



**AGENDA
ANNUAL GENERAL MEETING SHAREHOLDERS
THURSDAY, 06 APRIL 2023
("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 March 15, 2023 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, 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

AGENDA 1st:

Approval and Ratification of the Company's Annual Report for 2022 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 its subsidiaries for financial year ended 31 December 2022.

EXPLANATION:

The Company's Annual Report for the financial year ended December 31, 2022 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 2022 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. 00212/2.1032/AU.1/05/1175-1/1/III/2023 dated 09 March 2023 with FAIR opinions in all material respects.

PROPOSED RESOLUTION OF AGENDA 1st:

1. To approve and ratify of the Company's Annual Report for 2022 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 2022 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. 00212/2.1032/AU.1/05/1175-1/1/III/2023 dated 09 March 2023.
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 2022 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 2022 Financial Year is available for download at the Company website <https://csahome.com/investors/#annual-reports>.

AGENDA 2nd:

Determination the use of the Company's net profit for 2022 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 2022 Financial Year which have been audited by Purwantono, Sungkoro & Surja Public Accounting Firm (a member Ernst & Young Global Limited) according to its Report No. [] dated [], the Company obtained Net Income or Total Comprehensive Income for the Year Attributable to Owners of the Parent Entity for 2022 Financial Year amounting to Rp. 246.419.208.789,- (two hundred forty six billion four hundred nineteen million two hundred eight thousand and seven hundred eighty nine 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. 49,041,882,120.- (fourty nine billion fourty one million eight hundred eighty two thousand and one hundred twenty rupiah).

PROPOSED RESOLUTION OF AGENDA 2nd:

1. To approve the appropriation of the Company's Net Profit for 2022 Financial Year or Total Comprehensive Income For the Year Attributable to Owners of the Parent Entity for 2022 Financial Year, as follows:
 - a. Amounting to Rp. 49,041,882,120.- (fourty nine billion fourty one million eight hundred eighty two thousand and one hundred twenty rupiah) or as much as 19.9% (nineteen point nine percent) of the company's profit/net profit for the 2022 Financial Year, distributed as cash dividends to the Shareholders of the Company as recorded in the Register of Shareholders (Recording Date) determined by Board of Director of the Company so that each share will receive a cash dividend of Rp. 11- (eleven 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 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 2022 Financial Year is available for download at the Company website <https://csahome.com/investors/#annual-reports>.

AGENDA 3rd:

Appointment of the Public Accountant and/or Public Accounting Firm to audit of the Company's Consolidated Financial Statements for 2023 Financial Year.

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/or Public Accounting Firm to be appointed to conduct audits of the Company Consolidated Financial Statements for 2023 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 OF AGENDA 3rd:

1. To delegate authority to the Board of Commissioners of the Company with the right of substitution by taking 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 2023 Financial Year and to appoint a substitute Public Accountant and/or Public Accounting Firm or dismissing the appointed Public Accountant and/or Public Accounting Firm, if for any reason the appointed Public Accounting Firm cannot perform/complete his/her 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 and/or Public Accounting Firm along with the terms of appointment.

AGENDA 4th:

Determination of salary, honorarium and other remunerations for the Board of Directors and the Board of Commissioners of the Company for 2023 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 2023 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 OF AGENDA 4th:

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 2023 Financial Year, with due regard to recommendations from the Nomination And Remuneration Committee of Company.
2. Approve and determine the honorarium and other benefits for the Board of Commissioners of the Company as a whole for the 2023 Financial Year with an increase not exceeding 5% from that received by Board of Commissioners of the Company in the 2022 Financial Year, and grant authority and power to the Board of Commissioners Meeting and to determine the allocation, taking into account the recommendations of the Company's Nomination and Remuneration Committee.

AGENDA 5th:

Changes in the composition of the members of the Board of Directors of the Company.

EXPLANATION:

In accordance with Article 11 paragraph 1 of the Company's Articles of Association that *"The company is managed and led by the Board of Directors consisting of a maximum of 5 (five) members of the Board of Directors, one of whom is appointed as the Main Director, if necessary one or more Deputy Main Directors can be appointed, and the others are appointed as Directors, taking into account the regulations applicable in the field of Capital Market"*, it is proposed to appoint Mrs. Surjati Tanril as Director of the Company, effective as of the closing of the AGMS on April 06, 2023 until the closing of the AGMS of the Company for Fiscal Year 2026 which will be held in 2027.



PROPOSED RESOLUTION OF AGENDA 5th:

- a. Appointed Mrs. Surjati Tanril as Director of the Company, effective as of the closing of the AGMS on April 06, 2023 until the closing of the AGMS of the Company for Fiscal Year 2026 which will be held in 2027.

The composition of the Board of Directors of the Company in 2023 as follows:

Directors :	
President Director	: Budyanto Totong
Director	: Antonius Tan
Director	: Andy Totong
Director	: Warit Jintanawan
Director	: Surjati Tanril

- b. To grant power of attorney and authority to Board of Directors of the Company 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 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, 15 March 2023
PT Catur Sentosa Adiprana Tbk
Board of Directors