

# INVITATION TO THE ANNUAL AND EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS PT DELTA DUNIA MAKMUR TBK

The Board of Directors of PT Delta Dunia Makmur Tbk (the "**Company**") hereby extends an invitation to the Company's shareholders to attend the Annual General Meeting of Shareholders ("**AGMS**") and Extraordinary General Meeting of Shareholders ("**EGMS**") of the Company, (AGMS and EGMS collectively referred to as the "**Meeting**") of the Company, electronically and physically, which will be convened on:

Day/Date : Friday, June 21, 2024

Time : 2.00 PM Western Indonesian Time - finish

Venue : Financial Hall, Graha CIMB Niaga 2<sup>nd</sup> Floor,

Jl. Jend. Sudirman Kav. 58, Jakarta 12190

Electronic Attendance : Through the Electronic General Meeting System facility

("eASY.KSEI")

#### The Agenda for AGMS:

- 1. Approval of the Company's Annual Report including Supervisory Report of the Board of Commissioners, and ratification of the Company's Financial Statements for the financial year 2023, as well as granting full discharge and release of responsibilities (acquit et de charge) to the Company's Board of Directors and Board of Commissioners for all management and supervisory actions during the financial year 2023.
- 2. Approval of the use of the Company's net profit for the financial year 2023.
- 3. Approval of the appointment of Public Accountant and/or Public Accounting Firm to conduct an audit the Company's Financial Statements for the financial year 2024.
- 4. Approval of the determination of salary or honorarium and/or other allowances for members of the Company's Board of Commissioners and Board of Directors for the financial year 2024.
- 5. Approval of the changes to the composition of members of the Company's Board of Commissioners and/or Board of Directors.

#### The Agenda for EGMS:

- 1. Approval of the Company's plan to reduce capital by canceling some of the shares buyback (treasury shares) of the Company.
- 2. Approval of the Company's plan to implement the Management and Employee Stock Ownership Program (MESOP Program) that comes from the transfer of some shares resulting from the shares buyback (treasury shares) of the Company.

## **Explanations of the AGMS Agenda:**

- 1. The first, second, third, and forth Meeting Agenda are agenda items that are regularly discussed and proposed for approval at the Company's AGMS, in compliance with the provisions of the Company's article of association, Law No. 40 of 2007 concerning Limited Liability Company (the "Company Law"), and the relevant Financial Services Authority (*Otoritas Jasa Keuanganl*"FSA") Regulations.
- 2. The fifth Meeting Agenda is held in compliance with the provisions of the Company's article of association, the Company Law, and FSA Regulation No. 33/POJK.04/2014.

# **Explanations of the EGMS Agenda:**

- The first Meeting Agenda is proposed in the context of the Company's plan to reduce capital by canceling some treasury shares with a maximum amount of 625,506,721 (six hundred twenty-five million five hundred six thousand seven hundred twenty-one) shares by referring to the Company Law and FSA Regulation No. 29 of 2023 ("POJK 29/2023").
- 2. The second Meeting Agenda is proposed in the context of the Company's plan to implement the Management and Employee Stock Ownership Program (MESOP Program) Period 2 by transferring some treasury shares with a maximum amount of 409,939,422 (four hundred nine million nine hundred thirty-nine thousand four hundred twenty-two) shares by referring to POJK 29/2023.

Further information regarding the proposed EGMS Agendas can be seen in the Disclosure of Information that has been published during the Meeting Announcement on May 15, 2024 and was made available on the Company's website. Meanwhile, the Amendments and/or Additional Disclosure of Information is announced simultaneously with this Meeting Invitation. Further, the Company will announce any change to and/or additional information on the Disclosure of Information (if any) at the latest 2 working days before the Meeting.

#### **NOTES:**

## I. General Provisions:

- The Company will not send a separate invitation to the shareholders and this invitation notice shall serve as an official invitation to the Company's shareholders. This invitation can also be viewed on the Company's website ("www.deltadunia.com"), the Indonesia Stock Exchange website, and the eASY.KSEI application.
- 2. The shareholders who are entitled to attend or be represented in the Meeting are the shareholders whose names are recorded in the Shareholders' Registry as well as the holders of securities account in the Collective Depository of the Indonesia Central Securities Depository ("KSEI") on Wednesday, May 29, 2024 until 4.00 pm Western Indonesian Time.
- 3. The Meeting materials are available at the Company's website from the date of this Invitation to the date of the Meeting.
- 4. Members of the Board of Commissioners, Board of Directors or employees of the Company may act as proxies of the shareholders in the Meeting, but they are not entitled to cast vote. If a proxy is provided electronically, members of the Board of Commissioners, Board of Directors and employees of the Company may not act as proxies of the shareholders as stipulated in the FSA Regulation No. 15/POJK.04/2020.
- 5. The Meeting will be held with the following mechanism:
  - a. by physical attendance with limited capacity; or
  - b. by electronic attendance through an eASY.KSEI application.

## II. <u>Mechanism of Physical Meeting Attendance:</u>

- 1. The Company limits the number of participants attending the Meeting based on **the first come**, **first serve basis** according to the capacity of the venue.
- 2. Required documents for physical Meeting:
  - a. Shareholders are required to submit a photocopy of Identity Card (*Kartu Tanda Penduduk*/"**ID Card**") or other valid proof of identity to the registry official before entering the Meeting room.
  - b. The corporate shareholders are required to submit to the registry official, photocopies of their latest articles of association and the notarial deed showing their current management composition.
  - c. Shareholders who are represented by their own proxies to attend the physical Meeting are required to submit a valid power of attorney with sufficient stamp duty and a photocopy of ID Cards of both the authorizer and the attorney.

## III. <u>Mechanism of Electronic Meeting Attendance</u>:

- 1. For shareholders who prefer to attend the Meeting electronically, may access the e-GMS platform via the eASY.KSEI application and a zoom webinar via *Tayangan RUPS* module at the AKSes.KSEI facility.
- 2. Considering a limited capacity, therefore the shareholders are advised to register and attend the Meeting electronically through the eASY.KSEI application at <a href="https://akses.ksei.co.id">https://akses.ksei.co.id</a>.
- 3. Guidelines for registration and description regarding the eASY.KSEI application (e-Proxy and e-Voting) can be found at <a href="https://akses.ksei.co.id">https://akses.ksei.co.id</a> and/or at the Company's website.

#### IV. Granting Power of Attorney to the Independent Representative:

- The Company has appointed its Securities Administration Bureau, PT Datindo Entrycom ("Datindo") as an independent party who will represent shareholders to attend and cast votes at the Meeting.
- 2. Shareholders who are unable to attend the Meeting are encouraged to give power of attorney of their attendance ("e-Proxy") and their votes electronically ("e-Voting") to Datindo. The facility of e-

Proxy and e-Voting can be accessed on the eASY.KSEI application at <a href="https://akses.ksei.co.id">https://akses.ksei.co.id</a> from the date of this Meeting Invitation until Thursday, June 20, 2024 at 12.00 noon Western Indonesian Time.

- 3. In the event that a shareholder is unable to attend the Meeting, but they do not have access to the eASY.KSEI system, they can still provide power of attorney to Datindo in writing, by filling out the Power of Attorney Form which is available on the Company's website. The power of attorney form shall be signed on a stamp duty of Rp. 10,000,- and accompanied by a photocopy of ID Cards of both the authorizer and the attorney. Meanwhile for the corporate shareholders, in addition to ID Cards, the submission must be accompanied with photocopies of their latest articles of association and notarial deed showing their current management composition at the Meeting. The power of attorney which is signed in overseas shall be firstly legalized by a local Public Notary and Indonesian Embassy/Consulate office.
- 4. Shareholders who give their power of attorney in writing are expected to include their votes on each Meeting agenda in the power of attorney form.
- 5. The original power of attorney and all documents as stipulated in item IV.3 above must have been received by the Company's Securities Administration Bureau office, PT Datindo Entrycom, JI. Hayam Wuruk No. 28, Jakarta 10120, Tel: (021) 3508077, Fax: (021) 3508078, email: <a href="mailto:corpsec@deltadunia.com">corpsec@deltadunia.com</a>; <a href="mailto:irteam@deltadunia.com">irteam@deltadunia.com</a>; and <a href="mailto:dm@datindo.com">dm@datindo.com</a>, no later than 2 working days prior to the Meeting, which is on June 19, 2024.

## V. The Provisions of Safety and Health Protocol:

Shareholders, their proxies, and other participants who will physically attend and participate in the Meeting are still required to comply with the provisions of health and safety protocol stipulated as follows:

- 1. The Company limits the number of physical attendees at the Meeting on **the first come**, **first serve basis** according to the capacity of the venue.
- 2. Meeting participants must wear medical masks in the Meeting room.
- 3. Meeting participants with health problems such as fever, cough/cold, flu, sore throat, or other symptoms are not allowed to enter the Meeting room.
- 4. The Company has the right and authority to forbid the shareholders, their proxies or other participants from entering the Meeting room if they do not meet the requirements of health and safety protocols as described above.
- 5. To ensure an orderly, smooth, and timely Meeting, the shareholders or their proxies are respectfully advised to be present at the Meeting venue no later than 30 (thirty) minutes before the Meeting commences.

Should there be any changes and/or additional information regarding the procedures for holding the Meeting in connection with the latest conditions and developments that have not been conveyed in this Invitation, we will announce it on the Company's website <a href="https://www.deltadunia.com">www.deltadunia.com</a>.

Jakarta, May 30, 2024 The Company's Board of Directors