li>- Director : Yasuhide Abe</li> </ul> <p>With a term of office until the closing of the Annual General Meeting of Shareholders to be held in 2026.</p> <p><b>Board of Commissioners:</b></p> <ul style="list-style-type: none"> <li>- President Commissioner / Independent Commissioner : Prijo Sambodo</li> </ul> <p>With a term of office until the closing of the Annual General Meeting of Shareholders to be held in 2024.</p> <ul style="list-style-type: none"> <li>- Commissioner : Herudi Kandau Nugroho</li> <li>- Commissioner : Yoshifumi Taura</li> </ul> <p>With a term of office until the closing of the Annual General Meeting of Shareholders to be held in 2026.</p> <p>4. Grant power of attorney and authority with substitution rights to the Board of Directors of the Company, either individually or jointly, to state this decision in a Notary Deed and take necessary actions to notify the changes in the composition of the Board of Directors and Board of Commissioners to the competent authorities..</p>
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AGMS Seventh Agenda			
<b>Number of Shareholders Asking Question</b>	There are no shareholders who ask questions.		
<b>Decision Making Mechanism</b>	This agenda is reporting and does not make decisions.		
<b>The Result of Vote</b>	<b>Agree</b>	<b>Abstain</b>	<b>Disagree</b>
	-	-	-
<b>Reporting contents</b>	<p>In connection with the results of the Limited Public Offering with Pre-emptive Rights (HMETD) II in 2021, the Company has obtained an Effective Letter from the Financial Services Authority on 25 June 2021, therefore the Board of Directors of the Company intends to convey an Accountability Report on the Realization of the Use of Proceeds from the Public Offering as follows:</p> <p>1. Realized Value of Public Offering Results:</p> <p>a. Total proceeds from the public offering: Rp3,119,908,537,900 (three trillion one hundred nineteen billion nine hundred eight million five</p>		

	<p>hundred thirty-seven thousand nine hundred Rupiah).</p> <p>b. Public offering fee: Rp14,702,356,905 (fourteen billion seven hundred two million three hundred fifty-six thousand nine hundred and five Rupiah).</p> <p>c. Net result: Rp3,105,206,180,995 (three trillion one hundred five billion two hundred six million one hundred eighty thousand nine hundred and ninety-five Rupiah).</p> <p>2. Planned Use of Funds:</p> <p>a. Voluntary repayment of the principal part of the Company's syndicated loan: Rp3,000,000,000,000,000 three trillion Rupiah).</p> <p>b. Company's capital expenditure: Rp105,206,180,995 (one hundred five billion two hundred six million one hundred eighty thousand nine hundred and ninety-five Rupiah).</p> <p>c. Total: Rp3,105,206,180,995 (three trillion one hundred five billion two hundred six million one hundred eighty thousand nine hundred and ninety-five Rupiah).</p> <p>3. Realized Use of Funds:</p> <p>a. Voluntary repayment of principal part of the Company's syndicated loan: Rp3,000,000,000,000,000 (three trillion Rupiah).</p> <p>b. Company's capital expenditure: Rp105,206,180,995 (one hundred five billion two hundred six million one hundred eighty thousand nine hundred and ninety-five Rupiah).</p> <p>c. Total: Rp3,105,206,180,995 (three trillion one hundred five billion two hundred six million one hundred eighty thousand nine hundred and ninety-five Rupiah).</p> <p>4. Remaining Funds from the Public Offering: Zero.</p> <p>The Report on the Realization of the Use of Proceeds from the Public Offering as of 30 June 2022 as mentioned above has been reported through the OJK Electronic Reporting Facility system on 12 July 2022 and has been disclosed in the Company's Annual Report year 2022.</p>
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#### I. Schedule and Procedure for Distribution of Cash Dividends for Fiscal Year 2022

In accordance with the decision of the Second Agenda AGMS as stated above, it is hereby notified that the Company has determined cash dividends from the Company's Net Profit for Fiscal Year 2022 of Rp 839,276,194,824 (Eight Hundred Thirty Nine Billion Two Hundred Seventy Six Million One Hundred Ninety Four Thousand Eight Hundred Twenty Four Rupiah) or Rp 27.915755115 (twenty seven Rupiah point nine one five seven five five one one five cents) per share which will be distributed to the 9,019,381,973 (nine billion nineteen million three hundred eighty one thousand nine hundred and seventy three) Company Shares with the following schedule and procedure:

##### 1. Schedule for Distribution of Cash Dividends:

No.	Information	Date
a.	End of Stock Trading Period with Dividend Rights (Cum Dividend) <ul style="list-style-type: none"> <li>• Regular and Negotiation Markets</li> <li>• Cash Market</li> </ul>	23 May 2023 25 May 2023

No.	Information	Date
b.	Beginning of Stock Trading Period Without Dividend Rights (Ex Dividend) <ul style="list-style-type: none"> <li>• Regular and Negotiation Markets</li> <li>• Cash Market</li> </ul>	24 May 2023 26 May 2023
c.	Date of Company's Register of Shareholders entitled to Dividend (Recording Date)	25 May 2023
d.	Cash Dividend Payment Date	10 June 2023

**2. Procedures for Distribution of Cash Dividends:**

- a. Cash Dividends will be distributed to shareholders whose names are registered in the Company's Register of Shareholders ("DPS") or recording date on 25 May 2023 and/or shareholders of the Company in the securities sub account at PT Kustodian Sentral Efek Indonesia ("KSEI") at the closing of trading dates 25 May 2023.
- b. For shareholders whose shares are included in KSEI's collective custody, cash dividend payments will be made through KSEI and will be distributed on 10 June 2023 into the Client Fund Account (RDN) at the Securities Company and or Custodian Bank where the Shareholders open sub-securities accounts. Whereas for the Company's shareholders whose shares are not included in KSEI's collective custody, the payment of cash dividends will be transferred to the account of the Company's shareholders.
- c. The cash dividend will be taxed in accordance with the applicable tax laws and regulations.
- d. Based on the applicable tax laws and regulations, the cash dividend will be excluded from the tax object if it is received by the shareholders of the domestic corporate taxpayer ("Domestic Entity Taxpayer") and the Company does not deduct Income Tax on the cash dividends paid to the Domestic Entity Taxpayer. The Cash dividends received by shareholders of domestic individual taxpayers ("Domestic Individual Taxpayer/WPOP DN") will be excluded from the tax object as long as the dividends are invested in the territory of the Unitary State of the Republic of Indonesia. For Domestic Individual Taxpayer/WPOP DN that does not meet the investment provisions as mentioned above, the dividends received by the person concerned will be subject to income tax ("PPH") in accordance with the applicable laws and regulations, and the PPh must be paid by the Domestic Individual Taxpayer/WPOP DN concerned in accordance with with the provisions of Government Regulation No. 9 of 2021 concerning Tax Treatment to Support the Ease of Doing Business.
- e. Shareholders can obtain dividend payment confirmation through a securities company and/or custodian bank where they open a securities sub account, then the shareholder must be responsible for reporting the dividend receipt referred to in the tax reporting for the tax year concerned.
- f. For Shareholders who are Foreign Taxpayers whose tax deductions will use a tariff based on the Double Taxation Avoidance Agreement ("P3B") must meet the requirements of the Director General of Taxes Regulation No. PER-25/PJ/2018 concerning Procedures for Application of Double Tax Avoidance Approval and submitting record documents or DGT/SKD receipts that have been uploaded to the Directorate General of Taxes page to KSEI or BAE in accordance with KSEI rules and regulations, without the said documents, dividends cash paid will be subject to Article 26 Income Tax of 20%.

Jakarta, 15 May 2023  
**PT Solusi Bangun Indonesia Tbk**  
**Board of Directors**

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