# Summons to the Extraordinary General Meeting of Shareholders of PT SENTUL CITY Tbk

The Board of Directors of PT SENTUL CITY Tbk, domiciled in South Jakarta ("Company") hereby invites the shareholders of the Company to attend the Extraordinary General Meeting of Shareholders ("Meeting"), which will be held on:

Day/date : Friday, 1 April 2022

Time : At 10.00 Western Time of Indonesia until

finish

Venue : Golden Boutique Hotel Kemayoran,

Jalan Angkasa No. 1 Kemayoran

Jakarta 10720

## With the following Meeting agenda:

1. Increase in Authorized Capital of the Company to a maximum of 400,000,000,000 new D series shares with the nominal value of IDR 50 per share

Explanation: In connection with the plan to increase the paid-up capital for a maximum of 100,625,500,000 D series shares through a Right Issue by granting Pre-emptive Rights, the Company is scheduled to seek approval from shareholders at the Extraordinary General Meeting of Shareholders RUPSLB/EGMS) on 1 April 2022, to increase the capacity of the authorized capital to comply with the Law of Limited Liability Companies (UU PT) No. 40 of 2007 concerning Limited Liability Companies, because currently there are only 6,860,309,500 D series shares with a nominal value of IDR 50 per share left in the portfolio.

2. Increase in Paid-Up Capital of the Company to a maximum of 100.625.500.000 new D series shares originating from portfolio shares with a nominal value of IDR 50 per share ("New Shares") through the issuance of shares in a Right Issue by granting Pre-emptive Rights to the shareholders of the Company.

Explanation: The Company intends to propose, to seek approval from the Company's shareholders at the EGMS on 1 April 2022 for the agenda of increasing paid-up capital by granting Pre-emptive Rights (PMHMETD) through a Right Issue (PUT). This PMHMETD through PUT is expected to strengthen the capital structure of the Company by increasing the equity and reducing the debt of the Company, as well as supporting the Company's development strategy in the future through the acquisition of strategic land to support the Company's business activities, performance, and competitiveness in the property industry.

#### Notes:

- 1. There is no special invitation sent by the Company to the shareholders, as this summons acts as an official invitation. This summons can also be seen on the Company's website http://www.sentulcity.co.id dan aplikasi eASY.KSEI.
- 2. Materials related to the agenda of the Meeting shall be available at the Company's office from the date of the Summon on **10 March 2022** until the Meeting is held on 1 April 2022, according to the above information of the Company..

- 3. Each shareholder entitled to attend the Meeting will be shareholders whose names are registered in Register of Shareholders of the Company upon closing of the Stock Exchange trading hours on **9 March 2022**.
- 4. The participation of shareholders in the Meeting can be performed under the following mechanism:
  - a. attend the Meeting physically; or
  - b. attend the Meeting electronically via eASY.KSEI application.
- 5. Shareholders who can attend electronically referred to in item 4 letter b are local individual shareholders whose shares stored in the KSEI collective custody.
- 6. To use the **eASY.KSEI** application, the shareholders may access the **eASY.KSEI** menu, **Login eASY.KSEI** submenu on the AKSes facility (https://akses.ksei.co.id/).
- 7. Prior to determining participation at the Meeting, the shareholders shall read the rules conveyed through this summons and other conditions related to the implementation of the Meeting based on the authority stipulated by each Company. Other conditions may be seen through the attached document in the 'Meeting Info' feature on the eASY.KSEI application and/or Meeting summons contained on the relevant Company website. The Company reserves the right to specify other requirements in relation to the participation of shareholders or their agents to be physically attending the Meeting
- 8. For shareholders who are going to attend the Meeting physically or shareholders who are going to use their voting rights via the **eASY.KSEI** application may inform their attendance or appoint their agents, and/or submit their choice to the **eASY.KSEI** application.
- 9. The time limit for providing the statement of attendance or agent, and vote on the **eASY.KSEI** application shall be at 12.00 Western Time of Indonesia on 1 (one) business day prior to the date of Meeting.
- 10. Before entering the Meeting room, the shareholders or their agents who are physically attending the meeting required to fill in the attendance list by showing the original personal identity.
- 11. The Meeting will be held as efficiently as possible without prejudice to the validity of the Meeting under the provisions of Financial Services Authority Regulation (POJK) No. 15/2020. Shareholders who are unable to attend the Meeting and are going to give the power to attend the Meeting (non-electronically), the granting of power will be performed on the following conditions.:
  - a. The format of power of attorney may be downloaded at the Company's website as of the date of summons to Meeting and the power of attorney shall be completed according to the instructions contained therein and shall be submitted to the Board of Directors of the Company through PT RAYA SAHAM REGISTRA as Securities Administration Bureau of the Company

- ("BAE"), no later than 16:00 Western TIme of Indonesia, dated 31 March 2022, i.e. 1 (one) business day prior to the Meeting;
- b. For Shareholders of the Company who signed the power of attorney abroad, the power of attorney must be legalized by the Embassy/Consulate General of the Republic of Indonesia in the local country;
- 12. Shareholders (personal/legal entities)/Agent who are physically attend are requested to bring the following documents:
  - a. **For Individual Shareholders**, a photocopy of legal and still valid personal identity (Resident Identity Card/KTP or passport);
  - b. **For Legal Entity Shareholders**, a photocopy of the Articles of Association and amendments thereto including the last composition of the management;
  - c. **For Agent**, a legal power of attorney by attaching a photocopy of personal identity of the principal and the agent.
- 13. Shareholders who will attend or provide power electronically to the Meeting through the **eASY.KSEI** application the following matters should be observed:
  - a. Registration Process:
    - i. Local individual type shareholders who **have not yet** provided a declaration of attendance or agent in the **eASY.KSEI** application up to the deadline in point 9 and wish to attend the Meeting electronically are required to register their 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. Local individual shareholders who have provided a declaration of attendance but have not cast their votes for at least 1 (one) Meeting agenda in the eASY.KSEI application until the deadline in point 9 and wish to attend the Meeting electronically are required to register their 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.
    - Shareholders who have given the power to the agent provided by the Company (Independent Representative) or Individual Representative but the shareholders have not cast their votes for at least 1 (one) Meeting agenda in the eASY.KSEI application until the deadline in point 9, the agent representing the shareholders required to register their 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.
    - iv. Shareholders who have given the power to the participant/Intermediary agent (Custodian Bank or Securities Company) and have cast their vote in the eASY.KSEI application up to the time limit in point 10, then the representative of the agent who has registered in the eASY.KSEI application must perform attendance registration in the eASY.KSEI application on the date of the Meeting until the electronic registration period for the Meeting is closed by the Company.
    - v. Shareholders who have provided a declaration of attendance or given the power to the agent provided by the Company (Independent

Representative) or Individual Representative and have cast their votes for at least 1 (one) or the entire Meeting agenda in the eASY.KSEI application no later than the time limit in item 9, the shareholders or the agents do not need to register their attendance electronically in the eASY.KSEI application on the date of the Meeting. Share ownership will be automatically calculated as a quorum of attendance and the votes that have been cast will be automatically taken into account in the voting of the Meeting.

- vi. Any delay or failure in the electronic registration process referred to in items i iv for any reason will result in the shareholders or their agents unable to attend the Meeting electronically, and their share ownership will not be counted as a quorum of attendance at the Meeting.
- b. Process for Submitting Questions and/or Opinions Electronically
  - i. Shareholders or agents shall have 3 (three) chances to submit questions and/or opinions on each session of discussion per Meeting agenda item. Questions and/or opinions per Meeting agenda item may be submitted in writing by the shareholders or agents by using the *chat* feature on the 'Electronic Opinions' column available in the E-Meeting Hall on the **eASY.KSEI** application. Submission of questions and/or opinions may be made as long as the status of Meeting on the 'General Meeting Flow Text' column is "Discussion started for agenda item no. [ ]".
  - ii. Determination of the mechanism of discussion per Meeting agenda item in writing through the E-Meeting Hall screen on the eASY.KSEI application constitutes the authority of each Company and it shall be set forth by the Company in the Rule of Meeting through the eASY.KSEI application.
  - iii. For agents attending electronically and desiring to submit questions and/or opinions of the shareholders during the session of discussion per Meeting agenda item, it is compulsory to write the name of shareholder and amount of share ownership and then followed by the relevant questions or opinions.

## c. Voting Process

- i. The electronic vote process shall take place on the **eASY.KSEI** application in the E-Meeting Hall menu, Live Broadcasting sub menu.
- ii. For shareholders attending alone or represented by their agents but not yet casting a vote on the Meeting agenda item as referred to in item 11 letter a number i iii, they shall have the opportunity to cast their vote during the voting period through the E-Meeting Hall screen on the eASY.KSEI application opened by the Company. When the period of electronic voting per Meeting agenda item commences, the system shall automatically run the voting time by calculating backwards for a maximum of 5 (five) minutes. During the electronic voting, the status "Voting for agenda item no [ ] has started" shall be shown on the 'General Meeting Flow Text' column. In the event that the shareholders or their agents casts no vote on a particular Meeting agenda item until the status of Meeting shown on the 'General Meeting Flow Text' column changes into "Voting for agenda item no [ ] has ended", then

- the shareholder or proxy thereof shall be deemed to have casted an **Abstain** vote on the relevant Meeting agenda item.
- iii. The *voting time* during the electronic voting process shall be standard time specified on the **eASY.KSEI** application. Each Company may stipulate the direct voting time policy electronically per Meeting agenda item (with the maximum time of 5 (five) minutes per Meeting agenda item) and it shall be set forth in the Rules of Meeting through the **eASY.KSEI** application.

# d. Direct Broadcasting of Meeting

- i. Shareholders or their agents who have registered on the **eASY.KSEI** application until the deadline in item 9 may see the Meeting in progress through the Zoom *webinar* by accessing the **eASY.KSEI** menu, **Tayangan RUPS** (*GMS Broadcast*) submenu existing in the AKSes facility (https://akses.ksei.co.id/).
- ii. Tayangan RUPS (*GMS Broadcast*) has a capacity of up to 500 participants, where the attendance of each participant shall be determined on the first come first serve basis. Shareholders or their agents that not receiving the opportunity to see the Meeting through Tayangan RUPS (*GMS Broadcast*) shall still be deemed legally present electronically and their share ownership and vote shall count at the Meeting, insofar as the same have been registered on the **eASY.KSEI** application as set out in the provisions of item 11 letter a points i v.
- iii. Shareholders or their agents who only seeing the Meeting through Tayangan RUPS (*GMS Broadcast*) but whose attendance is not registered electronically on the **eASY.KSEI** application pursuant to the provisions of item 11 letter a items i v, the attendance of the shareholders or their agents shall be deemed invalid and shall not count in the Meeting attendance quorum.
- iv. Shareholders or agents thereof seeing the Meeting through Tayangan RUPS (GMS Broadcast) shall have the raise hand feature that may be used to submit questions and/or opinions during the session of discussion per Meeting agenda item. In the event that the Company allows the activation of allow talking feature, the shareholders or their agents may submit questions and/or opinions by speaking directly. Determination of the mechanism of discussion per Meeting agenda item using the allow to talk feature existing in Tayangan RUPS (GMS Broadcast) shall constitute the authority of each Company and it shall be set forth by the Company in the Rules of Meeting through the eASY.KSEI application.
- v. In order to gain the best experience in using the **eASY.KSEI** application and/or Tayangan RUPS (*GMS Broadcast*), the shareholders or their agents shall be advised to use the Mozilla Firefox browser.
- 14. In accordance with the provisions of Article 42 paragraph (1) letter a of the Articles of Association and Article 48 of the Financial Services Authority Regulation (POJK) No. 15/2020, the Shareholders of the Company may not grant power to more than one agent for a portion of the number of shares held with a different vote, unless:

- a. Any Custodian Bank or Securities Company as a Custodian representing the clients owning shares of the Company;
- b. Any Investment Manager representing the interests of the managed Mutual Fund By prioritizing the principle of prudence and caution against the developments of current conditions related to the Corona Virus Disease 2019 ("COVID-19") pandemic and compliance with the applicable COVID-19 prevention and control regulations, the Company hereby points out to the Shareholders or Agents to be physically attending the Meeting to follow and pass the applicable security and health protocol at the Meeting venue as follows:
  - a. Wearing a mask properly while at the Meeting venue and during the Meeting;
  - b. Washing hands/using hand sanitizer prior to entering the Meeting venue;
  - c. Not having a body temperature of above 37,5° C based on the examination performed by the Company;
  - d. Completing the Statement of Good Health provided by the registration officer prior to entering the Meeting venue;
  - e. Following the direction of the Meeting committee in implementing the physical distancing policy at the Meeting venue, either before, during or after the Meeting;
  - f. Any Shareholder/Agent suffering from illness, although the body temperature remains in normal threshold, shall not be allowed to enter the Meeting venue;
  - g. Any Shareholder/Agent coughing or sneezing at the Meeting venue shall be asked with due respect to leave the Meeting venue;
  - h. The Company shall announce on the Company's website in case there is any change and/or addition of information related to the Meeting procedures by referring to the latest conditions and developments concerning the prevention of COVID-19 virus spread.

Jakarta, 10 March 2022 Board of Directors of the Company