



MATERIALS
ANNUAL GENERAL MEETING OF SHAREHOLDERS AND
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
PT SURYA ESA PERKASA TBK

Below are the materials of the Annual General Meeting of Shareholders and Extraordinary General Meeting of Shareholders ("the Meeting") of PT Surya Esa Perkasa Tbk ("the Company"), which will be held on **Friday, June 5th, 2020**, at DBS Tower 19 Floor Ciputra World 1, Jakarta.

AGMS

1st Agenda

Approval and ratification of the Company's Annual Report including the Company's Financial Statements, the Board of Directors Report and the Board of Commissioners Supervisory Report of the Company for the period ended 31 December 2019;

Explanation:

- a. Approval and ratification of the Company's Annual Report including the Report of the Board of Directors and the Board of Commissioners of the Company for the period ended 31 December 2019;
- b. Ratification of the Company's Financial Statements for the year ended 31 December 2019 which has been audited by Hanny Prasetyo from Gani Sigiro & Handayani (member of Grant Thornton International Limited) signed on March 30, 2020, with unqualified opinion;
- c. Provide exemption and discharge to the members of the Board of Directors from management responsibility of the Company and to the members of the Board of Commissioners for the supervision actions of the Company's, provided that all of the actions are contained in the Company's Financial Statements for the financial year ended 31 December 2019 (acquitted and discharged) and not contrary to the prevailing laws and regulations and are not criminal act.

2nd Agenda

Determination of the use of the Company's net profit for fiscal year 2019

Explanation:

Approval of the use of the Company's net profit for fiscal year 2019.

3rd Agenda

The appointment of the Independent Public Accountant which will audit the Company's consolidated financial statements of the year ending on 31 December 2020 and provide authority to the Board of Commissioners of the Company to determine the honorarium and the requirements for the appointment of the Independent Public Accountant.

Explanation:

Upon the recommendation from the Audit Committee, the Board of Commissioners propose to the Meeting to appoint Public Accountant Firm Gani Sigiro & Handayani (member of Grant Thornton International Limited) as the public accountant which will audit the Company's Consolidated Financial Statements for the fiscal year 2020, or his replacement if any.

4th Agenda

Determination of the honorarium or salary, and other allowances for the Company's Boards of Commissioners and Board of Directors for fiscal year 2020;

Explanation:

Approval of the delegation of authority to the Company's Board of Commissioners, who performs remuneration function, to determine the honorarium or salary, and other allowances for the Company's Boards of Commissioners and Board of Directors for fiscal year 2020.

5th Agenda

Approval of Changes and/or Reappointment of member of Board of Directors and Board of Commissioners.

Explanation:

- a. Approves the resignation of Mr. Garibaldi Thohir as President Director of the Company.
- b. Approves the Appointment of Mr. Chander Vinod Laroya as President Director of the Company.
- c. Approves the Appointment of Mr. Garibaldi Thohir as Commissioner of the Company.
- d. Approves the Appointment of Mr. Kanishk Laroya as Director of the Company
- e. Approves the Change of position of Mr. Mukesh Agrawal was previously an Independent Director to become a Director of the Company.

6th Agenda

Submission of the Report of Realization of the Use of Funds Resulting from the Limited Public Offering I (PUT I) year 2018.

Explanation:

Acknowledge the Report of Realization of the Use of Funds Resulting from the Limited Public Offering I (PUT I) year 2018.

EGMS

1st Agenda

1. Amendment to the Company's Articles of Association.

Explanation:

Approves the amendments and adjustments to the Articles of Association to be adjusted to POJK 15/POJK.04/2020, POJK 16/ POJK.04/2020 and POJK 17/POJK.04/2020 concerning Title Name of Directors and Commissioners, GMS Provisions and Material Transactions and Changes in Main Business Activities Provisions.

2. Approval of Material Transactions to be carried out by the Company in the form of the issuance of bond and/or loan by PT Panca Amara Utama, a subsidiary of the Company ("Transaction") and the granting of a corporate guarantee or other forms of collateral by the Company for guarantee the Transaction Plan which is a material transaction based on Bapepam LK Regulation No. IX.E.2 Attachment to the Decree of the Chairman of Bapepam-LK No. Kep-614 / BL / 2011 dated 28 November 2011 concerning Material Transactions and Changes in Main Business Activities.

Explanation:

Approves the Material Transactions to be carried out by the Company in the form of the issuance of bond and/or loan by PT Panca Amara Utama, a subsidiary of the Company ("Transaction") and the granting of a corporate guarantee or other forms of collateral by the Company for guarantee the Transaction Plan which is a material transaction based on Bapepam LK Regulation No. IX.E.2 Attachment to the Decree of the Chairman of Bapepam-LK No. Kep-614 / BL / 2011 dated 28 November 2011 concerning Material Transactions and Changes in Main Business Activities.