



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 : Tuesday, 27 July, 2021
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 2020 and Legalization of the Company's Financial Statements for the fiscal year 2020**

Explanation:

This agenda is to comply 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 2020 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 2020**

Explanation:

This agenda is to comply with 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, 2020 is stipulated by the Meeting.

- 3. Appointment of the Company's Public Accountants for fiscal year 2021**



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Explanation:

This agenda is to comply with 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 2021 shall be decided by a Meeting with regard to the Board of Commissioners' advices and recommendations of the Audit Committee.

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

Explanation:

This agenda is to comply 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. Amendments to the Articles of Association of the Company in order to comply with the Financial Services Authority (Otoritas Jasa Keuangan) Regulation number 15 / POJK.04 / 2020 of 2020 concerning Plans and Implementation of General Meeting of Shareholders of Public Companies.

Explanation:

Agenda item 5 constitute the adjustment of the Company's Articles of Association with the Financial Services Authority (OJK) Regulation No. 15/POJK.04/2020 concerning Plans and Implementation of General Meeting of Shareholders of Public Companies.

Note:

1. The Company does not send separate invitation letters to the shareholders and this Summons is an official invitation. This invitation can also be found at the Company's website at <https://www.wismilak.com/> and eASY.KSEI application.
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 **Friday, 2 July 2021** until 16:00 PM Western Indonesian Time, issued by the Office of the Company's Securities Administration Bureau ("BAE").



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3. The shareholders can participate in the Meeting by either:
 - a. physically attending the Meeting;
 - b. electronically attending the Meeting through eASY.KSEI application; or
 - c. attending the Meeting through power of attorney.
4. The shareholders who can attend electronically through eASY.KSEI application as referred to in point 3.b are local individual shareholders whose shares are deposited in the collective custody in KSEI.
5. To use eASY.KSEI application, the shareholder can access the eASY.KSEI menu, submenu Login eASY.KSEI in the AKSes facility (<https://akses.kses.co.id/>).
6. Prior to determining the participation in the Meeting, the shareholders are required to read the provisions presented in this Invitation as well as other provisions related to the the Meeting based on the authority determined by the Company. Other provisions can be found on attached documents in the 'Meeting Info' feature of the eASY.KSEI application and/or Meeting Invitations posted at the Company's website. The Company retains the rights to determine more terms in relation to shareholders or the proxies will physical attend the Meeting.
7. The deadline for declaring attendance, appointing representatives, or submitting votes through the eASY.KSEI is set at 26 July 2021 at 12:00 PM Western Indonesian Time.
8. Shareholders who wish to electronically attend the Meeting or exercise their voting rights through the eASY.KSEI, must first inform their attendance or the attendance of their appointed representatives, and/or submit their votes through the eASY.KSEI
9. Shareholders who will attend or authorize a representative to attend the Meeting electronically through eASY.KSEI application shall take notice on the following:
 - a. Registration Process:
 - i. The local individual shareholders who have not provided their attendance declaration or power of attorney in eASY.KSEI application until the deadline in point 7 and wish to attend the Meeting electronically are required to register their attendance in the eASY.KSEI application on the date of the Meeting before the time that the Company ends the Meeting's electronic registration.
 - ii. Local individual shareholders who have provided their attendance declaration but have not submitted their vote on a minimum of 1 (one) of the Meeting agendas through the eASY.KSEI before the deadline mentioned on item 7 and wish to attend the Meeting electronically, must first register their attendance through the eASY.KSEI during the date of the Meeting and before the time that the Company ends the Meeting's electronic registration.



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iii. Shareholders who have authorized the Company's Independent Representative or an Individual Representative but have not submitted their vote on a minimum of 1 (one) of the Meeting agendas through the eASY.KSEI before the deadline mentioned on item 7 and wish to attend the Meeting electronically must first register their attendance through the eASY.KSEI during the date of the Meeting and before the time that the Company ends the Meeting's electronic registration.

iv. Shareholders who have authorized an Intermediary Participant Representative (Custodian Bank or Securities Company) and have submitted their vote through the eASY.KSEI before the deadline mentioned on item 9 are required to request their registered representatives in the eASY.KSEI to register their attendance through the eASY.KSEI during the date of the Meeting before the time that the Company ends the Meeting's electronic registration.

v. Shareholders who have submitted their attendance declaration or authorized a Company-appointed Independent Representative or Individual Representative and have provided their votes for a minimum of 1 (one) of the Meeting agendas through the eASY.KSEI before the deadline mentioned on item 9 do not need to electronically register their attendance through the eASY.KSEI on the Meeting's date. Shares' ownership will be automatically calculated as an attendance quorum and submitted votes will be automatically counted during the Meeting's voting process.

vi. Any delay or failure in the electronic registration process as referred to in points (i) – (iv) for any reason will cause the shareholders or their proxies not to be able to attend the Meeting electronically, and their share ownership will not be calculated as a quorum for attendance at the Meeting.

b. Process for Submitting Questions and/or Opinions Electronically:

i. The Shareholders or proxies have 3 (three) opportunities to raise questions and/or opinions at each discussion session per Meeting agenda. Questions and/or opinions per Meeting agenda can be submitted in writing by the shareholders or proxies by using the chat feature in the 'Electronic Opinions' column available on E-meeting Hall's screen in the eASY.KSEI application. Questions and/or opinions can be given as long as the status of the Meeting in the 'General Meeting Flow Text' column is "Discussion started for agenda item no. []".



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ii. The mechanism for the discussions per Meeting agenda through "Electronic Opinion" screen in the eASY.KSEI is determined by the Company and will be included in the Company's Meeting Guidelines document through the eASY.KSEI application and the Company's website **www.wismilak.com**.

iii. Proxies or shareholders' representatives who electronically attend the Meeting and will raise submit a question and/or opinion of their shareholders during discussion session per Meeting agenda are required to type in the name of the shareholder and number of shares or percentage of ownership they represent before they write their respective questions and/or opinions.

c. Voting Process:

i. The electronic voting process will take place in the eASY.KSEI application on the E-meeting Hall menu, and Live Broadcasting submenu.

ii. Shareholders who are present by themselves or are represented by their proxies but have not cast their votes at the Meeting agenda as referred to in point 9 letter a number i – iii have the opportunity to submit their votes as the Company opens the voting period in the E-Meeting Hall screen of the eASY.KSEI. After the electronic voting period for one of the Meeting agendas is started, the system will automatically count down the voting time by a maximum of 5 (five) minutes. During the electronic voting time, a "Voting for Agenda item no [] has started" status would be displayed at the 'General Meeting Flow Text' column. Shareholders or their representatives who have not submitted their votes during a specific Meeting agenda after the 'General Meeting Flow Text' column's status has changed to "Voting for Agenda item no [] has ended" will be considered to give an Abstain vote for the related Meeting agenda.

iii. The Voting time during the electronic voting process is the standard time as set forth in the eASY.KSEI application. Each Company may determine the time policy for direct electronic voting per Meeting agenda (with a maximum time of 5 (five) minutes per Meeting agenda) and this will be stated in the Rules of Conduct for the Meeting through the eASY.KSEI application and/or Company's website **www.wismilak.com**.

d. Live Broadcast of the Meeting ::

i. The Shareholders or their proxies who have been registered in eASY.KSEI no later than the deadline in point 7 can watch the live broadcast of the Meeting via the Zoom webinar by accessing the eASY.KSEI menu (submenu Tayangan RUPS) at the AKSes facility (<https://akses.ksei.co.id/>).



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ii. Tayangan RUPS has a capacity of up to 500 participants provided in a first come, first serve basis. Shareholders or their representatives who could not be accommodated in the Meeting's broadcast are still considered to have electronically attended the Meeting and their share ownerships and votes are still counted, as long as they have registered through the eASY.KSEI, as specified above in item 9 letter a number i - v.

iii. The Shareholders or their proxies who only watch the Meeting through Tayangan RUPS but are not registered electronically on the eASY.KSEI application, as mentioned in point 9 letter a number i – v, the attendance of the shareholders or the proxies is considered invalid and will not be included in the calculation of the Meeting attendance quorum.

iv. The Shareholders or their proxies who watch the Meeting through Tayangan RUPS will have a 'raise hand' feature which can be used to raise questions and/or opinions during the discussion session per Meeting agenda. If the Company allows activating the 'allow to talk' feature, then shareholders or their proxies can voice questions and/or opinions directly. The determination of the mechanism for discussions per Meeting agenda by using the 'allow to talk' feature in the Tayangan RUPS is under the authority of Company and will be stated by the Company in the Meeting Guidelines through the eASY.KSEI application and/or Company's website **www.wismilak.com**.

v. To get the best experience in using the eASY.KSEI application and/or Tayangan RUPS, the shareholders or their proxies are advised to use the Mozilla Firefox browser.

10. The Shareholders or their proxies who will attend the Meeting are required with due respect to submit copies of their Identity Card (Kartu Tanda Penduduk) or other forms of identification (which is acceptable to the Board of Directors) to the registration personnel before entering the Meeting room. Shareholders who are legal entities are required to submit a copy of the Articles of Association and its amendments, including the composition of the incumbent members of the Board of Directors within 7 days before the date of the Meeting to:

Rapat Umum Pemegang Saham

PT Wismilak Inti Makmur Tbk

Jl. Dr. Soetomo 27, Surabaya 60264

Telp: 031-2952899

Attn: Corporate Secretary



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11. For Shareholders who will provide power of attorney, the Company prepares 2 (two) types of power of attorney, which are:
 - a. Conventional Power of Attorney – original document of Power of Attorney form that needs to be signed by the shareholders to be submitted at the latest at the time of registration of the Meeting with the supporting documents.
 - b. Electronic Power of Attorney (e-Proxy) - a system provided by KSEI to facilitate shareholders in providing power of attorney electronically to other party to attend the Meeting. Shareholders who will use the eASY.KSEI application are subject subject to the procedures, terms and conditions as set out by KSEI, and can download user guidance at <https://www.ksei.co.id/data/download-data-and-user-guide>
12. Shareholders whose shares are in Collective Custody in the KSEI who intend to attend the Meeting can register themselves through Stock Exchange Member/Custodian Bank of the Securities Account Holders at the KSEI to get the KTUR.
13. The Company provides The Annual Report that will be discussed at the Meeting, Rules of Conduct, Power of Attorney, and other supporting documents which can be downloaded from the Company's website, **www.wismilak.com** from the date of this summons.
14. With consideration to the direction of the Government and the provisions of the Financial Services Authority regarding the prevention of the Spread of the COVID-19 Virus, **the Company hereby appeals to Shareholders no to attend in person but to give power of attorney electronically (e-Proxy) through the eASY.KSEI application.**
15. Shareholder or their proxy who will physically attend the Meeting must show proof documents of Rapid Antigen Test or PCR Test with negative results, valid for a maximum of 2 (two) days after being issued.
16. The registration of Shareholders or the Proxies at the Meeting venue is closed 30 minutes before the Meeting starts, which is at 09:30 Western Indonesia Time.



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17. 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, 5 Juli 2021
Direksi Perseroan