



**SUMMARY MINUTES OF EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
PT SURYA ESA PERKASA TBK**

The Board of Directors of PT Surya Esa Perkasa Tbk (hereinafter referred to as “**the Company**”), domiciled in South Jakarta, herewith announces that it has conducted an Extraordinary General Meeting of Shareholders (“**EGMS**”) (also referred as **Meeting**) on/at:

Day / Date : **Wednesday /25 November 2020**
Time : **2.30 pm Jakarta time**
Venue : **DBS Bank Tower 19 Floor Meeting Room**
Ciputra World 1 Jakarta Jl. Prof. Dr. Satrio Kav. 3-5
Jakarta 12940

The following are the Summary Minutes of the Meeting:

A. Members of the Board of Commissioners and the Board of Directors attending the Meeting

Board of Commissioners		Board of Directors	
Rahul Puri	: Commissioner	Isenta	: Director

The meeting was chaired by Mr. Isenta as the Company's Director in accordance with the Company's Articles of Association and the Decision of the Company's Board of Commissioners.

B. Capital Market Support Professionals who were present at the Meeting

- a. Jimmy Tanal, S.H., M.Kn as Public Notary.
- b. Harish Zhafar PT. Datindo Entrycom as the Securities Administration Bureau.

C. Mechanism for Authorizing Shareholders

The Company has provided an alternative electronic proxy (**e-proxy**) for shareholders to be able to attend and vote at the Meeting through the eASY.KSEI application.

D. Quorum of Shareholders

The Meeting was attended by the valid Shareholders or Shareholders proxy composing **3.075.489.899** shares or **67,50%** of the Company's total Independent shares amounting to **4,555,691,533** which validated by independent party (Securities Administration Bureau). Therefore, the quorum requirements required in the Company's Articles of Association and POJK have been fulfilled.

E. Meeting Agendas

1. Approval of the Plan for Increasing Capital without Providing Pre-emptive Rights (PMTHMETD) in accordance with OJK Regulation (POJK) Number 14 / POJK.004 / 2019 concerning amendments to POJK Number 32 / POJK.04 / 2015 concerning Capital Increase for Public Companies with Pre-emptive Rights.
2. Approval of the Material and Affiliated Transaction Plan to be carried out by the Company in the form of issuance of debt securities and / or loans by PT Panca Amara Utama, a subsidiary of the Company ("Transaction Plan") and the provision of a corporate guarantee ("corporate guarantee") or other forms of guarantee by The Company to guarantee the Transaction Plan which is a material transaction based on POJK No.17 / POJK.04 / 2020.

F. Question & Answer Session

Prior to making the resolutions, the Meeting Chairperson offered the opportunity to the Shareholders to submit questions and/or opinions in each session of the Meeting agenda.

G. Mechanism of Resolutions

The resolutions were made under deliberation for consensus mechanism; however, in the event that a decision based on deliberation for consensus is not reached, then the decision is made based on the majority vote of the number of votes issued legally at the Meeting. Decisions are made through vote counts that have been submitted by shareholders through eASY KSEI and votes given through the granting of power to independent recipients appointed by the Company's Securities Administration Bureau, PT Datindo Entrycom and by vote counts from shareholders present at the Meeting.

H. Quorum of Meeting Resolutions

Based on Article 11 paragraph (2) a of the Company's Articles of Association, Article 8A paragraph (2) POJK No. 14/2019, and Article 14 POJK No.17 / 2020, the Meetings can be held if attended and agreed by shareholders or their proxies who represent more than 1/2 (one half) of the total shares with valid voting rights owned by Independent Shareholders and not affiliated with the Company.

I. Voting Results of Each Agenda

1. In the first agenda, there were **5,300** Independent shareholders / proxies who cast a vote of disagreed, no abstained, and therefore a total of **3,075,484,599** votes in favor or **67.50%**.
2. In the second agenda, there were **434,200** Independent shareholders/proxies who cast a vote disagreed, no abstentions, and therefore a total of **3,075,055,699** votes in favor, or **67.49%**.

EGMS Agenda	Agreed	Abstained	Disagreed
Agenda - 1	3.075.484.599	0	5.300
Agenda - 2	3.075.055.699	0	434.200

J. Meeting Resolutions

EGMS

1st Agenda

1. Approved the issuance of new shares in connection with the Company's plan to increase the Company's capital of a maximum of 1,430,000,000 (one billion four hundred and thirty million) shares with a nominal value of Rp. 10,- (ten Rupiah) or 10% (ten Rupiah). percent) of the total shares that have been issued and fully paid in the Company through the Non-Preemptive Rights mechanism (PMTHMETD) by taking into account the provisions of laws and regulations in force in the capital market, especially POJK Number 14/ POJK.04/2019 concerning changes to POJK Number 32/POJK .04/2015 concerning Increase in Capital for Public Companies by Providing Pre-emptive Rights;
2. Approved the granting of authority and power to the Board of Directors of the Company with the approval of the Board of Commissioners to take all necessary actions in connection with the implementation of the PMTHMETD mentioned above, including but not limited to determining the price for PMTHMETD implementation which the Board of Directors deems good, making and/or requesting it be made. all documents relating to the said capital increase as well as requesting approval and/or reporting and registering as needed to the competent authorities relating to PMTHMETD, one way or another without any exceptions by considering the provisions of the prevailing laws and regulations, including regulations in the Capital Market ;
3. Approved the plan to amend Article 4 paragraph (2) of the Company's Articles of Association, in connection with the increase in the issued and paid-up capital of the Company in accordance with the results of PMTHMETD implementation;
4. Approved the Company's plan to grant power and authority with substitution rights to the Board of Directors and/or the Board of Commissioners of the Company to state and/or declare a decision regarding amendments to Article 4 paragraph (2) of the Company's Articles of Association in a deed made before a Notary which will then be reported to the Minister of Law and Human Rights of the Republic of Indonesia, and take all and any necessary actions in connection with this decision.

2nd Agenda

1. Approved the Material and Affiliated Transactions in the form of issuance of debt securities and/or loans by the Company's Subsidiaries in a maximum amount of US \$ 650,000,000, - which will be secured by, among others, PAU shares owned by the Company and the assets of its Subsidiaries. The Company will also provide a Corporate Guarantee to guarantee the Subsidiaries' obligations based on the issuance of Debt Securities and / or Bank Loans ("Guarantor").
2. Approved the provision of corporate guarantees (Corporate Guarantees) and/or other guarantees in order to guarantee the obligations and / or debts of the Company and / or other subsidiaries of the Company in relation to the future financing plans of the Company and/or its subsidiaries. in accordance with the provisions of the prevailing

laws and regulations as long as the guarantee provision does not exceed 50% (fifty percent of the total net assets of the Company).

3. Approved the authorization to the Board of Directors of the Company to carry out any necessary actions, deemed necessary and required in order to carry out the Transaction Plan including but not limited to signing every document, making changes and/or adding documents in any form reasonably required , submit and sign all applications and other required documents, and take other actions that may be required in relation to the Proposed Transaction.

The meeting is closed at 15.00 Western Indonesian Time.

Jakarta, 27 November 2020
PT Surya Esa Perkasa Tbk
Board of Directors