



**AGENDA
ANNUAL GENERAL MEETING SHAREHOLDERS
WEDNESDAY, 22 JUNE 2022
("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 Invitation of the MEETING on June 22, 2022 which has been announced through in website of provider of electronic General Meeting of Shareholders (PT Kustodian Sentral Efek Indonesia - eASY.KSEI), website of the Indonesia Stock Exchange, and the Company's website on June 22, 2022, the Company hereby submits the agenda of the MEETING with the explanation and proposed resolution 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 2021 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 2021.

EXPLANATION:

The Company's Annual Report for the financial year ended December 31, 2021 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 2021 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. 00515/2.1032/AU.1/05/0685-3/1/V/2022 dated 11 April 2022 with FAIR opinions in all material respects.

PROPOSED RESOLUTION:

1. To approve and ratify of the Company's Annual Report for 2021 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 2021 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. 00515/2.1032/AU.1/05/0685-3/1/V/2022 dated 11 April 2022.
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 2021 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 2021 Financial Year is available for download at the Company website <https://csahome.com/investors/#annual-reports>.

II. Determination the use of the Company's net profit for 2021 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 2021 Financial Year which have been audited by Purwantono, Sungkoro & Surja Public Accounting Firm (a member Ernst & Young Global Limited) according to its Report No. 00515/2.1032/AU.1/05/0685-3/1/V/2022 dated 11 April 2022, the Company obtained Net Income or Total Comprehensive Income for the Year Attributable to Owners of the Parent Entity for 2021 Financial Year amounting to **Rp. 220,388,139,614.00** (two hundred twenty billion three hundred eighty eight million one hundred thirty nine thousand six hundred and fourteen 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. 40,125,176,280.00** (fourty billion one hundred twenty five million one hundred seventy six thousand dua hundred and eighty Rupiah).

PROPOSED RESOLUTION:

1. To approve the appropriation of the Company's Net Profit for 2021 Financial Year or Total Comprehensive Income For the Year Attributable to Owners of the Parent Entity for 2021 Financial Year, as follows:
 - a. Amounting to Rp.40,125,176,280.00 (fourty billion one hundred twenty five million one hundred seventy six thousand dua hundred and eighty Rupiah) or as much as 18.21% (eighteen point twenty one percent) of the company's profit/net profit for the fiscal year 2021, distributed as cash dividends on July 22, 2022 to the Shareholders of the Company as recorded in the Register of Shareholders (Recording Date) on July 04, 2022 so that each share will receive a cash dividend of Rp. 9.- (nine Rupiah);
 - b. Amounting to Rp.200,000,000.00 is allocated and recorded as a mandatory reserve fund in order to comply with the provisions of article 25 of the Company's articles of association and article 70 of law No.40 of 2007 concerning limited liability companies;
 - c. The remaining Rp.180,062,963,334.00 (one hundred eighty billion sixty two million nine hundred sixty three thousand three hundred and thirty four Rupiah) is recorded as retained earnings which will be used to strengthen the Company's working capital and recorded to increase the 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 2021 Financial Year is available for download at the Company website <https://csahome.com/investors/#annual-reports>.

III. Appointment of the Public Accountant and/or Public Accounting Firm to audit of the Company's Consolidated Financial Statements for 2022 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 2022 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 Accounting Firm registered with the Financial Services Authority ("OJK") (including the Public Accountant registered with OJK practicing through such Registered Public Accounting Firm) to audit the Company's Consolidated Financial Statements for 2022 Financial Year and to appoint a substitute Public Accounting Firm or dismissing the appointed Public Accounting Firm, if for any reason the appointed Public Accounting Firm 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 Accounting Firm 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 2022 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 2022 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 2022 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 2022 Financial Year, having increase of not more than 5% from the amount received by the Board of Commissioners for 2021 Financial Year, and to determine its allocation, with due regard to recommendations from the Nomination And Remuneration Committee of Company.

V. Reappointed the member of Board of Directors and Board of Commissioners of the Company.

EXPLANATION:

Based on Law no. 40 of 2007 concerning Limited Liability Companies ("UUPT") and in accordance with the provisions of Articles 3 and 23 of the Financial Services Authority Regulation No. 33/POJK.04/2014 concerning the Board of Directors and Board of Commissioners of Issuers or Public Companies ("POJK No. 33"), and in accordance with Article 11 paragraph 4 and Article 14 paragraph 4 of the Company's Articles of Association, in connection with the term of office of members of the Board of Directors and Board of Directors Commissioners of the Company for 5 (five) years which will end until the MEETING is held, then the Company intends to re-appoint members of the Board of Directors and Board of Commissioners of the Company for the next 5 (five) year term, effective as of the closing of the MEETING until the closing of the General Meeting of Shareholders. The Company's Annual Shares for Fiscal Year 2026 which will be held in 2027.



PROPOSED RESOLUTION:

1. To reappoint members of the Board of Directors and Board of Commissioners of the Company for office term for the next 5 (five) year term, effective from the closing of the MEETING up to closing of the Annual General Meeting of Shareholders for the 2026 Financial Year to be convened in 2027.

Therefore the composition of the Board of Directors and Board of Commissioner of the Company, starting from the closing of the MEETING up to closing of the Annual General Meeting of Shareholders for the 2026 Financial Year to be convened in 2027, is as follow :

Board of Commissioners :

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

Directors :

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

2. Provide full discharge and discharge of responsibilities (*acquitt et decharge*) to members of the Board of Directors and Board of Commissioners of the Company whose term of office will end immediately after the closing of the MEETING for their management and supervisory actions during their tenure as members of the Board of Directors and Board of Commissioners of the Company as long as the following actions are taken. their actions are reflected in the books and records of the Company.

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;

Data/Supporting documents :

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

Jakarta, 31 May 2022
PT Catur Sentosa Adiprana Tbk
Board of Directors