# PT MEDCO ENERGI INTERNASIONAL Tbk



# ANNOUNCEMENT OF THE SUMMARY OF MINUTES OF MEETING ANNUAL GENERAL MEETING OF SHAREHOLDERS ("MEETING")

Hereby announced that the Annual of General Meeting of Shareholders of PT Medco Energi Internasional Tbk (the "Company") has been convened with the following details:

#### **Date of the Meeting**

Wednesday, 27 July 2022

# **Venue of the Meeting**

Soehanna Hall, The Energy Building, 2<sup>nd</sup> Floor, SCBD Lot. 11A, Jalan Jenderal Sudirman, Senayan, Kebayoran Baru Jakarta.

# **Timing of the Meeting**

10.37 – 11.48 Western Indonesian Time.

#### The Board of Directors and the Board of Commissioners who attended the Meeting

# Board of Commissioners

Yani Y. Panigoro – President Commissioner Marsillam Simandjuntak – Commissioner

# **Board of Directors**

Hilmi Panigoro – President Director Roberto Lorato – Director Anthony Robert Mathias – Director Ronald Gunawan – Director Amri Siahaan – Director

# The attendance of the shareholders in the Meeting

The shareholders and/or their proxies who attended the Meeting were 20,607,283,033 (twenty billion six hundred seven million two hundred eighty-three thousand thirty-three) shares or representing 82.44% (eighty-two point four four percent) of 25,136,231,252 shares, which were all shares issued or issued by the Company, after being deducted by the treasury shares of the Company with the amount of 140,810,709 (one hundred forty million eight hundred ten thousand seven hundred nine) shares, therefore the provisions regarding the attendance quorum of the Meeting as stipulated in Article 86 paragraph (1) of Law No. 40 of 2007 on Limited Liability Companies as amended with Law No. 11 of 2020 on Job Creation, article 41 of Financial Services Authority Regulation No. 15/POJK.04/2020 on Planning and Implementation of the General Meeting Shareholders of Public Company and article 22 paragraph 1 (a) of the Company's Articles of Association have been fulfilled, thus the Meeting can be proceed and make valid decisions.

In the context of handling and control to overcome the spread of the COVID-19 virus and for the health reasons of all parties present at the Meeting, the Company limits the physical attendance of the Board of Commissioners and Board of Directors of the Company in this Meeting.

# Providing Opportunities for Shareholders to Ask Questions and/or Give Opinions in Meetings

In each Meeting Agenda, the shareholders and/or their proxies are given the opportunity by the Chairman of the Meeting to ask questions and/or provide opinions regarding the Meeting Agenda.

#### Number of Shareholders Asking Questions and/or Giving Opinions at the Meeting

There are 3 (three) questions raised by a shareholder for the First Agenda. There is no question/opinion, either physically or virtually, for the Second Agenda until Seventh Agenda of the Meeting.

# **Voting Mechanism of the Meeting**

Decision making is carried out by means of deliberation for consensus, if there are shareholders or their proxies who do not agree, then the decision will be taken by voting.

In accordance with the provisions of capital market regulations, shareholders with voting rights who attend the Meeting but abstain are deemed to have cast the same vote as the majority of shareholders who cast votes.

### Result of the Voting for the Meeting's Resolution

# 1. First Agenda

Agree	Abstain	Disagree
20,329,654,891 shares	5,031,753 shares	227,628,142 shares

#### First Agenda Resolution:

Receive and approve the report of the Board of Directors and the report of the Board of Commissioners regarding the Company's activities that have been carried out for the financial year ending on December 31, 2021 which are listed in the Annual Report for the 2021 period and subsequently grant exemption (*acquit et de charge*) to members of the Board of Directors and Board of Commissioners from responsibility responsible for the management and supervision of the Company carried out during the relevant financial year.

# 2. Second Agenda

Agree	Abstain	Disagree
20,604,601,620 shares	450,059,481 shares	2,681,413 shares

# Second Agenda Resolution:

Ratify the Consolidated Financial Statements of the Company and its subsidiaries for the financial year ended December 31, 2022 which has been audited by the Public Accounting Firm PURWANTONO, SUNGKORO & SURJA as evident from its letter No. 01433/2.1032/AU.1/02/0705-3/1/VI/2022 dated 9 June 2022, with the opinion "FAIR WITHOUT EXCEPTIONS".

# 3. Third Agenda

Agree	Abstain	Disagree
20,607,251,473 shares	450,059,481 shares	31,560 shares

#### Third Agenda Resolution:

- 1) Approve the utilization of the Net Profit that Attributed to the Shareholders of the Company for the financial year ended 31 December 2021 with the amount of US\$ 47,019,404 (forty-seven million nineteen thousand four hundred four United States Dollar) with the following details:
  - Distributed as cash dividend with the amount of US\$ 35,000,000 (thirty five million United States Dollar) to all shareholders of the Company, with the total issued and paid-up capital of 24, 995,111,693 (twenty four billion nine hundred ninety five million one hundred eleven thousand six hundred ninety three) shares or equal to US\$ 0,0014 (zero point zero zero one four United States Dollar) per share, which the exchange rate to Rupiah will be adjusted with the Bank Indonesia middle rate on the date of the shareholders register who are entitled for the cash dividend.
  - Record the remaining net profit of 2021 with the amount of US\$ 12,019,404 (twelve million nineteen thousand four hundred four United States Dollar), as retained earnings.
- Authorize the Board of Directors to do all necessary things for the cash dividend distribution to each of the shareholders, including to announce the procedure and requirement of the cash dividend payment as explained.

# 4. Fourth Agenda

Agree	Abstain	Disagree
20,491,691,862 shares	15,451,579 shares	115,591,171 shares

#### Fourth Agenda Resolution:

- 1) Approve the appointment of Purwantono, Sungkoro & Surja Public Accounting Firm registered with the OJK to audit the Balance Sheet, Profit and Loss Calculation and other parts of the Consolidated Financial Statements of the Company and its Subsidiaries for the year ending on December 31, 2022.
- 2) Delegate and granting authority to the Board of Commissioners of the Company to:
  - a) Determine the fee amount of the Public Accountant.
  - b) Appoint a substitute Public Accountant office and determine the conditions and requirements for the appointment of a substitute Public Accountant that is reasonable if the Public Accountant

appointed by this Meeting is unable to carry out or continue his duties for any reason, including legal reasons and laws and regulations in the capital market or no agreement is reached regarding the fee amount.

# 5. Fifth Agenda

Agree	Abstain	Disagree
20,538,750,242 shares	10,718,219 shares	68,532,791 shares

#### Fifth Agenda Resolution:

- Approve determine the compensation of the Board of Commissioners and the Board of Directors for the year 2022 (including tax) effective as of 1 January 2022 to 31 December 2022 at the maximum of USD 17.4 million, including payment in the form of stock share of the Company in the amount of 45,562,720 (forty five million five hundred sixty two and seven hundred twenty) shares and ratify the payment of salaries and benefits that have been paid to the Board of Commissioners and the Board of Directors from January 2022 to July 2022.
- 2) Authorize the Board of Commissioners to determine the policy on the distribution of bonuses, salaries and allowances to each member of the Board of Commissioners and the Board of Directors of the Company, including the determination of other forms of benefits to be given to the Board of Directors of the Company.

# 6. Sixth Agenda

Report on the realization of the use of proceeds from the Company's Bond Public Offering.

The Sixth Agenda is only a report and does not require the approval of the General Meeting of Shareholders, therefore there is no voting.

# 7. Seventh Agenda

Report on the proposed capital increase with the pre-emptive rights that has not been implemented by the Company, as approved by the shareholders on 26 August 2021.

The Seventh Agenda is only a report and does not require the approval of the General Meeting of Shareholders, therefore there is no voting.

# **Timetable of Cash Dividend Distribution**

#### A. Timetable of Cash Dividend Distribution

No.	Description	Date
1.	AGMS	27 July 2022
2.	Announcement of the AGMS summary minutes of meeting and timetable	29 July 2022
	and procedure of cash dividend distribution	
3.	Cum Regular and Negotiated Market	4 August 2022
4.	Ex Regular and Negotiated Market	5 August 2022
5.	Cum Cash Market	8 August 2022
6.	Ex Cash Market	9 August 2022
7.	Recording Date for shareholders who entitled the cash dividend and the	8 August 2022
	determination on the exchange rate of middle rate Bank Indonesia (United	
	States Dollar to Rupiah)	
8.	Announcement of exchange rate United States Dollar to Rupiah	9 August 2022
9.	Cash dividend distribution	26 August 2022

#### B. Procedure of Cash Dividend Distribution:

- 1. Cash dividend will be distributed to the shareholders whose names are recorded in the Company's Shareholders Register (Recording Date) on 8 August 2022 until 4 pm Western Indonesian Time.
- 2. For scripless shareholders who are Indonesian nationals or foreign nationals but domiciled in Indonesia, cash dividend payments will be made in Rupiah, with a value equivalent to dividends paid in United States Dollars ("US Dollars") based on the middle exchange rate determined by Bank Indonesia on the recording date on 8 August 2022.
- 3. For the scripless shareholders who are foreign citizen or Indonesian citizen but domiciled outside Indonesia, dividend payments will be made in US Dollars.
- 4. For the scripless shareholders registered in the Collective Custody at PT Kustodian Sentral Efek Indonesia ("**KSEI**"), cash dividend payments will be made through KSEI and subsequently, KSEI will distribute to the shareholders' account at KSEI.
- 5. For the script shareholders, cash dividend payments in Rupiah are made through the Company's Share Registrar, PT Sinartama Gunita. Cash dividend payments will be transferred to the shareholders' accounts, based on accounts list registered in the Share Registrar.
- 6. The distribution of cash dividends is subject to the applicable tax based on the prevailing regulations which the Company must withhold. Evidence of the withholding tax can be collected at the Share Registrar's office.
- 7. Shareholders who are Domestic Taxpayers in the form of legal entities that have not included their Taxpayer Identification Number (NPWP) are requested to submit their NPWP to KSEI or BAE no later than 8 August 2022 at 4 pm Western Indonesian Time. Without the inclusion of NPWP, cash dividends paid to the Indonesian legal entities will be subject to income tax of 30% (thirty percent).
- 8. Withholding tax on dividends received in US Dollars will be imposed by converting the rate of cash dividends into Rupiah using the prevailing exchange rate of the Minister of Finance on the recording date.
- 9. Shareholders who are Foreign Taxpayers, whose tax withholding will use a rate based on the Double Taxation Avoidance Agreement (P3B), must comply with the requirements of Article 26 of Law no. 36 of 2008 concerning the Fourth Amendment to Law no. 7 of 1983 concerning Income Tax and submitting a Certificate of Domicile to KSEI or Share Registrar (as applicable), using the format as required in the Regulation of the Directorate General of Taxes no. 61/PJ/2009 dated 5 November 2009 and in accordance with the prevailing regulations at KSEI as stated in the Circular Letter No. SE-001/DIR-eks/0110 dated 11 January 2010, no later than 8 August 2022 at 4 pm Western Indonesian Time. Without the Certificate of Domicile with the agreed format, the cash dividends paid will be subject to Article 26 Income Tax of 20% (twenty percent).

This announcement of the timetable and procedure of cash dividend distribution is an official notification from the Company to the shareholders, and therefore, the Company does not issue a separate notification letter to shareholders.

Jakarta, 29 July 2022
PT Medco Energi Internasional Tbk
Board of Directors