



**MEETING PROCEDURE
ANNUAL GENERAL MEETING OF SHAREHOLDERS
PT VKTR TEKNOLOGI MOBILITAS TBK
(the "Company")**

1. General

This meeting is the Company's Annual General Meeting of Shareholders ("AGMS").

2. Time and Place of AGMS

The AGMS will be held on:

day/date	:	Monday, 3 June 2024
time	:	02.00 PM – 04.00 PM Western Indonesian Time ("WIB")
place	:	Ruang Nusantara, Bakrie Tower 36 th floor Rasuna Epicentrum Boulevard, Jl. H.R. Rasuna Said, Karet Kuningan, Setiabudi, Jakarta Selatan, 12940, Indonesia
online implementation for shareholders	:	Electronically (online) with the eASY.KSEI application ("eASY.KSEI")

3. The AGMS agendas are as follows:

a) Approval of the Company's annual report for the financial year 2023 and ratification of the consolidated financial statements of the Company and subsidiaries for the financial year ended 31 December 2023:

- Approval of the Company's annual report for the financial year 2023 which has been reviewed by the Board of Commissioners;
- Approval of the supervisory report of the Board of Commissioners;
- Ratification of the consolidated financial statements of the Company and its subsidiaries for the financial year ended 31 December 2023, audited by public accounting firm Y. Santosa & Rekan (Member Firm of Praxity International) and signed on 7 March 2024;
- Release and discharge of responsibilities (acquit et de charge) of members of the Board of Directors and Board of Commissioners for the financial year 2023;

Explanation: The Company will provide an explanation to shareholders or their proxies regarding the implementation of the Company's business activities for the financial year ending 31 December 2023 and the Company's financial condition as stated in the Company's Financial Statements for the financial year ending 31 December 2023 in accordance with the provisions of Article 69 paragraph (1) Law no. 40 of 2007 concerning Limited Liability Companies as amended from time to time ("UUPT") as well as Article 10 paragraph 9 in conjunction with Article 23 paragraph 5 of the Company's Articles of Association. Furthermore, in line with Article 10 paragraph 10 of the Company's Articles of Association, approval of the annual report and ratification of the Financial Statements by the AGMS means full release and discharge of responsibility (acquit et de charge) to the members of the Company's Board of Directors and Board of Commissioners for the management and supervision that has been carried out in the 2023 financial year, as long

as these actions are clearly reflected in the annual report and financial statements;

- b) Approval of the determination of the use of the Company's net profit for the financial year 2023;

Explanation: *The agenda of this AGMS is carried out in order to comply with the provisions of Article 70 and Article 71 of UUPT and the provisions of Article 10 paragraph 9 juncto Article 24 paragraph 1 of the Company's Articles of Association related to the use of the Company's net profit for the financial year ended on December 31, 2023;*

- c) Approval of the appointment of a public accounting firm to audit the consolidated financial statements of the Company and its subsidiaries for the financial year ending December 31, 2024;

Explanation: *The agenda of this AGMS was carried out in order to comply with the provisions of Article 10 paragraph 9 of the Company's Articles of Association, Article 68 paragraph (1) letter c of UUPT and Article 59 of OJK Regulation No. 15/POJK.04/2020 concerning the Plan to Convene the General Meeting of Shareholders of Public Companies;*

- d) Determination of salaries and allowances and other facilities for the members of the Board of Directors and the Board of Commissioners in the financial year 2024;

Explanation: *The agenda of this AGMS is carried out in order to comply with the provisions of Articles 96 and 113 of UUPT and Article 17 paragraphs 14 and 20 paragraph 9 of the Company's Articles of Association related to determining remuneration for the Board of Directors and Board of Commissioners for the 2024 financial year;*

- e) Approval of the change in the use of proceeds from the Initial Public Offering of Shares (“**Public Offering**”) of the Company.

Explanation: *The agenda of this AGMS is carried out in order to comply with the provisions in the Article 9 paragraph (1) juncto Article 11 of OJK Regulation No. 30/POJK.04/2015 concerning Report on the Realization of the Use of Public Offering Proceeds, the Company plans to change the plan to use the proceeds from the Company's public offering;*

- f) Submission of report on the realization of the use of proceeds from the Initial Public Offering of PT VKTR Teknologi Mobilitas Tbk Year 2023;

Explanation: *The agenda of this AGMS was held in order to comply with the provisions in Article 6 paragraphs (1) and (2) of OJK Regulation No. 30/POJK.04/2015 concerning the Realization Report on the Use of Public Offering Proceeds, the Company plans to convey the realization.*

4. AGMS Participant

- 1) Participants of the AGMS are shareholders or their attorneys whose names are registered in the Register of Shareholders of the Company on 8 May 2024 or owners of balances in securities sub-accounts at PT Kustodian Sentral Efek Indonesia at the close of trading of the Company's shares on the Indonesia Stock Exchange on 8 May 2024.
- 2) The participants of the AGMS have the right to express opinions and/or ask questions and vote on each agenda of the AGMS in accordance with the prevailing laws and regulations.
- 3) The Company encourages shareholders to register their attendance electronically through the eASY.KSEI platform or grant power of attorney to the Company's Securities Administration Bureau ("**BAE**"), PT Electronic Data Interchange Indonesia. Shareholders who attend electronically can access the eASY.KSEI platform, the eASY.KSEI login submenu is located at the AKSes facility (<https://akses.ksei.co.id/>).
- 4) Shareholders of the Company or their attorneys who will attend electronically through the eASY.KSEI platform can declare their attendance electronically until 31 May 2024 at 12.00 PM WIB ("**Declaration of Attendance Deadline**") and provide their voting preference through eASY.KSEI from the date of convocation until the Declaration of Attendance Deadline.
- 5) The participants of the AGMS who arrive late after the registration period are still able to attend the AGMS however, their votes will not be counted, and they will not be able to participate in the question and answer session.

5. Invitation

Parties not shareholders of the Company attending based on the invitation of the Company's Board of Directors do not have the right to express their opinions and vote during AGMS.

6. Language

AGMS will be held in Bahasa Indonesia.

7. Chairman of AGMS

The AGMS is chaired by a member of the Board of Commissioners appointed by the Board of Commissioners. In the event all members of the Board of Commissioners are absent or unable to attend, then the AGMS shall be chaired by a member of the Board of Directors appointed by the Board of Directors. In the event all members of the Board of Directors and the Board of Commissioners are absent or unable to attend, the AGMS shall be chaired by a shareholder present at the AGMS, who is appointed by and from the participants of the AGMS (Article 12 paragraph 1 of the Company's Articles of Association in conjunction with Article 37 of the Financial Services Authority Regulation No. 15/POJK.04/2020 regarding the Planning and Organizing General Meetings of Shareholders of Public Companies).

8. Registration Process

The registration process for shareholders who will attend the AGMS electronically through the eASY.KSEI platform is as follows:

- 1) the following shareholders are required to register their attendance electronically through the eASY.KSEI platform on the date of the AGMS from 08.00 AM WIB to 09.45 PM WIB:

- (i) shareholders of the Company who have not declared their attendance electronically and have not determined their voting choice preferences until the Declaration of Attendance Deadline;
- (ii) shareholders of the Company who have declared their attendance electronically but have not determined their voting preferences until the Declaration of Attendance Deadline;
- (iii) individual representatives and independent parties that have been appointed by the Company (namely PT Electronic Data Interchange Indonesia as the Company's BAE) who have received power of attorney from the shareholders of the Company, but the respective shareholders have not determined their voting preferences until the Declaration of Attendance Deadline; and
- (iv) participants of KSEI/intermediary (custodian banks or securities companies) that have received the power of attorney from the shareholders of the Company and have determined their voting preferences through the eASY.KSEI platform.

9. Attendance Quorum

In accordance with the provisions in Article 13 paragraph 2 number (1) of the Company's Articles of Association, the quorum for the attendance of the AGMS is valid if attended by shareholders representing more than 1/2 (one-half) of the total shares with voting rights validly issued by the Company.

The shareholders may participate in the AGMS through the following mechanisms:

- 1) attending the AGMS physically; or
- 2) attending the AGMS electronically through the eASY.KSEI platform.

Due to the limited capacity of the room for shareholders, it is expected that shareholders who are unable to enter the room to grant power of attorney in accordance with the procedures stipulated by the Company.

10. Decision

All decisions are made based on deliberation to achieve consensus. In the event that a decision based on deliberation for consensus is not reached, then the decisions are valid if approved by more than 1/2 (one-half) of the total shares with voting rights present at the AGMS.

11. Question and Answer

- 1) In discussing each agenda of the AGMS, the chairman of the AGMS will provide an opportunity for the shareholders or their attorney to ask questions, opinions, proposals, or suggestions for each agenda of the AGMS that is being discussed.
- 2) The mechanism for submitting questions, opinions, proposals, or suggestions is as follows:
 - (i) for shareholders who are attending the AGMS venue physically:
 - a) the chairman of the AGMS will provide an opportunity to each shareholder or attorney to ask questions and/or express their opinion once for each agenda item. Only valid shareholders or their attorneys are entitled to ask questions and/or express their opinions; and
 - b) shareholders or their attorneys who are physically present and wish to ask questions and/or express their opinions are requested to raise their hand and submit a completed question form to the staff to be delivered to the chairman of the AGMS and the question will be read out by the Corporate Secretary. After the question forms have been collected, the shareholders or their attorneys are allowed to ask questions or express their opinions in front of the AGMS forum in turn.

- (ii) for shareholders who submit questions through the eASY.KSEI platform:
 - a) shareholders shall submit the questions in accordance with the provisions and procedures on the eASY.KSEI platform. The Company will disable the "raise hand" and "allow to talk" features during the webinar on the AKSes facility, therefore, the Company urges the shareholders/their attorneys to submit questions or opinions of each agenda item in writing using the chat feature in the "Electronic Opinions" column available on the E-Meeting Hall screen of the AKSes facility. The submission of questions and/or opinions can be done as long as the status of the implementation of the AGMS in the "General Meeting Flow Text" column is "Discussion started for agenda item no. []"; and
 - b) incoming questions will be read out by the Corporate Secretary and the answers to the questions and opinions for each agenda will be answered live through the Zoom webinar broadcast, therefore the answers to the questions or opinions from shareholders/their attorneys that appear in the eASY.KSEI flow text will not be answered in written form. Furthermore, the chairman of the AGMS or the appointed representative of the Company will answer or respond to the questions one by one.

12. Voting

- 1) Each shareholder grants the rights to its holder to cast 1 (one) vote, if a shareholder owns more than 1 (one) share, they are requested to only cast their vote once, representing the total number of shares they own.
- 2) Voting for shareholders who attend physically will be conducted verbally by "raising hands" with the following provisions:
 - (i) first, those who "disagree" will be asked to raise their hands and submit their voting cards;
 - (ii) second, those who "voted in blank" are requested to raise their hands and submit their voting cards. Furthermore, the blank votes cast will be calculated as the same as the majority votes cast at the AGMS; and
 - (iii) the numbers of "invalid votes" shall be deemed not exist and shall not be counted in determining the number of votes cast at the AGMS.
- 3) Voting for shareholders who attend electronically through the eASY.KSEI platform (e-Voting) is carried out with the following provisions:
 - (i) the voting process takes place on the eASY.KSEI platform on the e-Meeting Hall menu, Live Broadcasting sub menu;
 - (ii) shareholders who attend or provide power of attorney electronically in the AGMS through the eASY.KSEI platform, but have not yet made a voting choice, have the opportunity to submit their voting preferences during the voting period opened through the e-Meeting Hall screen on the eASY.KSEI platform;
 - (iii) during the voting process, the "General Meeting Flow Text" column will show the status "Voting for agenda item no. 1 has started";
 - (iv) if the shareholder does not make a voting choice for the agenda item of the AGMS until the status displayed in the "General Meeting Flow Text" column changes to "Voting for agenda item no. 1 has ended", then the shareholder will be considered as abstain; and

- (v) the voting period during the electronic voting process is the standard time set on the eASY.KSEI platform. The Company may determine a direct electronic voting time policy for the agenda of the AGMS with a maximum time of 5 (five) minutes.

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