

**THE SUMMARY OF MINUTES OF**  
**THE ANNUAL GENERAL MEETING OF SHAREHOLDERS (AGMS)**  
**AND THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS (EGMS)**  
**PT PERSONEL ALIH DAYA TBK**  
**Number : 140/PERSADA/DIR.ET/VI-23**

In order to comply with the provisions of Article 49 paragraph (1) and Article 51 of the Financial Services Authority Regulation Number 15/POJK.04/2020 dated 21 April 2020 concerning the Plan and Implementation of the General Meeting of Shareholders of Public Companies (hereinafter POJK No. 15), the Board of Directors of PT Personel Alih Daya Tbk (the "Company") hereby informs the Shareholders, that the Company has held an Annual General Meeting of Shareholders for Financial Year 2022 (hereinafter referred to as the "AGMS") and an Extraordinary General Meeting of Shareholders (hereinafter referred to as the "EGMS") as follow:

## **I. AGMS**

### **A. Day/Date, Time, Venue and Agenda of the AGMS**

Day, Date : Wednesday, June 7, 2023  
Time : 09.30 to 10.11 WIB  
Venue : PT Personel Alih Daya Tbk's Office, Harmony Room, 1<sup>st</sup> Floor  
Jl. Poltangan Raya no. 35, Tanjung Barat, Jakarta Selatan, 12530

#### **AGMS Agenda:**

1. Approval and ratification of the Company's Annual Report of the financial year 2022, including the Company's Activity Report, the Board of Commissioners Supervisory Report and the Company's Financial Statements of the financial year 2022, and to release and discharge of all responsibilities (acquitted and discharged) to the Board of Directors and Board of Commissioners of the Company for the management and supervisory actions that have been carried out in the financial year 2022.
2. Determination on utilization of the Company's net profit for the financial year 2022.
3. Report and accountability on realization of the use of proceeds from the Public Offering (IPO).
4. Appointment of a Public Accountant and/or Public Accounting Firm to audit the Company's Financial Statements for the financial year ending 31 December 2023, and to grant authority to determine the honorarium of the Public Accountant and/or Public Accounting Firm and other requirements.
5. Determination of honorarium, salary, and other benefits for members of the Board of Commissioners and the Board of Directors of the Company.

(hereinafter referred to as the Meeting)

### **B. Attendance of Members of the Board of Directors and Board of Commissioners of the Company**

Members of the Board of Directors who attended the Meeting:

-President Director : Mr SUWIGNYO;  
-Director : Mr YAYAN DHARMAWANGSA;

Members of the Board of Commissioners who attended the Meeting:

-President Commissioner : Mr WAHONO;

- Commissioner : Mr SIGIT KUNTJAHJO;
- Commissioner : Mr BADEN SAPRUDIN;
- Independent Commissioner : Mr JENAL KALUDIN;
- Independent Commissioner : Mrs ADITA IRAWATI;

### C. Meeting Chairman

The meeting was chaired by Mr WAHONO, as President Commissioner of the Company.

### D. Shareholders Attendance

The Meeting was attended by shareholders and proxy of shareholders representing 2,250,132,800 shares or 71.43% of 3,150,000,000 shares which is the total number of shares with valid voting rights issued by the Company.

### E. Proposing of questions and/or opinions

Shareholders and shareholders' proxies were given the opportunity to raise questions and/or opinions for each agenda item, but there were no shareholders and shareholders' proxies who raised questions and/or opinions.

### F. The decision-making mechanism

Decision-making on all agenda items is carried out based on deliberation for consensus, in the event that deliberation for consensus is not reached, decision-making is carried out by voting.

### G. Voting Result

- First to Fourth Agenda:

- There were no shareholders or their proxies present at the Meeting who voted abstain/blank.
- None of the shareholders or their proxies present at the Meeting voted against.
- All shareholders or their proxies present at the Meeting voted in agree.
- Therefore, the resolution was approved by the Meeting by deliberation to reach a consensus.

- Fifth Agenda :

- Number of blank/abstain votes : 200 votes.
- Number of votes against : 45,300 votes.
- Total number of votes agree : 2,250,087,300 votes.
- So that the total number of votes agree : 2,250,087,500 votes, or 99.99%, or more than 1/2 of the total votes validly cast in the Meeting.

### H. Meeting Resolution

#### First Agenda Resolution:

Approve and ratify the Company's Annual Report for the financial year 2022, including the Company's Activity Report, the Board of Commissioners' Supervisory Report and the Company's Financial Statements for the financial year 2022, and grant full release and discharge (acquitt et de charge) to the Board of Directors and the Board of Commissioners of the Company for their management and supervisory actions, to the extent that such actions are reflected in the Annual Report.

**Second Agenda Resolution:**

- a. Determining the utilization of the Company's net profit for the financial year 2022, total Rp4,473,510,034.00 to be allocated as follows:
  - i. Rp1,565,729,000.00 or 35% of the Company's net profit for the financial year 2022 shall be distributed as cash dividends to the shareholders of the Company, so that each share will receive a cash dividend of Rp0.5,-
  - ii. Rp1,565,729,000.00 shall be set aside and recorded as reserve fund;
  - iii. Rp223,676,000.00 for Tantiem for members of the Board of Directors and Board of Commissioners, and authorize to the Board of Commissioners to determine the allocation;
  - iv. The remaining amount is booked as retained earnings, to increase the Company's working capital and business development.
- b. To authorize the Board of Directors of the Company to take any and all necessary actions in relation to the above resolution, in accordance with the prevailing laws and regulations.

**Third Agenda Resolution:**

Accepted the report on the realization of the Use of Proceeds of the Initial Public Offering which has been used up to 31 December 2022.

**Fourth Agenda Resolution:**

- a. To re-appoint the Public Accounting Firm (KAP) Kanaka Puradiredja, Suhartono as a registered Public Accountant Firm in the Financial Services Authority, which will audit the Company's Financial Statements for the Financial Year 2023 and to re-appoint Mr Doly Fajar Damanik, CPA who is a Public Accountant (AP) who is a member of KAP Kanaka Puradiredja, Suhartono and is a registered Public Accountant in the Financial Services Authority, who will audit the Company's Financial Statements for the Financial Year 2023, having considered the proposals from the Board of Commissioners and the Audit Committee.
- b. To grant authority to the Company's Board of Commissioners to determine the amount of audit fees and other terms of appointment that are reasonable for the KAP and AP.
- c. To grant authority and power to the Board of Commissioners to:
  - i. To appoint another KAP, in the event that KAP Kanaka Puradiredja, Suhartono, for any reason is unable to conduct or complete the audit of the Company's Financial Statements for the Financial Year 2023;
  - ii. To appoint a replacement Public Accountant from among the Public Accountants who are members of KAP Kanaka Puradiredja, Suhartono, in the event that Mr Doly Fajar Damanik, CPA for any reason is unable to conduct or complete the audit of the Company's Financial Statements for the Financial Year 2023;
  - iii. Conduct other matters necessary in connection with the appointment and/or replacement of the Public Accounting Firm and/or Registered Public Accountant at the Financial Services Authority, including but not limited to determining the amount of honorarium and other conditions in relation with the appointment of the Public Accounting Firm and Registered Public Accountant at the Financial Services Authority;-with consider to the Regulations of the Financial Services Authority, and with due regard to the recommendations of the Audit Committee and the prevailing laws and regulations.

**Fifth Agenda Resolution:**

- a. To Determine the remuneration (honorarium, salary and other benefits) for members of the Board of Commissioners of the Company as a whole for the financial year 2023, with an increase not exceeding 15% from the financial year 2022 as well as grant power and authority to the Board of Commissioners to determine the allocation with consider the recommendation of the Board of Commissioners who carried out the Nomination and Remuneration function.
- b. To grant power and authority to the Board of Commissioners to determine the remuneration (honorarium, salary and other benefits) for the members of the Board of Directors of the Company, with consider the recommendations of the Board of Commissioners who carried out the Nomination and Remuneration function.

**II. EGMS**

**A. Day/Date, Time, Venue and Agenda of the EGMS**

Day, Date : Wednesday, June 7, 2023  
Time : 10.18 – 10.26 WIB  
Venue : PT Personel Alih Daya Tbk's Office, Harmony Room, 1<sup>st</sup> Floor  
Jl. Poltangan Raya no. 35, Tanjung Barat, Jakarta Selatan, 12530

**EGMS Agenda:**

- Amendment to Article 17 paragraph 5 of the Articles of Association regarding the announcement of the Company's financial statements.

**B. Attendance of Members of the Board of Directors and Board of Commissioners of the Company**

Members of the Board of Directors who attended the Meeting:

-President Director : Mr SUWIGNYO;  
-Director : Mr YAYAN DHARMAWANGSA;

Members of the Board of Commissioners who attended the Meeting:

-President Commissioner : Mr WAHONO;  
-Commissioner : Mr SIGIT KUNTJAHJO;  
-Commissioner : Mr BADEN SAPRUDIN;  
-Independent Commissioner : Mr JENAL KALUDIN;  
-Independent Commissioner : Mrs ADITA IRAWATI;

**C. Meeting Chairman**

The meeting was chaired by Mr WAHONO, as President Commissioner of the Company.

**D. Shareholders Attendance**

The Meeting was attended by shareholders and proxy of shareholders representing 2,250,130,300 shares or 71.43% of 3,150,000,000 shares which is the total number of shares with valid voting rights issued by the Company.

**E. Proposing of questions and/or opinions**

Shareholders and shareholders' proxies were given the opportunity to raise questions and/or opinions for each agenda item of the Meeting, but no shareholders and shareholders' proxies raised questions and/or opinions.

**F. The decision-making mechanism**

Shareholders and shareholders' proxies were given the opportunity to raise questions and/or opinions for each agenda item of the Meeting, but no shareholders and shareholders' proxies raised questions and/or opinions.

**G. Voting Result**

- Number of blank/abstained votes : 5,200 votes.
- Number of votes against : - votes.
- Total number of votes agree : 2,250,125,100 votes.
- So that the total number of votes agree : 2,250,130,300 votes, or 100%, or more than 1/2 of the total votes validly cast in the Meeting.

**H. Meeting Resolution**

- a. To approve and amend Article 17 paragraph 5 of the Company's Articles of Association, as submitted to the Meeting;
- b. To grant power and authority to the Board of Directors of the Company, with the right of substitution, to take any and all necessary actions in connection with such resolution, including but not limited to stating/pouring out such resolution in deeds made before a Notary, to amend and/or rearrange the provisions of Article 17 paragraph 5 of the Company's Articles of Association or Article 17 of the Company's Articles of Association as a whole, as required by and in accordance with the prevailing laws and regulations, and further to submit notification of the resolutions of the Meeting and/or amendments to the Company's Articles of Association, to the competent authorities, and to take all and any necessary actions in accordance with the prevailing laws and regulations.

Jakarta, June 9, 2023

PT Personel Alih Daya Tbk  
Board of Directors



**THE ANNOUNCEMENT  
 NOTICE TO THE SHAREHOLDERS REGARDING  
 THE DISTRIBUTION OF CASH DIVIDENDS FOR THE FINANCIAL YEAR 2022  
 PT PERSONEL ALIH DAYA TBK ("THE COMPANY")**

In accordance with the resolution of the Annual General Meeting of Shareholders (AGMS) of the Company held on 7 June 2023 (the "Meeting"), it was approved and resolved that the Company will distribute cash dividends for the financial year 2022, with amount 35% of the net profit of 2022 or approximately Rp1,565,729,000.00 or Rp0.5 (half a rupiah) per share.

We hereby notified to the shareholders of the Company that the schedule and procedures for the payment of cash dividends for the financial year 2022 are as follows:

**SCHEDULE AND PROCEDURES FOR THE DISTRIBUTION OF CASH DIVIDENDS FOR THE FINANCIAL YEAR 2022**

**Schedule of Cash Dividends Distribution as follows:**

No.	Description	Date
1.	Approval and Resolution of the AGMS for the financial year 2022	June 7, 2023
2.	Reporting to OJK and IDX /Announcement of AGMS results	June 9, 2023
3.	Announcement of cash dividend distribution schedule and procedures on the IDX website and the Company's website	June 9, 2023
4.	End of Trading Period for Shares with Dividend Rights (Cum Dividend) <ul style="list-style-type: none"> <li>▪ Regular Market and Negotiated Market</li> <li>▪ Cash Market</li> </ul>	June 15, 2023 June 19, 2023
5.	Beginning of Trading Period of Shares Without Dividend Rights (Ex Dividend) <ul style="list-style-type: none"> <li>▪ Regular Market and Negotiated Market</li> <li>▪ Cash Market</li> </ul>	June 16, 2023 June 20, 2023
6.	Record date for the Company's shareholders entitled to cash dividends (" <i>Record Date</i> ")	June 19, 2023
7.	Payment of Cash Dividends to Shareholders, at the latest	July 4, 2023

**Procedures for the Distribution of Cash Dividends as follows :**

1. This announcement is an official notice from the Company and the Company will not issue a special notification letter to each shareholder of the Company.
2. The cash dividends will be distributed and paid to shareholders whose names are registered in the Company's Register of Shareholders (DPS) on June 19, 2023 until 16.00 WIB (*Recording Date*) and/or owners of the Company's shares in the securities Sub Account in PT Kustodian Sentral Efek Indonesia (KSEI) at the closing of the IDX trading on June 19, 2023
3. For Shareholders whose shares are deposited in collective custody at KSEI, the cash dividends will be paid through KSEI and will be distributed on July 4, 2023 into the Customer Fund Account (*Rekening Dana Nasabah/RDN*) at the Securities Company and/or Custodian Banks where the Shareholder has opened a securities sub-account.
4. While for the Shareholders of the Company whose shares are not deposited in the collective custody of KSEI and/or the Shareholders who still using scripts, the cash dividends will be transferred to the shareholders' bank accounts, therefore may notify to inform the name, bank address and bank account number at the latest by June 19, 2023 until 16.00 WIB to :

**Kantor Biro Administrasi Efek (BAE)  
PT Adimitra Jasa Korpora**  
Kirana Boutique Office Blok F3 No. 5.  
Jl. Kirana Avenue III, Kelapa Gading, Jakarta Utara 14240  
Telp: 021-2974 5222, Fax: 021-2928 9961  
Email: opr@adimitra-jk.co.id

5. The payment of Cash Dividends to shareholders will be subject to tax on dividends in accordance with the provisions of the prevailing Taxation laws and regulations in Indonesia.
6. Under the prevailing tax laws and regulations, the cash dividend will not be subject to income tax if received by a resident corporate taxpayers shareholder ("WP Badan DN") and the Company will not withhold Income Tax on cash dividends paid to the WP Badan DN. The cash dividends received by a resident individual taxpayer shareholders ("WPOP DN") will not be subject to income tax object as long as the cash dividends are invested in Indonesia. For WPOP DN who do not meet the investment requirements as mentioned above, the cash dividends received by such person will be subject to income tax ("PPh") in accordance with the provision of the applicable laws and regulations, and the PPh must be paid by such WPOP DN accordingly with the provisions of Government Regulation No. 9 of 2021 concerning Tax Treatment to Support the Ease of Doing Business.
7. For shareholders other than those mentioned in number 6 above, cash dividends will be subject to income tax under the prevailing tax laws and regulations. The amount of tax will be borne by the relevant shareholder of the Company and deducted from the amount of cash dividends by the relevant shareholder of the Company. Furthermore, the shareholder shall be responsible for reporting income of the cash dividend in the tax reporting for the relevant tax year according to the prevailing tax laws and regulations.
8. Shareholders who are non-tax residents, the deducted rate of withholding tax will subject to relevant Tax Treaty on the Prevention of the imposition of Double Taxation ("P3B") must fulfil of the requirements under the Regulation of Director General of Taxes No. PER-25/PJ/2018 on the Procedure for Implementation of Double Taxation Agreement on Avoidance and to submit the record or receipt of DGT/Domicile Certificate ("SKD") documents which have been uploaded to the Directorate General of Taxes's website to KSEI or BAE in accordance with KSEI's rules and regulations. In the absence of the said documents, the cash Dividend for the Financial Year 2022 paid will be subject to 20% Income Tax of Article 26.

Should there be any future tax matters or claims on cash dividends as has been accepted by the shareholders, the collective custody shareholders in KSEI should settle such matters with the securities company and/or custodian bank where the Shareholder has opened their securities account.

**Jakarta, June 9, 2023**  
**PT Personel Alih Daya Tbk**  
**Board of Directors**