

PT SURYA ESA PERKASA TBK

Extraordinary General Meeting of Shareholders



24 March 2020

[IDX: ESSA]



1st Meeting Agenda

Approval of changes in Company's Articles of Association.

1st Agenda : Changes in Company's AoA.

- In view of the title naming of the current Directors and Commissioners of the Company;
- To avoid mistakes in English translations and benchmark with similar listed companies;
- Proposed naming change from the previous :
 - Commissioner to become: **President Commissioner**
 - Managing Director to become: **President Director**
- There are no changes in other provisions in accordance with POJK No.33 regarding Directors and Commissioners of Issuers, UUPT and applicable laws and regulations.

1st Agenda : Changes in Company's AoA.

Before	After
<p>BOARD OF DIRECTORS Article 14 (paragraph 1)</p> <p>The Company's Directors consist of at least 2 (two) members of the Board of Directors. One of them can be appointed as President Director and another one can be appointed as Vice President Director.</p>	<p>BOARD OF DIRECTORS Article 14 (paragraph 1)</p> <p>The Company's Directors consist of at least 2 (two) members of the Board of Directors. One of them can be appointed as President Director and another one can be appointed as Vice President Director.</p>
<p>DUTIES, RESPONSIBILITIES AND AUTHORITY OF THE BOARD OF DIRECTORS Article 15 (paragraph 3 a)</p> <p>The President Director has the right and authority to act for and on behalf of the Directors and represent the Company.</p>	<p>DUTIES, RESPONSIBILITIES AND AUTHORITY OF THE BOARD OF DIRECTORS Article 15 (paragraph 3 a)</p> <p>The President Director has the right and authority to act for and on behalf of the Directors and represent the Company.</p>

1st Agenda : Changes in Company's AoA.

Before	After
<p data-bbox="128 342 667 391">Article 15 (paragraph 3 b)</p> <p data-bbox="128 456 1039 789">In the event that the President Director is absent or absent for any reason, which does not need to be proven to a third party, the Deputy President Director has the right and authority to act for and on behalf of the Directors and represent the Company.</p>	<p data-bbox="1077 342 1654 391">Article 15 (paragraph 3 b)</p> <p data-bbox="1077 456 1955 846">In the event that the President Director is absent or absent for any reason, which does not need to be proven to a third party, the Deputy President Director has the right and authority to act for and on behalf of the Directors and represent the Company.</p>
<p data-bbox="128 878 667 927">Article 15 (paragraph 3 c)</p> <p data-bbox="128 992 1039 1438">In the event that the President Director and / or the Vice President Director are absent or absent for any reason, which does not need to be proven to a third party, then another member of the Board of Directors has the right and authority to act for and on behalf of the Board of Directors and represent the Company.</p>	<p data-bbox="1077 878 1654 927">Article 15 (paragraph 3 c)</p> <p data-bbox="1077 992 1955 1438">In the event that the President Director and / or the Vice President Director are absent or absent for any reason, which does not need to be proven to a third party, then another member of the Board of Directors has the right and authority to act for and on behalf of the Board of Directors and represent the Company.</p>

1st Agenda : Changes in Company's AoA.

Before	After
<p>MEETING OF THE BOD Article 16 paragraph (8) The Board of Directors Meeting is chaired by the President Director, in the event that the President Director is unable to attend or is unable to be proven by a third party, the Board of Directors Meeting shall be chaired by a member of the Board of Directors appointed by the President Director.</p>	<p>MEETING OF THE BOD Article 16 paragraph (8) The Board of Directors Meeting is chaired by the President Director, in the event that the President Director is unable to attend or is unable to be proven by a third party, the Board of Directors Meeting shall be chaired by a member of the Board of Directors appointed by the President Director.</p>
<p>BOARD OF COMMISSIONERS Article 17 paragraph (1) The Board of Commissioners shall consist of at least 2 (two) persons, including Independent Commissioners, the amount of which shall be adjusted to the requirements in the legislation in force in the capital market. If more than one member of the Board of Commissioners is appointed, one person may be appointed as President Commissioner.</p>	<p>BOARD OF COMMISSIONERS Article 17 paragraph (1) The Board of Commissioners shall consist of at least 2 (two) persons, including Independent Commissioners, the amount of which shall be adjusted to the requirements in the legislation in force in the capital market. If more than one member of the Board of Commissioners is appointed, one person may be appointed as President Commissioner.</p>

1st Agenda : Changes in Company's AoA.

Before

DUTIES, RESPONSIBILITIES AND AUTHORITY OF THE BOARD OF COMMISSIONERS

Article 18 paragraph (7)

The GMS as referred to in paragraph 7 above is chaired by the President Commissioner and if he is absent, this does not need to be proven to other parties, then the General Meeting of Shareholders is chaired by another member of the Board of Commissioners appointed by the General Meeting of Shareholders and the summons must be carried out in accordance with the provisions contained in Article 10 above.

After

DUTIES, RESPONSIBILITIES AND AUTHORITY OF THE BOARD OF COMMISSIONERS

Article 18 paragraph (7)

The GMS as referred to in paragraph 7 above is chaired by the President Commissioner and if he is absent, this does not need to be proven to other parties, then the General Meeting of Shareholders is chaired by another member of the Board of Commissioners appointed by the General Meeting of Shareholders and the summons must be carried out in accordance with the provisions contained in Article 10 above.

1st Agenda : Changes in Company's AoA.

Sebelum Perubahan

MEETING OF BOC

Article 19 paragraph (5)

The invitation to the Board of Commissioners Meeting is carried out by the President Commissioner. If the President Commissioner is unable to attend, then other members of the Board of Commissioners are entitled to make a summons based on the appointment of the President Commissioner.

Article 19 paragraph (9)

The Board of Commissioners meeting is chaired by the President Commissioner. In the event that the President Commissioner is unable to attend or is unable to prove it to a third party, the Board of Commissioners Meeting is chaired by a member of the Board of Commissioners elected by and from among the members of the Board of Commissioners present.

Setelah Perubahan

MEETING OF BOC

Article 19 paragraph (5)

The invitation to the Board of Commissioners Meeting is carried out by the President Commissioner. If the President Commissioner is unable to attend, then other members of the Board of Commissioners are entitled to make a summons based on the appointment of the President Commissioner.

Article 19 paragraph (9)

The Board of Commissioners meeting is chaired by the President Commissioner. In the event that the President Commissioner is unable to attend or is unable to prove it to a third party, the Board of Commissioners Meeting is chaired by a member of the Board of Commissioners elected by and from among the members of the Board of Commissioners present.

Terima kasih
Thank You

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