



**INVITATION OF THE
ANNUAL GENERAL MEETING OF SHAREHOLDERS FINANCIAL YEAR 2022
PT PHAPROS Tbk**

Herewith the Board of Directors of PT Phapros Tbk (the "**Company**"), conveys the invitation to the **Annual General Meeting of Shareholders Financial Year 2022** (hereinafter referred to as the "**MEETING**") which will be held on:

Day/Date	: Thursday, 8th of June 2023
Time	: 10.00 WIB – closing
Venue	: Hotel Kartika Chandra, Kirana Ballroom 1st Floor Jl. Jend. Gatot Subroto Kav. 18-20, Jakarta Selatan

The Agenda of **The MEETING** are as follows:

1. **Approval of the Company's Annual Report including the Report on the Supervisory Duties of the Board of Commissioners for the Financial Year 2022, and Ratification of the Company's Consolidated Financial Statements, as well as granting settlement and discharge of responsibilities fully (*volledig acquit et de charge*) to the Board of Directors for the Company's management actions and the Board of Commissioners for the Company's supervisory actions that have been carried out during the Financial Year 2022.**

Brief description:

The First Agenda is implemented in accordance with the provisions of: (i) Article 69 paragraph (1) of Law Number 40 of 2007 concerning Limited Liability Companies, as last amended by Law Number 6 of 2023 concerning the Enactment of Government Regulation in Lieu of Law Number 2 of 2022 concerning Job Creation into Law ("**UUCK**") ("**UUPT**"); and (ii) Article 22 paragraph (14) of the Articles of Association of the Company, which states that the approval of the Annual Report, including the approval of the annual Financial Statements and the Supervisory Board's Report, shall be determined by the General Meeting of Shareholders ("**RUPS**").

2. **Approval on Utilization of the Company's Net Profit for Financial Year of 2022.**

Brief description:

The Second Agenda is implemented in accordance with the provisions of: (i) Article 71 paragraph (1) of the UUCK; and (ii) Article 23 paragraph (2) of the Company's Articles of Association, which states that the Board of Directors shall submit a proposal for the utilization of the Company's net profit.

3. Determination of remuneration (Salary/Honorarium, Facilities and Allowances) for 2023 and Performance Incentives for the Financial Year 2022 for the Board of Directors and Board of Commissioners of the Company.

Brief description:

The Third Agenda is implemented in accordance with the provisions of: (i) Article 96 paragraph (1) and Article 113 of the UUCK; and (ii) Article 15 paragraph (9) and Article 19 paragraph (6) of the Company's Articles of Association, which states that the salaries/honorariums, allowances, and facilities for the Board of Commissioners and Board of Directors of the Company, as well as bonuses, must be determined by the General Meeting of Shareholders (RUPS), and the RUPS may delegate the authority for determination to the Board of Commissioners..

4. Appointment of a Public Accounting (AP) and/or Public Accounting Firm (KAP) to audit the Company's Financial Statements and the Report for the Financial Year 2023.

Brief description:

The Fourth Agenda is implemented in accordance with the provisions of: (i) Article 59 paragraph (1) of the Financial Services Authority Regulation Number 15/POJK.04/2020 concerning the Planning and Implementation of General Meetings of Shareholders of Public Companies; and (ii) Article 11 paragraph (3.c) of the Company's Articles of Association, which states that the appointment and dismissal of Public Accountants and/or Public Accounting Firms that will provide auditing services for the annual historical financial information must be decided in the General Meeting of Shareholders, taking into account the proposal of the Board of Commissioners. In the event that the General Meeting of Shareholders is unable to make a decision on the appointment of a Public Accountant, it may delegate such authority to the Board of Commissioners.

5. Changes to the Management of the Company.

Brief description:

The Fifth Agenda is implemented in accordance with the provisions of: (i) Financial Services Authority Regulation Number 33/POJK.04/2014 concerning the Board of Directors and Board of Commissioners of Issuers or Public Companies; (ii) Article 94 paragraph (5) in conjunction with Article 111 paragraph (5) of the UUCK; and (iii) Article 15 paragraph (3.a) in conjunction with Article 19 paragraph (4.a) of the Company's Articles of Association, which states that the Board of Directors and Board of Commissioners are appointed and dismissed by the General Meeting of Shareholders (RUPS).

Notes:

1. This summons serves as the official invitation to the Shareholders' **Meeting** of the Company, thus the Company's Board of Directors will not send separate invitations to the Company's Shareholders.

2. Shareholders who have the right to attend or be represented and vote at the **Meeting** or attend electronically are the Shareholders of the Company whose names are recorded in the Company's Shareholders Register (DPS) and/or the Company's securities sub-account holders at PT Kustodian Sentral Efek Indonesia (KSEI) at the closing of stock trading on the Indonesia Stock Exchange on **Tuesday, May 16, 2023**.
3. Since the date of this summons, the Company has provided meeting materials for each Agenda Item of the **Meeting** (except for the fifth Agenda Item), which can be downloaded through the Company's website www.phapros.co.id.
4.
 - a. Shareholders who are unable to attend the **Meeting** may grant proxy:
 - (i). through the proxy form available on the Company's website, which can be submitted by the proxy holder during registration prior to attending the Meeting; or
 - (ii). electronically through the Electronic General Meeting System of KSEI (eASY.KSEI) provided by KSEI. Registration guidelines, usage, and further explanations regarding eASY.KSEI can be found on the website <https://akses.ksei.co.id/>.
 - b. In determining the quorum of the **Meeting**, members of the Board of Directors, members of the Board of Commissioners, and employees of the Company may act as proxy shareholders, but they are not entitled to vote as proxy shareholders.
 - c. The deadline for providing electronic attendance declaration or electronic proxy (e-proxy) and electronic voting in the eASY.KSEI application is no later than 12:00 PM (WIB) on 1 (one) working day before the **Meeting** date.
5. For Shareholders and/or Proxy Holders who will attend the **Meeting** electronically through the eASY.KSEI application, the following matters must be observed:
 - a. **Registration Process**
 - (i) Local individual Shareholders who have not made an attendance declaration or proxy in the eASY.KSEI application until the deadline in item 4.c. and wish to attend the **Meeting** electronically must register their attendance in the eASY.KSEI application on the day of the **Meeting** until the electronic registration period is closed by the Company.
 - (ii) Local individual Shareholders who have made an attendance declaration but have not made a minimum vote choice for one (1) Agenda Item of the **Meeting** in the eASY.KSEI application until the deadline in item 4.c. and wish to attend the **Meeting** electronically must register their attendance in the eASY.KSEI application on the day of the **Meeting** until the electronic registration period is closed by the Company.
 - (iii) Shareholders who have granted proxy to the proxy holder provided by the Company (Independent Representative) or Individual Representative but have not made a minimum vote choice for one (1) Agenda Item of the **Meeting** in the eASY.KSEI application until the deadline in item 4.c., the proxy holder representing the Shareholder must register their attendance in the eASY.KSEI application on the day of the **Meeting** until the electronic registration period is closed by the Company.
 - (iv) Shareholders who have granted proxy to participant proxy holders/Intermediaries (Custodian Bank or Securities Company) and have made a vote choice in the eASY.KSEI application until the deadline in item 4.c., the registered representative of the proxy holder

- in the eASY.KSEI application must register their attendance in the eASY.KSEI application on the day of the **Meeting** until the electronic registration period is closed by the Company.
- (v) Shareholders who have provided attendance declarations or granted proxy to the proxy holder provided by the Company (Independent Representative) or Individual Representative and have provided minimum voting options for one (1) or all Agenda Items in the eASY.KSEI application by the deadline stated in item 4.c., Shareholders and/or proxy holders do not need to register their attendance electronically in the eASY.KSEI application on the day of the **Meeting**. Share ownership will be automatically considered for the attendance quorum, and the provided voting options will be automatically considered in the voting process of the **Meeting**.
 - (vi) Delay or failure in the electronic registration process as mentioned in items (i) to (iv) due to any reason will result in Shareholders and/or proxy holders being unable to attend the **Meeting** electronically, and their share ownership will not be counted towards the attendance quorum in the **Meeting**.

b. Process of Submitting Questions and/or Opinions Electronically

- (i) Shareholders and/or proxies have 3 (three) opportunities to submit questions and/or opinions during each discussion session per agenda item of the meeting. Shareholders and/or proxies can submit written questions and/or opinions using the chat feature in the "Electronic Opinions" column available on the E-Meeting Hall screen in the eASY.KSEI application. Questions and/or opinions can be submitted by Shareholders and/or proxies as long as the status in the "General Meeting Flow Text" column is "Discussion started for agenda item No. []".
- (ii) The determination of the mechanism for conducting written discussions per agenda item of the meeting through the E-Meeting Hall screen in the eASY.KSEI application is the authority of each Company, and it will be documented by the Company in the Rules of Procedure for **Meeting** Implementation through the eASY.KSEI application
- (iii) Shareholders and/or proxies who attend electronically and wish to submit questions and/or opinions during the ongoing discussion session per agenda item of the meeting are required to write their names, shareholding amounts, followed by the related question or opinion.

c. Voting Process

- (i) The electronic voting process takes place in the eASY.KSEI application under the E-Meeting Hall menu, in the Live Broadcasting submenu.
- (ii) Shareholders who attend in person or are represented by their proxies but have not yet cast their votes for the agenda items of the **Meeting** as referred to in section 5, paragraph a, points i-iv, have the opportunity to cast their votes during the voting period through the E-Meeting Hall screen in the eASY.KSEI application when opened by the Company. When the electronic voting period for a specific agenda item of the meeting begins, the system automatically initiates the voting time, counting down a maximum of five (5) minutes. During the electronic voting process, the status "Voting for agenda item no. [] has started" will be displayed in the "General Meeting Flow Text" column. If a Shareholder and/or proxy does not cast their vote for a specific agenda item of the **Meeting** before the status in the "General Meeting Flow Text" column changes to "Voting for agenda item No. [] has

ended," it will be considered as casting an abstain vote for that agenda item of the **Meeting**.

- (iii) The voting time during the electronic voting process is a standard time set in the eASY.KSEI application. Each Company can establish its own policy for the duration of direct electronic voting per agenda item of the **Meeting** (with a maximum time of five (5) minutes per agenda item of the meeting), which will be documented in the Rules of Procedure for **Meeting** Implementation through the eASY.KSEI application.

d. Viewing the Meeting through the RUPS Broadcast:

- (i) Shareholders and/or proxies who have registered in the eASY.KSEI application by the deadline stated in section 4.c. can watch the ongoing **Meeting** through the Zoom Webinar by accessing the eASY.KSEI menu, RUPS Broadcast submenu, available on the AKSes platform (<https://akses.ksei.co.id/>).
 - (ii) The RUPS Broadcast has a capacity of up to 500 participants, and the attendance of each participant will be determined on a first-come, first-served basis. Shareholders and/or proxies who do not have the opportunity to watch the **Meeting** through the RUPS Broadcast but are still considered present electronically will have their shareholding and voting choices counted in the **Meeting** as long as they are registered in the eASY.KSEI application, as stipulated in section 5, paragraph a, points i–vi.
 - (iii) Shareholders and/or proxies who only observe the **Meeting** through the RUPS Broadcast but are not registered as present electronically in the eASY.KSEI application, as stipulated in section 5, paragraph a, points i–vi, will be considered invalid in terms of attendance and will not be included in the calculation of the meeting's quorum.
 - (iv) Shareholders and/or proxies who watch the **Meeting** through the RUPS Broadcast have the "raise hand" feature, which can be used to ask questions and/or express opinions during the ongoing discussion session per agenda item of the **Meeting**. If permitted by the Company by activating the "allow to talk" feature, shareholders and/or proxies can ask questions and/or express opinions by speaking directly. The determination of the mechanism for conducting discussions per agenda item of the **Meeting** using the "allow to talk" feature available in the RUPS Broadcast is the authority of each Company, and it will be documented by the Company in the Rules of Procedure for **Meeting** Implementation through the eASY.KSEI application.
 - (v) To have the best experience using the eASY.KSEI application and/or the RUPS Broadcast, shareholders and/or proxies are recommended to use the Mozilla Firefox browser
6. The Notary, assisted by the Share Registrar, will conduct the verification and vote counting for each agenda item during the decision-making process of the **Meeting**, including votes submitted by shareholders and/or proxies through eASY.KSEI as referred to in section 5, paragraph c, points i–iii above, as well as those expressed during the **Meeting**.
7. As a precautionary measure against the spread of Covid-19, the Company urges shareholders and/or proxies to follow the guidelines provided by the Government of the Republic of Indonesia, including practicing physical distancing and implementing applicable safety and health protocols. The Company provides the following recommendations:

- a) The Company recommends shareholders and/or proxies who are eligible to attend the **Meeting**, and whose shares are held in collective custody by KSEI, to register their attendance electronically through the KSEI System (eASY.KSEI) at the link <https://akses.ksei.co.id/>, as a measure of physical distancing and compliance with the applicable safety and health protocols. Electronic registration will be open from the date of this **Meeting** Invitation and will be closed no later than before the **Meeting**, at **09:30 AM** Western Indonesian Time.
 - b) Registration guidelines, usage instructions, and further explanations regarding eASY.KSEI can be found on the website <https://akses.ksei.co.id/>.
 - c) In the event that shareholders and/or proxies will attend the **Meeting** outside the eASY.KSEI mechanism, they may download the power of attorney form from the Company's website www.phapros.co.id.
 - d) Submit a photocopy of the Identity Card (KTP) or other identification document to the **Meeting** Officer before entering the **Meeting** Room. For shareholders and/or proxies who are legal entities, please bring a copy (photocopy) of the Articles of Association and any amendments thereto, including the latest composition of the board of directors.
8. In the event that shareholders or their proxies will attend the **Meeting** in person, they are required to comply with the applicable safety and health protocols at the **Meeting** venue, as follows:
 - a) Shareholders and/or proxies must scan the barcode or show their COVID-19 Vaccination Certificate on the SATUSEHAT application before entering the **Meeting** room.
 - b) If they have not received the vaccine at all, shareholders or their proxies will not be allowed to attend the Company's **Meeting**.
 - c) Wearing masks while in the **Meeting** area.
 - d) Based on body temperature detection and monitoring, shareholders or their proxies should not have a body temperature exceeding 37.5°C. If a shareholder or proxy is unwell, even if their body temperature is within the normal range, they will not be allowed to enter the **Meeting** venue.
 - e) Following the instructions of the **Meeting** committee to implement physical distancing policies at the **Meeting** venue before, during, and after the **Meeting**. The **Meeting** committee will limit the seating capacity of the **Meeting** room.
 9. Shareholders who have granted proxies as stated in section 5 above may submit questions regarding the agenda items via email to the Company at corporate@phapros.co.id, with a copy to DM@datindo.com. These questions will be presented during the **Meeting** by the proxy holder and recorded in the **Meeting** Minutes prepared by the Notary. The answers to these questions will be provided to the shareholders via email no later than three (3) working days after the **Meeting**.
 10. The Annual Report will be provided to shareholders and/or proxies in softcopy format. Additionally, shareholders and/or proxies are required to comply with the health protocols established according to the Government's regulations, which will be implemented by the **Meeting** committee and the building management where the **Meeting** is held.
 11. The Company will announce any changes and/or additional information regarding the procedures for conducting the **Meeting**, based on the current conditions and developments related to the integrated handling and control measures to prevent the spread and transmission of Covid-19.
 12. To facilitate the organization and orderliness of the **Meeting**, shareholders and/or proxies who are eligible are kindly requested to register their attendance no later than 30 minutes before the start of the **Meeting**. Registration will close at **09:30 AM** Western Indonesian Time.

Jakarta, May 17, 2023

PT PHAPROS Tbk

Board of Directors