



**SUMMARY MINUTES 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 (“**AGM**”) on Monday, 18 May 2020, located in the Sapta Mulia Center Jl. Rawa Gelam V Kav. OR/3B Jakarta Industrial Estates Pulo Gadung, Jakarta 13930, as the Summary Minutes of Meeting was contained in the Deed of Minutes of Meeting Number 11 dated 18 May 2020, composed by Kumala Tjahjani Widodo, S.H., M.K., M.Kn., Notary in Jakarta, which contains the following:

- A. - Date of AGMS : 18 May 2020
- Place of AGMS : Sapta Mulia Center, 1<sup>st</sup> floor and 3<sup>rd</sup> floor,  
connected visually by monitor screens.  
Jl. Rawa Gelam V Kav. OR/3B Jakarta Industrial  
Estates Pulo Gadung, Jakarta 13930
- Time of AGMS : 10:40 am – 11:0 am Jakarta Times.
- Agenda of the Meeting

**First Agenda:**

Approval of the Annual Report and Ratification of the Company’s Financial Report for the financial year which ended on 31 December 2019 and therefore fully release and discharge (*acquit et de charge*) all members of the Board of Directors and Board of Commissioners of the Company from their actions of management and supervision performed in the Financial Year ended on 31 December 2019.

**Second Agenda:**

Approval of the Company’s Utilization of Net Profits for the financial year ended on 31 December 2019.

**Third Agenda:**

Approval to determine the remuneration, honorarium and other benefits of the Board of Commissioners of the Company for the financial year 2020 and an approval to grant power and authority to the Board of Commissioners of the Company to set the adjustment of remuneration, honorarium and other benefits for the Board of Directors of the Company in the financial year 2020.

**Fourth Agenda:**

Approval to appoint the Registered Public Accountant to conduct the audit for the Company’s Financial Report which ends on 31 December 2020 and to determine the Public Accountant’s Honorarium.

**Fifth Agenda:**

Approval of the amendment of the Company's Articles of Association.

- B. The members of the Board of Commissioners and the Board of Directors that attended the AGM:

Commissioner : Mr. Djojo Boentoro  
 President Director : Mr. Andrianto Oetomo  
 Director : Ms. Jenti

- C. The total number of shares with valid voting rights that attended the AGMS: 9,415,790,600 shares or equal to 90.0311% of the total number of shares of the Company.
- D. An opportunity was given to shareholders to ask questions and/or give opinions regarding the agenda of the AGM. The questions were delivered by raising hands and written on the form provided to be read out to then be answered by the Chairman of the Meeting.
- E. There were no shareholders who asked questions and/or gave opinions regarding the agenda of the AGM.
- F. 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.

**G. Resolution of the AGM:**

- The First Agenda: Deliberation to reach a consensus.

- The Second Agenda: Approved by Voting rights:

Decision	Number of Shares	Percentage
Disagree	0	0
Abstain	14,000	0.00015%
Agree	9,415,776,600	99.99985%
Total Agree	9,415,790,600	100%

- The Third Agenda: Approved by voting rights:

Decision	Number of Shares	Percentage
Disagree	0	0
Abstain	14,000	0.00015%
Agree	9,415,776,600	99.99985%
Total Agree	9,415,790,600	100%

- The Fourth Agenda: Deliberation to reach a consensus

- The Fifth Agenda: Approved by voting rights:

Decision	Number of Shares	Percentage
Disagree	9,319,900	0.09898%
Abstain	0	0
Agree	9,406,470,700	99.90102%
Total Agree	9,406,470,700	99.90102%

## H. AGM Resolution

### 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 2019, including Supervisory Duty Implementation Report from the Board of Commissioners for the Financial Year 2019.
2. Ratifying the Consolidated Financial Report of the Company and its Subsidiaries for the Financial Year 2019 that was audited by Public Accountant Kartika Singodimejo, S.E., 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. 00148/2.1005/AU.1/01/0847-3/1/III/2020 dated 31 March 2020; and
3. Providing a release and discharge (*acquit 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 2019, as long as the action is reflected in the Company's Annual Report 2019, which consists of the Consolidated Financial Report of the Company and its Subsidiaries for the Financial Year of 2019.

### Second Agenda:

1. Approving the Company's utilization of net profits in the financial year 2018 with the amount of Rp 179.940.094.222 used for:
  - a. Cash dividends with the amount of Rp 52.292.092.500 or Rp 5 for each issued share.
  - b. Dividend after tax 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. Setting the remuneration for the Board of Commissioners of the Company for the financial year 2020 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 2020.
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 Ms. Dra. Tohana Widjaja, MBA, CPA, from Siddharta Widjaja & Rekan, Registered Public Accountant as the auditor to audit the Company's Financial Report which ends on 31 December 2020 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. Approving the amendment of Article 3 of the Company's Articles of Association regarding the Purpose, Objectives and Business Activities of the Company.
2. Grant full power and authority to the Board of Directors to:
  - a. make the adjustment, amendment and/or addition of Article of Associations of the Company that has approved in the AGM, if necessary, in condition there are the provisions from relevant institution regarding the Articles of Association of a public company;
  - b. Declare all or a part of the Meeting's decision with substitution rights, in one or several separate deeds and take all necessary actions for all or a part of the Meeting's decision, including making amendments to the Articles of Association of the Company, and notifying and / or submitting an application for approval to amend the Articles of Association The Company to the Minister of Law and Human Rights of the Republic of Indonesia and related government institution.

Jakarta, 19 May 2020

PT Dharma Satya Nusantara Tbk  
Board of Directors