# ANNUAL GENERAL MEETING OF SHAREHOLDERS – PT BANK MAYBANK INDONESIA, TBK. 26 MARCH 2021 ("MEETING")

NINTH AGENDA – THE CHANGES ON THE COMPANY'S ARTICLES OF ASSOCIATION ("AOA")

# **Current AOA**

# Article 4.4

The Directors shall announce the resolution concerning issuance of shares by way of limited public offering in 2 (two) Indonesian daily newspapers, 1 (one) of them is widely circulated in the territory of Republic of Indonesia and the other 1 (one) is published at the Company's domicile according to the consideration of the Directors.

# **Proposed Revision of AOA**

#### Article 4.4

The Directors shall announce the resolution concerning issuance of shares by way of limited public offering in Indonesia Stock Exchange's website and in the Company's website.

# Article 8.13

The Investment Manager shall be entitled to attend and vote in the General Meeting of Shareholders for the shares included in the Collective Custody at the Custodian Bank constituting part of portfolio of Mutual Fund Stock in the form of collective investment contract and not included in the Collective Custody at the Depository and Settlement Institution, on condition that the Custodian Bank must submit the name of Investment Manager 1 (one) business day prior to the date of summons of General Meeting of Shareholders.

#### Article 8.13

The Investment Manager shall be entitled to attend and vote in the General Meeting of Shareholders for the shares included in the Collective Custody at the Custodian Bank constituting part of portfolio of Mutual Fund Stock in the form of collective investment contract and not included in the Collective Custody at the Depository and Settlement Institution, on condition that the Custodian Bank must submit the name of Investment Manager 1 (one) business day prior to the date of summons of General Meeting of Shareholders.

## Article 10.3

The Annual General Meeting of Shareholders shall be convened every year, not later than 6 (six) months after the Company's fiscal year is closed.

## Article 10.3

- a. The Annual General Meeting of Shareholders shall be convened every year, not later than 6 (six) months after the Company's Financial Year ends.
- In certain conditions, the Financial Services
   Authority may set a time limit other than as stipulated in letter a in this paragraph.

#### Article 10.4

d. Public Accountant shall be appointed.

#### Article 10.4

d. The resolution on the appointment of Public Accountant and/or Public Accountant Firm who will provide audit service for annual historical financial information shall be made by taking into consideration the suggestion from the Board of Commissioners and the



recommendation from Audit Committee.

In the event that the Annual General Meeting of Shareholders is unable to decide the appointment of Public Accountant and/or Public Accountant Firm, the Annual General Meeting of Shareholders may delegate such authority to the Board of Commissioners, along with the explanation on the reason for authority delegation and criteria or limitation of Public Accountant and/or Public Accountant Firm that may be appointed.

#### Article 10.5

Approval of the Annual Accounts by the Annual General Meeting of Shareholders shall be deemed as fully provide acquittal and discharge from liability to the members of Directors and Board of Commissioners for the management and supervision which have been performed during the recently foregoing fiscal year, provided that such action is reflected in the Annual Accounts.

#### Article 10.5

Approval of the Annual Accounts by the Annual General Meeting of Shareholders shall be deemed as fully provide acquittal and discharge from liability to the members of Directors and Board of Commissioners for the management and supervision which have been performed during the recently foregoing fiscal year, provided that such action is reflected in the Annual Accounts and is not criminal offenses.

#### Article 10.6

1 (one) or more shareholder/s jointly representing 1/10 (a tenth) of total shares with valid voting right is entitled to request to convene a General Meeting of Shareholders as set forth in paragraph 1 of this Article

The request for convening a General Meeting of Shareholders and the reason thereof shall be submitted to the Directors by a registered letter.

# Article 10.6

The Board of Commissioners or 1 (one) or more shareholders jointly representing a miminum 1/10 (a tenth) of total shares with valid voting right is entitled to request to convene a General Meeting of Shareholders.

The request for convening a General Meeting of Shareholders and the reason thereof shall be submitted to the Board of Directors by a registered letter.

# Article 10.7

a. The Directors shall promulgate a General Meeting of Shareholders not later than 15 (fifteen) calendar days from the date on which a written request, as set forth in paragraph 6 of this Article, is received by the Directors.

# Article 10.7

The Board of Directors shall promulgate a General Meeting of Shareholders not later than 15 (fifteen) calendar days from the date on which a written request from the Board of Commissioners or shareholders is received by the Board of Directors.

The Board of Directors must submit a notification of meeting's agenda and the registered letter as referred to in paragraph 6 in this article from the shareholders or the Board of Commissioners to



b. In case the Directors do not promulgate the General Meeting of Shareholders as set forth in letter a of this paragraph, the shareholders may resubmit a request for convening a General Meeting of Shareholders as set forth in paragraph 1 of this Article to the Board of Commissioners and, the Board of Commissioners must promulgate a General Meeting of Shareholders within a period of 15 (fifteen) calendar days from the date on which such written request is received by the Board of Commissioners.

Financial Services Authority within 5 (five) business days at the latest before the announcement.

#### Article 10.8

a. In the event that the Board of Directors fails to announce the General Meeting of Shareholders as referred to in paragraph 7 in this article, as the proposal from the shareholders, within 15 (fifteen) days at the latest since the date of the request to convene the General Meeting of Shareholders is received by the Board of Directors, the Board of Directors must announce that there is a request for the organization of General Meeting of Shareholders from shareholders and the reasons for not holding the General Meeting of Shareholders.

In the event that the Board of Directors has made the announcement or 15 (fifteen) days period has elapsed, the shareholders may resubmit the request to convene the General Meeting of Shareholders to the Board of Commissioners and the Board of Commissioners must make an announcement of the General Meeting of Shareholders within 15(fifteen) days since the written request for the organization of General Meeting of Shareholders is received by the Board of Commissioners.

The Board of Commissioners must submit a notification of the meeting's agenda to the Financial Services Authority within 5 (five) business days at the latest before the announcement.

## Article 10.8

If the Directors or Board of Commissioners does not promulgate a General Meeting of Shareholders as set forth in paragraph 7 of this Article, then within a period of not later than 15 (fifteen) calendar days from the date when such request is received, the Directors or Board of Commissioners shall promulgate in 1 (one) nationally circulated Indonesian newspaper, website of stock exchange and website of the Company concerning request of the shareholders accompanied by the reason for not convening a General Meeting of Shareholders.

## Article 10.8

b. If the Board of Commissioners fails to make the announcement as referred to in letter a in this paragraph, within 15 (fifteen) days at the latest since the date of the request to convene the General Meeting of Shareholders is received by the Board of Commissioners, the Board of Commissioners must announce that there is a request for the organization of General Meeting of Shareholders from shareholders and the reasons for not holding the General Meeting of Shareholders.



In the event that the Board of Commissioners has made the announcement or the 15 (fifteen) days period has elapsed, shareholders may file a request to convene the General Meeting of Shareholders to the chairman of district court whose jurisdiction covers the domicile of the Company.

#### Article 10.9

- a. If the Board of Directors fails to make the announcement of the General Meeting of Shareholders as referred to in paragraph 7 in this article, based on the proposal from the Board of the Commissioners, within 15 (fifteen) days at the latest since the date of the request to convene General Meeting of Shareholders is received by the Board of Directors, the Board of Directors must announce that there is a request for the organization of General Meeting of Shareholders from the Board of Commissioners and the reasons for not holding the General Meeting of Shareholders.
- b. In the event that the Board of Directors has made the announcement or the 15 (fifteen) days period has elapsed, the Board of Commissioners shall hold the General Meeting of Shareholders on their own.
- c. The Board of Commissioners must announce the General Meeting of Shareholders within 15 (fifteen) days at the latest since the date of the announcement as referred to in letter a in this paragraph or the 15 (fifteen) days period as referred to in letter b in this paragraph has elapsed.
- d. The Board of Commissioners must submit a notification of the meeting's agenda to the Financial Services Authority within 5 (five) business days before the announcement, as referred to in letter c in this article.

## Article 10.9

If the Board of Commissioners does not promulgate the General Meeting of Shareholders as set forth in paragraph 7 letter b of this Article, the shareholders as set forth in paragraph 6 of this Article shall

# Article 10.10

The Shareholders as reffered to in paragraph 8 letter b in this article may convene General Meeting of Shareholders at the expense of the Company after obtaining a ruling for permit issuance for convening



convene a General Meeting of Shareholders at the expense of the Company after obtaining a ruling for permit issuance for convening a General Meeting of Shareholders from the Chairman of District Court with jurisdiction encompassing the Company's domicile.

a General Meeting of Shareholders from the Chairman of District Court with jurisdiction encompassing the Company's domicile.

#### Article 10.10

The General Meeting of Shareholders convened as set forth in paragraph 9 of this Article must observed the ruling of the Chairman of District Court who grants such permit issuance, and other obligations contemplated in the regulation of Financial Service Authority or other regulation concerning capital market.

# Article 10.11

If the request to convene the General Meeting of Shareholders is fulfilled by the Board of Directors or the Board of Commissioners or is stipulated by the chairman of the district court, shareholders who request to convene the General Meeting of Shareholders as referred to in paragraph 6 in this article must comply with the implementation procedure and other provisions as referred to in Financial Services Authority regulations or other regulations in the capital market, including not to transfer share ownership within 6 (six) months from the announcement of the General Meeting of Shareholders or from the date of the determination of the Chairman of District Court (whichever happens first).

#### Article 11.1

A General Meeting of Shareholders shall be convened at the Company's domicile or Company' business site or a site where the Stock Exchange is domiciled in Indonesia or site where the Company's shares are listed, provided that the General Meeting of Shareholders must be held in the territory of Republic of Indonesia.

# Article 11.1

A General Meeting of Shareholders shall be convened at the Company's domicile or Company' business site or in the provincial capital of the domicile or business activity of the Company, or in the provincial capital where the Stock Exchange where the Company's shares are listed is located, provided that the General Meeting of Shareholders must be held in the territory of Republic of Indonesia.

The Company may hold a General Meeting of Shareholders electronically with due observance of the provisions of the Financial Services Authority Regulation concerning the Implementation of the Electronic General Meeting of Shareholders of Public Companies.

#### Article 11.2

# Article 11.2

a. The Company is required to submit notification of the agenda of the meeting to the Financial Services Authority no later than 5 (five) working

- a. Not less than 14 (fourteen) calendar days before convening a General Meeting of Shareholders, excluding the date of promulgation and date of summons, the Directors shall promulgate a General Meeting of Shareholders to the shareholders by posing an advertisement in, at least, 1 (one) nationally circulated Indonesian daily newspaper, and in the website of Stock Exchange or website of the Company.
- b. The promulgation of General Meeting of Shareholders which uses foreign language shall stipulate information which is similar to the one stipulated in the promulgation of General Meeting of Shareholders which uses Indonesian Language. In the event of different interpretation between both languages, then information in Indonesian Language shall be applicable.

days prior to the announcement of the GMS, excluding the date of the announcement of the GMS. The agenda for the meeting must be disclosed in a clear and detailed manner.

In the event that the General Meeting of Shareholders is held based on the request from the shareholders, the notification of the agenda of the General Meeting of Shareholders must also contain information as stipulated in the Financial Services Authority Regulation regarding the Planning and Implementation of the General Meeting of Shareholders of a Public Company.

b. The Company is obliged to make an Announcement of the General Meeting of Shareholders to shareholders no later than 14 (fourteen) calendar days prior to the summons of the General Meeting of Shareholders, excluding the date of the announcement and the date of the invitation.

#### Removed

## Article 11.3

a. The summons of General Meeting of Shareholders shall be served not later than 21 (twenty one) business days prior to the date of General Meeting of Shareholders, excluding the date of summons and date of the General Meeting of Shareholders, by posting an advertisement in, at least, 1 (one) nationally circulated Indonesian daily newspaper, and in the website of Stock exchange or website of the Company.

b. The summons of General Meeting of

# Article 11.3

The Company is obliged to conduct a Summon of the General Meeting of Shareholders to the shareholders within 21 (twenty-one) days at the latest before the organization of General Meeting of Shareholders, excluding the date of summons and the date of the General Meeting of Shareholders.

Removed



Shareholders which uses foreign language shall contain information similar to the one in the Summons of General Meeting of Shareholders using Indonesian Language. In the event of different interpretation between both languages, then the information in Indonesian Language shall be applicable.

# Article 11.4

The Summons of General Meeting of Shareholders shall contain, at least, day, date, hour, venue, provision concerning shareholders entitled to attend and agenda of the Meeting, including elucidation thereof, including elucidation thereof, and information that the material to be discussed in the General Meeting of Shareholders, namely physical documents, are available at the Company's office, free of charge, from the date of summons up to the date of General Meeting of Shareholders. The material of meeting in the form of copy of electronic document shall be accessed through the Company's website.

The summons of Annual General Meeting of Shareholders shall also mention that the annual report as set forth in Article 23 paragraph 4 has been available at the Company's office and that the copy of balance sheet and statements of income of the recently foregoing fiscal year can be obtained from the Company at the written request of the shareholders.

#### Article 11.4

- The Summons of General Meeting Shareholders shall contain, at least, day, date, hour, venue, provision concerning shareholders entitled to attend, agenda of the Meeting including an explanation of each agenda of the Meeting, and information that shareholders can provide power of attorney through e-GMS, as well as information that the materials which will be discussed in the General Meeting of Shareholders are available since the date of the summon until the date of the General Meeting of Shareholders, which can be accessed through the Company's website and/or e-GMS.
- b. The provisions for summons for the General Meeting of Shareholders in paragraph 3 and 4 of this Article *mutatis mutandis* apply to summons for a General Meeting of Shareholders by shareholders who have obtained a court order to hold a General Meeting of Shareholders, as referred to in Article 10 paragraph 10.
- c. The summons of Annual General Meeting of Shareholders shall also mention that the annual report as set forth in Article 23 paragraph 4 has been available at the Company's office and that the copy of balance sheet and statements of income of the recently foregoing fiscal year can be obtained from the Company at the written request of the shareholders.
- d. The Company is obliged to make corrections to the summons for the General Meeting of Shareholders if there is a change in information in the summons for the General Meeting of Shareholders that has been made. In the event that the summons for the General Meeting of Shareholders contain information on the change of the date of the General Meeting of

- Shareholders and or additions to the agenda for the General Meeting of Shareholders, the Company is obliged to make re-summons of the General Meeting of Shareholders, by the procedure as stipulated in paragraph 3 and paragraph 4 of this Article.
- e. If the change in information regarding the date of the General Meeting of Shareholders and / or the addition of the agenda of the General Meeting of Shareholders is not because of the Company's fault or by the Financial Services Authority's order, the provisions on the obligation to make a re-summon of the General Meeting of Shareholders as referred to in letter a of this paragraph do not apply, as long as the Financial Services Authority does not order a resummon.

#### Article 11.7

Unless otherwise stipulated in these Articles of Association, the General Meeting of Shareholders shall be chaired by a member of the Board of Commissioners appointed by the Board of Commissioners. Members of the Board of Commissioners may delegate the authority for chairing the meeting to the President Director or a member of the Directors.

In the event that all members of the Board of Commissioners are not present or absent due to any cause that is not necessarily be proven to the third party, then the General Meeting of Shareholders shall be chaired by one of members of the Directors designated by the Directors.

In case all members of the Directors are not present or absent due to any cause that is not necessarily proven to the third party, then the General Meeting of Shareholders shall be chaired by a shareholder attending the General Meeting of Shareholders and designated from and by participants of the General Meeting of Shareholders.

# Article 11.10

Based on any matter discussed and resolved in the

#### Article 11.7

The General Meeting of Shareholders will be chaired by a member of the Board of Commissioners who is appointed by the Board of Commissioners. The appointed member of the Board of Commissioners may delegate the authority to chair the meeting to the President Director or to a member of the Board of Directors.

In the event that all members of the Board of Commissioners are not present or absent due to any reason that is not necessarily be proven to the third party, then the General Meeting of Shareholders shall be chaired by one of members of the Directors designated by the Directors.

In case all members of the Directors are not present or absent due to any reason that is not necessarily proven to the third party, then the General Meeting of Shareholders shall be chaired by a shareholder attending the General Meeting of Shareholders and designated from and by participants of the General Meeting of Shareholders.

# Article 11.10

Based on any matter discussed and resolved in the



General Meeting of Shareholders, a Minutes of Meeting shall be made.

The Minutes of Meeting shall be made by a person that is present and designated by the Chairman of meeting, as well as signed by the Chairman of meeting and a shareholder or proxy of shareholder who is attending the meeting, who is designated therefor by the General Meeting of Shareholders, in order to ensure the completeness and correctness of the Minutes of Meeting.

The Minutes of Meeting shall be a valid proof to all shareholders and third parties concerning resolution and any matter arising in the meeting.

General Meeting of Shareholders, a Minutes of Meeting shall be made.

The Minutes of Meeting shall be made and signed by the Chairman of the Meeting and at least one shareholder who appointed for that purpose by the participants of the General Meeting of Shareholders, to ensure the completeness and correctness of the Minutes of the Meeting.

The Minutes of Meeting shall be a valid proof to all shareholders and third parties concerning resolution and any matter arising in the meeting.

# Has not been regulated yet

# Article 11.12

Any notification/information to the shareholders in relation with the General Meeting of Shareholders, including but not limited to the announcement, summons, re-summons, the minutes of meeting, will be informed by the Company at least through the Company's website, Stock Exchange's website, and e-GMS provider's website in Indonesia and foreign languages.

Notifications/information in foreign language will contain the same information as information in Indonesia language. In the event that there are differences in interpretation between the two, the information in Indonesia language shall prevail.

# Article 12.1

g. Has not been regulated yet

h. Has not been regulated yet

# Article 12.1

- g. The decision of the General Meeting of Shareholders as referred to in letter a and letter e of this paragraph is valid if it is approved by more than 1/2 (one half) of the total shares with voting rights present at the GMS, unless otherwise stipulated in the Articles of Association.
- h. The attendance quorum and the decision quorum of the General Meeting of Shareholders as referred to in letter a and letter e of this paragraph also apply to attendance quorum and the decision quorum of General Meeting of Shareholders for material transaction agenda and/or changes in business activities, except for material transaction agenda in the form of a

transfer of the Company's asset	ts for more than
50% (fifty percent) of the total n	et assets.

# Article 12.2

The presence of a shareholder can be represented by any other shareholder or other person based on a power of attorney.

#### Article 12.2

Shareholders who are entitled to attend the General Meeting of Shareholders are shareholders whose names are registered in the register of shareholders 1 (one) working day prior to the summons for the General Meeting of Shareholders.

The presence of a shareholder can be represented by any other shareholder or other person based on a power of attorney.

The Chairman of Meeting shall be entitled to ask that the power of attorney for representing the shareholder is shown when the Meeting is convened, except for power of attorney given by shareholders electronically through e-GMS.

## Article 12.3

The Chairman of Meeting shall be entitled to ask that the power of attorney for representing the shareholder is shown when the Meeting is convened.

#### Article 12.3

- a. The Company is obliged to provide an alternative to granting power of attorney electronically for shareholders to attend and vote at the General Meeting of Shareholders.
- b. Parties who may become an electronic Proxies shall include:
  - Participants who administer securities subaccount/securities owned by shareholders;
  - 2. Parties who are provided by the Company;
  - 3. Parties who are appointed by shareholders.

#### Article 12.4

In the General Meeting of Shareholders, each share shall entitle the holder to cast 1 (one) vote.

The vote cast by a shareholder shall be equally applicable for all shares held by it.

The power delegated to more than one proxy, for part of shares held by it, with different vote, shall not be counted in voting, except for a Custodian representing its customers or Investment Manager representing the interest of Mutual Fund managed by it.

#### Article 12.4

In the General Meeting of Shareholders, each share shall entitle the holder to cast 1 (one) vote.

The vote cast by a shareholder shall be equally applicable for all shares held by it.

Shareholders 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 for the Custodian representing its customers or Investment Manager representing the interest of Mutual Fund managed by it.



# Article 12.5

A member of the Directors, member of the Board of Commissioners and employee of the Company may act as a proxy in the General Meeting of Shareholders, but the vote cast by it as a proxy in the General Meeting of Shareholders shall not be counted in voting.

#### Article 12.5

A member of the Directors, member of the Board of Commissioners and employee of the Company may act as a proxy in the General Meeting of Shareholders, but the vote cast by them as a proxy in the General Meeting of Shareholders shall not be counted in voting.

In the event that the power of attorney is granted electronically, members of the Board of Directors, members of the Board of Commissioners and employees of the Company cannot act as proxies in the General Meeting of Shareholders.

#### Article 12.12

Has not been regulated yet

# Article 12.12

- a. In the event that a second General Meeting of Shareholders and a third General Meeting of Shareholders is convened, the provisions of shareholders who are entitled to attend are as follows:
  - for the second General Meeting of Shareholders, shareholders who are entitled to attend are the registered shareholders whose names are registered in the Company's list of shareholders 1 (one) working day prior to the summons of the second General Meeting of Shareholders;
  - for the third General Meeting of Shareholders, shareholders who are entitled to attend are the registered shareholders whose names are registered in the Company's list of shareholders 1 (one) working day prior to the summons of the third General Meeting of Shareholders.
- b. In the event of a re-summons as referred to in Article 11 paragraph 4 letter d, the shareholders who are entitled to attend the General Meeting of Shareholders are shareholders whose names are registered in the Company's list of shareholders 1 (one) working day prior to the resummons of the General Meeting of Shareholders.
- c. In the event that the correction of the summons does not result in a re-summons as referred to in Article 11 paragraph 4 letter d, the

shareholders who are entitled to attend shall
comply with the provisions of the shareholders
as referred to in paragraph 2 of this Article.

# Article 12.13

Has not been regulated yet

#### Article 12.13

In the event that the General Meeting of Shareholders is a General Meeting of Shareholders which is only attended by Independent Shareholders, the Company must comply with the provisions stipulated in the Financial Services Authority Regulation regarding the Planning and Implementation of the General Meeting of Shareholders of Public Companies.

#### Article 13.1

Amendment to the articles of association that require approval from the Minister of Law and Human Rights of the Republic of Indonesia shall be decided by General Meeting of Shareholders attended by shareholders representing, at least, 2/3 (two third) of total shares with valid voting right having been issued by the Company and the resolution is approved by more than 2/3 (two third) of total votes legally cast in the General Meeting of Shareholders.

Such amendment to the Articles of Association shall be drawn up under a notarial deed and in Indonesian Language, not later than 30 (thirty) days from the date of resolution of General Meeting of Shareholders.

# Article 13.1

Amendments to the articles of association that require the approval from the Minister of Law and Human Rights of the Republic of Indonesia, other than the amendments to extend the period of establishment of the company, shall be decided by General Meeting of Shareholders attended by shareholders representing, at least, 2/3 (two third) of total shares with valid voting right having been issued by the Company and the resolution is approved by more than 2/3 (two third) of total votes legally cast in the General Meeting of Shareholders.

Such amendment to the Articles of Association shall be drawn up under a notarial deed and in Indonesian Language, not later than 30 (thirty) days from the date of resolution of General Meeting of Shareholders.

## Article 13.6

The resolution concerning capital decrease shall be notified in writing to all creditors of the Company and promulgated by the Directors in 2 (two) Indonesian daily newspaper, 1 (one) of them is widely circulated in the territory of Republic of Indonesia and the other 1 (one) is published at the Company's domicile as specified by the Directors and in a State Gazette, not later than 7 (seven) calendar days from the date of resolution concerning the capital decrease.

## Article 13.6

Without prejudice to the provisions in Article 11.12, the resolution concerning capital decrease shall be notified in writing to all creditors of the Company and promulgated by the Directors in 2 (two) Indonesian daily newspaper, 1 (one) of them is widely circulated in the territory of Republic of Indonesia and the other 1 (one) is published at the Company's domicile as specified by the Directors and in a State Gazette, not later than 7 (seven) calendar days from the date of resolution concerning the capital decrease.



#### Article 14.1

By observing the prevailing law and regulation, a merger, consolidation, spin-off acquisition, takeover, separation can only be performed based on a resolution of General Meeting of Shareholders attended by the shareholders representing, at least, 3/4 (three fourth) of total shares with valid voting right having been issued by the Company and the resolution is approved by more than 3/4 (three fourth) of total votes legally cast in the General Meeting of Shareholders.

#### Article 14.1

By observing the prevailing law and regulation, a merger, consolidation, spin-off acquisition, takeover, separation, application for bankruptcy, extension of the period of establishment of the Company and the dissolution, can only be performed based on a resolution of General Meeting of Shareholders attended by the shareholders representing, at least, 3/4 (three fourth) of total shares with valid voting right having been issued by the Company and the resolution is approved by more than 3/4 (three fourth) of total votes legally cast in the General Meeting of Shareholders.

#### Article 14.2

The Directors shall promulgate in 2 (two) Indonesian daily newspapers 1 (one) of them is widely circulated in the territory of Republic of Indonesia and the other 1 (one) is published at the Company's domicile as specified by the Directors concerning the plan of merger, consolidation, acquisition, and spin-off of the Company, not later than 14 (fourteen) calendar days prior to the date of summons of General Meeting of Shareholders.

#### Article 14.2

Without prejudice to the provisions in Article 11.12, the Board of Directors must announce in at least 1 (one) Indonesian language daily newspaper, the summary of the plan for the merger, consolidation and acquisition of the Company or separation, no later than 21 (twenty one) calendar days prior to the invitation to the General Meeting of Shareholders.

# Article 17.5

The Meeting of Directors shall be convened at the Company's domicile or the Company's business site.

# Article 17.5

The Board of Directors Meetings shall be convened at the Company's domicile or the Company's business site.

The Board of Directors Meetings can also be held electronically by using teleconferencing media, video conferencing or other electronic media.

If all members of the Directors are present or represented, such prior summons shall not be required and the Meeting of Directors shall be entitled to adopt a valid and binding resolution.

If all members of the Directors are present or represented, such prior summons shall not be required and the Meeting of Directors shall be entitled to adopt a valid and binding resolution.

#### Article 20.5

The Meeting of the Board of Commissioners shall be convened at the Company's domicile or the Company's business site.

# Article 20.5

The Meeting of the Board of Commissioners shall be convened at the Company's domicile or the Company's business site.

The Board of Commissioners Meetings can also be held electronically by using teleconferencing media, video conferencing or other electronic media.



If all members of the Board of Commissioners are present or represented, such prior summons shall not be required and the Meeting of the Board of Commissioners shall be entitled to adopt a valid and binding resolution.

If all members of the Board of Commissioners are present or represented, such prior summons shall not be required and the Meeting of the Board of Commissioners shall be entitled to adopt a valid and binding resolution.