



**INVITATION TO  
THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS  
PT SURYA ESA PERKASA Tbk**

The Board of Directors of PT Surya Esa Perkasa Tbk. (the “**Company**”) hereby invite all of the Company’s Shareholders to attend the Extraordinary General Meeting of Shareholders (“**EGMS**”) which will be convened on:

Date : **Tuesday, 24 March 2020**  
Time : **2.30 pm Jakarta time** - finished  
Venue : Financial Club 27 Floor – Meeting Room  
Graha CIMB Niaga Jl. Jenderal Sudirman Kav.58 Jakarta

with the agenda of as follows:

1. Approval of changes to Article 14 to Article 19 of the Company Articles of Association relating to the Directors and Commissioners of the Company.
2. Approval of changes in the Company Management
3. Approval of Material Transactions in the form of Issuance of bond and/or bank loans to be issued by PT Panca Amara Utama, a subsidiary of the Company (“PAU”) (“Transaction Plan”) which is considered as 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.
4. Approval of the plans of the Company and/or its subsidiaries to provide corporate guarantees and/or guarantee the whole or a large portion of the assets of the Company and/or its subsidiaries in order to guarantee the obligations and/or debts of the Company and/or subsidiaries other company companies related to the Company's and/or subsidiary's financing plans in the future which will be carried out in accordance with the provisions of the applicable laws and regulations.

**Explanations of the agenda:**

- The 1st -Agenda above was carried out in connection with the amendments to Articles of Association Article 14 to Article 19 related to the Position Name From the previous Komisariss Utama and Direktur Utama to become President Commissioner and President Director.
- The 2nd-Agenda above is carried out in connection with the change in the members of the Company Directors and Board Of Commissionees in order to comply with the provision and POJK No. 33/POJK.04/2014 concering Director and Commissioners of Issuers of Public Companies. The changes as follows:
  - a. To resignation of Mr. Garibaldi Thohir as President Director of the Company.
  - b. To appoint Mr. Garibaldi Thohir as Commissioner of the Company.
  - c. To appoint Mr. Chander Vinod Laroya as the Company's President Director.
  - d. To accept the change of position of Mr. Mukesh Agrawal, previously Independent Director, became Director of the Company.
- The 3rd Agenda above is carried out in connection with the Proposed Transaction which is a material transaction based on Regulation No. IX.E.2. Information Disclosure as referred to in Regulation No. IX.E.2 has been announced by the Company in the International Media



daily newspaper on Friday, 14 February 2020.

- The 4th Agenda above is carried out in connection with the Company's plan to provide a corporate guarantee and / or guarantee the entire or a large portion of the Company's assets in order to guarantee the Company's obligations and / or debts related to the Company's and / or its subsidiaries' financing plans in the future.

**Notes:**

1. This notice is the official invitation to the Company's shareholders.
2. Shareholders who are entitled to attend the EGMS are:
  - a. Shareholders whose name are registered in the Company's Shareholders' Registry (*Daftar Pemegang Saham/DPS*) on **Friday, 28 February 2020 at 16:00 Jkt time**; and/or;
  - b. Shareholders of securities accounts held in collective deposit by PT Kustodian Sentral Efek Indonesia (KSEI) after market closing on the Indonesia Stock Exchange (IDX) on **Friday, 28 February 2020**.
3. Shareholders who are unable to attend the EGMS, may be represented by its proxy by execute power of attorney. Director, Commissioner or employees of the Company are allowed to act as a proxy of shareholders in the EGMS, provided that its vote shall not be counted in voting.
4. Power of Attorney Form can be obtained during business hour in the following address:

<b><u>The Company's office</u></b>	<b><u>Share Registrar's office</u></b>
DBS Bank Tower Ciputra World 1, 18 <sup>th</sup> Floor Jl. Prof. Dr. Satrio Kav. 3-5 South Jakarta 12940, Indonesia	PT Datindo Entrycom Jl. Hayam Wuruk No. 28, 2 <sup>nd</sup> floor Jakarta 10120, Indonesia
5. All of the Power of Attorney which have been fully completed must be submitted to the Company at the latest on **Tuesday, 17 March 2020 at 16.00 Jkt time** to the Company's Office or PT Datindo Entrycom as the Share Registrar of the Company.
6.
  - a. Shareholders and its proxies who will attend the EGMS are required to submit a copy of Identity Card (KTP) or any proof of identity, both of authorizer and attorney to the Company's registration officer before entering the EGMS room.
  - b. For the shareholders who are legal entities required to bring a copy of the Articles of Association and its amendment and the latest deed of appointment of Board of Directors and Board of Commissioners.
7. The materials that will be discussed in the EGMS are available in the Company's office during business hour as of this Invitation date to the the EGMS. Such materials can be obtained upon written request from shareholders together with copy of shareholder's identity and shares ownership evidence to the Company's Corporate Secretary at the latest 1 (one) business day prior to the EGMS through faximile number on (+62 21) 2988 5601 or email to corporate.secretary@sep.co.id.
8. Shareholders whose names are registered in the collective deposit KSEI are required to submit Written Confirmation For Meeting (*Konfirmasi Tertulis Untuk Rapat / KTUR*) issued by KSEI to the Company's registration officer before entering the EGMS room.
9. In order to facilitate an orderly EGMS, the shareholders or its proxies are requested to be presented at the EGMS venue at least 30 (thirty) minutes before the EGMS started.

Jakarta, 2 March 2020  
**PT Surya Esa Perkasa Tbk**  
Board of Directors