



PT HM SAMPOERNA Tbk.

PT HANJAYA MANDALA SAMPOERNA Tbk.

Jl. Rungkut Industri Raya No. 18, Surabaya,
Telp. (031) 8431699, Faks. (031) 8430986

INVITATION TO THE ANNUAL GENERAL MEETING OF SHAREHOLDERS

The Board of Directors of PT Hanjaya Mandala Sampoerna Tbk., domiciled in Surabaya (the "**Company**"), hereby invites the Company's Shareholders to attend the Annual General Meeting of Shareholders (the "**Meeting**"), which will be convened as follows:

Day/Date : Tuesday, April 23, 2024
Time : 09:00 am Western Indonesian Time until finished
Venue : Glass House (Level 8)
The Ritz-Carlton Jakarta - Pacific Place
Sudirman Central Business District (SCBD),
Jl. Jenderal Sudirman Kav. 52-53, Lot 3 & 5,
Jakarta - 12190

With the following Agenda:

1. Approval of the Annual Report and ratification of the Consolidated Financial Statements of the Company, for the financial year ended on December 31, 2023.

Pursuant to (i) Article 69 and Article 78 of Law No. 40 of 2007 (the "**Company Law**"); (ii) Article 9 paragraph (3) point (a) and (b) of the of the Company's Articles of Association; and (iii) Article 21 paragraph (3) and paragraph (5) of the Company's Articles of Association, annual report and consolidated financial statements of the Company, respectively, must be approved and ratified by the Company's General Meeting of Shareholders ("**GMS**").

2. Approval for the use of the Company's retained earnings for the financial year ended on December 31, 2023.

Pursuant to (i) Article 70 and Article 71 paragraph (1) of the Company Law; (ii) Article 9 paragraph (3) point (c) of the Company's Articles of Association; and (iii) Article 22 paragraph (1) of the Company's Articles of Association, the use of the Company's net income shall be decided by the GMS.

3. Approval of the appointment of Public Accounting Office to audit the Company's Consolidated Financial Statements for the financial year ended on December 31, 2024.

Pursuant to Article 68 paragraph (1) letter (c) of the Company Law, the financial statements of a public company must be submitted to the public accountant to be audited. Furthermore, based on the Financial Services Authority Regulation No.15/POJK.04/2020 concerning the Planning and Convening of General Meeting of Shareholders of Public Companies, the appointment and dismissal of public accountant who will provide audit services for annual historical financial information must be decided by the GMS taking into account the recommendation of the Board of Commissioners.

4. Approval for the Changes in the Composition of the Company's Board of Directors.

Pursuant to (i) Article 94 paragraph (1) of the Company Law; (ii) Article 3 of the Financial Services Authority Regulation No. 33/POJK.04/2014 of the Board of Directors and Board of Commissioners of Issuer and Public Companies; and (iii) Article 15 paragraph (3) of the Company's Articles of Association, the members of the Board of Directors are appointed by GMS.

General Provisions:

1. This Notice serves as an official invitation for the Shareholders of the Company to attend the Meeting. The Company will not send out individual invitations to the Company's Shareholders. Details of the Meeting agenda can be downloaded through the Company's website (<https://www.sampoerna.com/en/investor-relations-gcg/disclosure>)



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2. The Shareholders of the Company who are entitled to attend or be represented at the Meeting are those whose names are registered in the Company's Shareholder Register on Thursday, **March 28, 2024**, at 4 pm Western Indonesian Time and for the scriptless Shareholders are those whose shares are in the collective custody of the Indonesian Central Securities Depository ("KSEI") and as recorded in the securities account at the closing of stock trading on Thursday, **March 28, 2024**.
3. The Shareholders of the Company whose shares have not been registered in KSEI Collective Custody or their lawful proxy who will attend the Meeting, are required to show the original Collective Share Certificate or submit its copy, and submit a photocopy of National Identity Card ("KTP") or other evidence of identity to the Registration Officer before entering the Meeting room. Shareholders whose shares have been registered in KSEI Collective Custody or their lawful proxy who will attend the Meeting, are required to submit the original Written Confirmation for the Meeting ("KTUR") and a photocopy of their KTP or other evidence of identity.
4. The participation of the Shareholders in the Meeting, may be conducted with the mechanism as follows:
 - a. Attend to the Meeting physically; or
 - b. Attend to the Meeting electronically via eASY.KSEI application.

The Company encourages Shareholders to register and participate in the Meeting with electronic presence through eASY.KSEI in the <https://akses.ksei.co.id/> link provided by KSEI.

To use the eASY.KSEI, Shareholders can access the eASY.KSEI menu on the AKSes facility via the <https://access.ksei.co.id/>, taking into account the following provisions:

- i) The deadline for declaring electronic attendance, appointing representatives through electronic proxy (e-proxy), or submitting electronic votes through the eASY.KSEI is set at 12:00 pm Western Indonesian Time (WIB) 1 (one) business day before the Meeting's date.
 - ii) Shareholders who wish to attend or authorize a representative to attend the Meeting electronically through the eASY.KSEI must consider the following points:
 - Registration Process;
 - Electronic Statements or Opinions Submission Process
 - Proses Pemungutan Suara/Voting; and
 - Live Broadcast of the Meeting.
5. The Company advises Shareholders to authorize their presence by way of granting power of attorney including voting and submitting questions with the following provisions:
 - a. The Company provide the Power of Attorney form which can be downloaded through the Company's website (<https://www.sampoerna.com/en/investor-relations-gcg/disclosure>) or through e-Proxy which can be electronically accessed in eASY.KSEI through www.ksei.co.id. The proxy whose names are available at eASY.KSEI is an Independent Representative appointed by the Company which is the Company's Share Registrar, **PT Raya Saham Registra ("RSR")**, or shareholders' Custodian Bank.
 - b. Members of the Board of Directors and the Board of Commissioners and the employees of the Company may act as proxies at the Meeting, however votes cast by them will not be calculated.
 - c. Representatives of the Company's Shareholder in the form of legal entities must submit:
 - i) Photocopies of their latest Articles of Association; and
 - ii) Deed on the appointment of their incumbent board of directors,to the Company via email to rsrbae@registra.co.id no later than April 18, 2024, at 4 pm Western Indonesia Time
6. Materials to be discussed at the Meeting are available on the Company's website (<https://www.sampoerna.com/sampoerna/en/investor-relations/press-releases-and-events>) since April 1, 2024, until the date of the Meeting.



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7. The Company advises Shareholders to attend the Meeting by way of granting proxy to Independent Representative appointed by the Company which is the Company's Share Registrar, PT Raya Saham Registra ("RSR"). However, without intending to prevent Shareholders or their proxies from attending the Meeting, the Company has established the following procedures:
 - a. In order for the Meeting to run in an orderly, efficient and timely manner, Shareholders or Shareholders' proxies are requested to attend at the latest at 7:30 am Western Indonesian Time. **The registration process will be closed at 8.30 am Western Indonesian Time.**
 - b. Shareholders or their proxies who come to the Meeting venue are obliged to follow the health protocol by the building management and if he/she does not meet the building management's health protocol, he/she is not permitted to enter the Meeting location.

8. **The Company does not provide souvenirs at the meeting.**

Jakarta, April 8, 2024

PT Hanjaya Mandala Sampoerna Tbk.

The Board of Director of the Company