

### PT BINAKARYA JAYA ABADI Tbk.

Mall Taman Palem Lt.3 Blok D No.9 Jl. Kamal Raya Outer Ring Road, Cengkareng, Jakarta Barat 11730 Telp: +6221 - 543 60381, Fax: +6221 - 543 60385

# CALLING ANNUAL GENERAL MEETING OF SHAREHOLDERS PT BINAKARYA JAYA ABADI Tbk ("COMPANY")

The Board of Directors of the Company hereby invites the Shareholders of the Company to attend the Annual General Meeting of Shareholders (AGMS) which will be held on:

Day / Date

: Friday, 22 July 2022

Time

: 09.00 WIB until finished

Place

: Royal Palm Hotel

Outer Ring Road, Mutiara Taman Palem Blok C1, Cengkareng

West Jakarta.

With the agenda of the Annual General Meeting of Shareholders as follows:

1. Approval of the Annual Report, Report on the Supervisory Duties of the Board of Commissioners and Ratification of the Company's Balance Sheet and Profit and Loss Statement for the financial year ending December 31, 2021.

#### **Explanation:**

Based on the provisions of article 11 paragraph 5 letter a and article 21 paragraph 3 of the Company's Articles of Association; and Article 69 paragraph 1 and Article 78 of Law No. 40 of 2007 concerning Limited Liability Companies, the Company's Annual Report, including the report on the Company's activities, the report on the supervisory duties of the Board of Commissioners, and the Company's Financial Statements must obtain approval and ratification from the General Meeting of Shareholders of the Company.

2. Approval to determine the use of the Company's net profit for the financial year ending December 31, 2021.

#### Explanation:

Based on article 11 paragraph 5 letter b of the Company's Articles of Association and articles 70 & 71 of Law No. 40 of 2007 concerning Limited Liability Companies, the use of net income requires the approval of the General Meeting of Shareholders.

3. Determination of the amount of salary and other allowances for members of the Board of Directors as well as honorarium and other allowances for members of the Board of Commissioners of the Company.

#### Explanation:

Based on Article 15 paragraph 16 and Article 18 paragraph 14 of the Company's Articles of Association as well as Article 96 and Article 113 of Law No. 40 of 2007 concerning Limited Liability Companies, the determination of the amount of salary/honorarium and other allowances for the Board of Directors is determined by the GMS and can be delegated to the Board of Commissioners, while for the determination of the salary/honorarium and other allowances for the Board of Commissioners determined by the GMS, the Company proposes that the determination of the salary/honorarium for the Board of Commissioners be delegated to the Controlling Shareholders of the Company by taking into account the recommendations of the Board of Commissioners and the Company's Nomination and Remuneration Committee.

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4. Approval for the appointment of a Public Accounting Firm to audit the Company's Financial Statements for the financial year ending December 31, 2022. Explanation:

The Board of Directors proposes granting power to the Board of Commissioners to appoint a Public Accounting Firm and Public Accountant to audit the Company's Financial Statements for the financial year ending December 31, 2022, in accordance with article 59 of the Financial Services Authority Regulation No. 15/POJK.04/2020 concerning the Implementation of Meetings. General Shareholders of Public Company.

5. Approval of changes to the composition of the Company's Board of Commissioners. Explanation:

In connection with the resignation of Mrs. Irma Martani as Independent Commissioner of the Company, in accordance with POJK No. 33/POJK.04/2014 concerning Directors and Board of Commissioners of Issuers or Public Companies, the appointment and dismissal of members of the Board of Directors and Board of Commissioners is carried out through the General Meeting of Shareholders.

#### Notes:

- 1. The Company does not send a separate invitation to the Shareholders, this invitation is considered as an invitation.
- Shareholders who are entitled to attend or be represented and cast their votes at the Meeting are Shareholders whose names are recorded in the Company's Register of Shareholders on June 29, 2022 until 16.00 WIB. Shareholders in KSEI Accounts in collective custody (Burse Member/Custodian Bank) are required to provide investor data to KSEI to obtain Written Confirmation for Meetings (KTUR).
- 3. Shareholders who are unable to attend may be represented by their proxies, for which the Company provides 2 (two) types of power of attorney:
  - Electronic Power of Attorney, through KSEI's Electronic General Meeting System (KSEI eASY) provided by KSEI, which is a mechanism for granting power of attorney electronically in the holding of a Meeting that can be made from the date of the Invitation to 1 (one) working day prior to the date of the Meeting.
  - Conventional Power of Attorney, the form is available on the Company's website <a href="www.bpg.id">www.bpg.id</a> provided that the original Power of Attorney and a photocopy of the author's identification must have been received by the Company through PT Raya Saham Registra as the Securities Administration Bureau (BAE) having its address at Plaza Sentral Building, 2nd floor, Jl. Jend. Sudirman Kav 47-48, Jakarta tel: 0212525666 no later than 3 (three) working days at 16.00 WIB before the date of the Meeting.
- 4. Meeting materials can be downloaded on the Company's website <a href="www.bpg.id">www.bpg.id</a>.
- 5. Taking into account compliance with Government regulations and policies related to the handling of the Covid-19 pandemic, the Company strongly urges Shareholders to grant power of attorney to an independent party appointed by the Company to attend and vote at the Meeting. Independent party appointed by the Company is the Registrar of PT Raya Saham Registra through the KSEI EASY facility.
- 6. The Company urges the Shareholders or their proxies who will still be present at the Meeting to comply with the health protocol to prevent the spread of COVID-19 and show the registration officer the results of the PCR/Negative Antigen Rapid Test 2x24 hours before the Meeting.



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- 7. Shareholders or their proxies who will attend the Meeting are requested to bring and submit a photocopy of their Identity Card or other valid identity card.
  - To be submitted to the registration officer, before entering the Meeting room. Shareholders in the form of Legal Entities are required to submit a photocopy of the Articles of Association and the latest amendments thereto and the latest appointments of the Board of Directors and Board of Commissioners.
- 8. To facilitate the arrangement and orderliness of the Meeting, shareholders or their proxies are respectfully requested to be present at the Meeting venue 30 minutes before the Meeting begins.

Jakarta, June 30, 2022
PT Binakarya Jaya Abadi Tbk
Directors