



**NOTICE TO THE SHAREHOLDERS  
OF PT SUMBER ENERGI ANDALAN Tbk**

The Board of Directors of PT SUMBER ENERGI ANDALAN Tbk (the “**Company**”), hereby invited the Company’s shareholders to attend the Annual General Meeting of Shareholders (“**AGMS**”) and the Extraordinary General Meeting of Shareholders (“**EGMS**”) of the Company (the AGMS and the EGMS hereinafter jointly referred to as the “**Meeting**”), which will be held on:

Day / Date : **Wednesday / July 27, 2022;**  
Time : **10.00 Western Indonesia Time onwards;**  
Venue : **Sopo Del Office Towers and Lifestyle Center,  
Tower B 21st Floor and 22nd Floor  
Jalan Mega Kuningan Barat III Lot. 10.1-6, South Jakarta.**

The Meeting agendas are as follows:

**AGMS Agenda:**

1. Approval and ratification of the Annual Report for the financial year ended December 31, 2021, which consists of:
  - a. Report on the management of the Company by the Board of Directors and the Report on the supervision of the Company by the Board of Commissioners for the financial year ended on December 31, 2021;
  - b. Financial Statements and ratification of the balance sheet as well as the calculation of profit and loss for the financial year ended on December 31, 2021 as well as granting and release and full acquittal (acquit et de charge) to all members of the Board of Directors and members of the Board of Commissioners of the Company for the management and supervision actions they have taken for the financial year ended on December 31, 2021.

Explanation: the above agenda is in accordance with the provisions of (i) Article 18 paragraph (4) letter a and letter b of the Company's Articles of Association, (ii) Article 66 paragraph (1) and Article 69 paragraph (1) of Law Number 40 of 2007 concerning Limited Liability Companies as amended by Law number 11 of 2020 concerning Job Creation (“**UU PT**”) and (iii) Article 41 paragraph (1) letter a Financial Services Authority Regulation Number 15/POJK.04/2020 concerning the Plan and the Implementation of the General Meeting of Shareholders of Public Company (“**POJK No. 15/2020**”).
2. Determination of the Company's profit and loss for the financial year ended on December 31, 2021.

Explanation: the above agenda is in accordance with the provisions of (i) Article 18 paragraph (4) letter c of the Company's Articles of Association, (ii) Article 70 and Article 71 paragraph (1) of the UU PT and (iii) Article 41 paragraph (1) letter a POJK No. 15/2020.
3. Determination of the amount of salary and other benefits for members of the Board of Directors and members of the Board of Commissioners of the Company.

Explanation: the above agenda is in accordance with the provisions of (i) Article 11 paragraph (17) and Article 14 paragraph (19) of the Company's Articles of Association, (ii) Article 96 and Article 113 of UU PT and (iii) Article 41 paragraph (1) letter a POJK No. 15/2020.
4. Appointment of Public Accountant who will audit the Company's financial statements for the financial year ending on December 31, 2022.



Explanation: the above agenda is in accordance with the provisions of **(i)** Article 18 paragraph (4) letter d of the Company's Articles of Association, **(ii)** Article 68 of the UU PT, **(iii)** Article 13 of POJK No. 13/POJK.03/2017 concerning the Use of Public Accountants and Public Accounting Firms in Financial Services Activities and **(iv)** Article 41 paragraph (1) letter a POJK No. 15/2020.

5. Accountability for the realization of the use of proceeds from the Limited Public Offering I.

Explanation: the above agenda is in accordance with the provisions of Article 6 of Financial Service Authority Regulation No. 30/POJK.04/2015 concerning Report on the Realization of the Appropriation of Fund Resulting from Public Offering.

6. Changes in the composition of the Board of Directors and Board of Commissioners of the Company.

Explanation: the above agenda is in accordance with the provisions of **(i)** Article 18 paragraph (4) letter e of the Company's Articles of Association, and **(ii)** Article 3 paragraph (1), Article 8 paragraph (3), Article 23 and Article 27 of the Financial Services Authority Regulation No. 33/POJK.04/2014 concerning the Board of Directors and Board of Commissioners of Issuers or Public Company.

#### **EGMS Agenda:**

Approval to the Board of Directors of the Company to transfer, release or pledge all or majority of the assets of the Company in one transaction or several transactions which stand alone or are related to one another and/or act as Guarantor through the provision of Corporate Guarantees, in connection with the Company's business activities and/or subsidiaries of the Company, in the context of financial facilities that will be obtained by the Company and/or subsidiaries of the Company from third parties including extension or refinancing (and all additions and/or amendments thereto), up to a period deemed good by the Board of Directors of the Company, by complying with the provisions of POJK number 42/POJK.04/2020 concerning Affiliated Transactions and Conflict of Interest Transactions ("**POJK No. 42/2020**") and POJK number 17/POJK.04/2020 concerning Material Transactions and Changes in Business Activities ("**POJK No. 17/2020**").

Explanation: the above agenda is in accordance with the provisions of **(i)** Article 18 paragraph (6) and Article 21 paragraph (8) of the Company's Articles of Association, **(ii)** POJK No. 42/2020 and **(iii)** POJK No. 17/2020.

#### **Note:**

1. The Company will not send a specific invitation to shareholders given that this invitation constitutes an official invitation to the Company. This invitation can also be found at the Company's website at <https://energi-andalan.co.id/> and the application of **eASY.KSEI**.
2. Materials related to the Meeting are available at the Company's website as of the Notice date on July 5, 2022 and up to the Meeting's date on July 27, 2022, as the Company informed above.
3. The shareholders who are entitled to attend or be represented at the Meeting are those whose names are listed in the Shareholders Register of the Company as of the Stock Exchange's closing hour on July 4, 2022.
4. Shareholders can participate in the Meeting by either:



- a. physically attending the Meeting; or
  - b. electronically attending the Meeting through the application of **eASY.KSEI**.
5. Shareholders who wish to attend electronically, as mentioned in item 4 letter b, must be local individual shareholders who have shares deposited in KSEI's collective custody.
6. Shareholders can utilize the **eASY.KSEI** by accessing **eASY.KSEI** menu, **Login eASY.KSEI** submenu in the AKSes facility (<https://akses.ksei.co.id/>).
7. Prior to participating in the Meeting, shareholders must first read the terms presented in this Invitation, as well as other stipulations related to Meeting as authorized by the Company. Other terms can be found in the attached document on the 'Meeting Info' feature provided in the **eASY.KSEI** and/or Meeting invitations posted at the websites of the Company. The Company retains the rights to authorize more terms in relation to shareholders or shareholder representatives' physical participation in the Meeting.
8. Shareholders who wish to physically attend the Meeting or exercise their voting rights through the **eASY.KSEI**, must first inform their attendance or the attendance of their appointed representatives, and/or submit their votes through the **eASY.KSEI**.
9. The deadline for declaring attendance, appointing representatives, or submitting votes through the **eASY.KSEI** is set at 12:00 pm Western Indonesian Time (WIB) 1 (one) business day before the Meeting's date.
10. Prior to entering the Meeting room, all shareholders or their representatives who wish to physically participate in the meeting must first fill in the attendance list and show original proofs of identity.
11. The Meeting will be held as efficiently as possible without reducing the validity of the Meeting in accordance with the provisions of POJK No. 15/2020. The Shareholders who are unable to attend the Meeting and will give power of attorney to attend the Meeting (non-electronically), can provide the power of attorney to attend the Meeting, with the following conditions:
  - a. The format of the power of attorney can be downloaded on the Company's website as of the date of the summons to the Meeting and the power of attorney must be filled in according to the instructions stipulated therein and submitted to the Board of Directors of the Company through PT EDI INDONESIA as the Company's Securities Administration Bureau ("**BAE**"), no later than before 16:00 Western Indonesia Time, July 26, 2022, namely 1 (one) business days before the Meeting is held;
  - b. For the Company's shareholders who signed the power of attorney abroad, the pertaining power of attorney must be legalized by the Indonesian Embassy/Consulate General of the Republic of Indonesia in the local country;



12. For Shareholders (individual/legal entity)/Proxies who are physically present, are requested to bring the following documents:
  - a. **For individual Shareholder**, copy of valid personal identification (Residential Identity Card/KTP or passport);
  - b. **For legal entity Shareholder**, copy of its articles of association and any amendments thereto, together with the latest composition of the management, and Single Business Number (NIB)/Tax Identification Number (NPWP);
  - c. **For Proxy**, a valid power of attorney enclosed with a copy of respective identification documents of the authorizer and the attorney.
  
13. Shareholders who wish to attend or authorize a representative to attend the Meeting electronically through the **eASY.KSEI** must consider the following points:
  - a. Registration Process:
    - i. Local individual shareholders who **have not** provided their attendance declaration before the deadline mentioned on item 9, but wish to attend the Meeting electronically, must first register their attendance through the **eASY.KSEI** during the date of the Meeting and before the time that the Company ends the Meeting's electronic registration;
    - ii. Local individual shareholders who have provided their attendance declaration but have not submitted their vote on a minimum of 1 (one) of the Meeting agendas through the **eASY.KSEI** before the deadline mentioned on item 9 and wish to attend the Meeting electronically, must first register their attendance through the **eASY.KSEI** during the date of the Meeting and before the time that the Company ends the Meeting's electronic registration;
    - iii. Shareholders who have authorized the Company's Independent Representative or an Individual Representative but have not submitted their vote on a minimum of 1 (one) of the Meeting agendas through the **eASY.KSEI** before the deadline mentioned on item 9 and wish to attend the Meeting electronically must first register their attendance through the **eASY.KSEI** during the date of the Meeting and before the time that the Company ends the Meeting's electronic registration;
    - iv. Shareholders who have authorized an Intermediary Participant Representative (Custodian Bank or Securities Company) and have submitted their vote through the **eASY.KSEI** before the deadline mentioned on item 9 are required to request their registered representatives in the **eASY.KSEI** to register their attendance through the **eASY.KSEI** during the date of the



Meeting before the time that the Company ends the Meeting's electronic registration;

- v. Shareholders who have submitted their attendance declaration or authorized a Company-appointed Independent Representative or Individual Representative and have provided their votes for a minimum of 1 (one) of the Meeting agendas through the **eASY.KSEI** before the deadline mentioned on item 9 do not need to electronically register their attendance through the **eASY.KSEI** on the Meeting's date. Shares' ownership will be automatically calculated as an attendance quorum and submitted votes will be automatically counted during the Meeting's voting process;
- vi. Lateness or electronic registration failures, as mentioned in points number i - iv, for whatever reason that cause shareholders or their representatives to not be able to electronically attend the Meeting, will prevent their shares from being counted as a quorum for the Meeting;

b. Electronic Statements or Opinions Submission Process:

- i. Shareholders or their representatives are provided 3 (three) opportunities to present their questions and/or opinions in discussion in each Meeting agendas. Questions and/or opinions on each of the Meeting agendas can be submitted in writing by the Shareholders or their representatives through the chat feature in the 'Electronic Opinions' made available in the E-Meeting Hall screen of the **eASY.KSEI**. Questions and/or opinions can be given as long as the Meeting's status in the 'General Meeting Flow Text' status is written as "*Discussion started for agenda item no. [ ]*";
- ii. The mechanism of handling questions and/or opinions through 'Electronic Opinion' screen in the **eASY.KSEI** is determined by the Company and will be included in the Company's Meeting Guidelines through the **eASY.KSEI**;
- iii. Shareholders' representatives who electronically attend the Meeting and submit a question and/or opinion during a discussion session of one of the Meeting agendas are required to type in the name of the shareholder and amount of shares they represent first before they write their respective questions and/or opinions;

c. Voting:



- i. The voting process will be conducted electronically through the E-Meeting Hall menu, Live Broadcasting submenu of the **eASY.KSEI**;
  - ii. Shareholders or their representatives who have not submitted their votes on the particular Meeting agenda, as mentioned in item 13 letter a number i - iii, are given an opportunity to submit their votes as the Company opens the voting period in the E-Meeting Hall screen of the **eASY.KSEI**. After the electronic voting period for one of the Meeting agendas is started, the system will automatically count down the voting time by a maximum of 5 (five) minutes. During the electronic voting time, a *"Voting for Agenda item no [ ] has started"* status would be displayed at the 'General Meeting Flow Text' column. Shareholders or their representatives who have not submitted their votes during a specific Meeting agenda after the 'General Meeting Flow Text' column's status has changed to *"Voting for Agenda item no [ ] has ended"* will be considered to give an **Abstain** vote for the related Meeting agenda;
  - iii. The voting time in the electronic voting process is a standardized time set by the **eASY.KSEI**. Voting time for each of Meeting agendas (with a maximum of five minutes per Meeting agenda) and include them in the Meeting's Guideline through the **eASY.KSEI**;
- d. Live Broadcast of the Meeting:
- i. Shareholders or their representatives who have been registered in the **eASY.KSEI** no later than the deadline mentioned on item 9 can watch the Meeting live via Zoom in webinar format by accessing the **eASY.KSEI** menu, submenu **Tayangan RUPS** in the AKSes facility (<https://akses.ksei.co.id/>);
  - ii. **Tayangan RUPS** has a capacity of 500 participants provided in a first come, first serve basis. Shareholders or their representatives who could not be accommodated in the Meeting's broadcast are still considered to have electronically attended the Meeting and their share ownerships and votes are still counted, as long as they have registered through the **eASY.KSEI**, as specified above in item 13 letter a number i - v;
  - iii. Shareholders or their representatives who only watch the Meeting through Tayangan RUPS but were not electronically registered as participants in the **eASY.KSEI**, as specified above in item 13 letter a number i - v, will not be considered as a legal participant and are not counted as part of the Meeting's quorum;



- iv. Shareholders or their representatives who watch the Meeting through Tayangan RUPS can use the raise hand feature to submit questions and/or opinions during the discussion sessions for each of the Meeting agendas. Shareholders or their representatives can directly ask questions or voice their opinions if the Company has allowed and activated the allow to talk feature. Mechanisms for discussion on each of the Meeting agendas, including the use of the allow to talk feature in Tayangan RUPS are determined by the Company and included in the Meeting's Guideline through the **eASY.KSEI**;
  - v. Shareholders or their representatives are encouraged to use the Mozilla Firefox browser for the best experience in using the **eASY.KSEI** and/or Tayangan RUPS.
- 14. In accordance with the provisions of Article 21 paragraph (13) and paragraph (14) Article Association of the Company and Article 48 POJK No. 15/2020, the Shareholders of the Company are not entitled to grant power of attorney to more than one proxy for a portion of the total shares they own with a different vote, except:
  - a. Custodian Bank or Securities Company as Custodian representing its clients who own the shares of the Company;
  - b. Investment Managers who represent the interests of the Mutual Funds they manage.
- 15. By prioritizing the principle of caution and vigilance towards the latest development of conditions related to the 2019 Corona Virus Disease pandemic ("Covid-19"), and compliance with the Applicable Covid-19 prevention and control regulations, the Company hereby conveys additional information to the Shareholders/Proxies who will still physically present at the Meeting to must follow and pass the security and health protocols applicable to the Meeting venue as follows:
  - a. Upon arrival, must show the proof of having received the Covid-19 vaccination (third dose) and must use the application of PeduliLindungi;
  - b. Properly wear a mask while in the Meeting venue and during the Meeting;
  - c. Wash hands or using a hand sanitizer before entering the Meeting venue;
  - d. Not currently having a body temperature above 37,5° C based on the Company's examination;
  - e. Follow the direction from the Meeting committee in implementing the physical distancing policy at the Meeting venue both before the Meeting begins, at the time of the Meeting and after the Meeting is being held;
  - f. Shareholders/Proxies who are sick even though their body temperature is still within the normal threshold, are not allowed to enter the Meeting venue;
  - g. Shareholders/Proxies who cough or sneeze repeatedly at the Meeting venue are



kindly requested to leave the Meeting venue;

- h. For health reasons with the reference of integrated control to prevent the spread of Covid-19 Virus, Company does not provide foods and drink, souvenirs, and Annual Reports in physical form to the shareholders or proxies who are present at the Meeting;
- i. The Company will announce on its website, if there is a change and/or additional information related to the Meeting procedure based on the latest conditions and developments regarding integrated handling and control to prevent the spread of COVID-19 virus.

Jakarta, July 5, 2022

**Board of Directors**

**PT SUMBER ENERGI ANDALAN Tbk**