



**NOTICE OF  
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2021  
TO SHAREHOLDERS  
PT ASTRA GRAPHIA Tbk  
("COMPANY")**

Pursuant to article 14 paragraph 2 and paragraph 4 of the Article of Association of the Company and article 17 paragraph 1 of the Regulation of the Financial Services Authority Number 15/POJK.04/2020 dated 20<sup>th</sup> April 2020 on The Planning And Organization of the General Meeting of Shareholders of Public Company (POJK No.15/2020), The Board of Directors of the "Company", hereby gives notice to shareholders of the Company to attend the Annual General Meeting of Shareholders of the Company for the Financial Year 2020 (the "Meeting"), which will be held on:

**Day/Date : Wednesday, 10<sup>th</sup> June 2020**  
**Time : 14:00 – 15:30 Western Indonesian Time**  
**Venue : Catur Dharma Hall, Menara Astra 5<sup>th</sup> floor**  
**Jalan Jenderal Sudirman Kav.5-6**  
**Central Jakarta 10220**

**Meeting Agenda:**

1. Approval of the Annual Report, including ratification of the Oversight Duties Report of the Board of Commissioners of the Company and ratification of the Consolidated Financial Statements of the Company for Financial Year 2020.
2. Determination on the Appropriation of the Company's Net Profit for Financial Year 2020.
3. Appointment of the Public Accountant Firm to Conduct an Audit of the Company's Financial Statements for Financial Year 2021.
4. Determination on the Salary and Benefits of the Board of Directors and Determination on the Honorarium and/or Benefit of the Board of Commissioners of the Company.
5. Approval of Amendments to Articles of Association of the Company.

**Explanation of Meeting Agenda:**

The first agenda until the fourth agenda item is a routine agenda which is held in every Annual General Meeting of Shareholders ("GMS") of the Company.

**a. The First Agenda item:**

Fullfill the provisions of Article 69 paragraph (1) of Law Number 40 of 2007 concerning Limited Liability Companies ("Company Law") in conjunction with Article 12 paragraph (3) of the Company's Articles of Association, the Company presents an annual report on the performance of the Board of Directors and supervision of the Board of Commissioners for the fiscal year 2020 and thereafter will request shareholders to approve the annual report, which includes the Board of Commissioners' Supervisory Report and Financial Report which requires the approval of the GMS.

**b. The Second Agenda item:**

Fullfill the provisions of Article 71 paragraph (1) of Law Number 40 of 2007 concerning Limited Liability Companies ("Company Law") in conjunction with Article 12 paragraph (2) letter (b) of the Company's Articles of Association, the determination of the use of Net Profit is decided at the General Meeting of Shareholders.

**c. The Third Agenda item:**

Fullfill the provisions of Article 59 paragraph (1) of the Financial Services Authority Regulation Number 15/POJK.04/2020 concerning The Planning and Organization of General Meeting of Shareholders of Public Companies in conjunction with Article 12 paragraph (2) letter (C) of the Company's Articles of Association, office appointment a public accountant to audit the Financial Statements requires the approval of the GMS.

**d. The Fourth Agenda item:**

Fullfill the provisions of Article 96 paragraph (1) juncto Article 113 paragraph (1) of Law Number 40 of 2007 concerning Limited Liability Companies ("Company Law") and Article 20 paragraph (7) of the Company's Articles of Association, (i) the amount of salaries and benefits of members of the Board of Directors The Company is determined based on the resolution of the GMS and can be delegated to the

Board of Commissioners and (ii) the provision of salary or honorarium and allowances of the Board of Commissioners are determined by the GMS.

e. **The Fifth Agenda item:**

In order to adjust several provisions in the Company's Articles of Association, among others, the provisions concerning the holding of the General Meeting of Shareholders of the Company as stipulated in the Financial Services Authority Regulation Regulation Number 15/POJK.04/2020 concerning The Planning and Organization of General Meeting of Shareholders of Public Companies.

**Quorum of Presence and Decision**

The quorum of attendance for the first agenda until fourth agenda of the Meeting is valid if attended by shareholders or their proxies for more than 1/2 (one half) of the total number of shares with voting rights that have been issued by the Company, except for the fifth agenda of the meeting which is valid if attended by shareholders or their proxies at least 2/3 (two thirds) of the total shares with voting rights that have been issued by the Company.

Resolutions of the Meeting are taken by deliberation to reach consensus. In the event that the deliberation to reach a consensus cannot be reached, then voting will be made with a valid decision if agreed by more than 1/2 (one half) of the total number of shares with valid voting rights who are present and or represented at the Meeting, except for the fifth agenda of meeting if it is approved by at least 2/3 (two thirds) of the total number of shares with valid voting rights who are present and /or represented in the meeting.

**Notes:**

1. This Notice shall serve as the invitation Meeting.
2. By paying attention to security and health protocols, in order to facilitate the registration arrangements and the orderliness of the Meeting, registration will take place from 13:00 WIB to 13:45 WIB. Shareholders or the power of attorney of the shareholders who attend after 14:00 WIB, are not permitted to attend the Meeting.
3. Materials of the meeting are available at the Company's office as of the date of this summons until the day of the Meeting, which can be obtained from the Company during office hours and upon written request from the Company's shareholders via email [Corporate.Secretary@astragraphia.co.id](mailto:Corporate.Secretary@astragraphia.co.id). The Company's Annual Report and The Company's Consolidated Financial Statements for the Financial Year 2020 are available on the Company's website (<https://www.astragraphia.co.id>).
4. The shareholders who are entitled to attend or be represented at the Meeting are only shareholders whose names are registered in the **Register of Shareholders of the Company on Monday, 22<sup>nd</sup> March 2021 at 16:00 Western Indonesian Time.**
5.
  - a. Shareholders or their attorneys who are attending the Meeting are kindly requested to present their Official identity Card ("KTP") or other valid proof of identity card and to submit copies to their registry officials at the registration counter before entering the Meeting room.
  - b. Shareholders of the Company in the form of legal entities are requested to submit copy(ies) of their latest articles of association and the notarial deed appointing the incumbent Board of Directors and Board of Commissioners.
  - c. For shareholders whose shares are deposited at the Collective Depository of PT Kustodian Sentral Efek Indonesia ("KSEI"), are kindly requested to submit their Written Confirmation to attend Meeting (Konfirmasi Tertulis Untuk RUPS (KTUR) to the registry officials.
6.
  - a. Shareholders who are unable to attend the Meeting may be represented by their attorneys by virtue of a power of attorney which form and in substance as determined by the Board of Directors of the Company. Members of the Board of Directors, the Board of Commissioners and employees of the Company may act as attorney of a shareholder in the Meeting, but are not eligible to cast any vote in the voting. Power of attorney of the Shareholders whose registered address outside of the territory of the Republic of Indonesia, must be legalized by a notary or other authorized institution(s) and by the respective Indonesian Embassy/Representative.
  - b. The power of attorney form can be obtained during business hours at the Company's Securities Administration Bureau, PT Raya Saham Registra ("RSR"), via email [rsrbae@registra.co.id](mailto:rsrbae@registra.co.id), telephone number: (+62 21) 2525666, facsimile number: (+62 21) 2525028; or the Company's Corporate Legal, via email [Corporate.Secretary@astragraphia.co.id](mailto:Corporate.Secretary@astragraphia.co.id).
  - c. All duly powers of attorney must have been received by RSR or the Company's Corporate Legal on Tuesday, 13<sup>th</sup> April 2021 at 12:00 Western Indonesian Time.

- d. In accordance with Financial Services Authority Regulation, the Company has provided an alternative for shareholders to give power of attorney electronically through the eASY.KSEI system managed by KSEI ("E-Proxy"). In the event that the power of attorney is granted by E-Proxy, there is no need for legalization as referred to in point 6.a.
7. One share will give the owner 1 (one) voting rights. If a shareholder owns more than 1 (one) share, the votes cast are effective for all shares which he/she owns.

#### **PREVENTION OF SPREAD OF VIRUS COVID-19**

**In accordance with applicable regulations \* and as a precautionary measure to spread the risk of COVID-19 virus transmission:**

**1. The Appeal of Shareholders Gives Power to Raya Saham Registra ("RSR")**

The Company appealed on all shareholders to authorize an independent party appointed by the Company to represent the Shareholders to attend and vote at the Meeting. The appointed independent party is the Company's securities administration bureau, PT Raya Saham Registra ("RSR").

Guidelines for authorization to RSR through E-Proxy which can be accessed electronically on the eASY.KSEI platform through [www.ksei.co.id](http://www.ksei.co.id).

2. Shareholders of their proxies who will remain physically present at the Meeting must follow and pass the security and health protocol which will be strictly enforced, as follows:
- (i) must use a mask
  - (ii) must follow health inspection procedures (such as body temperature checks, etc), both of which will be carried out by the Company and the management of the building where the meeting is held
  - (iii) at the time of registration, must submit a health declaration from containing health and travel information. The form can be downloaded on the company's website <https://www.astragraphia.co.id>.
  - (iv) must implement a *physical distancing* policy in accordance with the direction of the Company and the management of the building where the meeting is held.
3. Unhealthy Shareholders of their proxies (especially having/feeling symptoms of being infected with COVID-19 (such as coughing, fever, or flu, etc.) are not permitted to attend the meeting.
4. The Company has the right and authority to prohibit shareholders or their proxies from attending or being in the Meeting room in the event that the Shareholders or their proxies do not meet the security and health protocol as described above.

\* Government Regulation in Lieu of Law of the Republic of Indonesia No. 1 of 2020 concerning State Financial Policy and Financial System Stability for Handling Corona Virus Disease 2019 (Covid-19) and / or In Order to Face Threats that Harm National Economy and / or Financial System Stability, (ii) Regulation of the Minister of Health of the Republic of Indonesia No . 9 of 2020 concerning Guidelines for Large-Scale Social Restrictions in the Framework of Accelerating Handling of Corona Virus Disease 2019 (Covid-19), (iii) other regulations and government policy in handling Corona Virus Disease 2019 (Covid-19) in Province of Special Capital Region of Jakarta.

**Jakarta, 23<sup>rd</sup> March 2021**  
**Board of Directors of the Company**