



**PT DHARMA SATYA NUSANTARA Tbk**  
**(the "Company")**  
**INVITATION to ATTEND**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Board of Directors of the Company which domiciled in Jakarta, hereby invites the Shareholders of the Company to attend Annual General Meeting of Shareholders and Extraordinary General Meeting of Shareholders ("Meeting"), which will be held on:

Day/Date : Monday / May 18, 2020  
Time : 10.00a.m. – end, local time  
Venue : Saptu Mulia Center  
Jl. Rawa Gelam V Kav. OR/3B Jakarta Industrial Estate Pulo Gadung  
Jakarta 13930

with the following Meeting agenda:

**1<sup>st</sup> AGENDA**

Approval of the Annual Report and Ratification of the Company's Financial Statements for the financial year ended December 31, 2019 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 31,2019.

***Explanation:***

*The agenda is submitted to comply with the provisions of Article 66 Paragraph (1) and Article 69 Paragraph (1) of the Law of the Republic of Indonesia Number 40 Year 2007 regarding Limited Liability Company ("UUPT") juncto Article 10 Paragraph (4) Article 10 paragraph (5) of the Company's Articles of Association, which furthermore propose to the Annual General Meeting of Shareholders to:*

- i. approve the Company's Annual Report for the year ended December 31, 2019;*
- ii. approve the Financial Statements of the Company for the financial year ended December 31, 2019;*
- iii. grant full release and discharge (acquit et de charge) to all members of the Board of Directors and Board of Commissioners on the management and supervision during the financial year, as long as reflected in the Annual Reports and Financial Statements.*

**2<sup>nd</sup> AGENDA**

Approval on the use of the Company's net income for the financial year ended December 31, 2019.

***Explanation:***

*The agenda is submitted to comply with Article 70 and Article 71 of UUPT juncto Article 10 paragraph (4) b of Juncto Article 20 of the Company's Articles of Association, proposing to the Annual General Meeting*

*of Shareholders to approve the use of the Company's net profit.*

### **3<sup>rd</sup> AGENDA**

Approval for the determination of salary, honorarium and other allowances for Board of Commissioner of the Company for financial year 2020, 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 2020.

#### ***Explanation:***

*The agenda is submitted to comply with the provisions under Article 96 and Article 113 of UUPT in conjunction with Article 13 paragraph (5) and Article 16 paragraph (6) of the Company's Articles of Association, proposing to the AGM to:*

- i. grant authority to the Board of Commissioners for the determination of salaries, and other allowances for members of the Board of Directors.*
- ii. determine the salary and / or allowances of the Board of Commissioners.*

### **4<sup>th</sup> AGENDA**

Approval for the appointment of Registered Public Accountants to audit the Company's Financial Statements ended 31 December 2020 and to determine that Public Accountant's honorarium.

#### ***Explanation:***

*The agenda is submitted to comply with the provisions of Article 36 A of OJK Regulation Number 10 / POJK.04 / 2017 concerning Amendment to the Regulation of the Financial Services Authority Number 32 / POJK.04 / 2014 concerning the Plan and Implementation of the Public Company's General Meeting of Shareholders, juncto Article 10 Paragraph (4) Sub-Paragraph c of the Company's Articles of Association, proposes to the AGM to approve the appointment of Registered Public Accountants to audit the Company's Financial Statements ended December 31, 2020 and to determine the Public Accountant's Honorarium.*

### **5<sup>th</sup> AGENDA**

Approval to amend the Articles of Association of the Company.

#### ***Explanation:***

*The agenda is submitted in accordance with the amendment of the Article 3 of the Articles of Association of the Company by adding the new items of Standard Classification of Indonesian Business Fields (KBLI)2017 following the Company's business development.*

#### **Notes:**

1. In accordance with Article 82 paragraph (2) of Law No. 40 of 2007 concerning Limited Liability Company, the Company will not send separate invitations to the Shareholders because this advertisement has been deemed as a formal Meetings invitation.
2. The person who entitled to attend and be represented in the Meetings are the Shareholders who registered in Shareholders Registry issued by the Securities Administration Bureau ("BAE") on Thursday, April 23, 2020 at 4.00pm. Or any Shareholders who is the beneficiary of securities sub-

account on the closing trading day at IDX on April 23, 2020 whose shares deposited on Collective Custody at PT Kustodian Sentral Efek Indonesia (“KSEI”).

3. Referring to: (i) Perppu No. 1/2020 regarding State Financial Policy and Financial System Stability for Handling the 2019 Corona Virus Disease (Covid-19) Pandemic and/or In Order to Face Threats that Endanger the National Economy and/or Financial System Stability; and (ii) Minister of Health Regulation No. 9 of 2020 concerning Large-Scale Social Limitation Guidelines in the framework of Accelerating Handling of Corona Virus Disease 2019 (COVID-19); the **Company urges shareholders to authorize their presence through granting power of attorney to the Share Registrar (BAE) appointed by the Company namely PT Raya Saham Registra, through Electronic General Meeting System (eASY.KSEI) facility provided by KSEI via link <https://akses.ksei.co.id>**, as a mechanism for electronic authorization in the process of Meeting.
4. **If the shareholders use the power of attorney other than the eASY.KSEI mechanism**, they may use the other option with following conditions:
  - a. The shareholders can download **the Power of Attorney** form on the Company's website (**[www.dsn.co.id/rups](http://www.dsn.co.id/rups)**).
  - b. The original form of power of attorney must be received by the BAE PT Raya Saham Registra, Plaza Sentral Building 2nd Floor, Jalan Jendral Sudirman Kaveling 47-48, Jakarta 12930, no later than 1 (one) working day before the date of the Meeting, which is Friday, May 15, 2020 at 15:00 Western Indonesia Time.
  - c. Only validated power of attorneys are entitled to attend the Meeting which will be counted as a quorum for decisions.
  - d. The shareholders who provide the power of attorney may submit questions regarding the agendas. As long as the questions are relevant and directly related to the Meeting agenda, the questions will be read out at the Meeting. Discussion of the agenda of the Meeting including the questions will be noted by the Notary and announced in the Minutes of the Meeting.
5. **For shareholders who will be present directly at the Meeting, they must follow and pass the strict security and health protocol conducted by the building management** before entering the Meeting venue:
  - a. Must fill out a **Health Declaration form**, which is provided by the registrar before entering the meeting venue. The Health Declaration form can be downloaded on the Company's website.
  - b. Follow inspection procedures by building officials for the prevention of Covid-19 as a policy of the building safety protocol.
  - c. The Company has the right to limit the number of shareholders or their proxies who are attend the Meeting physically.
  - d. Shareholders or their proxies who will attend the Meeting are obliged to have original identity such as KTP (Identification Card) or any other original proof identity and shows it to Meeting office before entering the Meeting room on the day the Meeting and for any Shareholders in the form of Legal Entities are obliged to carry proof of lawful authority to represent on behalf of such Legal Entities with the copies of latest Articles of Associations and the latest deed of boards of management. For the Shareholders in KSEI's Collective Custody are requested to present the KTUR.
  - e. Shareholders and their legal proxies are kindly requested to be present at the Meeting place no later than 30 (thirty) minutes before the Meeting begins.
6. From the date of this summons, the Company provides the Meeting materials, the Explanation of Meeting Agenda, Rules of AGM, Power of Attorney, and other supporting documents which can be downloaded from the Company's website **[www.dsn.co.id/rups](http://www.dsn.co.id/rups)** from the date of this summons.

7. For health and security reasons regarding the prevention of COVID-19 contagion, **the Company does not provide any food/drink or souvenirs to Shareholders** or their proxies who attend the Meeting.
8. The Company will re-announce if there are changes and / or additional information related to the procedure for conducting the Meeting referring to the latest conditions regarding integrated handling and prevention of COVID-19.

Jakarta, April 24, 2020  
Board of Director