



ANNOUNCEMENT OF INVITATION FOR EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

The Board of Directors of PT Sarimelati Kencana Tbk. (the “**Company**”) having domicile in Jakarta, hereby invite the Shareholders of the Company to attend the Annual General Meeting of Shareholders and the Extraordinary General Meeting of Shareholders (jointly the “**GMS**”) which shall be held on:

Day/Date : **Thursday / 19 November 2020**

Time : 09.00 – *completion*

Venue : **Smesco Building – 4th Floor**

Jl. Jend. Gatot Subroto Kav. 94, RT. 11 / RW. 03, Pancoran
Jakarta Selatan 12870

Extraordinary General Meeting of Shareholders

1. Approval on changes to the management structure of the Company.

Pursuant to (i) provisions of Article 94 and Article 111 of the Company Law, and (ii) provisions of Article 14 and Article 17 of Articles of Association of the Company regulate the appointment, replacement and dismissal of the member of Board of Directors and member of Board of Commissioners shall be decided at the General Meeting of Shareholders.

2. Approval on proposed plan of alteration to the Company’s business activities in compliance with the 2020 Indonesian Standard Industrial Classification in the form of addition of new business activity of Retail Trading Through Media.

The Company intends to perform alteration to its business activities by adding new business of Retail Online Trading through Website and Applications for the purpose of compliance with the Regulation of Ministry of Trading No. 50 of 2020 concerning Provisions on Business Permits, Advertising, Guidance and Supervision of Business Players of Trading through Electronic System and the promulgation of the 2020 Indonesian Standard Industrial Classification.

3. Approval on proposed plan of alteration to the Company’s business activities, in the form of addition of new business activity of Restaurant and Other Mobile Food Services.

The Company intends to perform alteration to its business activities by adding new business of Mobile Restaurant by using four-wheels vehicle.

4. Approval on the amendment to Article 4 paragraph (3), Article 9, Article 10 and Article 11 of the Articles of Associations of the Company for the purposes of compliance with terms and provisions governed under (A) Regulation of Financial Services Authority No. 015/ POJK.04/2020 concerning Plan and Performance of General Meeting of Shareholders of a Public Listed Company and (B) Regulation of Financial Services Authority No. 016/POJK.04/2020 concerning Performance of Electronic General Meeting of Shareholders of a Public Listed Company.

The Company intends to amend the provisions of Article 4 paragraph (3), Article 9, Article 10 and Article 11 of the Articles of Associations of the Company concerning the preparation and performance of a General Meeting of Shareholders for the purposes of compliance with terms and provisions governed under (A) Regulation of Financial Services Authority No. 015/ POJK.04/2020 concerning Plan and Performance of General Meeting of Shareholders of a Public Listed Company and (B) Regulation of Financial Services Authority No. 016/POJK.04/2020 concerning Performance of Electronic General Meeting of Shareholders of a Public Listed Company.

5. Approval on amendment to Article 15 paragraph (3) of the Articles of Association of the Company concerning addition of categories and/or types of corporate actions that require prior approval from the Board of Commissioners.

Pursuant to (i) Provision of Article 19 of the Company Law, and (ii) provision of Article 12 of the Articles of Association of the Company regulate amendment to a provision of the Articles of Association shall be decided at the General Meeting of Shareholders, which is intended to expand categories and/or types of corporate action to be undertaken by Board of Directors of the Company that require prior approval from the Board of Commissioners of the Company as governed under Article 15 paragraph (3) of the Articles of Association.

6. Approval for securing, guaranteeing or placing securities over, either partial or all of the assets of the Company in favour of its Creditor, including but not limited to (i) right of mortgage to the Company's properties, (ii) fiduciary security of all inventories, bank account, and insurance coverage of the Company, (iii) any other form of collateral or security concerning any other assets, either movable or fixed assets, for the purpose of financing or obtaining loan or financing from a third party which is granted to or obtained by the Company, either at the present or in the future, as regulated under Article 102 of the Law of the Republic of Indonesia No. 40 of 2007 concerning Limited Liability Company, in the amount, terms and provisions to be accepted by Board of Directors of the Company, in consideration to the Capital Market laws and regulations.

The Company requires approval from the shareholders for securing, guaranteeing or placing securities over more than 50% (fifty percent) of the Company's existing and/or future assets and properties, either within single or multiple transactions, in favour of the Company's creditors.

GENERAL RULES OF GMS

1. The Company shall not deliver separated invitation to each of the Shareholders in compliance with provision of Article 10 paragraph (10) of the Articles of Association of the Company and Article 82 paragraph (2) of the Company Law, and this invitation shall serve as official invitation delivered to the Shareholders.
2. The Shareholders who shall be eligible to attend the GMS shall be the Shareholders whose name are recorded at the Registrar of Shareholders of the Company, or the owners of securities accounts at the Collective Depository of PT Kustodian Sentral Efek Indonesia (the "KSEI") on **Tuesday, dated 27 October 2020** at 16.15 WIB (*recording date*).
3. As part of supporting the program applied by the Government of the Republic of Indonesia and for the purpose of anticipating and preventing the spread of Covid-19 Virus, the Company shall facilitate the performance of GMS as follows:

a. Mechanism of Electronic Power of Attorney

The Company hereby request before the Shareholders whose shares are being registered under the Collective Depository at KSEI to authorize electronic power of attorney ("*e-Proxy*") in favour of each of the representatives appointed by **PT Datindo Entrycom**, in its capacity as the Company's Securities Administration Bureau, through the **eASY.KSEI** facility as accessible from the **Securities/Access Ownership Reference Website of KSEI** (<https://akses.ksei.co.id/>) with conditions as follows:

- The granting of electronic power of attorney / e-Proxy shall comply with the procedures, terms and conditions determined by KSEI;
- Specifically for Shareholders who have granted e-Proxy, shall be entitled to submit questions or opinions concerning any Agenda of the GMS by sending email to corsec@sarimelatikencana.co.id at the latest on **Friday, dated 13 November 2020** at 17.00 WIB with the formats and procedures downloadable from the Company's website (www.sarimelatikencana.co.id).

b. Mechanism of Medical Protocol

The Shareholders or the proxy of Shareholders who shall attend the GMS shall be **obligated** to comply and fulfill all medical protocol, policy and other terms as applicable at the venue of the GMS, either implemented by the Company or the building management of the venue of the GMS.

4. Based on considerations to provisions governed under :
- (A) Government Regulation In Lieu of the Law of the Republic of Indonesia No. 1 of 2020 concerning State Financial and The Stability of The Financial System Policies for The Mitigation Of Coronavirus Disease 2019 (Covid-19) Pandemic and/or To Deal With Threats That Are Potentially Harmful To The National Economy and/or The Stability Of The Financial System;
 - (B) Regulation of the Ministry of Health of the Republic of Indonesia No. 9 of 2020 concerning Guideline for Large Scale Social Restriction for the Purpose of Accelerating the Mitigation of 2019 Corona Virus Disease (Covid-19);
 - (C) Regulation of the Governor of Special Capital Region of Jakarta No. 33 of 2020 **as amended** with Regulation of the Governor of Special Capital Region of Jakarta No. 88 of 2020 concerning Implementation of Large Scale Social Restriction for Mitigating the 2019 Corona Virus Disease (Covid-19) at the Province of Special Capital Region of Jakarta;
 - (D) Regulation of the Governor of Special Capital Region of Jakarta No. 41 of 2020 concerning Sanctions Against Violation to the Implementation of Large Scale Social Restriction for Mitigating the 2019 Corona Virus Disease (Covid-19) at the Province of Special Capital Region of Jakarta;
 - (E) Regulation of the Governor of Special Capital Region of Jakarta No. 79 of 2020 **as amended** with Regulation of the Governor of Special Capital Region of Jakarta No. 101 of 2020 concerning Implementation of Discipline and Legal Enforcement of Health Protocol for the Purpose of Anticipating and Mitigating the Corona Virus Disease (Covid-19);

it is hereby informed the considerations, as follows:

- a. the Company shall comply with and implement the provisions regulated by the Governor of DKI Jakarta Province relating to the Implementation of Large Scale Social Restrictions **which is legally valid and enforced on the Performance Date of the GMS;**
- b. the Company hereby requests full cooperation from Shareholders **to prioritize the granting of electronic power of attorney which is being facilitated by KSEI** and minimize the physical attendance at the GMS;
- c. the Company shall not provide any lunch meals, beverages or snacks during the performance of the GMS; and
- d. the Company shall not distribute souvenir or gifts on any form to Shareholders or proxy of Shareholders who are attending the GMS.

5. The Shareholders or the proxy of Shareholders who shall attend the GMS shall be required to provide copy of Citizen Identity Card or other form of identity document before entering into the GMS. The Shareholders which is in the form of Legal Entity shall be required to provide copy of its latest Articles of Association and document evidencing the latest management structure (Board of Directors and Board of Commissioners). Any Shareholders who shares are being placed at the collective depository with KSEI shall be required to bring Written Confirmation for Attending Meeting that can be obtained from the office of Securities Company or Custodian Bank wherein the Shareholders opens its securities account during working hours.
6. The materials for every Agendas to be presented before the GMS shall be available at the Company's website (www.sarimelatikencana.co.id) and can be obtained from the Head Office of the Company with the address of PT Sarimelati Kencana Tbk, Graha Mustika Ratu, 8th Fl, Jl. Jend. Gatot Subroto Kav. 74-75, Jakarta Selatan 12950, Phone (+62-21) 830 6789 and Facsimile (+62-21) 830 6790 during working hours, provided that it has been requested in writing from the Shareholders, except for the agenda for changes to the management structure of the Company.
7. For the purpose of securing the schedule and order of the GMS, the Shareholders or its proxy is hereby expected to have arrived at the location of the GMS and requested to complete the registration process at the latest within 30 (thirty) minutes prior to the opening of the GMS.

Jakarta, 28 October 2020

PT SARIMELATI KENCANA TBK.

Board of Directors