



**THE SUMMARY OF RESOLUTIONS OF  
ANNUAL GENERAL MEETING OF SHAREHOLDERS OF  
PT DHARMA SATYA NUSANTARA Tbk**

The Board of Directors of PT Dharma Satya Nusantara Tbk (the “**Company**”) domiciled in Jakarta Timur, hereby announce to all the shareholders that the Company has conducted an Annual General Meeting of Shareholders (“**Meeting**”) on Thursday, 8 April 2021, as the Summary Minutes of Meeting was contained in the Deed of Minutes of Meeting Number 10 dated 8 April 2021, composed by Kumala Tjahjani Widodo, S.H., M.K., M.Kn., Notary in Jakarta, which contains the following:

**A. Meeting Schedule**

Day/Date : Thursday, 8 April 2021  
Place : Gedung Sapta Mulia, Lantai 1 dan Lantai 3, visually connected by monitor screens, Jl. Rawa Gelam V Kav. OR/3B  
Pulo Gadung Industrial Estates  
Jakarta 13930  
Time : 10.20 – 11.17 Jakarta Time.

Meeting Agendas

1. Approval on the Annual Report and Ratification of the Company’s Financial Report for the financial year which ended on 31 December 2020 and therefore fully release and discharge (*acquies et de charge*) all members of the Board of Directors and Board of Commissioners of the Company from their actions of management and supervision performed in the Financial Year ended on 31 December 2020.
2. Approval on the Company’s Utilization of Net Profits for the financial year ended on 31 December 2020.
3. Approval on the changing of the composition of the management of the Company.
4. Approval to determine the remuneration, honorarium and other benefits of the Board of Commissioners of the Company for the financial year 2021 and an approval to grant power and authority to the Board of Commissioners of the Company to set the adjustment of remuneration, honorarium and other benefits for the Board of Directors of the Company in the financial year 2021.
5. Approval to appoint the Registered Public Accountant to conduct the audit for the Company’s Financial Report which ends on 31 December 2021 and to determine the Public Accountant’s Honorarium.
6. Approval of the amendment of the Company’s Articles of Association.
7. The Report on the use of proceeds of Continuous Public Offering of Bond I Dharma Satya Nusantara Phase I Year 2020.

**B. The Attendance of shareholders, member of the Board of Commissioner and/or the Board of Director in the Meeting:**

- The meeting was attended by shareholders and/or their proxies who represent of **9,542,428,201** (nine billion five hundred and forty two million four hundred and twenty eight thousand two hundred and one) shares or represent of **91.242%** (ninety one point two hundred and forty two percent) of the total number of shares with valid voting rights.
- The meeting was also attended by the member of The Board of Director and The Board of Commissioner as follows:

**Board of Commissioner**

- Commissioner : Mr Djojo Boentoro

**Board of Director**

- President Director : Mr Andrianto Oetomo
- Director : Mr Efendi Sulisetyo
- Director : Mr Timotheus Arifin Cahyono
- Director : Mr Agung Pramudji
- Director : Mr Mochamad Koeswono
- Director : Ms Lucy Sycilia
- Director : Ms Jenti

The member of Board of Commissioner who attended the Meeting through video conferencing facilities:

- President Commissioner : Mr Adi Resanata Somadi Halim
- Commissioner : Mr Aron Yongky
- Commissioner : Ms Arini Saraswaty Subianto
- Commissioner : Mr Arif Rachmat
- Commissioner : Mr Toddy Mizaabianto Sugoto
- Independent Commissioner : Mr Stephen Zacharia Satyahadi
- Independent Commissioner : Mr Edy Sugito
- Independent Commissioner : Mr Danny Walla

**C. The Meeting and decision-making mechanism.**

After the explanation of the Meeting, the shareholders have been given the opportunity to ask questions and/or give opinions regarding the Meeting Agenda. The decision-making mechanism of the AGM was deliberation to reach a consensus. If no consensus could be reached, then voting was held. Dissenting or abstaining shareholders handed in ballots to be counted.

There were no shareholders who asked questions and/or gave opinions regarding the all agenda of the Meeting.

The results of voting in the Meeting Agenda are as follows:

Meeting Agenda	The total number of shares with valid voting rights.		
	Agree	Abstain	Disagree
1	100%	0	0
2	100%	0	0
3	9,529,357,301 (99.863%)	0	13,070,900 (0.137%)
4	100%	0	0
5	9,539,585,701 (99.970%)	0	2,842,500 (0.030%)

6	9,529,357,301 (99.863%)	0	13,070,900 (0.137%)
7	No voting		

#### D. Meeting Resolutions

The Meeting resolutions are as follows:

- **First Agenda:**

1. Approving the Annual Report that was submitted by the Board of Directors and reviewed by Board of Commissioner regarding the Company's condition and activities during the Financial Year 2020, including Supervisory Duty Implementation Report from the Board of Commissioners for the Financial Year 2020.
2. Ratifying the Consolidated Financial Report of the Company and its Subsidiaries for the Financial Year 2020 that was audited by Public Accountant Dra. Tohana Widjaja, MBA, CPA, from "Siddharta Widjaja & Rekan" Registered Public Accountant with the opinion of "Reasonable in all substantial matters" as stated in the Independent Auditor's Report No. 00057/2.1005/AU.1/01/0846-1/1/III/2021 dated 3 March 2021; and
3. Providing a release and discharge (*acquit et de charge*) for all members of the Company's Board of Directors and Board of Commissioners for any act of administration and supervision in the Financial Year 2020, as long as the action is reflected in the Company's Annual Report 2020, which consists of the Consolidated Financial Report of the Company and its Subsidiaries for the Financial Year of 2020.

- **Second Agenda:**

Approving the Company's utilization of net profits in the financial year 2020 with the amount of Rp Rp 476.637.191.573 (four hundred and seventy six billion six hundred and thirty seven million one hundred and ninety one thousand five hundred and seventy three rupiah) used for:

1. a. Cash dividends with the amount of Rp 130.730.231.250 (one hundred and thirty billion seven hundred and thirty million two hundred and thirty one thousand two hundred and fifty rupiah) or Rp 12.5 (twelve point five rupiah) for each issued share.
  - b. Dividend was paid to shareholders pursuant to the applicable law and regulation.
  - c. To grant the power and authority to the Company's Board of Directors to distribute the dividends and to do all actions needed. The dividend will be paid with the consideration of the prevailing laws and regulations.
2. Not allocating the mandatory reserve funds due to the Company's mandatory reserve funds have reached the minimum requirement obligated by the prevailing law; and
3. The remaining net profit will be booked as a retained earning of the Company which will be used to strengthen the working capital and investment of the Company.

- d. **Third Agenda:**

Dismissing with honorable all the previous Members of the Board of Directors and the Board of Commissioners of the Company, from the closing of the Meeting, and express gratitude for all the dedication during their time of office.

Appointing the new members of the Board of Directors and the Board of Commissioners of the Company with term of office from the closing date of this Meeting until the end of the 5th (fifth) AGM after the closing of this Meeting.

Therefore, the composition of the Board of Directors of the Company to become as follows:

**Board of Commissioner**

- President Commissioner : Mr Adi Resanata Somadi Halim
- Commissioner : Mr Aron Yongky
- Commissioner : Ms Arini Saraswaty Subianto
- Commissioner : Mr Arif Rachmat
- Commissioner : Mr Toddy Mizaabianto Sugoto
- Independent Commissioner : Mr Stephen Zacharia Satyahadi
- Independent Commissioner : Mr Edy Sugito
- Independent Commissioner : Mr Danny Walla

**Board of Director**

- President Director : Mr Andrianto Oetomo
- Director : Mr Efendi Sulisetyo
- Director : Mr Timotheus Arifin Cahyono
- Director : Mr Mochamad Koeswono
- Director : Ms Lucy Sycilia
- Director : Ms Jenti
- Director : Mr Albertus Hendrawan

**e. Fourth Agenda:**

1. Determining the remuneration for the Board of Commissioners of the Company for the financial year 2021 with a maximum amount of Rp 800,000,000 per month, and gives the Board of Commissioners the power and authority to set the amount to be distributed to the members of the Board of Commissioners in the financial year 2021.
2. In executing its powers and authority, the Board of Commissioners shall consider the remuneration function of the Board of Commissioners in the Company's Nomination and Remuneration Guidelines.
3. Grant the power and authority to the Board of Commissioners to set salaries and other benefits for each member of the Board of Directors.

**4. Fifth Agenda:**

1. Appointing the Public Accountant Budi Susanto, S.E., M.B.A., CPA (AP), from Siddharta Widjaja & Rekan, Registered Public Accountant as the auditor to audit the Company's Financial Report which ends on 31 December 2021 and to grant authority to the Board of Commissioners to set the amount of honorarium and other requirements with regard to the appointment of the Public Accountant and its Office, by taking into account the recommendation from the Audit Committee.
2. If the Public Accountant cannot perform her duty for any reason, then the Meeting gives the Board of Commissioner the power, based on a recommendation from the Audit Committee, to appoint another Public Accountant which has had experience auditing a public company and is acknowledged by and registered with the Financial Service Authority (OJK).

**5. Sixth Agenda:**

1. Approving the amendment of the Company's Articles of Association to comply with the OJK Regulation No. 15/2020 and OJK Regulation No. 16/2020.
2. Delegating the full power and authority to the Board of Directors to:
  - a. make the adjustment, amendment and/or addition of Article of Associations of the Company that has approved in the AGM, if necessary, in condition there are the provisions from relevant institution regarding the Articles of Association of a public company;
  - b. Declare all or a part of the Meeting's decision with substitution rights, in one or several separate deeds and take all necessary actions for all or a part of the Meeting's decision, and notifying and / or submitting an application for approval to amend the Articles of Association The Company to the Minister of Law and Human Rights of the Republic of Indonesia and related government institution.

**6. Seventh Agenda:**

The Report on the use of proceeds of Continuous Public Offering of Bond I Dharma Satya Nusantara Phase I Year 2020.

This Summary of Minutes of Meeting is announced in order to comply with the provisions of Article 51 of OJK Regulations No. 15/POJK.04/2020.

Jakarta, 9 April 2021  
**PT Dharma Satya Nusantara Tbk**  
Board of Director