



## ANNOUNCEMENT

### SUMMARY OF THE MINUTES OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS & EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS PT BANK ARTHA GRAHA INTERNASIONAL Tbk ("Company")

The Board of Directors of the Company, domiciled in South Jakarta, hereby announces that the Company has convened the Annual General Meeting of Shareholders (**AGMS**) and Extraordinary General Meeting of Shareholders (**EGMS**), hereinafter referred to as the "**Meeting**", as follows:

Day/Date	: Wednesday, June 26, 2024
Time	: 10.31 - 11.45 AM
Place	: Discovery Sky, 9 <sup>th</sup> Floor Hotel Discovery Ancol, Jalan Lodan Timur No. 7 Ancol Taman Impian, North Jakarta, 14430

#### A. Meeting Agenda:

The agenda of the AGMS is as follows:

1. Approval of the Annual Report, including the ratification of the Financial Statements and the Supervisory Duties Report of Board of Commissioners for the year 2023;
2. Determination on the appropriation of the Company's profit for the year 2023;
3. Appointment of Public Accountant Firm for the financial year 2024;
4. Determination on the remuneration and allowances for the Board of Directors and determination on the honorarium and allowances to the Board of Commissioners; and
5. Changes on the composition of the Company's Management.

The agenda of the EGMS is as follows:

1. Approval of Amendments to the Company's Articles of Association

**B. The Board of Commissioners and Directors of the Company who attended the Meeting:**

**Board of Commissioners:**

President Commissioner/	: Mr. Kiki Syahnakri
Independent Commissioner	
Independent Commissioner	: Mrs. Elizawatie Simon
Independent Commissioner	: Mrs. Pesta Uli Sitanggang

**Directors:**

President Director	: Mr. Andy Kasih
Vice President Director	: Mrs. Christina Harapan
Compliance Director/Independent Director	: Mr. Indrastomo Nugroho
Director	: Mr. Indra S. Budianto
Director	: Mr. Handoyo Soedirdja

**C. Chairperson of the Meeting**

The meeting was chaired by Mr. Kiki Syahnakri, as President Commissioner/Independent Commissioner of the Company based on the Decision of the Board of Commissioners No. 001/KOM-BAGI/VI/2024 dated June 25, 2024.

**D. Shareholder Attendance**

The Meeting was attended by shareholders and their authorized proxies, based on the Shareholders Register issued by PT Raya Saham Registra as the Company's Securities Administration Bureau, as follows:

1. AGMS : 17.782.312.491 shares, representing 87,9293% of 20,223,412,907 shares;
2. EGMS : 17.782.232.191 shares, representing 87,9289% of 20,223,412,907 shares.

**E. Submission of Questions and/or Opinions**

Shareholders and shareholders' proxies were given the opportunity to raise questions and/or opinions for each agenda item, but no shareholders and shareholders' proxies raised questions and/or opinions.

## **F. Decision-making Mechanism**

Decision-making on all Meeting agenda items is carried out based on deliberation for consensus, in the event that deliberation for consensus is not reached, decision-making is carried out by voting.

## **G. Voting Results**

### **1. AGMS**

#### **a) First Meeting Agenda:**

- 1) Number of blank votes (abstain) : 3.000 shares
- 2) Number of votes against : nil
- 3) Number of votes in favor : 17.782.309.491 shares
- 4) So that the total votes in favor: 17.782.312.491 shares or 100%.

#### **b) Second Meeting Agenda:**

- 1) Number of blank votes (abstain) : 3.000 shares
- 2) Number of votes against : 8.316.566 shares
- 3) Number of votes in favor : 17.773.992.925 shares
- 4) So that the total votes in favor: 17.773.995.925 shares or 99.953% or more than  $\frac{1}{2}$  of the total votes validly cast in the Meeting.

#### **c) Third Meeting Agenda:**

- 1) Number of blank votes (abstain) : 3.000 shares
- 2) Number of votes against : nil
- 3) Number of votes in favor : 17.782.309.491 shares
- 4) So that the total votes in favor: 17.782.312.491 shares or 100%.

#### **d) Fourth Meeting Agenda**

- 1) Number of blank votes (abstain) : 3.000 shares
- 2) Number of votes against : nil
- 3) Number of votes in favor : 17.782.309.491 shares
- 4) So that the total votes in favor: 17.782.312.491 shares or 100%.

**e) Fifth Meeting Agenda:**

- 1) Number of blank votes (abstain) : 3.000 shares
- 2) Number of votes against : 16.403.400 shares
- 3) Number of votes in favor : 17.765.906.091 shares
- 4) So that the total votes in favor: 17.765.909.091 shares or 99.907% or more than  $\frac{1}{2}$  of the total number of votes validly cast in the Meeting.

**2. EGMS**

**First Meeting Agenda**

- a) Number of blank votes (abstain) : 3.000 shares
- b) Number of votes against : 16.403.400 shares
- c) Number of votes in favor : 17.765.825.791 shares
- d) So that the total votes in favor: 17.765.828.791 shares or 99,907% or more than  $\frac{2}{3}$  of the total number of votes validly cast in the Meeting.

**H. Meeting Decision.**

**1. AGMS:**

**Resolution of the First Meeting Agenda**

- a) To accept and approve the Annual Report of the Board of Directors for the Financial Year 2023, including the Company's Activity Report and the Board of Commissioners' Supervisory Report for the Financial Year 2023;
- b) To receive and ratify the Company's Financial Statements for the Financial Year 2023 audited by Public Accounting Firm Kanaka Puradiredja, Suhartono with its report Number Ref: 00043/3.0409/AU.1/07/0524-3/1/III/2024, dated March 28, 2024 with "Present Fairly Opinion".

**Resolution of the Second Meeting Agenda**

Approved that there will be no dividend distribution for the Financial Year ended December 31, 2023 and that the entire net profit will be used to strengthen the Company's capital structure and business expansion.

### **Resolution of the Third Meeting Agenda**

Approved to authorize and/or delegate authority to the Board of Commissioners of the Company based on the recommendation of the Audit Committee to:

- a) Re-appoint Public Accounting Firm Kanaka Puradiredja, Suhartono to audit the Company's books for the Financial Year ending on December 31, 2024 (two thousand twenty-four), and/or a substitute Public Accounting Firm that has been registered with the Financial Services Authority (OJK), in accordance with the criteria of POJK Number 9 of 2023 concerning the Use of Public Accountant Services and Public Accountant Offices in Financial Services Activities, and Bank Indonesia and has a reputation, if the appointed Public Accounting Firm cannot complete the provision of audit services for annual historical financial information during the Professional Assignment Period;
- b) Determine the honorarium and other requirements in connection with the appointment of the Public Accountant and/or Public Accounting Firm.

### **Resolution of the Fourth Meeting Agenda**

Approved no increase in salaries and benefits for members of the Board of Directors and salaries or honorarium and benefits for members of the Board of Commissioners.

### **Resolution of the Fifth Meeting Agenda**

- a) Approval appointed members of the Board of Directors of the Company, namely:  
Director

Mrs Christina Harapan, as Vice President Director

So that the composition of the members of the Board of Commissioners and members of the Board of Directors of the Company becomes as follows:

#### **BOARD OF COMMISSIONERS**

President Commissioner/	: Mr. Kiki Syahnakri
Independent Commissioner	
Vice President Commissioner	: Mr. Tomy Winata
Vice President Commissioner	: Mr. Sugianto Kusuma
Independent Commissioner	: Mrs. Elizawatie Simon
Independent Commissioner	: Mrs. Pesta Uli Sitanggang

## **DIRECTOR**

President Director	: Mr. Andy Kasih
Vice President Director	: Mrs. Christina Harapan
Compliance Director/Independent Director	: Mr. Indrastomo Nugroho
Director	: Mr. Indra S. Budianto
Director	: Mr. Handoyo Soedirdja

- b) Approved to grant power and authority to the Board of Directors of the Company, with the right of substitution, to state/pour the resolution on the composition of the members of the Board of Commissioners and the Board of Directors mentioned above in a deed made before a Notary, including to state the composition of the Board of Commissioners and the Board of Directors related to the resolution, and to notify the changes in the Company's data to the Minister of Law and Human Rights of the Republic of Indonesia, and to take all and any necessary actions in connection with the resolution in accordance with the prevailing laws and regulations.

## **2. EGMS**

### **Resolution of the First Meeting Agenda**

- a) Approved to amend several provisions in the Company's Articles of Association, namely:
1. Provisions regarding the Board of Directors
  2. Provisions regarding the Duties and Authorities of the Board of Directors
  3. Provisions regarding the Board of Commissioner
  4. Provisions regarding the Duties and Authorities of the Board of Commissioner
- b) Approved to the addition of several provisions in the Company's Articles of Association, namely:
1. Provisions regarding Transparency Aspects of the Board of Directors
  2. Provisions regarding Transparency Aspects of the Board of Commissioner
- c) Approved to amend and rearrange all articles in the Company's Articles of Association from the first article to the last article, in order to adjust and fulfill the provisions of POJK Number 17 of 2023 concerning Implementation of Governance for Commercial Banks.

- d) To authorize the Board of Directors of the Company to declare the decision to amend the Company's Articles of Association to the Minister of Law and Human Rights of the Republic of Indonesia, and to take all necessary actions in accordance with the prevailing laws and regulations.

Jakarta, June 28, 2024

**PT Bank Artha Graha Internasional Tbk**

Directors