# ANNOUNCEMENT SUMMARY MINUTES EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS PT ADARO ENERGY TBK

The Board of Directors of **PT ADARO ENERGY TBK** (hereinafter referred to as "**the Company**"), domiciled in South Jakarta, herewith announces that it has conducted an Extraordinary General Meeting of Shareholders (hereinafter referred to as "**the Meeting**"), which was held fully online, on Wednesday, February 9, 2022 at 09:25 – 10:25 Western Indonesian Time, which resulted in the following Summary Minutes of the Meeting:

#### A. Meeting Mechanism

As the prevention and/or control measures of the COVID-19 pandemic and in accordance with the government's direction, the Meeting was held fully online using KSEI's electronic general meeting system ("eASY KSEI") provided by KSEI, by referring to POJK No. 15/POJK.04/2020 on the Plan and Implementation of the General Meeting of Shareholders of Publicly Listed Companies ("POJK 15") and POJK No. 16/POJK.04/2020 on the Implementation of the General Meeting of Shareholders of Publicly Listed Companies by Electronic Platform ("POJK 16"), and the Rules of Conduct for the Meeting posted on the Company's website, www.adaro.com.

# B. Meeting Agenda

The Meeting was held with the following agenda:

- 1. Change of the Composition of the Company's Board of Commissioners;
- 2. Change of the Composition of the Company's Board of Directors;
- 3. Change of the Company's Name.

# C. Members of the Board of Commissioners and the Board of Directors attending the Meeting (either in person or represented by a proxy):

#### **Board of Commissioners**

1. Ir. Mohamad Effendi, acting as Independent Commissioner and the legitimate proxy of:

- Edwin Soeryadjaya, in his position as President Commissioner, based on the privately made Power of Attorney of February 4, 2022;
- **Ir. Theodore Permadi Rachmat**, in his position as Vice President Commissioner, based on the privately made Power of Attorney of February 4, 2022; and
- Arini Saraswaty Subianto, in her position as Commissioner, based on the privately made Power of Attorney of February 4, 2022

#### **Board of Directors**

- 1. Julius Aslan, acting as Director and the legitimate proxy of:
  - Garibaldi Thohir, in his position as President Director, based on the privately made Power of Attorney of February 4, 2022;
  - Christian Ariano Rachmat, in his position as Vice President Director, based on the privately made Power of Attorney of February 4, 2022;
  - Chia Ah Hoo, in his position as Director, based on the privately made Power of Attorney of February 4, 2022; and
  - Mohammad Syah Indra Aman, in his position as Director, based on the privately made Power of Attorney of February 4, 2022.

The Meeting was also attended in person by the Company's Chief Financial Officer, Lie Luckman.

# D. Quorum of Shareholders in the Meeting

- 1. Under the provisions of Article 41 and 42 of POJK 15, the Meeting may be held if the following requirements are fulfilled:
  - For the first and second agenda, the Meeting must be attended by shareholders representing more than 1/2 (one half) of the Company's total shares with valid voting rights.
  - For the third agenda, the Meeting must be attended by shareholders representing more than 2/3 (two thirds) of the Company's total shares with valid voting rights.
- 2. The Meeting was attended by the valid shareholders or shareholders proxies composing 24,252,820,299 (twenty four billion, two hundred fifty two million eight hundred twenty thousand and two hundred ninety nine) shares or 77.891% (seventy seven point eight nine one percent) of 31,136,514,500 (thirty one billion, one hundred thirty six million five hundred fourteen thousand and five hundred) shares, which is equivalent to the total shares issued by the Company up to the Meeting date, or 31,985,962,000 shares (thirty one

billion, nine hundred eighty five million nine hundred sixty two thousand), deducted by 849,447,500 (eight hundred forty nine million, four hundred forty seven thousand and five hundred) shares, which the Company had bought back.

3. Therefore, the provisions concerning the Meeting's quorum was FULFILLED, and thus the Meeting was valid and qualified to take valid and binding resolutions.

# E. Question & Answer Session in the Meeting

The Company's shareholders were given the opportunity to raise questions by sending the questions relevant to the Meeting's Agenda through email to corsec@adaro.com. Furthermore, before the resolutions were made at each of the agenda, the Meeting Chairperson gave the shareholders who attended the Meeting online the opportunity to convey their questions at the chat room in the eASY KSEI application. Subsequently, the Notary would determine whether the questions were relevant to the Meeting Agenda. The questions considered relevant to the Meeting Agenda would be read by the Notary and then answered by the Meeting Chairperson or any other party appointed by the Meeting Chairperson. From the First Agenda to the Third Agenda, no shareholder and/or shareholder's proxy raised any question.

#### F. Mechanism of Resolutions in the Meeting

Based on article 40 of POJK 15, the Meeting's resolutions should be made under deliberation for consensus mechanism. If this is unattainable, resolutions can be made through voting.

Vote counting for each agenda must be made based on the number of votes cast by the shareholders through eASY KSEI and based on the shareholders' power of attorney granted to PT Ficomindo Buana Registrar as the Company's Securities Administration Bureau as an independent party appointed by the Company.

The Notary will count the entire votes – agree, disagree or abstain, and report the count to the Meeting Chairperson or any other party appointed by the Meeting Chairperson.

# G. Voting Results in the Meeting

The Company appointed Notary Mahendra Adinegara, S.H., Mkn, and the Company's share registrar, PT Ficomindo Buana Registrar, as independent parties to count and/or validate the votes at the Meeting.

Agenda	Agreed	Abstained	Disagreed
First agenda	24,240,778,199 (twenty four billion two hundred forty million seven hundred seventy eight thousand and one hundred ninety nine) shares or 99.950% (ninety nine point nine five zero percent) of the total attending votes	6,635,700 (six million six hundred thirty five thousand and seven hundred) shares  According to POJK 15 article 47, the shareholders with valid voting right who attend the Meeting but do not vote, or abstain, are deemed to vote for the same option as the majority votes of the shareholders who vote.	12,042,100 (twelve million forty two thousand and one hundred) shares or 0.050% (zero point zero five zero percent) of the total attending votes
Second agenda	24,226,627,099 (twenty four billion two hundred twenty six million six hundred twenty seven and ninety nine) shares or 99.892% (ninety nine point eight nine two percent) of the total attending votes	6,635,700 (six million six hundred thirty five thousand and seven hundred) shares  According to POJK 15 article 47, the shareholders with valid voting right who attend the Meeting but do not vote, or	26,193,200 (twenty six million one hundred ninety three thousand and two hundred) shares or 0.108% (zero point one zero eight percent) of the total attending votes

		abstain, are deemed to vote for	
		the same option as the majority	
		votes of the shareholders who	
		vote.	
	24,251,311,599 (twenty four billion	1,900 (one thousand nine	1,508,700 (one million five
	two hundred fifty one million three	hundred) shares	hundred eight thousand and
	hundred eleven thousand and five		seven hundred) shares or
	hundred ninety nine) shares or	According to POJK 15 article	0.006% (zero point zero zero six
	99.994% (ninety nine point nine nine	47, the shareholders with valid	percent) of the total attending
Third agenda	four percent) of the total votes of	voting right who attend the	votes
	Meeting attendees	Meeting but do not vote, or	
		abstain, are deemed to vote for	
		the same option as the majority	
		votes of the shareholders who	
		vote.	

# H. Meeting Resolutions

The resolutions made in the Meeting are as follows:

#### First agenda:

- 1. Accept and approve the resignation of Dr. Ir. Raden Pardede from his position as the Company's Independent Commissioner.
- 2. Grant the full release and discharge (*acquit et décharge*) to Dr. Ir. Raden Pardede for the management and supervisory actions since January 1, 2021 to the closure of the Meeting.
- 3. Approve the appointment of Budi Bowoleksono to be the Company's Independent Commissioner for the period at of the closure of the Meeting until the closure of the Company's General Meeting of Shareholders in 2023. Therefore, the composition of the Company's Board of Commissioners is as follows:

President Commissioner: Edwin Soeryadjaya

Vice President Commissioner:

Commissioner:

In. Theodore Permadi Rachmat
Arini Saraswaty Subianto
Mohammad Effendi
Budi Bowoleksono

4. Approve to grant the Company's Board of Director the power and authority with substitution rights to restate the resolution on the composition of the Company's Board of Commissioners in a notarial deed, and notify it to the Minister of Law and Human Rights, register it on the Company Registration document and take all necessary actions pursuant to the prevailing laws and regulations.

# Second agenda:

1. Approve the appointment of Michael William P. Soeryadjaya to be a member of the Company's Board of Directors for the period as of the closure of the Meeting to the closure of the Company's General Meeting of Shareholders in 2026. Therefore, the composition of the Company's Board of Directors is as follows:

President Director: Garibaldi Thohir

Vice President Director: Christian Ariano Rachmat

Director: Chia Ah Hoo

Director: Mohammad Syah Indra Aman

Director: Julius Aslan

Director: Michael William P. Soeryadjaya

2. Approve to grant the Company's Board of Directors the power and authority with substitution rights to restate the resolution on the compositions of the Company's Board of Directors in a notarial deed, and notify it to the Minister of Law and Human Rights, register it on the Company Registration document and take all necessary actions pursuant to the prevailing laws and regulations.

#### Third agenda:

- 1. Approve the change of the Company's name to PT Adaro Energy Indonesia Tbk, and reaffirm the entire articles of association of the Company.
- 2. Approve to grant the Company's Board of Director the power and authority with substitution rights to restate the resolution on the change of the Company's name and reaffirm the entire articles of association of the Company in a notarial deed in accordance with the suggestion on the amendment of the Company's articles of association, and notify it to the Minister of Law and Human Rights, register it on the Company Registration document and take all necessary actions pursuant to the prevailing laws and regulations.

This announcement of the Minutes of Meeting is in the fulfillment of Article 51 of POJK 15.

Jakarta, February 11, 2022 PT ADARO ENERGY TBK BOARD OF DIRECTORS