



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**”). The Minutes of the Meeting are contained in the deed dated April 20, 2022 Number 37, composed by Kumala Tjahjani Widodo, SH, MK, MKn, Notary in Jakarta. The following is submitted for a summary of the minutes of the Meeting:

A. Meeting Schedule

Day/Date : Wednesday, 20 April 2022
Place : Gedung Sapta Mulia, 1st Floor
Jl. Rawa Gelam V Kav. OR/3B
Pulo Gadung Industrial Estates
Jakarta 13930
Time : 10.12 – 10.49 Jakarta Time.

Meeting Agendas :

1. Approval of the Annual Report and Ratification of the Company's Financial Statements for the financial year ended December 31, 2021 and granting of full release and discharge (acquit et de charge) to all members of the Board of Directors and the Board of Commissioners of the Company for their management and supervision during the financial year ended December 31, 2021.
2. Approval on the use of the Company's net income for the financial year ended December 31, 2021.
3. Approval for the determination of salary, honorarium and other allowances for Board of Commissioner of the Company for financial year 2022, and grant power and authority to the Company's Board of Commissioner to determine salary adjustments, honorarium and other allowances for the Board of Director of the Company for financial year 2022.
4. Approval for the appointment of Registered Public Accountants to audit the Company's Financial Statements ended 31 December 2022 and to determine that Public Accountant's honorarium.
5. Approval on the change of composition of the management of the Company.

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 **9,569,317,600** (nine billion five hundred and sixty nine million three hundred and seventeen thousand six hundred) shares or represent of **90.278%** (ninety point two hundred and seventy eight percent) of the total number of shares with valid voting rights.
- The meeting was chaired by all The Board of Commissioner and The Board of Director and as follows:

Board of Commissioner

- President Commissioner : Mr Adi Resanata Somadi Halim
- Commissioner : Mr Djojo Boentoro

Board of Director

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

The Board of Commissioner who attended the Meeting through streaming:

- 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	9.565.739.300 (99,962%)	2.742.700 (0,029%)	835.600 (0,009%)
2	9.569.287.400 (99,999%)	30.200 (0,001%)	0
3	9.568.985.900 (99,996%)	30.200 (0,001%)	301.500 (0,003%)
4	9.564.041.000 (99,944%)	30.200 (0,001%)	5.246.400 (0,055%)
5	9.563.205.400 (99,936%)	30.200 (0,001%)	6.082.000 (0,063%)

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 2021, including Supervisory Duty Implementation Report from the Board of Commissioners for the Financial Year 2021.

2. Ratifying the Consolidated Financial Report of the Company and its Subsidiaries for the Financial Year 2020 that was audited by Public Accountant Budi Susanto S.E, 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. 00021/2.1005/AU.1/01/0302-1/1/II/2022 dated 18 February 2022; and
3. Providing a release and discharge (*acquitt 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 2021, as long as the action is reflected in the Company’s Annual Report 2021, which consists of the Consolidated Financial Report of the Company and its Subsidiaries for the Financial Year of 2021.

- **Second Agenda:**

Approving the Company’s utilization of net profits in the financial year 2021 with the amount of Rp 727.153.334.033 (seven hundred and twenty seven billion one hundred and fifty three million three hundred and thirty four thousand thirty three rupiah) used for:

1. a. Cash dividends with the amount of Rp 211.996.848.000 (two hundred and eleven billion nine hundred and ninety six million eight hundred and forty eight thousand rupiah) or Rp 20 (twenty 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.

- **Third Agenda:**

1. Determining the remuneration for the Board of Commissioners of the Company for the financial year 2022 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 2022.
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.

- **Fourth 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 2022 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).

- **Fifth Agenda:**

1. To approve the resignation of Mr. Mochamad Koeswono from his position as Director of the Company to be effective as of the closing of the Meeting, following with the gratitude for dedication during his tenure as Director of the Company.
2. To grant full release and discharge (acquitt et de charge) to Mr Mochamad Koeswono, in respect of management actions which have been performed during his appointment as Director of the Company until the end of his tenure, as of the closing of this Meeting, to the extent that such actions are reflected in the books of the Company.
3. Therefore, the composition of the Board of Directors of the Company to become as follows:

Board of Commissioner

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|-----------------------------|---------------------------------|
| 1. President Commissioner | : Mr Adi Resanata Somadi Halim |
| 2. Commissioner | : Mr Aron Yongky |
| 3. Commissioner | : Mr Djojo Boentoro |
| 4. Commissioner | : Ms Arini Saraswaty Subianto |
| 5. Commissioner | : Mr Arif Rachmat |
| 6. Commissioner | : Mr Toddy Mizaabianto Sugoto |
| 7. Independent Commissioner | : Mr Stephen Zacharia Satyahadi |
| 8. Independent Commissioner | : Mr Edy Sugito |
| 9. Independent Commissioner | : Mr Danny Walla |

Board of Director

- | | |
|-----------------------|-------------------------------|
| 1. President Director | : Mr Andrianto Oetomo |
| 2. Director | : Mr Timotheus Arifin Cahyono |
| 3. Director | : Mr Efendi Sulisetyo |
| 4. Director | : Mr Albertus Hendrawan |
| 5. Director | : Ms Lucy Sycilia |
| 6. Director | : Ms Jenti |

Give full authority and power with substitution rights to the Board of Directors of the Company, either individually or jointly to take all necessary actions related to the decisions as taken and/or decided in this Meeting, including but not limited to declare changes in the composition of the management in the notarial deed, giving notification to the Minister of Law and Human Rights of the Republic of Indonesia and registering the composition of the Company's management as mentioned above in the Company Register in accordance with the applicable laws and regulations.

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, 20 April 2022
PT Dharma Satya Nusantara Tbk
Board of Director