



**PT. INDAH KIAT PULP & PAPER Tbk**  
**("The Company")**  
**NOTICE OF**

**ANNUAL GENERAL MEETING OF SHAREHOLDERS ("AGM")**

Board of Directors of the Company hereby invite our shareholders to attend the AGM (the "Meeting") of The Company that will be held on:

Day/Date : **Friday, June 10<sup>th</sup>, 2022.**  
Time : **09.00 WIB – 10.00 Western Indonesia Standard Time (WIB)**  
Venue : Hotel Grand Hyatt, Grand Ballroom  
Jl. MH.Thamrin No.Kav 28-30  
Jakarta

**With the following agenda:**

1. To submit the annual report of the Company by the Board of Directors and to approve the Company's Consolidated Financial Statements for the financial year ending on December 31<sup>st</sup>, 2021 and submit the Supervisory Report by the Board of Commissioners for the financial year ending on December 31<sup>st</sup>, 2021 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>, 2021.
2. To approve the Company's profits appropriation for the financial year ended of December 31<sup>st</sup>, 2021.
3. To appoint 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 2022.
4. To determine the salary, honorarium, and/or allowances for the Board of Commissioners and the Directors of the Company for financial year 2022.
5. To approve the changes of the composition of the members of the Board of Commissioners and the Directors.
6. To Approve the reconstitute the Company's Articles of Association which includes changes of Article 3 of the Company's Articles of Association to be adjusted to the provisions in Government Regulation (PP) No. 5 Year 2021 concerning the Implementation of Risk-Based Business Licensing.
7. Report on the Realization of the Use of Proceeds of the Company's Bond Public Offering.

Notes to the Agenda as follows:

1. Agenda 1 to 4 which among others are the agenda of the Company's AGM in accordance with the Articles of Association of the Company, 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 2021 Annual Report including Consolidated Financial Statements of the Company and Its Subsidiaries for the Year Ended 31 December 2021 is available on the Company's website: <https://asiapulppaper.com/en/investors>.
2. Agenda 5 is the agenda in relation with the expiration of the service period of all members of the Board of Commissioners and the Board of Directors of the Company, as well as the appointment the new of the Board of Commissioners and the Board of Directors of the Company.

3. Agenda 6 is the agenda in relation with the validity of the Government Regulation (PP) No. 5 Year 2021 concerning the Implementation of Risk-Based Business Licensing and therefore the Company shall reconstitute the Company's Articles of Association.
4. Agenda 7 the obligation submits a report in accordance with POJK Number 30/POJK.04/2015 concerning realization report on the use fund from Public Offering.

**Notes:**

1. The Company will not send a separate invitations letter to the shareholders of the Company, therefore this notice of the Meeting advertisement serve as an official invitation to the shareholders of the Company. 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. Those shareholders entitled to attend or represented in the Meeting are those shareholders whose name are registered in the Company's Register of Shareholders on Wednesday, May 18<sup>th</sup>, 2022 at 16.00 WIB. For the securities account holders of KSEI in the Collective Depository (Member of the Bourse/Custodian Bank) shall submit the data of the investors maintained by them to KSEI for obtaining the Written Confirmation for Meeting ("KTUR").
3. The participating shareholders or their proxies are required to bring and submit copies of Collective Share Certificate and Identity Card ("KTP") or any other identification to the Company's official registrar prior entering the meeting room. The shareholders in the collective depository must submit KTUR to the Company's official registrar prior entering the meeting room.
4. For the shareholders of the Company 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 latest deed of changes of the management.
5.
  - a. The shareholders who are not able to attend the meeting in person may be represented by proxy in a form acceptable to the Directors of the Company. Any Director, Commissioners and employees of the Company may act as a proxy, however, the votes cast by such proxy shall not be counted.
  - b. The form for Proxy can be obtained during working days and working hours at the Company share registrar bureau ("BAE"), PT. Sinartama Gunita, at Menara Tekno 7<sup>th</sup> floor, JL. Fachrudin No.19, RT 1, RW 7, Kelurahan Kampung Bali, Kecamatan Tanah Abang Jakarta Pusat 10250.
  - c. Such Proxy shall have been received by BAE or by the registration officer prior to the Meeting.
6. As a prudent and precautionary approach towards the development of COVID-19 pandemic, without intending to reduce the Company's Shareholders` and their proxies` rights to attend the Meeting, please pay attention to the important notes below:
  - a. The Company limits the number of Shareholders or their proxies who will be physically present and can enter the Meeting room by a maximum of 25 (twenty five) people based on the ordinal of the Shareholders or their legitimate Proxy attendance list (first come first served).
  - b. The Company appeals on the Company`s Shareholders who eligible to attend the Meeting as referred in point 2 above to authorize an independent party appointed by the Company to represent the Shareholders presence and vote at the Meeting, either through eASY.KSEI system provided by KSEI as mechanism for electronic authorization in the process of organizing Meeting, or through a Power of Attorney in point 5 Above.
  - c. For Shareholders or their proxies who will remain physically present at the meeting:
    - (i) Shareholders or Proxy of Shareholders who come to the Meeting venue MUST show a NEGATIVE antigen swab test result which is still valid at the Meeting (1x24 hour).
    - (ii) Must follow the safety and health protocols with the direction of the Company and the management of the building where the Meeting is held as follows:
      - Use **double mask**,

- Following health inspection procedures, such as body temperature checks (both conducted by the Company and the management of building where the Meeting is held);
  - Implement distance or physical distancing.
- (iii) The Company has the right and authority to forbid the Shareholders or their proxies to attend or be in the Meeting room if the Shareholders or their proxies do not meet the above safety and health protocols, including if the Shareholders or their Proxies show symptoms of being unwell, such as cough, flu, fever/body temperature more than 37,5<sup>0</sup>C, etc.
- d. When registering, the shareholders must submit a health declaration form containing health and travel information. The form can be downloaded at <https://asiapulppaper.com/about-us>.
7. For Health reasons and compliance with the COVID-19 spreading prevention protocol, 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.
8. The materials related to the Meeting's agendas are available for shareholders since the date of this notice until the date 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.
9. To ensure that the Meeting will be conducted in orderly and timely manner, the shareholders or their proxies are kindly requested to present in the Meeting venue by 30 (thirty) minutes before commencement of the Meeting.

the Company hereby submit the following additional information of the AGM 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 wish to attend electronically must be local individual shareholders who have shares deposited in KSEI's collective custody.
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 must first read the terms presented in this Invitation and other stipulations related to Meeting as authorized by each Company. Other terms can be found in the attached document on the '*Meeting Info*' feature in the **eASY.KSEI** and/or Meeting invitations posted at the websites of the respective Company. The Company retains the right more terms in relation to shareholders or shareholder representatives' physical participation in the Meeting.
5. Shareholders who wish to exercise their voting rights through the **eASY.KSEI**, must first inform their attendance or the attendance of their appointed representatives and/or submit their votes through the **eASY.KSEI**.
6. The deadline for declaring electronic attendance, appointing representatives through electronic proxy (e-proxy), or submitting electronic votes through the **eASY.KSEI** is set at 12:00 pm Western Indonesian Time (WIB) 1 (one) business day before the Meeting's date.
7. Prior to entering the Meeting room, all shareholders or representatives who wish to participate in the meeting physically must first fill in the attendance list and show original proofs of identity.
8. Shareholders who wish to attend or authorize a representative to attend the Meeting electronically through the **eASY.KSEI** must consider the following points:

a. Registration Process

- i. Local individual shareholders who **have not** provided their attendance declaration before the deadline mentioned on item 6, but wish to attend the Meeting electronically, must first register their attendance through the **eASY.KSEI** during the date of the Meeting and before the time that the Company ends the Meeting's electronic registration.
- 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 wish to attend the Meeting electronically, must first register their attendance through the **eASY.KSEI** during the date of the Meeting and before the time that the Company ends the Meeting's electronic registration.
- iii. Shareholders who have authorized the Company's Independent Representative or an 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 mentioned on item 6 and wish to attend the Meeting electronically, must first register their attendance through the **eASY.KSEI** during the date of the Meeting and before the time that the Company ends the Meeting's electronic registration.
- iv. Shareholders who have authorized an Intermediary Participant Representative (Custodian Bank or Securities Company) and have submitted their vote through the **eASY.KSEI** before the deadline mentioned on item 6, are required to request their registered representatives in the **eASY.KSEI** 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 authorized a Company-appointed Independent Representative or Individual Representative and have provided their votes for a minimum of 1 (one) of the Meeting agendas through the **eASY.KSEI** before the deadline mentioned on item 6, do not need to register their attendance through the **eASY.KSEI** electronically on the Meeting's date. Shares' ownership 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 whatever reason that cause shareholders or their representatives to not attend the Meeting electronically, will prevent their shares from being counted as a quorum for the Meeting.

b. Electronic Statements or Opinions Submission Process

- i. Shareholders or their representatives are provided 3 (three) opportunities to present their questions and/or opinions in discussion in each Meeting agendas. Questions and/or opinions on each of the Meeting agendas can be submitted in writing by the Shareholders or their representatives through the chat feature in the 'Electronic Opinions' made 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. The mechanism of handling questions and /or opinions through "Electronic Opinion" screen in the **eASY.KSEI** is determined by the

respective Company and will be included in the Company's Meeting Guidelines through the **eASY.KSEI**.

- iii. Shareholders' representatives who electronically attend the Meeting and submit a question and/or opinion during a discussion session of one of the Meeting agendas are required to type in the name of the shareholder and amount of shares they represent first before they write 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 representatives 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 automatically count down the voting time 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. Shareholders or their representatives who have not submitted their votes during a specific Meeting agenda after the 'General Meeting Flow Text' column's status 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 standardized time set by the **eASY.KSEI**. Each Company can set their own policies on electronic voting 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. Watch The Meeting through Tayangan RUPS
- i. Shareholders or their representatives 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 Tayangan RUPS, which is located in 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 representatives who could not be accommodated in the Meeting's broadcast are still considered to have electronically attended the Meeting and their share ownerships 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 representatives 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 a legal participant and are not counted as part of the Meeting's quorum.
  - iv. Shareholders or their representatives 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 representatives can directly ask questions or voice their opinions if the Company has

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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 representatives are encouraged to use **Mozilla Firefox** as the browser for the best experience in using the **eASY.KSEI** and/or **Tayangan RUPS**.

Jakarta, May 19<sup>th</sup>, 2022

**The Company's Board of Directors**