

# PT ADARO MINERALS INDONESIA TBK INVITATION FOR SHAREHOLDERS

The Board of Directors of PT Adaro Minerals Tbk ("the Company"), domiciled at Gedung Cyber 2 Tower Lantai 34, Jl. HR Rasuna Said Blok X-5, No. 13, Jakarta 12950, is hereby announcing and inviting the Company's shareholders to attend, either electronically or in person, the Annual General Meeting of Shareholders ("the Meeting"), which will be held on Wednesday, May 10, 2023 from 09.00 AM Western Indonesian Time, at Astor Ballroom, The St. Regis Hotel Jakarta, Rajawali Place, Jl. H. R. Rasuna Said Blok Kav. B/4, Jakarta Selatan. The Meeting's agenda and explanations are as follows:

#### Agenda 1

Approval for the Company's Annual Report and the ratification of the Company's Consolidated Financial Statements for the fiscal year of 2022

# **Explanation:**

The approval of the Company's Annual Report and the ratification of the Company's Consolidated Financial Statements for the year ending on December 31, 2022, which has been audited by Daniel Kohar, from Tanudiredja, Wibisana, Rintis & Rekan Public Accounting Firm (a member of PwC global network in Indonesia) and signed on February 27, 2023, with unqualified opinion, for all material respects.

The full release and discharge (acquit et decharge) to all members of the Company's Board of Directors and Board of Commissioners for the management and supervisory actions carried out in the fiscal year 2022.

# Agenda 2

Approval for the appropriation of the Company's net income for the fiscal year of 2022

#### **Explanation:**

The approval for the appropriation of the Company's net income of the fiscal year of 2022.

# Agenda 3

Approval for the appointment of the public accountant or public accounting firm to audit the Company's Financial Statements for the fiscal year of 2023

## **Explanation:**

Based on the Audit Committee's recommendation letter of March 15, 2023, the Company's Board of Commissioners suggested to the Meeting to appoint the Public Accounting Firm Tanudiredja, Wibisana, Rintis dan Rekan (a member of PwC global network in Indonesia) to audit the Company's Consolidated Financial Statements for the current fiscal year, which will end on December 31, 2023, and the replacement, shall any changes occur.

### Agenda 4

Approval for the determination of honorarium or salary and other benefits for the Company's Board of Commissioners and Board of Directors for the fiscal year of 2023

## **Explanation:**

The approval for granting the authority to the Company's Board of Commissioners, who carry out the remuneration function, to determine the honorarium or salary, and other benefits for the members of the Company's Board of Commissioners and Board of Directors for the fiscal year of 2023.

#### Agenda 5

Report of the Realization of the Use of Funds

#### **Explanation:**

Report of the realization of the use of proceeds of the Company's initial public offering.

#### Notes on the Meeting:

- The Meeting will be held offline (by physical attendance) by limiting the attendance of the Shareholders in accordance with point 7 hereunder, and online through KSEI's Electronic General Meeting System ("eASY.KSEI") facility provided by PT Kustodian Sentral Efek Indonesia ("KSEI").
- 2. The Company will not send a separate invitation to the Shareholders and this invitation constitutes the official invitation to the Meeting for all shareholders of the Company.
- 3. The Meeting will be implemented by referring to FSA regulation (POJK) No. 15/POJK.04/2020 on the Plan and Implementation of the General Meeting of Shareholders of Publicly Listed Companies and POJK No. 16/POJK.04/2020 on the Implementation of the General Meeting of Shareholders of Publicly Listed Companies by Electronic Platform.
- 4. The Shareholders who are entitled to attend the Meeting, either in person, online through the electronic platform, or represented by way of the Power of Attorney are the Shareholders whose names are registered on the Company's List of Shareholders on **April 17, 2023 until 16:00 Western Indonesian Time** ("the Shareholders").
- 5. a. The Company has prepared 2 (two) types of power of attorney for the Shareholders, which include power of attorney for attendance and voting, including raising (a) question(s) in each Meeting agenda to the Company's Securities Administration Bureau, PT Ficomindo Buana Registrar, based on the following power of attorney:

# i. Conventional Power of Attorney (PoA)

The Shareholders can download the draft of the PoA on the Company's website <a href="https://www.adarominerals.id">www.adarominerals.id</a>. The original copy of the PoA completed and signed on a stamp of Rp10,000 shall be sent to the Company's Securities Administration Bureau: PT Ficomindo Buana Registrar at Jl. Kyai Caringin No.2-A, RT.11/RW.4, Cideng, Kecamatan Gambir, Jakarta Pusat, DKI Jakarta 10150, Telephone: +62 21 2263 8327, by attaching a copy of ID card (KTP/passport). The Shareholders of a legal entity shall attach a copy of the latest articles of association, a copy of the latest deeds of the Board of Commissioners and the Board of Directors' appointments, and a copy of the ID card of the PoA's principal.

The PoA and supporting documents shall have been received by the Securities Administration Bureau no later than 1 (one) business day before the date of the Meeting at 12:00 noon Western Indonesian Time.

If the PoA of the Shareholders is signed outside Indonesia, the PoA must be legalized by the nearest Indonesian embassy or consulate where the PoA is signed.

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# ii. E-Proxy

The delegation of power of attorney through the eASY.KSEI application is accessible on https://easy.ksei.co.id/ as the mechanism for delegation of power of attorney through electronic platform (e-Proxy). E-Proxy can be executed since the date of this invitation until 1 (one) business day before the date of the Meeting at 12:00 noon Western Indonesian Time.

- b. Only the PoAs validated as those granted by the Company's Shareholders are allowed to attend the Meeting by presenting the PoA, which will be counted in the quorum for voting.
- 6. Further guidelines for registration and explanation on eASY.KSEI are presented on the Company's website www.adarominerals.id and KSEI's website www.easy.ksei.co.id.
- 7. The Shareholders and/or the Shareholders' Proxies wishing to attend the Meeting in person must follow and pass the following health and safety protocols applicable at the venue of the Meeting:
  - a. The Shareholders and/or the Shareholders' Proxies must wear a face mask in the area of the Meeting venue.
  - b. The Shareholders and/or the Shareholders' Proxies who have a health condition similar to flu / cough / cold / fever / sore throat / shortness of breath / diarrhea are not allowed to enter the Meeting venue.
  - c. The Meeting will be conducted by limiting the number of the Shareholders and/or the Shareholders' Proxies who attend in person, and the Company will determine the number of the Shareholders who can attend in person.
- 8. The Shareholders and/or the Shareholders' Proxies who cannot fulfil the entire conditions outlined in point 7 above must delegate power of attorney according to the conditions as stated in point 5 above.
- 9. The Company is entitled to forbid any Shareholders or Shareholders' Proxies from participating in the Meeting in person, or to ask any Shareholders or Shareholders' Proxies to leave the Meeting venue, if such Shareholders or Shareholders' Proxies do not fulfil the conditions stated in point 7 above and/or considered dangerous for the surrounding area or the other Shareholders or Shareholders' Proxies.

- 10. The Company's Annual Report and Consolidated Financial Statements of 2022 and the Meeting Agenda can be downloaded on the Company's website at <a href="www.adarominerals.id">www.adarominerals.id</a> as of the date of this Invitation. The Shareholders may ask questions relevant to the Meeting Agenda through email to <a href="corsec@adarominerals.id">corsec@adarominerals.id</a>. As long as they are relevant, these questions will be read during the discussion of the Meeting Agenda.
- 11. The Shareholders and/or Shareholders' Proxies who wish to attend the Meeting in person must have been present at the Meeting venue at the latest 1 (one) hour before the commencement of the Meeting.
- 12. Other matters not yet set forth in this Meeting Invitation will be later determined and arranged in the Meeting's Rules of Conduct available on eASY.KSEI website and the Company's website at <a href="https://www.adarominerals.id">www.adarominerals.id</a>.

Jakarta, April 18, 2023
PT ADARO MINERALS INDONESIA TBK

The Board of Directors