



**INVITATION OF THE
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF
PT WASKITA KARYA (PERSERO) Tbk**

The Board of Directors of PT Waskita Karya (Persero) Tbk ("**Company**") herewith invite the Shareholders of the Company to attend the Extraordinary General Meeting of Shareholders ("**Meeting**") which will be held on:

Day/Date : Thursday, May 25th, 2023
Time : 14.00 Western Indonesia Time – Finish
Venue : Waskita Heritage Building, 11th floor, Jl MT Haryono
No. 10 RT 11 RW 11 Cipinang Cempedak,
Jatinegara, East Jakarta, Jakarta 13340.

With the following Agendas:

1. Approval of the Company's Annual Report including the Supervisory Report from the Board of Commissioners for the 2022 Fiscal Year and Ratification of the Consolidated Financial Statements for the 2022 Fiscal Year as well as Ratification of the Financial Statements and Implementation of the Company's Micro and Small Business Funding Program (PUMK) for the 2022 Fiscal Year.
2. Appointment of Public Accounting Firm to audit the Company's Consolidated Financial Statements and Report on the Micro and Small Business Funding Program (PUMK) for the 2023 Fiscal Year.
3. Determination of the Board of Directors Salaries amount and Board of Commissioners Honorarium for the year of 2023, as well as the Company's Board of Directors and Board of Commissioners Tantiem for the Fiscal Year 2022.
4. Affirmation of the Enforcement of Minister of State-Owned Enterprises Regulations.
5. Approval of the Government's Special Assignment for the Company based on Presidential Regulation number 116 of 2015.
6. Realisation Report on the Use of Proceeds from Increase of Capital for Public Companies with Right Issue Year 2021.
7. Realisation Report on the Use of Proceeds from Waskita Karya Bonds IV and Sukuk I 2022.
8. Approval for changes in the Use of Proceeds from the Increase of Capital with Pre-emptive Rights ("PMHMETD") Year 2021 which is part of State Capital Investment ("PMN").
9. Changes of the Compositions of the Company's Management

With the following explanations:

- a. Meeting agenda number 1 to 3 are annually held in compliance with Article 21 paragraph (2) of the Company's Articles of Association, Law Number 40 Year of 2007 concerning Limited Liability Company ("Company Law"), and Article 23 paragraph (2) of Law Number 19 Year of 2003 concerning the State-Owned Enterprises.
- b. Meeting Agenda number 4 is suggested in compliance with article 38 point (2) Regulation of Ministry of State-owned Enterprises No. Per-01/MBU/03/2023 concerning Special Assignment and Corporate Social and Environment Program for State-Owned Enterprises, article 225 point (2) Regulation of Ministry of State-owned

Enterprises No. Per-02/MBU/03/2023 concerning Guidelines of Good Corporate Governance and Significant Corporate Action for State-owned Enterprises, Article 163 point (2) Regulation of Ministry of State-owned Enterprises No. Per-03/MBU/03/2023 concerning Organ and Human Resources of State-owned Enterprises.

- c. Meeting Agenda number 5 is suggested in compliance with Article 66 Law No. 19 Year 2003 tentang State-owned Enterprises.
- d. Meeting Agenda Number 6 and 7 are reports regarding the realization of fund from Capital Injection through Limited Public Offering II (PUT II) with Pre-emptive Rights (HMETD) 2021 and the realization of fund from Waskita Karya Bonds IV and Sukuk Mudharabah I 2022, held in compliance with the provisions of Article 6 POJK Number 30/POJK.04/2015 concerning Report on the Realization Reports on Utilization of Proceed of Public Offerings.
- e. Meeting Agenda Number 8, the Company intended to change the Use of Proceeds of PMHMETD year 2021. In accordance with the provisions of Ministry of State-owned Enterprises Regulation No. Per-1/MBU/03/2021 concerning Guidelines, Suggestion, Report, Monitoring, and the Change of Use of Proceeds of State Capital Investment to State-owned Enterprises juncto Article 9 Peraturan Otoritas Jasa Keuangan No. 30/POJK.04/2015 concerning Realization of Use of Proceeds of Public Offering Report, in order to make changes to the use of proceeds of PMHMETD, the Company shall deliver the purpose and obtain the approval from General Meeting of Shareholders.
- f. Meeting Agenda Number 9 is suggested in compliance with the provisions of Article 11 paragraph (10) and paragraph (12) of the Company's Articles of Association, SOE Minister of the Republic of Indonesia Regulation Number PER-03/MBU/03/2023 Concerning Organ and Human Resources of State-owned Enterprises.

Notes:

With regard to the Meeting, the Company notify as follows:

1. The Company shall not send separate invitations to the Shareholders, due to this announcement constitutes an official Invitation to the Meeting.
2. Materials for the Meeting are available from the date of this Invitation until the day of the Meeting. The Meeting materials may be downloaded from the Company's website via <https://investor.waskita.co.id/gms.html> pursuant to Article 18 paragraph (1) of Financial Services Authority Regulation Number POJK 15/2020 Concerning Planning and Implementation of General Meeting of Shareholders for Public Companies ("**POJK 15/2020**") and **eASY.KSEI** application.
3. Based on Article 23 paragraph (2) of POJK 15/2020, Shareholders who are entitled to attend and vote in the Meeting are those whose names are recorded in the register of Shareholders of the Company or in the securities account at The Indonesia Central Securities Depository ("**KSEI**") on May 2nd, 2023.
4. The participation of the Shareholder in the Meeting shall be enforced with the following mechanism:
 - a. Attend the on-site Meeting;
 - b. Attend the virtual Meeting through **eASY.KSEI** application

5. With respect to utilize the **eASY.KSEI** application, the shareholder shall access the **eASY.KSEI** menu, submenu **eASY.KSEI** login which available at the AKSes facility (<https://akses.ksei.co.id/>).
6. Before prescribing to participate in the Meeting, the shareholder shall read the requirement which delivered through this Invitation along with other requirement related to the Meeting implementation in accordance with the authority set forth by Company. The other requirement shall be found through the attachment on the "Meeting Info" feature on the **eASY.KSEI** application and/or the Meeting Invitation is available on the Company's website. The Company has the right to determine the other requirement related to the shareholder or the proxy participation who will attend the on-site Meeting.
7. Shareholders who will attend the on-site Meeting or the shareholder who will implement their voting right through the **eASY.KSEI** application, shall inform their attendance or appoint their proxy, and/or submit their vote to the **eASY.KSEI** application.
8. The deadline for submitting an electronic declaration of attendance or being able to provide power of attorney electronically (e-proxy) and vote electronically in the eASY.KSEI application is no later than 12.00 WIB on 1 (one) working day prior to the date of the Meeting, which is on May 12th, 2023.
9. Shareholders who will attend the on-site Meeting or provide the electronic proxy to the Meeting through the **eASY.KSEI** application shall consider the following matter:
 - a. Registration process
 - i. The local individual type of shareholders who have not provided the declaration of presence or power of attorney in the **eASY.KSEI** application by the deadline stated in point 8 and desire to attend the Meeting electronically are required to register the attendance in the **eASY.KSEI** application on the date of the Meeting until the electronic registration period for the Meeting is closed by the Company.
 - ii. The local individual type of shareholders who have provided the declaration of attendance but have not provided their vote at minimum for 1 (one) Meeting agenda in the **eASY.KSEI** application until the deadline stated in point 8 and desire to attend the Meeting electronically therefore shall register their attendance in the **eASY.KSEI** application on the date of the Meeting until the Meeting registration period is closed by the Company.
 - iii. The shareholders who have provided the power of attorney to their proxy which provided by the Company (Independent Representative) or Individual Representative but such shareholder has not provided their vote at minimum for 1 (one) Meeting agenda in the **eASY.KSEI** application until the deadline stated in point 8, therefore such proxy who represents the shareholder shall register the attendance in the **eASY.KSEI** application on the date of the Meeting until the period of the electronic Meeting registration is closed by the Company.
 - iv. The shareholders who have provided their power of attorney to their proxy/intermediary (Custodian Bank or the Securities Company) and have already provided their vote in the **eASY.KSEI** application until the deadline stated in point 8, therefore the proxy who has been registered in the eASY.KSEI application shall register their attendance in the **eASY.KSEI** application on the date of the Meeting until the electronic Meeting registration is closed by the Company.
 - v. The shareholders who have provided the declaration of attendance or power of attorney to their proxy which provided by the Company (Independent Representative) or Individual Representative and have already provided their vote

at minimum for 1 (one) Meeting agenda in the **eASY.KSEI** application no later than the deadline stated in point 8, therefore the shareholder or the proxy will be automatically counted as the attendance quorum and the vote which has already provided will be automatically counted in the Meeting voting.

- vi. The lateness or failure of the electronic registration process as mentioned in point i-iv, with any reason, will cause the shareholder or their proxy cannot attend the electronic Meeting, as well as their shares shall not be counted as attendance quorum in the Meeting.
- b. The Process of the Electronic Question and/or Opinion Deliverance
- i. The shareholders or their proxies have 1 (one) chance to deliver their question and/or opinion in every discussion session per Meeting agenda. The question and/or opinion per Meeting agenda shall be delivered in writing by the shareholders or their proxies by using the chat feature on the Electronic Opinions section provided on the E-Meeting Hall screen in the **eASY.KSEI** application. The delivery of question and/or opinion shall be implemented as long as the Meeting status on General Meeting Flow Text section is "Discussion started for agenda item no []".
 - ii. The determination of the mechanism of the discussion per Meeting agenda in writing through the E-Meeting Hall screen in the **eASY.KSEI** application is the authorization of every Company and such thing shall be stated by the Company in the Meeting Implementation Proceeding through **eASY.KSEI** application.
 - iii. To all the proxy who will attend the electronic Meeting and will deliver question and/or opinion from the shareholder at the discussion session is held, therefore shall write their shareholder's name and the number of the shares followed by the related question or opinion.
- c. The Process of Voting
- i. The electronic voting process will be held in the **eASY.KSEI** application on E-Meeting Hall menu, sub menu Live Broadcasting.
 - ii. The shareholders who attend or represented by their proxy but have not provided their vote on the Meeting agenda as stated in point 9 letter a number i- iii, therefore the shareholders or the proxy have the chance to deliver their vote as long as the voting period through the E-Meeting Hall screen in the **eASY.KSEI** application is still opened by the Company. When the period of the electronic voting per Meeting agenda is started, the system will automatically run the voting time by counting down for 5 (five) minutes. When electronic voting process is held, the status of "Voting for agenda item no [] has started" will be seen in the General Meeting Flow Text section. If the shareholders or the proxy do not provide their vote for related Meeting agenda until the Meeting status seen in the section is changing firm 'General Meeting Flow Text' to 'Voting for agenda item no [] has ended', therefore such shareholder or proxy will be considered to vote Abstain.
 - iii. Voting time during the electronic voting period is constituted as the standard period which determined in the **eASY.KSEI** application. Every Company may determine the electronic voting time period per Meeting agenda (with the maximum period of time is 5 (five) minutes per Meeting agenda) and shall be stated in the Meeting Implementation Proceeding through the **eASY.KSEI** application.
- d. The Meeting Implementation Live Broadcasting
- i. The shareholders or the proxy who have already registered in the **eASY.KSEI** application no later than the period stated in point 8 shall witness the hold of the

Meeting implementation through zoom application by accessing the **eASY.KSEI** menu, submenu "*Tayangan RUPS*" which provided in the AKSes (<https://akses.ksei.co.id/>) facility.

- ii. The General Meeting of Shareholder has 500 participant capacities, where the attendance of each participant will be determined based on first come first serve basis. For the shareholders or proxy who do not have the chance to witness the Meeting implementation through "*Tayangan RUPS*" shall be considered attend the electronic Meeting legitimately as well as their shares ownership and their vote shall be considered in the Meeting, as long as they are already registered in the **eASY.KSEI** application in accordance with the requirement stated on pint 9 letter a number i-v.
- iii. The shareholders or the proxy who only witness the Meeting implementation through "*Tayangan RUPS*" but have not registered electronically through the **eASY.KSEI** application in accordance with the requirement stated on pint 9 letter a number i-v, therefore their attendance shall be considered not legitimate and shall not be included in the Meeting quorum attendance.
- iv. The shareholders or the proxy who only witness the Meeting through "*Tayangan RUPS*" have the raise hand feature which can be used to ask question and/or opinion during the discussion period is held. If the Company allows the participant to activate the allow to talk, therefore the shareholders or the proxy to deliver the question and/or opinion by speaking directly. The determination of the discussion per Meeting agenda mechanism by using the "allow to talk" feature which provided in the "*Tayangan RUPS*" is the authority of every Company and such thing shall be stated in the Meeting Implementation Proceeding through the **eASY.KSEI** application.
- v. To gain the best experience in using the **eASY.KSEI** application and/or "*Tayangan RUPS*", the shareholder or the proxy is recommended to use the Mozilla Firefox browser.

10. Supposing the Shareholders intend to attend the on-site Meeting, please consider the following guidelines:

- a. Shareholders who are not present at the on-site Meeting may be represented by their proxy with the following requirements:
 - 1) The Shareholders shall issue a Power of Attorney to independent parties on condition that the member of Board of Directors and the Board of Commissioners, and officials of the Company, may be acted as a proxy of the Shareholders in the Meeting. Nevertheless, their votes are not calculated in the voting.
 - 2) The form of the Power of Attorney may be downloaded on the Company's website. The fully completed Power of Attorney shall be delivered to the Securities Administration Bureau ("**BAE**") of the Company, PT Datindo Entrycom, at Jl. Hayam Wuruk No. 28, Jakarta 10210, Telp. (021) 3508077, at the latest on May 23rd, 2023 at 12.00 Western Indonesia Time.
- b. Attending Shareholders (or their proxy) are requested to bring and submit a copy of valid identification to the registration officer before entering the Meeting room.
- c. Legal Entity Shareholders are requested to bring a complete copy of their Articles of Association, attached with the deed of the current composition of the Board of Directors and the Board of Commissioners.
- d. Shareholders included in Collective Custody must submit Written Confirmation for Meeting ("**KTUR**") which may be obtained during business hours at the Securities Company or at the Custodian Bank in which the Shareholders open their securities account.

- e. Shareholders (or their Proxy) shall follow the health and safety protocol implemented by the Company at the Meeting venue.
 - f. It is recommended that Shareholders (or their proxies) give power of attorney through the eASY.KSEI system without prejudice to their rights to ask questions, opinions and/or vote at the Meeting.
11. With respect to facilitate the arrangement and orderly holding of the Meeting, the Shareholders (or their proxies) are kindly required to be present at the Meeting venue 30 (thirty) minutes before the Meeting started.

Jakarta, May 3rd, 2023
BOARD OF DIRECTORS
PT WASKITA KARYA (PERSERO) Tbk