



**PT INDAH KIAT PULP & PAPER Tbk**  
**(“The Company”)**  
**NOTICE OF**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS**  
**(“AGMS”)**  
**AND**  
**EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**(“EGMS”)**

Board of Directors of the Company hereby invite our shareholders to attend the AGMS dan EGMS of the Company (“Meeting”) that will be held on:

Day/Date	: Tuesday, May 16 <sup>th</sup> , 2023.
Time	: 10.00 WIB – 11.30 Western Indonesia Standard Time (WIB)
Venue	: Hotel Grand Hyatt, Grand Ballroom Jl. MH.Thamrin No.Kav 28-30 Central Jakarta

**With the following agenda:**

**A. AGMS:**

1. Submission of the annual report of the Company by the Board of Directors and Approval on the Company's Consolidated Financial Statements for the financial year ended on December 31<sup>st</sup>, 2022 and submit the Supervisory Report by the Board of Commissioners for the financial year ended on December 31<sup>st</sup>, 2022 and grant full acquittal and discharged (*acquitt et de charge*) to the Board of Directors and Commissioners of the Company over any management and supervision action conducted by them during the financial year ending December 31<sup>st</sup>, 2022.
2. Approval on the Company's profit appropriation for the financial year ended on December 31<sup>st</sup>, 2022.
3. Appointment of the Public Accountant and/or Independent Public Accountant as registered at Financial Services Authority (“OJK”) in order to audit the Company's financial report for the year 2023.
4. Determination of the salary, honorarium, and/or allowances for the Board of Commissioners and Board of Directors of the Company for financial year 2023.
5. Approval on the changes of the composition of the Board of Commissioners and Board of Directors members.
6. Report on the Realization of the Use of Proceeds of the Company's Bond Public Offering and Sukuk Mudharabah.

**Notes to the agenda as follows:**

1. The 1<sup>st</sup> to 5<sup>th</sup> agenda are the routine agenda held by the Company's AGMS, one and the other in accordance with the provision (s) in the Company's Articles of Association, Regulation of OJK (“POJK”), and Company Law Number 40 Year 2007. The Company's 2022 Annual Report including Consolidated Financial Statements of the Company and Its Subsidiaries for the Year Ended on 31<sup>st</sup> December 2022 is available on the Company's website: <https://asiapulppaper.com/en/investors>.
2. The 6<sup>th</sup> agenda is the liability of the report submission in accordance with POJK Number 30/POJK.04/2015 regarding Report on The Realization of Funds from The Public Offering.

**B. EGMS :**

Approval on the plan to build an industrial paper mill and its supporting infrastructure in Karawang - West Java which is a Material Transaction in accordance with OJK Regulation No.17/POJK.04/2020 regarding Material Transactions and The Business Activities Alterations.

**Notes to the agenda for EGMS as follows:**

EGMS in accordance with the Company's plan to build an industrial paper mill and its supporting infrastructure located on Kutamekar Village, Ciampel District, Karawang Regency, West Java with the production capacity of about 3.900.000 tons per year.

**Notes:**

1. The Company will not send any individual invitations letter to the shareholders of the Company, thus this notice of the Meeting advertisement shall be deemed as an official invitation to the Company's Shareholders. This notice of the Meeting is also announced on the Indonesian Stock Exchange's website, the Company's website and PT Kustodian Sentral Efek Indonesia ("KSEI")'s website.
2. Shareholders who are eligible to attend or be represented at the Meeting are the shareholders whose name are recorded in the Company's Register of Shareholders on Tuesday, April 18<sup>th</sup>, 2023 until 16.00 WIB. For the KSEI securities account holders in the Collective Depository (Member of the Bourse/Custodian Bank) shall submit their own maintained data to KSEI for obtaining the Written Confirmation for Meeting ("KTUR").
3. The eligible shareholders or their proxies are obliged to bring and submit copies of Collective Share Certificate and Identity Card ("KTP") or any other identification to the Company's registration officer prior entering the meeting room. The shareholders in the KSEI collective depository must submit KTUR to the Company's registration officer prior entering the meeting room.
4. For the Company's shareholders such as Limited Liability Company, Cooperative, Foundation or Pension Fund is kindly required to bring a copy of the latest article of association and the deed of the latest members of Board of Management.
5.
  - a. The shareholders who are not able to attend the meeting in person may be represented by proxy by having a power of attorney as determined by the Company's Board of Directors. Any Directors, Commissioners and employees of the Company may act as a proxy, however, their votes will not be taken into account in the voting process.
  - b. The form for Proxy can be obtained during working days and working hours at the Company's Bureau of Securities Administration ("BAE"), PT. Sinartama Gunita, at Menara Tekno 7<sup>th</sup> floor, JL. Fachrudin No.19, RT 1, RW 7, Kampung Bali, Tanah Abang, Central Jakarta 10250.
  - c. Power of attorney shall have been received by BAE or by the registration officer prior to the Meeting.
6. For Health reasons and compliance with the COVID-19 spreading prevention protocol, the Company limits the number of Shareholders and/or their proxies who will physically attending and may enter to the Meeting room by maximum of 50 (fifty) persons based on the Shareholders' attendance list (first come first served). The company does not provide food and drinks/gratitude gifts/parcels/souvenirs and the Company's printed Annual Report. The Annual Report to be discussed at the Meeting can be downloaded on the Company's website <https://asiapulppaper.com/investors> starting from this invitation date.
7. The materials related to the Meeting's agendas are available for shareholders since the date of this notice until the day of the Meeting. Those materials can be downloaded from the Company's website <https://asiapulppaper.com/about-us>. The Company will not provide printed materials at the Meeting.
8. To ensure that the Meeting will be conducted in orderly and timely manner, the shareholders or their proxies are kindly requested to attend at the Meeting venue no later than 30 (thirty) minutes before the Meeting commences.

The Company hereby submit the additional information of the Meeting notice as follow:

1. Shareholders can participate in the Meeting by either:
  - a. physically attending the Meeting; or
  - b. electronically attending the Meeting through the **eASY.KSEI**.
2. As mentioned in item 1 letter b, shareholders who attend the Meeting electronically is local individual shareholders whose shares are placed in the company collective custody of KSEI.
3. Shareholders can utilize the **eASY.KSEI** by accessing the application in the AKSes facility (<https://akses.ksei.co.id/>).
4. Prior to participating in the Meeting, shareholders shall read the terms presented in this Invitation and additional information as well as any other terms regarding the Meeting based on the authority which determined by company. Other terms can be found in the attached document on the 'Meeting Info' feature in the **eASY.KSEI** and/or Meeting invitation posted at the websites of the respective Company. The Company is eligible to determine other terms in relation to the attendance of shareholders or their proxies who will attend at the Meeting physically.
5. Shareholders who will exercise their voting rights through the **eASY.KSEI**, shall declare their attendance or appointing their proxies and/or submit their votes through the **eASY.KSEI**.
6. The deadline for declaring electronic attendance or appointing proxies through electronic proxy (e-proxy), and submitting electronic votes through the **eASY.KSEI** no later than 1 (one) day before Meeting's date at 12.00 P.M Western Indonesian Time (WIB).
7. Prior to entering the Meeting room, all shareholders or proxies who attending the meeting physically are obliged to fill in the attendance list by showing their original proofs of identity.
8. Shareholders who will attend or grant a proxy to attend the Meeting electronically through the **eASY.KSEI** shall consider the following points:
  - a. Registration Process
    - i. Local individual shareholders who **have not** provided their attendance declaration or their proxies on **eASY.KSEI** Before the deadline as mentioned on item 6, and willing to attend the Meeting electronically, shall register their attendance through the **eASY.KSEI** during the date of the Meeting and until the meeting registration period was closed by company.
    - ii. Local individual shareholders who have provided their attendance declaration but have not submitted their vote on a minimum of 1 (one) of the Meeting agendas through the **eASY.KSEI** before the deadline mentioned on item 6 and willing to attend the Meeting electronically, shall register their attendance through the **eASY.KSEI** during the date of the Meeting until the Company close the Meeting's registration.
    - iii. Shareholders who have granted a Company-appointed Independent Representative or Individual Representative but have not submitted their vote on a minimum of 1 (one) of the Meeting agendas through the **eASY.KSEI** before the deadline as mentioned on item 6 thus their proxies shall register their attendance through the **eASY.KSEI** during the date of the Meeting until the Company close the Meeting's electronic registration.
    - iv. Shareholders who have granted an Intermediary Participant Representative (Custodian Bank or Securities Company) and have

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submitted their vote through the **eASY.KSEI** before the deadline mentioned on item 6, thus the proxies who are recorded in **eASY.KSEI** are obliged to register their attendance through the **eASY.KSEI** during the date of the Meeting before the time that the Company ends the Meeting's electronic registration.

- v. Shareholders who have submitted their attendance declaration or granted a Company-appointed Independent Representative or Individual Representative and have provided their votes for a minimum of 1 (one) or all of the Meeting agendas through the **eASY.KSEI** no later than the deadline as mentioned on item 6 thus their shareholders or their proxies no need to register their attendance through the **eASY.KSEI** on the date of Meeting. Shareholdings will be automatically calculated as an attendance quorum and submitted votes will be automatically counted during the Meeting's voting process.
  - vi. As mentioned in points number i – iv, lateness or electronic registration failures for any reasons that cause shareholders or their representatives do not attend the Meeting electronically, and their shareholdings will not be counted towards the attendance quorum at the meeting.
- b. Electronic Statements or Opinions Submission Process
- i. Shareholders or their proxies have 3 (three) opportunities to present their questions and/or opinions in discussion in each Meeting agendas. Questions and/or opinions in each of the Meeting agendas can be submitted in writing by the Shareholders or their proxies through the chat feature in the 'Electronic Opinions' is available in the E-Meeting Hall screen of the **eASY.KSEI**. Questions and/or opinions can be given as long as the Meeting's status in the 'General Meeting Flow Text' status is written as "*Discussion started for agenda item no. [ ]*".
  - ii. Determination of the mechanism for implementing discussion on each meeting agenda in writing through E-meeting hall screen in **eASY KSEI** is an authority for each companies and will be included in the Company's Meeting Guidelines through the **eASY.KSEI**.
  - iii. Proxies who attend the Meeting electronically and submit a question and/or opinion during a discussion session of one of the Meeting agendas are required to typing the name of the shareholder and amount of shares then followed by writing their respective questions and/or opinions.
- c. The Voting Process
- i. The voting process will be conducted electronically through the E-Meeting Hall menu, Live Broadcasting submenu of the **eASY.KSEI**.
  - ii. Shareholders or their proxies who have not submitted their votes on the particular Meeting agenda, as mentioned in item 8 letter a number i – iii, are given an opportunity to submit their votes directly as the Company opens the voting period in the E-Meeting Hall screen of the **eASY.KSEI**. After the electronic voting period for one of the Meeting agendas is started, the system will count down the voting time automatically by a maximum of 5 (five) minutes. A "*Voting for Agenda item no [ ] has started*" status would be displayed at the 'General Meeting Flow Text' column during the electronic voting time. If the Shareholders or their proxies do not submit their votes during a specific Meeting agenda until the meeting implementation status that

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visible in the column of "General Meeting Flow Text" has changed to "Voting for Agenda item no [ ] has ended" will be considered to give an Abstain vote for the related Meeting agenda.

- iii. The voting time in the electronic voting process is a standard time set by the **eASY.KSEI**. Each Company can set their own electronic voting policies time for each of its Meeting agendas (with a maximum of five minutes per Meeting agenda) and include them in the Meeting's Guideline through the **eASY.KSEI**.
- d. Live Broadcast of The Meeting through Tayangan RUPS.
  - i. Shareholders or their proxies who have been registered in the **eASY.KSEI** no later than the deadline mentioned on item 6, can watch the Meeting live via Zoom webinar through the eASY.KSEI menu, submenu of Tayangan RUPS, which is on the AKSes facility (<https://akses.ksei.co.id/>).
  - ii. **Tayangan RUPS** has a capacity of 500 participants provided on a first-come, first-serve basis. Shareholders or their proxies who did not have the opportunity watch the Meeting's broadcast through Tayangan RUPS are still considered to have electronically attended the Meeting and their shareholdings and votes are still counted, as long as they have registered through the **eASY.KSEI**, as specified above in item 8 letter a number i - v.
  - iii. Shareholders or their proxies who only watch the Meeting through Tayangan RUPS but were not electronically registered as participants in the **eASY.KSEI**, as specified above in item 8 letter a number i - v, will not be considered as an eligible participant and will not be counted as part of the Meeting's quorum.
  - iv. Shareholders or their proxies who watch the Meeting through Tayangan RUPS can use the raise hand feature to submit questions and/or opinions during the discussion sessions for each of the Meeting agendas. Shareholders or their proxies can directly ask questions or voice their opinions if the Company has allowed and activated the allow to talk feature. Mechanisms for discussion on each meeting agenda, including using the Allow to Talk feature in Tayangan RUPS are determined by the Company and included in the Meeting's Guideline through the **eASY.KSEI**.
  - v. Shareholders or their proxies are encouraged to use **Mozilla Firefox** as the browser for the best experience in using the **eASY.KSEI** and/or **Tayangan RUPS**.

Jakarta, April 20<sup>th</sup>, 2023

**The Company's Board of Directors**