



**PT WISMILAK INTI MAKMUR Tbk**

**SUMMONS  
ANNUAL GENERAL MEETING OF SHAREHOLDERS**

The Board of Directors of PT Wismilak Inti Makmur Tbk ("the Company") hereby invite the Company's shareholders to attend the Annual General Meeting of Shareholders ("AGMS") to be held at:

Day, Date : Monday, July 27, 2020  
Time : 10:00 WIB (West Indonesia Time) - Finished  
Place : GRHA Wismilak  
Jl. Dr. Soetomo 27, Surabaya 60242  
East Java - Indonesia

**AGMS Agenda:**

**1. Approval of the Company's Annual Report for the fiscal year 2019 and Legalization of the Company's Financial Statements for the fiscal year 2019**

**Explanation:**

In accordance with the provisions of article 21 paragraph 3 of the Company's Articles of Association and article 69 paragraph (1) of Law No. 40 of 2007 concerning Limited Liability Companies, the Annual Report and Legalization of the Company's Financial Statements for the fiscal year 2019 shall be submitted for approval and / or legalization of the Meeting.

**2. Stipulation of the Use of the Company's Net Profit for the fiscal year 2019**

**Explanation:**

Based on the provisions of article 11 paragraph 5 (b) juncto article 22 paragraph 1 of the Company's Articles of Association and article 71 paragraph (1) of Law No. 40 of 2007 concerning Limited Liability Companies, the use of Company's net profit for the year ended December 31, 2019 is stipulated by the Meeting.

**3. Appointment of the Company's Public Accountants for fiscal year 2020**

**Explanation:**

Based on the provisions of article 11 paragraph 5 (c) of the Company's Articles of Association, article 36A of the Financial Services Authority Regulation (POJK) number 10 / POJK.04 / 2017 concerning Amendments to the Financial Services Authority Regulation number 32 / POJK.04 / 2014 concerning Plans and Organization of General Meetings of Shareholders of Public Company and article 13 POJK 13 / POJK.03 / 2017 concerning the Use of Public Accountant Services and Public Accountant Offices in Financial Services Activities, Public Accountant Office that will audit the Company's books for the fiscal year ended 31 December 2020 shall be decided by a Meeting with regard to the Board of Commissioners' advices and recommendations of the Audit Committee.



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#### **4. Stipulation of the Remuneration of the Members of the Board of Directors and Honorarium of the Board of Commissioners of the Company**

##### **Explanation:**

In accordance with article 15 paragraph 16 and article 18 paragraph 19 of the Company's Articles of Association, the amount and type of remuneration and other facilities for members of the Board of Directors and members of the Board of Commissioners are stipulated by the Meeting, by taking into consideration the provisions of the prevailing laws and regulations.

#### **5. Approval of the amendments to Article 3 of the Company's Articles of Association in the context of adjustments to the Regulation of the Head of the Central Statistics Agency Number 19 of 2017 concerning Amendments to the Regulation of the Head of the Central Statistics Agency Number 95 of 2015 concerning the Indonesian Standard Industrial Classification**

##### **Explanation:**

In accordance with article 11 paragraph 5 of the Company's Articles of Association, where other agenda items may be discussed as long as the laws and regulations govern it. Adjustment of Indonesian Standard Industrial Classification is required in accordance with Regulation of the Head of the Central Statistics Agency No. 19 of 2017 for the maintenance of a Company Business License Register Number by an Online Single Submission (OSS) system.

##### **Note:**

1. The Company does not send separate invitation letters to the shareholders and this Summons is an official invitation.
2. Those entitled to attend and be represented at the Meeting are the Company's Shareholders whose names are registered in the Register of Shareholders of the Company on Thursday, July 2, 2020 until 16:00 WIB issued by the Office of the Company's Securities Administration Bureau ("BAE").
3. Taking into considerations of the compliance with (i) Government Regulation in Lieu of Law of the Republic of Indonesia No. 1 of 2020 concerning State Financial Policy and Financial System Stability for Handling Corona Virus Disease 2019 (Covid-19) and / or In Order to Face Threats that Harm National Economy and / or Financial System Stability and (ii) Regulation of the Minister of Health of the Republic of Indonesia No. 9 of 2020 concerning Large-Scale Social Limitation Guidelines in the Context of Handling Corona Virus Disease 2019 (Covid-19), **the Company recommends to the Company's Shareholders to authorize the BAE, namely PT Raya Saham Registra, through the Electronic facility of KSEI General Meeting System (eASY).KSEI) at <https://akses.ksei.co.id> link provided by KSEI**, as an electronic authorization mechanism in the process of organizing the Meeting.
4. **In the event that shareholders will authorize outside the eASY.KSEI mechanism**, then the shareholders may use an authorization with the following conditions:
  - a. Shareholders can download the Power of Attorney form on the Company's website, [www.wismilak.com/id/informasi-investor](http://www.wismilak.com/id/informasi-investor), sub menu of the General Meeting of Shareholders.



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b. The original power of attorney shall have been received by the BAE namely PT Raya Saham Registra, Plaza Sentral Building 2nd Floor, Jalan Jendral Sudirman Kaveling 47-48, Jakarta 12930, or received by the Company, GRHA Wismilak, Jalan Dr. Soetomo 27, Surabaya 60264, no later than 1 (one) office day before the date of the Meeting, which is **Friday, July 24, 2020 at 15:00 WIB (West Indonesia Time)**.

c. Only validated power of attorney as shareholders entitled to attend the Company Meeting which will be counted as a quorum for decisions taken.

d. Shareholders who provide such authorization may submit questions concerning the agenda of the Meeting in their power of attorney. The submitted questions, as long as they are relevant and directly related to the meeting agenda, will be read out at the Company Meeting. Discussion of the agenda of the Meeting including the submitted questions will be recorded by the Notary and announced in the Minutes of the Meeting.

**5. For shareholders who still want to be present directly at the Meeting, they must follow and pass the security and health protocols applicable to the building where the meeting is held, which before entering the meeting place must follow the following procedure:**

a. Shall fill out a **Health Declaration Form**, which is provided by the registrar before entering the meeting room. For convenience, the Health Statement Form can also be downloaded on the Company's website.

b. Follow the inspection procedures by the building officer for Covid-19 prevention as stipulated in the Health Procedure for Preventing Covid-19 Spread

c. The Company has the right to limit the number of shareholders or their proxies who are physically present at the Meeting.

d. Shareholders or their proxies who will attend the Meeting are asked to bring their original identity such as an original Resident's Identity Card or other original proof of identity and show it to Company officials before entering the Meeting room and for Shareholders in the form of Legal Entity are required to bring proof of legal authority to represent on behalf of the Legal Entity accompanied by a photocopy of the latest Articles of Association and the latest deed of management of the legal entity that it represents.

e. Shareholders and their legal proxies are kindly requested to be present at the Meeting place no later than 30 (thirty) minutes before the Meeting begins.

6. The Company provides an explanation concerning the Meeting Agenda, Rules of Conduct, Power of Attorney, and other supporting documents which can be downloaded from the Company's website, **[www.wismilak.com/id/informasi-investor](http://www.wismilak.com/id/informasi-investor)**, sub menu of the General Meeting of Shareholders, from the date of this summons.

7. The company will re-announce if there are changes and / or additions information related to the procedure for conducting the Meeting with reference to the latest conditions and developments regarding integrated handling and control to prevent the COVID-19 spread.

**Surabaya, 3 July 2020**  
**The Borad of Directors**