

ANNUAL GENERAL MEETING OF SHAREHOLDERS

**PT DIAN SWASTATIKA
SENTOSA TBK**

Wednesday, June 18, 2025





INTRODUCTION

RULES OF MEETING

FIRST

- The Meeting will be held in Bahasa Indonesia.

SECOND

- Shareholders who are entitled to attend or to be represented in the Meeting are those whose names are registered in the Shareholders' Register of the Company at the end of stock trading session on Monday, May 26, 2025.
- The Chairperson of the Meeting has the right to request the attendees to prove their authority to be present at the Meeting.

RULES OF MEETING (cont'd)

THIRD

After the agenda of the Meeting is presented, the shareholders or their proxies will be given the opportunity to raise questions, opinions, or suggestions in relation to the agenda of the Meeting in the following procedures:

- Shareholders or their proxies who are present at the Meeting may ask questions by raising their hands to obtain the inquiry form of which they shall complete by writing down their names, number of shares they own, and their questions. The officer of the Meeting will take the completed form and submit it to the notary to verify share ownership and determine the relevance of the questions to the Meeting agenda, before submitting the form to the Chairperson of the Meeting.
- The Chairperson of the Meeting will read the questions and provide answers or responses to those questions. The Chairperson of the Meeting may also ask members of the Company's Board of Directors or relevant parties to provide answers or responses.

RULES OF MEETING (cont'd)

FOURTH

In accordance with the provisions of POJK 15, the quorum of attendance and quorum for resolution for the resolutions proposed at the Meeting are determined as follows:

- The Meeting may be held if attended by shareholders or their proxies representing more than 1/2 (one-half) of the total shares with valid voting rights issued by the Company.
- The resolutions of the Meeting shall be valid if approved by more than 1/2 (one-half) of the total shares with valid voting rights present and/or represented at the Meeting, except for agenda items that are solely for reporting purposes.

Each share entitles the holder to one vote, as stipulated in the Company's Articles of Association of the Company. Shareholders who own more than one share will only be asked to vote once and the vote will represent all the shares they own or represent.

RULES OF MEETING (cont'd)

FIFTH

Provisions regarding the resolutions are regulated by the following procedures:

- The resolutions will be made by deliberation to reach a consensus. In the event that a resolution based on deliberation for consensus is not reached, then the resolution will be made by voting.
- The voting will be carried out by e-Proxy through the Electronic General Meeting System facility provided by PT Kustodian Sentral Efek Indonesia ("**eASY.KSEI**") and by using ballot paper with the following procedures:
 - a. Those who agree will be asked to mark the AGREE box on the ballot paper of the relevant Meeting agenda.
 - b. Those who disagree will be asked to mark the DISAGREE box on the ballot paper of the relevant Meeting agenda.
 - c. Those who abstain will be asked to mark the ABSTAIN box on the ballot paper of the relevant Meeting agenda.

In accordance with the provisions of POJK 15 and the Company's Articles of Association, ABSTAIN vote or absence of vote is deemed to issue the same vote as that of the majority of shareholders who cast their votes at the Meeting.

- The notary will count the votes and announce the results of the voting.

RULES OF MEETING (cont'd)

SIXTH

To maintain the order of the Meeting, shareholders or their proxies who are entitled to physically attend the Meeting, are requested to be present at the Meeting venue at least 15 (fifteen) minutes prior to the Meeting and to deactivate their mobile phones or other communication devices during the Meeting.

HOLDING OF THE MEETING

To hold the Meeting and fulfill the provisions of POJK 15 and the Company's Articles of Association, the Company has performed the following procedures:

- Submitted the plan and agenda of the Meeting to OJK on Friday, May 2, 2025
- Issued the announcement of the Meeting to the Company's shareholders on Friday, May 9, 2025
- Issued the notice of the Meeting to the Company's shareholders on Tuesday, May 27, 2025



FIRST MEETING AGENDUM

Approval of the Company's Annual Report, including the ratification of the Board of Commissioners' Supervisory Task Report and the Company's Consolidated Financial Statements for financial year 2024 which had been audited by Public Accounting Firm Mirawati Sensi Idris as well as the granting of full release and discharge of authority (*acquit et decharge*) to the Board of Commissioners and Board of Directors of the Company for the supervisory and management actions that had been taken in financial year 2024, to the extent that their actions were reflected in the Company's Annual Report and Consolidated Financial Statements

PROPOSAL FOR THE FIRST MEETING AGENDUM

- To approve and ratify the Company's Annual Report, including to approve and ratify the Board of Commissioners' Supervisory Task Report and the Company's Consolidated Financial Statements for the financial year 2024, which had been audited by Public Accountant Maria Leckzinska from Public Accounting Firm Mirawati Sensi Idris
- To grant full release and discharge (acquit et decharge) to the Board of Commissioners and the Board of Directors of the Company for the supervisory and management actions that had been taken by each member of the Board of Commissioners and Board of Directors during financial year 2024 to the extent that their actions were reflected in the Company's Annual Report and Consolidated Financial Statements for financial year 2024



SECOND MEETING AGENDUM

Approval of the allocation
of the Company's profit
for the financial year 2024

PROPOSAL FOR THE SECOND MEETING AGENDUM

In relation to the profit for the year attributable to owners of the parent company of USD 309,084,793 obtained by the Company in financial year 2024, the Company proposes to the shareholders allocation of the Company's profit for the year as follows:

- USD 100,000 will be allocated as mandatory reserve fund as stipulated in Article 70 of Company Law, as amended from time to time
- the remaining profit for the year of USD 308,984,793 will be allocated as the Company's retained earnings



THIRD MEETING AGENDUM

Approval of the
composition of the Board
of Commissioners and
Board of Directors of the
Company

Profile of Director Candidate



**Timotius Max
Sulaiman, SE**

Indonesian Citizen
50 years old
Domiciled in Jakarta

Work Experience

- President Director & CEO PT Eka Mas Republik (since May 2022)
- Director PT Eka Mas Republik (2020-April 2022)
- Senior positions in business planning and control at PT Dian Swastatika Sentosa Tbk (2018-2019)
- Director / CFO of PT LinkNet Tbk (First Media – Lippo group) (2016-2018)
- Director / CFO of PT Internux (Lippo group) (2015-2016)
- Director / CFO of PT Mega Entertainment Indonesia (pay TV & content provider) (2011-2015)
- *Country Controller (Head of Country Finance & Control)* of PT Nokia Siemens Networks (2010-2011)
- *Senior Vice President – Accounting* of PT Mobile-8 Telecom Tbk (2006-2010)
- Audit Manager of KAP Osman Ramli Satrio & Rekan (member firm of Deloitte Touche Tohmatsu) (2002-2006)
- Experienced Analyst of Deloitte Touche Tohmatsu, Sydney – Australia (2001-2002)
- *Audit Supervisor* of KAP Hans Tuanakotta Mustofa (member firm of Deloitte Touche Tohmatsu) (1996-2000)

Concurrent Positions

He does not have any concurrent position in other issuers or public companies.

Riwayat Pendidikan

- Master's Degree in Commerce from Universitas Indonusa Esa Unggul (1999)
- Bachelor's Degree in Accounting from Universitas Tarumanagara (1996)

Professional Certification

Certified Public Accountant (CPA)

Affiliate Relationship:

He is not affiliated with any member of the Board of Commissioners, any members of the Board or Directors, any of the Controller, or any of the Main Shareholders of the Company.

PROPOSAL FOR THE THIRD MEETING AGENDUM

- To approve the composition of the Board of Commissioners and Board of Directors of the Company as follows:

Board of Commissioners

- **Franky Oesman Widjaja** as President Commissioner
- **Handhianto Suryo Kentjono, PhD.** sebagai Komisaris
- **Dr.-Ing. Evita Herawati Legowo** as Independent Commissioner
- **Robert Arthur Simanjuntak, Ph.D.,** as Independent Commissioner
- **Ir. F.X. Sutijastoto, M.A.,** as Independent Commissioner
- **Dr. Hendrikus Passagi, S.Sos., S.H., M.H., M.Sc.,** as Independent Commissioner

Board of Directors

- **Lay Krisnan Cahya** as President Director
- **Lokita Prasetya** as Vice President Director
- **Hermawan Tarjono** as Director
- **Daniel Cahya** as Director
- **Alex Sutanto** as Director
- **David Fernando Audy** as Director
- **Mona Angelique Susanto** as Director
- **Timotius Max Sulaiman, SE** as Director

PROPOSAL FOR THE THIRD MEETING AGENDUM (cont'd)

- To give the power of attorney and authorization to the Board of Directors of the Company and/or Corporate Secretary, either collectively or individually, to state the third agenda into a notarial deed, and to appear where necessary, provide statement or report, make and sign all necessary letters or deeds and inform the changes in the composition of the Company's management to authorized agency, to make necessary changes and/or addendum in order for the report to be accepted and to perform all necessary actions, without exception



FOURTH MEETING AGENDUM

Approval of honorarium, salary, and/or allowances for members of the Board of Commissioners and the Board of Directors of the Company for the financial year 2025

PROPOSAL FOR THE FOURTH MEETING AGENDUM

- to grant authority to the Board of Commissioners to determine the honorarium, salary, and/or allowances for the members of the Board of Commissioners and the Board of Directors for the financial year 2025, by taking into consideration to the development of general economic situation, the Company's financial condition, as well as the performance of each member of the Board of Commissioners and the Board of Directors



FIFTH MEETING AGENDUM

Approval of the
appointment of Public
Accountant and Public
Accounting Firm to audit
the Company's
Consolidated Financial
Statements for financial
year 2025

PROPOSAL FOR THE FIFTH MEETING AGENDUM

- To grant full authority with the substitution rights to the Board of Commissioners of the Company, taking into account the consideration of the Audit Committee of the Company, to i) appoint a Public Accountant and/or Public Accountant Firm registered with the Financial Services Authority in accordance with the criteria set out in the Meeting to conduct audit of the Company's Consolidated Financial Statements for the financial year ending December 31, 2025 and ii) appoint a replacement Public Accountant and/or Public Accountant Firm if the appointed Public Accountant and/or the Public Accountant Firm for any reason cannot perform their duties
- To grant full authority with the substitution right to the Board of Commissioners of the Company to determine the honorarium and other terms for the appointment of the Public Accountant and/or Public Accountant Firm



SIXTH MEETING AGENDUM

Submission of the realization report on the use of proceeds from the Shelf Registration Public Offering, which consists of Shelf Registration Bonds I Dian Swastatika Sentosa Phase I Year 2024, Shelf Registration Bonds I Dian Swastatika Sentosa Phase II Year 2024, and Shelf Registration Bonds I Dian Swastatika Sentosa Phase III Year 2024

SIXTH MEETING AGENDUM

The realization report on the use of proceeds from the Shelf Registration Bonds I
Dian Swastatika Sentosa

	Proceed of Funds ^{*)}	Realization of the Appropriate of Funds	Remaining Funds
Phase I Year 2024	343,250	343,250	-
Phase II Year 2024	1,044,348	250,000	794,348
Phase III Year 2024	2,522,093	580,451	1,941,642
Total	3,909,691	1,173,701	2,735,990

**) After deducted by issuance fee*

This agendum does not require the approval of the shareholders of
the Company



SEVENTH MEETING AGENDUM

Submission of the realization report on the use of proceeds from the Shelf Registration Public Offering, which consists of Shelf Registration Sukuk Mudharabah I Dian Swastatika Sentosa Phase I Year 2024, Shelf Registration Sukuk Mudharabah I Dian Swastatika Sentosa Phase II Year 2024, and Shelf Registration Sukuk Mudharabah I Dian Swastatika Sentosa Phase III Year 2024

SEVENTH MEETING AGENDUM

The realization report on the use of proceeds from the Shelf Registration Sukuk Mudharabah I Dian Swastatika Sentosa

	Proceed of Funds*)	Realization of the Appropriate of Funds	Remaining Funds
Phase I Year 2024	147,150	147,150	-
Phase II Year 2024	443,825	46,470	397,355
Phase III Year 2024	952,011	162,794	789,217
Total	1,542,986	356,414	1,186,572

*) After deducted with issuance fee

This agendum does not require the approval of the shareholders of the Company



THANK YOU