



## SUMMARY MINUTES OF GENERAL MEETING OF SHAREHOLDERS

2023

### PT ASURANSI MULTI ARTHA GUNA Tbk ("Company")

Summary Minutes of General Meeting of Shareholders ("GMS") of PT ASURANSI MULTI ARTHA GUNA Tbk, domiciled in Jakarta Pusat (the "Company") convened on Thursday, 22 June 2023, at the location of The President Lounge, Menara Batavia, Jalan Kyai Haji Mas Mansyur Nomor 126, Karet Tengsin, Kecamatan Tanah Abang, Kota Jakarta Pusat, Daerah Khusus Ibukota Jakarta 10220 with details as follows:

#### I. Annual GMS (AGMS)

The Minutes of the Company's AGMS on 22 June 2023 are as stated in the Cover Note of the Minutes of Meeting made by AULIA TAUFANI, SH, Notary in Jakarta which will then be made in the Deed of Minutes of the Annual General Meeting of Shareholders of PT ASURANSI MULTI ARTHA GUNA Tbk dated June 22, 2023, number 90, contains the following:

1. AGMS was held electronically hybrid by using application of eASY.KSEI completed by live broadcast of GMS via AKSES KSEI which was implemented by referring to OJK Regulation Number 16/POJK.04/2020 concerning the Implementation of General Meeting of Shareholders of the Public Company in Electronical Way.
2. AGMS was chaired by Mr. Lukman Abdullah as Independent Commissioner in accordance with article 46 of Company Article Association section (1) and (2) as well as based on BOC Decree dated 13 June 2023.
3. AGMS was conducted with the following details:

Day/Date AGMS	: Thursday, 22 June 2023
Place AGMS	: The President Lounge, Menara Batavia, Jalan Kyai Haji Mas Mansyur Nomor 126, Karet Tengsin, Kecamatan Tanah Abang, Kota Jakarta Pusat, Daerah Khusus Ibukota Jakarta 10220
Time AGMS	: 10.09 - 11.14 AM

Agenda AGMS :

- 1) Approval and ratification of the Board of Directors' Report of the Company regarding the Company's business activities and financial administration for the Financial Year ended 31 December 2022, as well as approval and ratification of the Company's Financial Statements, including the Company's Balance Sheets and Profit/Loss Account for the Financial Year ended 31 December 2022, approval of the Annual Report and Supervisory Report of the Company's Board of Commissioners, as well as the granting of full release and discharge (Acquit et de Charge) to all members of the Board of Directors and Board of Commissioners of the Company for the supervisory and management actions that have been taken in the financial year ended 31 December 2022.

- 2) Approval of the use of Company's Profit for the financial year ended 31 December 2022.
- 3) Appointment of Public Accountant to audit the Company's books for the financial year ended 31 December 2023, and the granting of authority to the Company's Board of Commissioners to determine the amount of honorarium for the public accountant and other requirements for such appointment.
- 4) Approval of the determination of salaries and other benefits for members of the Company's BOD, as well as honorarium and other allowances for members of the Company's BOC for the financial year of 2023.
- 5) Reappointment Board of Commissioners and Board of Directors by referring to the prevailing regulations.

4. BOC Members and BOD who attend the AGMS:

**Board of Commissioners**

Ramaswamy Athappan	President Commissioner
Dedi Setiawan	Vice President Commissioner
Lukman Abdullah	Independent Commissioner
Dr. H. Firdaus Djaelani, MA	Independent Commissioner

**Board of Directors**

Pankaj Oberoi	President Director
Karel Fitriyanto	Vice President Director
Thomas Paitimusa	Vice President Director
Arun Arjandas Nanwani	Vice President Director
Dinesh Ramu	Finance Director
Peggy Wistan	Director

5. Total number of shares with valid voting rights present at AGMS : 4.002.133.713 shares from 4.986.184.416 shares which is the total share with valid voting rights issued by the Company (after reducing with the number of shares which buyback by the Company/Treasury Shares).

Percentage of the total number of shares which has the valid voting rights : 80,265988 %

6. In the AGMS, the Shareholders had been provided opportunity to submit the question, comment or opinion related the AGMS Agenda
7. Numbers of shareholders who raised question, comment or opinion related the AGMS Agenda with the following details:

- Agenda 1<sup>st</sup> : 0 question/comment/opinion
- Agenda 2<sup>nd</sup> : 1 (one) question/comment/opinion  
( 1 submitted in physically attendance )

- Agenda 3<sup>rd</sup> : 0 question/comment/opinion
- Agenda 4<sup>th</sup> : 0 question/comment/opinion
- Agenda 5<sup>th</sup> : 0 question/comment/opinion

8. Voting mechanism in making decision on the AGMS :

- All decision in AGMS was taken based on mutual consensus. In the event the decision based on mutual consensus fails to reached, the decision shall be valid based on the majority votes by referring to the presence quorum and decision quorum requirement of AGMS, unless in the Company Article of Association stated differently. From the presence quorum and decision quorum of AGMS based on Company Article of Association are more than ½ (one-half).
- Decision making from each agenda can be conducted are as follows:
  - For Shareholders who present physically, if there is shareholders or their proxies who disagree and/or give the abstain, then required to raise hands and subsequently give the voting form to the AGMS Officials to be provided to AGMS Committee, shareholders who not raised hand will be deemed agreed with the proposed proposal of decision is conveyed
  - For Shareholders who join electronically, can use the feature "E-Voting" on the eASY.KSEI system according to the timeline provided in AGMS Rules to give the votes agree/disagree/abstain, shareholders who not use feature E-Voting shall be deemed abstain/blank
- The Notary will recap and calculate numbers of votes of the Shareholders submitted either physically or electronically.

9. The result of the voting and AGMS decision are conducted by voting:

- Agenda 1

Result of Voting

Agree	Disagree	Abstain
4.002.133.613 shares (99,999998 %)	100 shares (0.000002 %)	0 shares (0%)

AGMS Decision

Approved and ratified the Board of Directors' Report of the Company regarding the Company's business activities and financial administration for the Financial Year ended 31 December 2022, as well as approval and ratification of the Company's Financial Statements, including the Company's Balance Sheets and Profit/Loss Account for the Financial Year ended 31 December 2022, approval of the Annual Report and Supervisory Report of the Company's Board of Commissioners, as well as the granting of full release and discharge (Acquit et de Charge) to all members of the Board of Directors and Board of Commissioners of the Company for the supervisory and management actions that have been taken in the financial year ended 31 December 2022.

- **Agenda 2**

Result of Voting

Agree	Disagree	Abstain
4.002.133.313 shares (99.999998%)	400 shares (0.000010%)	0 shares (0%)

AGMS Decision

As the proposed second Agenda, particularly related to the dividend payment, was disagreed, hence the decision of the second Agenda are as follows:

Approve on the Company profit utilization for the financial year ended 31 December 2022 as follows :

- A total of Rp. 3.000.000.000,- (three billion Rupiah) as reserve fund in accordance with the provision of the Company's Articles of Association;
- As cash dividends for the financial year ended 31 December 2022 amounting IDR 20,00 (twenty Rupiahs), per share or amounting IDR 100.000.000.000,00 (One hundred Billion Rupiahs), and give the authority Board of Directors to determine schedule as well as dividend payment mechanism according to the prevailing regulations.
- The remaining net profit for the financial year which ended on 31 December 2022 upon reserve fund and cash dividend payment reduction to be utilized for investment purposes and working capital of the Company and shall be recorded as retained earnings.

- **Agenda 3**

Result of Voting

Agree	Disagree	Abstain
4.002.133.613 shares (99,999998 %)	100 shares (0.000002 %)	0 shares (0 %)

AGMS Decision

- Delegation of authority to appoint public accountant and/or auditing firm to the Board of Commissioner, as it is needed the further advised from the Board of Commissioner and recommendation from Audit Committee in relation with the appointment of public accountant and/or auditing firm;
- Grant of power and authority to the Board of Commissioner to determine the amount of honorarium and other requirements, in connection with the appointment of public accountant and/or auditing firm.
- Criteria of the public accountant and/or auditing firm to be appointed, among others who has been registered with OJK and competent in line with the business complexity of the Company as well as such appointment is not in contrary with the prevailing laws.

- **Agenda 4**

Result of Voting

Agree	Disagree	Abstain
4.002.133.313 shares (99,999998 %)	400 shares (0,000010 %)	0 shares (0 %)

AGMS Decision

1. Approval to determine the amount of honorarium, bonus and/or remuneration for the Board of Commissioner of the Company for the 2023 financial year in the amount IDR 1,000,000,000 (one billion Rupiah)
2. Delegation of authority to the Board of Commissioner of the Company to performs the nomination and remuneration function to determine the honorarium, bonus, and/or remuneration for the members of the Board of Director.
3. Performance of any and all necessary actions to be taken for the above purposes without any exceptions.  
Such power is granted under the following conditions:
  - a. Such power shall take effect since the closing of this Meeting; and
  - b. This Meeting agrees to endorse all actions taken by the grantee based on grant of power.

- **Agenda 5**

Result of Voting

Agree	Disagree	Abstain
4.002.133.313 shares (99,999998 %)	400 shares (0,000010 %)	0 shares (0 %)

AGMS Decision

1. Approval to reappoint all members of Board of Commissioners with the office term effective commencing from the closing of this AGMS until the closing of the third years of the AGMS after their appointment by not reducing the GMS rights to dismiss at any time according to the Company Article Association. Accordingly, the composition Board of Commissioners to be as follow:  
Board of Commissioners
  - President Commissioners : Ramaswamy Athappan
  - Vice President Commissioners : Dedi Setiawan
  - Independent Commissioners : Lukman Abdullah
  - Independent Commissioners : Dr. H. Firdaus Djaelani, M.A.
2. Approval to reappoint all members of Board of Directors with the office term effective commencing from the closing of this AGMS until the closing of the third years of the AGMS after their appointment by not reducing the GMS rights to dismiss at any time according to the Company Article Association. Accordingly, the composition Board of Directors to be as follow:  
Board of Directors:
  - President Director : Pankaj Oberoi
  - Vice President Director : Arun Arjandas Nanwani
  - Vice President Director : Karel Fitriyanto
  - Vice President Director : Thomas Paitimusa
  - Finance Director : Dinesh Ramu
  - Director : Peggy Wistan

3. Delegation of authority to the Board of Director with the substitution rights to take all necessary actions in connection with the decisions of this Agenda, including to reveal in the Notary deed separately partly and/or entirely of the EGMS decision, as well as to notify the Board of Commissioners and Board of Directors commotions to the Ministry of Law and Human Rights of Republic of Indonesia as well as to register to the authorized institutions according to the prevailing.

## II. Extraordinary GMS (EGMS)

The Minutes of the Company's EGMS on 22 June 2023 are as stated in the Cover Note of the Minutes of Meeting made by AULIA TAUFANI, SH Notary in Jakarta which will then be made in the Deed of Minutes of the Annual General Meeting of Shareholders of PT ASURANSI MULTI ARTHA GUNA Tbk dated June 22, 2023, number 92, contains the following:

1. EGMS was held electronically hybrid by using application of eASY.KSEI completed by live broadcast of GMS via AKSES KSEI which was implemented by referring to OJK Regulation Number 16/POJK.04/2020 concerning the Implementation of General Meeting of Shareholders of the Public Company in Electronical Way.
2. EGMS was chaired by Mr. Lukman Abdullah as Independent Commissioner in accordance with article 46 of Company Article Association section (1) and (2) as well as based on BOC Decree dated 13 June 2023.
3. EGMS was conducted with the following details:

Day/Date EGMS	: Thursday, 22 June 2023
Place EGMS	: The President Lounge, Menara Batavia, Jalan Kyai Haji Mas Mansyur Nomor 126, Karet Tengsin, Kecamatan Tanah Abang, Kota Jakarta Pusat, Daerah Khusus Ibukota Jakarta 10220
Time EGMS	: 11.31 - 11.57 AM
Agenda EGMS	:

  - (1) Approval of the Company's plan to repurchase the shares which have been issued and paid up by referring to the Articles of Association, and prevailing regulations in capital market.
  - (2) Approval on the amendment of the Article 77 Paragraph (5) of the Company Article Association in connection with obligation to announcement of the Company profit and loss report.
4. BOC Members and BOD who attend the EGMS:

**Board of Commissioner**

Ramaswamy Athappan	President Commissioner
Dedi Setiawan	Vice President Commissioner
Lukman Abdullah	Independent Commissioner
Dr. H. Firdaus Djaelani, MA	Independent Commissioner

**Director**

Pankaj Oberoi	President Director
Karel Fitrijanto	Vice President Director

Thomas Paitimusa  
Arun Arjandas Nanwani  
Dinesh Ramu  
Peggy Wystan

Vice President Director  
Vice President Director  
Finance Director  
Director

5. Total number of shares with valid voting rights present at EGMS : 4.002.160.713 shares from 4.986.089.116 shares which is the total share with valid voting rights issued by the Company (after reducing with the number of shares which buyback by the Company/Treasury Shares).

Percentage of the total number of shares which has the valid voting rights : 80,266530 %

6. In the EGMS, the Shareholders had been provided opportunity to submit the question, comment or opinion related the EGMS Agenda.

7. Numbers of shareholders who raised question, comment or opinion related the EGMS Agenda with the following details:

- Agenda 1<sup>st</sup> : 1 (one) question/comment/opinion ( On the first agenda there is one question from the shareholder who attended)
- Agenda 2<sup>nd</sup> : 0 question/comment/opinion

8. Voting mechanism in making decision on the EGMS :

- All decision in EGMS was taken based on mutual consensus. In the event the decision based on mutual consensus fails to reached, the decision shall be valid based on the majority votes by referring to the presence quorum and decision quorum requirement of AGMS, unless in the Company Article of Association stated differently. From the presence quorum and decision quorum of AGMS based on Company Article of Association are as follows:
  - For the first Agenda, the presence and decision quorum are 2/3 (two-third).
  - For the second Agenda, the presence and decision quorum are 2/3 (two-third).
- Decision making from each agenda can be conducted are as follows:
  - For Shareholders who present physically, if there is shareholders or their proxies who disagree and/or give the abstain, then required to raise hands and subsequently give the voting form to the EGMS Officials to be provided to EGMS Committee, shareholders who not raised hand will be deemed agreed with the proposed proposal of decision is conveyed; or
  - For Shareholders who join electronically, can use the feature "E-Voting" on the eASY.KSEI system according to the timeline provided in AGMS Rules to give the votes agree/disagree/abstain, shareholders who not use feature E-Voting shall be deemed abstain/blank
- The Notary will recap and calculate numbers of votes of the Shareholders submitted either physically or electronically.

9. The result of the voting and EGMS decision are conducted by voting:

- Agenda 1

Result of Voting

Agree	Disagree	Abstain
4.002.160.613 shares (99,999998 %)	100 shares (0,000002 %)	0 shares (0 %)

#### EGMS Decision

1. Approval on the Company's plan to perform buyback of shares placed and paid up by the company for the amount maximum 4,74 % (four point seventy four percent) from the Paid Up capital, with the estimated cost to repurchase of shares maximum amounting IDR 85.400.000.000,00 (Eighty five billion four hundred million Rupiahs), including commission of the security broker and other costs in relation with transaction of such shares buy back, by referring to the prevailing regulations in capital market, which has been published in the information disclosure in reference with the Company's plan to perform buyback of shares, through Indonesian Stock Exchange ("IDX"), PT Kustodian Sentral Efek Indonesia ("eASY.KSEI") and the company website on 16 May 2023.
  2. Approval on giving authority and power of attorney to the company of Board of Directors to take all necessary action in relation with the mentioned decision according to prevailing regulations in capital market, including not limited to :
    - i. Determined the price the share buy back issued by the company;
    - ii. Determined the price of transferring on the shares which have been repurchased.
- Agenda 2

#### Result of Voting

Agree	Disagree	Abstain
4.002.160.313 shares (99,999990 %)	400 shares (0,000010 %)	0 shares (0 %)

#### EGMS Decision

1. Approval on the Amendment of the article 77 Paragraph (5) of the Company Article of Association to be adjusted with the Financial Services Authority Number 14/POJK.04/2022 concerning the submission of the periodic financial report of the Issuer or Public Company;
2. Approval on giving authority to the Company Board of Directors to reveal the decision taken in this EGMS ini Notary Deed to request approval or and or to notify amendment of the Company Article Association to the authorized institution according to the prevailing regulations and all other necessary and/or required actions to the mention objective without any exceptions.  
This Power of Attorney given to the following conditions :
  - a. This Power of Attorney given with substitution rights to other person;
  - b. This Power of Attorney valid since the closing of the EGMS;
  - c. EGMS agreed to ratify all actions committed by the Attorney based on this Power of Attorney.

Jakarta, 23 June 2023

Board of Directors