



**AGENDA
ANNUAL GENERAL MEETING SHAREHOLDERS
THURSDAY, 19 AUGUST 2021
("MEETING")**

**EXPLANATION OF THE AGENDA
PROPOSED RESOLUTION OF AGENDA OF THE MEETING
DATA/MATERIAL SUPPORTING THE AGENDA OF THE MEETING**

**PT CATUR SENTOSA ADIPRANA TBK
("COMPANY")
AT CSA ACADEMY
JL. DAAN MOGOT RAYA KM 14
JAKARTA BARAT**



In accordance with the Meeting on July 28, 2021 which has been announced through KONTAN Newspaper on July 28, 2021, the Company hereby submits the agenda of the Meeting with the explanation and proposed resolutions of agenda of the Meeting as follows:

AGENDA OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

I. Approval and Ratification of the Company's Annual Report for 2020 Financial Year, including the Activity Report of the Company, the Board of Commissioners Supervision Report, and the Audited Consolidated Financial Statements of the Company and Subsidiary Companies for financial year ended 31 December 2020.

EXPLANATION:

The Company's Annual Report for the financial year ended December 31, 2020 includes, among others, the Company's activity report, the report of the Company Board of Commissioners' supervisory duties, and the Audited Consolidated Financial Statements of the Company and its subsidiaries for 2020 Financial Year which have been audited by Purwantono, Sungkoro & Surja Public Accounting Firm (a member firm of Ernst & Young Global Limited) pursuant to its report No.01106/2.1032/AU.1/05/0685-2/1/V/2021 dated May 7, 2021 with FAIR opinions in all material respects.

PROPOSED RESOLUTION:

1. To approve and ratify of the Company's Annual Report for 2020 Financial Year, including the Activity Report of the Company, the Board of Commissioners Supervision Report and the Audited Consolidated Financial Statements Consolidated of the Company and its subsidiaries for 2020 Financial Year, which has been audited by Purwantono, Sungkoro & Surja Public Accounting Firm (a member firm of Ernst & Young Global Limited) pursuant to its report No.01106/2.1032/AU.1/05/0685-2/1/V/2021 dated May 7, 2021.
2. To grant full release and discharge (*acquies et de charge*) to the members of the Board of Directors and Board of Commissioners for management and supervision performed during 2020 Financial Year, provided that such acts were reflected in the Annual Report and the Audited Consolidated Financial Statements of the Company and its subsidiaries.

Data/Supporting documents :

The Company Annual Report for 2020 Financial Year is available for download at the Company website <https://csahome.com/investors/#annual-general-meeting>.

II. Determination the use of the Company's net profit for 2020 Financial Year.

EXPLANATION:

In accordance with the Balance Sheet (Consolidated Financial Position Statement) and Profit and Loss Calculations (Consolidated Profit and Loss Statement and Other Comprehensive Income) of the Company and its subsidiaries for 2020 Financial Year which have been audited by Purwantono, Sungkoro & Surja Public Accounting Firm (a member Ernst & Young Global Limited) according to its Report No.01106/2.1032/AU.1/05/0685-2/1/V/2021 dated May 7, 2021, the Company obtained Net Income or Total Comprehensive Income for the Year Attributable to Owners of the Parent Entity for 2020 Financial Year amounting to **Rp.90,423,284,193.00** (ninety billion four hundred twenty three million two hundred eighty four thousand one hundred ninety three rupiah). And given the Disclosure of Information that has been submitted in the Prospectus issued by the Company on 3 December 2007 in the framework of the Initial Public Offering the dividend policy has been disclosed, the Company will distribute cash dividends to the Company's shareholders of **Rp. 17,833,411,680.00** (seventeen billion eight hundred thirty three million four hundred eleven thousand six hundred eighty rupiah).



PROPOSED RESOLUTION:

1. To approve the appropriation of the Company's Net Profit for 2020 Financial Year or Total Comprehensive Income For the Year Attributable to Owners of the Parent Entity for 2020 Financial Year, as follows:
 - a. **Rp.17,833,411,680.00** (seventeen billion eight hundred thirty three million four hundred eleven thousand six hundred eighty rupiah) or approximately 19.72% (nineteen point seven two percent) of the Company's Net Profit for 2020 Financial Year or Total Comprehensive Income For the Year Attributable to Owners of the Parent Entity for 2020 Financial Year, will be distributed as cash dividend on 22 September 2021 to the shareholders of the Company, whose names are registered in the Company's Register of Shareholders on 30 August 2021 (*recording date*), therefore each share will receive cash dividend of **Rp. 4.00** (four rupiah);
 - b. **Rp.200,000,000.00** (two hundred million rupiah) will be used as mandatory reserve fund to comply with provision as set forth in Article 25 of Articles of Association of the Company and Article 70 of Law Number 40 Year 2007 regarding Limited Liability Company;
 - c. The remaining balance of Rp. **72,239,872,513.00** (seventy two billion two hundred thirty nine million eight hundred seventy two thousand and five hundred thirteen rupiah) to be used to strengthen the Company's working capital and is recorded as an addition to Retained Earnings.
2. To grant power and authority to the Board of Directors of the Company to take any and all action necessary in relation with the above mentioned resolutions, including without limitation to determine the procedure of dividend distribution in accordance with the provisions and/or the prevailing rules and regulations.

Data/Supporting documents :

The Company Annual Report for 2020 Financial Year is available for download at the Company website <https://csahome.com/investors/#annual-general-meeting>.

III. Appointment of the Public Accountant and/or Public Accounting Firm to audit of the Company's Consolidated Financial Statements for 2021 Financial Year and granting authority to the Company's Board of Directors to determine the amount of honorarium and other requirements for its appointment.

EXPLANATION:

This agenda is to fulfill POJK No.13/POJK.03/2017 regarding Use of Public Accountant Services and Public Accountant Firm in Financial Services Activities.

The Company is currently in the process of determining Public Accountant and Public Accounting Firm to be appointed to conduct audits of the Company Consolidated Financial Statements for 2021 Financial Year, therefore appointment of Public Accountant and Public Accounting Firm needs to be delegated to the Company's Board of Commissioners with due regard to Recommendations of the Company's Audit Committee and applicable laws and regulations.

PROPOSED RESOLUTION:

1. To delegate authority with the right of substitution to the Board of Commissioners of the Company with due observance to the Audit Committee's considerations to appoint a Public Accountant registered with the Financial Services Authority ("OJK") to audit the Company's Consolidated Financial Statements for 2021 Financial Year and to appoint a substitute Public Accountant or dismissing the appointed Public



Accountant, if for any reason whatsoever based on the Capital Market provisions in Indonesia the appointed Public Accountant cannot perform/complete his duties.

2. To give full authority to the Company's Board of Directors with the approval of the Company's Board of Commissioners to determine the honorarium of the Public Accountant along with the terms of appointment.

IV. Determination of salary/honorarium and other remunerations for the Board of Directors and the Board of Commissioners for 2021 Financial Year.

EXPLANATION:

To fulfill/based on Article 11 paragraph 6 and Article 14 paragraph 6 of the Company's Articles of Association, the determination of salary, honorarium and other remunerations for Board of Directors and Board of Commissioners for 2021 Financial Year, with due regard to recommendations from the Nomination and Remuneration Committee of the Company, will be determined by the Board of Commissioners.

PROPOSED RESOLUTION:

1. To grant authority to the Board of Commissioners' of the Company to determine the salary and other remunerations for members of the Board of Directors for 2021 Financial Year, with due regard to recommendations from the Nomination And Remuneration Committee of Company.
2. To give authority to the Board of Commissioners of the Company to determine of the amount of honorarium and other remunerations to be paid by the Company to the members of Board of Commissioners of the Company having office term during 2021 Financial Year, having increase of not more than 5% from the amount received by the Board of Commissioners for 2020 Financial Year, and to determine its allocation, with due regard to recommendations from the Nomination And Remuneration Committee of Company.

V. Changes in the composition of the Company's Board of Directors regarding the resignation of a members of the Company's Board of Directors and the appointment of a new members of the Board of Directors.

EXPLANATION:

Based on Article 11 paragraph 9 of the Company's Articles of Association stated that the "a member of Board of Directors has the right to resign from his/her position, and must submit his/her resignation request to the Company", and Article 11 paragraph 10 of the Company's Articles of Association stated that "The Company must hold a General Meeting of Shareholders to decide on the resignation request of the member of Board of Directors no later than 90 (ninety) days after receiving the resignation letter", and regarding with the resignation of Mr. Alouisius Maseimilian as Director of the Company as stated in the letter of resignation

request that was submitted to the Board of Directors of the Company on 30 June 2021, the Company intends to decide upon the resignation request from Mr. Alouisius Maseimilian as the Company's Director.

PROPOSED RESOLUTION:

1. To accept the resignation of Mr. Alouisius Maseimilian from his position as Director of the Company and the Company expresses its gratitude for the services rendered, contributions and cooperation as well as efforts that have been given to the Company, as of the closing of this Meeting with the provisions that the release and discharge of responsibilities in regards to the management action carried out for the period from 1 January 2021 to 31 July 2021 will be given when the Company's Annual Report for 2021 Financial Year is approved by the Annual General Meeting of Shareholders.



2. To appoint Mr. Andy Totong as Director of the Company, effective from the closing of the Meeting for office term up to closing of the Annual General Meeting of Shareholders for the Financial Year 2021 to be convened in 2022.

Therefore, the composition of the Board of Directors and Board of Commissioners as of the closing of the Meeting until the closing of the Annual General Meeting of Shareholders of the Company to be convened in 2022 is as follows:

Board of Commissioners :

President Commissioner	: Achmad Widjaja
Commissioner	: Kenneth Ng Shih Yek
Commissioner	: Seow Han Yong, Justin
Commissioner	: Paramate Nisagorsen
Independent Commissioner	: Justinus Aditya Sidharta
Independent Commissioner	: Henny Ratnasari Dewi

Board of Directors :

President Director	: Budyanto Totong
Director	: Antonius Tan
Director	: Warit Jintanawan
Director	: Andy Totong

3. To grant power of attorney and authority to the Company's Board of Directors or *Corporate Secretary*, with rights of substitution to take any necessary actions pertaining to the resolution in regards to the composition of the members of the Board of Directors and Board of Commissioners of the Company, including without limitation to declare/ re-state the Meeting resolution in the deed made before the Notary, and hence to notify the Minister of Law and Human Rights of the Republic of Indonesia as well as taking any and all necessary actions pursuant to the Company's Articles of Association and the prevailing laws and regulations;

PROPOSED RESOLUTION:

Profile / Curriculum Vitae of candidate of Board of Director is available for download at <https://csahome.com/investors/#annual-general-meeting>.

Jakarta, 28 July 2021
PT Catur Sentosa Adiprana Tbk
Board of Directors