



**INVITATION TO THE SHAREHOLDERS  
ANNUAL GENERAL MEETING OF SHAREHOLDERS  
PT INDOINTERNET Tbk (the "Company")**

The Company's Directors hereby invite the shareholders of the Company to attend the Annual General Meeting of Shareholders ("AGMS") and Extraordinary General Meeting of Shareholders ("EGMS") (together hereinafter referred to as "GMS") of the Company which will be convened on:

Day/Date : Monday, 28 June 2021  
Time : 10.00 Western Indonesian Time – finish  
Place : Hotel Grand Zuri BSD City, Jl. Pahlawan  
Seribu Kav. Ocean Walk, Blok CBD Lot. 6  
Bumi Serpong Damai City, Serpong,  
Tangerang Selatan, Banten 15322

**AGENDA OF THE AGMS**

1. Ratification of the Company's and its subsidiaries' consolidated financial statements and approval of the Company's annual report for the financial year ended 31 December 2020.

**Explanation:**

*In accordance with the provisions of Article 11 of the Company's Articles of Association and Articles 66, 67, 68, 69 of the Law on Limited Liability Companies ("Company Law"), the Company will submit proposals to the shareholders at the AGMS for, among other (i) ratification of the Company's audited consolidated financial statements and its subsidiaries for the financial year ended 31 December 2020; (ii) approval of the Company's annual report, and (iii) granting of release and discharge of responsibility (acquit et de charge) to members of the Board of Directors and Board of Commissioners.*

2. Approval on the stipulation of the use of the Company's net profit for the financial year ended on 31 December 2020;

**Explanation:**

*This Agenda of the AGMS is conducted in order to fulfill the provisions of Article 70 and 71 of the Company Law and provisions of Article 11 of the Articles of Association of the Company in relation to the use of the Company's net profit.*

3. Approval related to the appointment of public accounting firm to audit the consolidated financial statement of the Company and its subsidiaries for the financial year which ended on 31 December 2021.

**Explanation:**

*This Agenda of the AGMS is conducted to fulfill the provisions of Article 68 paragraph (1) letter C of the Company Law and Article 59 of the Financial Services Authority (OJK) Regulation No. 15/POJK. 04/2020 on the Implementation of Electronic General Meeting of Shareholders of Public Companies ("POJK No. 15/2020") and Article 11 of the Company's Articles of Association, in which the Company shall propose to the shareholders regarding the appointment of a Public Accounting Firm registered by the OJK to audit the consolidated financial statements of the Company and its subsidiaries.*

4. Approval on the salary, allowances and other facilities for members of the Board of Directors and Board of Commissioners of the Company for the financial year which ended on 31 December 2021;

**Explanation:**

*This Agenda of the AGMS is conducted in order to fulfill the provisions of Article 96 and 113 of the Company Law and Article 17 and Article 20 of the Articles of Association of the Company related to the stipulation of remuneration for the Board of Directors and Board of Commissioners.*

5. Report on the realization of use of proceeds from the public offering;

**Explanation:**

*This Agenda of AGMS is conducted in order to fulfill the provision of Article 6 of POJK No. 30/POJK.04/2015 on the Realization Report on Use of Proceeds of Public Offering, whereby the Company will submit the realization report on use of proceeds of its Public Offering in the AGMS.*

6. Approval on the changes in the composition of the Board of Commissioners and the Board of Directors of the Company;

**Explanation:**

*This Agenda of the AGMS is conducted in order to fulfill the provisions of Article 111 of Company Law, Article 3 paragraph (1) and Article 23 of OJK Regulation No. 33/POJK.04/2014 on the Board of Directors and the Board of Commissioners of the Issuer or Public Company, Article 17 and Article 20 of the Articles of Association of the Company whereby each member of the Board of Commissioners and the Board of Directors of the Company is dismissed and appointed based on the shareholders' approval through the GMS.*

### **AGENDA OF EGMS**

1. Approval of the shareholders in relation to the proposed transaction of provision of guarantees by the Company and/or the Company's subsidiary for the loan obtained by the Company or its subsidiary from the Bank with values exceeding 50% of the Company's net assets.

**Explanation:**

*This EGMS agenda is conducted in order to fulfill the provisions of Article 102 paragraph (1) of the Company Law and Article 18 paragraph (3) of the Articles of Association of the Company which requires the Company to obtain the shareholders' approval for the provision of guarantee transactions with the value of more than 50% of the Company's net asset.*

*However, based on Article 11 letter (b) and (c) of the OJK Regulation No. 17/POJK.04/2020 on Material Transactions and Changes in Business Activities, the proposed transaction of the provision of guarantees by the Company and/or its subsidiaries for loans obtained by the Company or the Company's subsidiaries from the Bank ("**Proposed Transaction**") is exempted to the obligation to use appraiser to determine the fair value of the Proposed Transaction and the obligation to obtain GMS approval.*

*Furthermore, based on Article 6 paragraph (1) letter (d) and (e) of OJK Regulation No. 42/POJK.04/2020 on Affiliated Transactions and Conflict of Interest Transactions, the Proposed Transaction is also exempted from, among others, the obligation to use an appraiser to determine the fair value of the Proposed Transaction, the obligation to announce disclosure of information to shareholders, and the obligation to obtain approval from the independent shareholders through GMS.*

## **IMPORTANT NOTE**

1. The Company will not send its own invitation to each shareholder of the Company, thus this invitation shall be the official invitation for the shareholders of the Company. This invitation can be seen at the Company's website (<https://indonet.co.id/>) and eASY.KSEI application.
2. To (i) simplify and expedite the synchronization of the Shareholder registration system and (ii) ensure that the GMS can run on time, the registration of Shareholders at the GMS venue will be opened at 09.15 WIB and closed at 09.45 WIB or 15 (fifteen) minutes before the GMS commenced.
3. Shareholders entitled to attend the GMS, are the shareholders of the Company whose names are registered in the Register of Shareholders of the Company and/or the shareholders of the Company in sub securities accounts at PT Kustodian Sentral Efek Indonesia ("KSEI") at the close of stock trading closure on the Indonesian Stock exchange on 3 June 2021.
4. Materials related to the GMS are available, accessible, and downloadable through the Company's official website on <https://indonet.co.id/> and eASY.KSEI on [easy.ksei.co.id](https://easy.ksei.co.id/), as of the date of the invitation until the GMS is conducted. The Company will not provide hard copy material during the GMS.
5. The participation of the shareholders in the GMS can be conducted by the following mechanism:
  - a. attend the GMS physically; or
  - b. attend the GMS electronically through eASY.KSEI application which can be accessed on eASY.KSEI menu at AKSes facility (<https://akses.ksei.co.id/>).
6. The shareholders who can attend in person electronically as referred to in point 5 letter (b) are local individual shareholders whose shares are kept in the collective custody in KSEI.
7. Prior to determining the participation in the GMS, the shareholders are required to read the provisions related to the implementation of the GMS based on the authority determined by each Company on the Company's website (<https://indonet.co.id/>). Other provisions can be seen through document attachments in the Meeting Info feature of the eASY.KSEI application. The Company has the right to determine other requirements in connection with the participation of shareholders or their proxies who will be physically present at the GMS.
8. The shareholders who will physically attend the GMS or shareholders who will exercise their voting rights through the eASY.KSEI application, can inform their attendance or appoint their proxies, and/or submit their vote in the eASY.KSEI application.
9. The deadline for submitting a declaration of presence or power of attorney and vote in the eASY.KSEI application is 12.00 WIB on 1 (one) business day prior the GMS date, which is on 25 June 2021.
10. Power of Attorney:

As preventive measures against the spread of *Corona Virus Disease* (COVID-19) and to comply with the provisions of the Government Regulation No. 21 of 2020 on the Large-Scale Social Restrictions for the Acceleration of Mitigation of Corona Virus Disease (COVID-19) as well as other relevant regulations, the Company hereby suggest to the shareholders to not physically attend the GMS and provide a power of attorney for the attendance and voting to its independent proxy appointed by the Company, by referring to the following provisions:

(a) The Company prepares 2 (two) types of power of attorney to the Individual Shareholders namely (i) Electronic Power of Attorney (e-Proxy) which can be accessed electronically on the eASY.KSEI platform through [www.ksei.co.id](http://www.ksei.co.id) and (ii) Conventional Power of Attorney.

(i) e-Proxy through eASY.KSEI – a power of attorney provided by KSEI to facilitate and integrate Proxy from scripless Shareholders whose shares are held in KSEI Collective Custody to their proxies electronically. The Power of Attorney who is available at eASY.KSEI is an independent party appointed by the Company. Information regarding the independent proxies appointed by the Company can be accessed in eASY.KSEI platform through [www.ksei.co.id](http://www.ksei.co.id). The e-Proxy will be subject to the procedures, terms and conditions as set out by KSEI as mentioned on point 11 below.

(ii) Conventional Power of Attorney – the form which included voting. The Power of Attorney that has been completed and signed by the Shareholders along with the supporting documents must be submitted to the Company no later than 3 (three) business days before the GMS, without calculating the GMS date which is on 23 June 2021 at 3 PM Western Indonesia Time to the Company's Shares Registrar, PT Adimitra Jasa Korpora, at Kirana Boutique Office, Jl. Kirana Avenue III Blok F3 No. 5, Kelapa Gading – North Jakarta.

Form of power of attorney and information regarding the independent proxies appointed by the Company can be obtained through the Company's website at <https://indonet.co.id/> or to PT Adimitra Jasa Korpora, the Company's Shares Registrar at Kirana Boutique Office, Jl. Kirana Avenue III Blok F3 No. 5, Kelapa Gading – North Jakarta.

(b) The shareholders or their proxies, who will physically attend the GMS, are requested to submit a copy of their Identity Card (KTP) or other proof of identity, both for shareholders and their proxies, to the Company's GMS registration officer before entering the GMS room. The shareholders whose form are legal entities are requested to provide a copy of their respective Articles of Association and amendments thereto, including the final composition of the management. Shareholders whose shares have been registered in the collective custody in KSEI are required to bring Written Confirmation for the GMS (KTUR) which can be obtained from the securities company or at their respective custodian banks, where the Company's shareholders open their securities accounts. Only a Power of Attorney that has been validated as the Company's Shareholder is entitled to attend with a Power of Attorney at the GMS and will be calculated as a quorum for decision making. The validation will be physically carried out by the Company's Registrar, PT Adimitra Jasa Korpora, and a Notary before entering the GMS room. Thus, the power of attorney appointed through a conventional power of attorney, either by individual shareholders or shareholders in the form of a legal entity, shall bring the original power of attorney with supporting documents to the venue where the GMS is held.

11. For shareholders who will attend or provide the e-Proxy to the GMS through eASY.KSEI application shall take notice on the following:

a. Registration Process:

- i. The local individual shareholders who have not provided a declaration of presence or power of attorney in eASY.KSEI application until the deadline in point 9 and wish to attend the GMS electronically are required to register their attendance in the eASY.KSEI application on the date of the GMS until the electronic GMS registration period is closed by the Company.
- ii. The local individual shareholders who have provided a declaration of attendance but have not cast their votes for at least 1 (one) GMS agenda in the eASY.KSEI application until the deadline in point 9 and wish to attend the GMS electronically are required to register their attendance in the eASY.KSEI application on the date of the GMS until the electronic GMS registration period is closed by the Company.

- iii. The shareholders who have given power of attorney to the proxies provided by the Company but the shareholders have not cast their vote for at least 1 (one) GMS agenda in the eASY.KSEI application until the deadline in point 9, the proxies representing the shareholders are required to register their attendance in the eASY.KSEI application on the date of the GMS until the registration period for the electronic GMS is closed by the Company.
  - iv. The shareholders who have given power of attorney to the participant proxy/Intermediary (Custodian Bank or Securities Company) and have cast their vote in the eASY.KSEI application no later than the deadline in point 9, then the representative of the proxy who has been registered in the eASY.KSEI application shall perform attendance registration in the eASY.KSEI application on the date of the GMS until the registration period for the electronic GMS is closed by the Company.
  - v. The shareholders who have given a declaration of presence or given power of attorney to the proxies provided by the Company and have given a minimum vote for 1 (one) or all GMS agendas in the eASY.KSEI application no later than the deadline in point 9, the shareholders or proxies do not need to electronically register for attendance in the eASY.KSEI application on the date of the GMS. Share ownership will be automatically calculated as a quorum of attendance and the votes which have been cast will be automatically taken into account in the GMS voting.
  - vi. Any delay or failure in the electronic registration process as referred to in numbers (i) – (iv) for any reason will result in the shareholders or their proxies being unable to attend the electronic GMS, and their share ownership will not be calculated as a quorum for attendance at the GMS.
- b. Process for Submitting Questions and/or Opinions Electronically
- i. The shareholders or proxies have 3 (three) opportunities to submit questions and/or opinions at each discussion session per GMS agenda. Questions and/or opinions per GMS agenda can be submitted in writing by the shareholders or proxies by using chat feature in the 'Electronic Opinions' column which is 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 GMS in the 'General Meeting Flow Text' column is "Discussion started for agenda item no. [ ]".
  - ii. The mechanism for the implementation of discussions per GMS agenda which determined in writing through E-meeting Hall screen in the eASY.KSEI application is the authority of each Company and such mechanism will be stated by the Company in the Rules of Conduct for the Implementation of the GMS through the eASY.KSEI application.
  - iii. For the proxies who are electronically present and will submit questions and/or opinions of their shareholders during the discussion session per GMS agenda, are required to write down the names of the shareholders and the percentage of their share ownership followed by related questions 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 sub menu.
  - ii. The shareholders who are present by themselves or are represented by their proxies but have not cast their votes at the GMS agenda as referred to in point 11 letter a number i – iii, have the opportunity to cast their vote during the voting period via E-The meeting Hall screen in the eASY.KSEI application which opened by the Company. When the electronic voting period per GMS agenda begins, the system automatically runs the voting time by counting

down to a maximum of 5 (five) minutes. During the electronic voting process, the “Voting for agenda item no [ ] has started” status in the 'General Meeting Flow Text' column will be shown. If the shareholders or their proxies do not vote for certain GMS agendas until the status of the GMS implementation as shown in the 'General Meeting Flow Text' column changes to "Voting for agenda item no [ ] has ended", the votes will be considered as Abstain for the relevant GMS agenda.

- iii. 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 GMS agenda (with a maximum time of 5 (five) minutes per GMS agenda) and this will be stated in the Rules of Conduct for the GMS through the eASY.KSEI application.

d. GMS Broadcast

- i. The shareholders or their proxies who have been registered in eASY.KSEI no later than the deadline in point 9 can watch the ongoing GMS via the Zoom webinar by accessing the eASY.KSEI menu (sub menu GMS Impressions) at the AKSes facility (<https://access.ksei.co.id/>).
- ii. GMS broadcasts have a capacity of up to 500 participants, where the attendance of each participant will be determined on a first come first serve basis. For shareholders or their proxies who do not get the opportunity to watch the GMS through the GMS Broadcast still considered valid to be electronically present and their share ownership and casting votes are taken into account at the GMS, as long as it has been registered in the eASY.KSEI application as stipulated in point 11 letter a number i – v.
- iii. The shareholders or their proxies who only watch the GMS through the GMS Broadcast but are not registered are electronically present on the eASY.KSEI application in accordance with the provisions in point 11 letter a number i – v, the attendance of such shareholder or proxies is considered invalid and will not be included in the calculation of the GMS attendance quorum.
- iv. The shareholders or their proxies who watch the GMS through the GMS show will have a raise hand feature which can be used to ask questions and/or opinions during the discussion session per GMS agenda. If the Company allows by activating the allow to talk feature, then shareholders or their proxies can submit questions and/or opinions by speaking directly. The determination of the mechanism for discussions per GMS agenda by using the allow to talk feature as contained in the GMS Broadcast is under the authority of each Company and this will be stated by the Company in the Rules of Conduct for the Implementation of the GMS through the eASY.KSEI application.
- v. To get the best experience in using the eASY.KSEI application and/or GMS Broadcast, the shareholders or their proxies are advised to use the Mozilla Firefox browser.

12. Health Protocol:

For the shareholders or their proxies who will remain physically present in the GMS, a very strict health protocol will be applied in the framework of Corona Virus Disease (COVID-19) handling, which are as follows:

- (a) For purposes of collective safety and health, the Company requires every Eligible Shareholder or its proxy to obtain a or Swab Test Statement Letter from a hospital, public health center, or clinic doctor, in the form of Antigen Swab test with a COVID-19 negative result issued 2 (two) days prior to the GMS. For the avoidance of doubt, the Antigen Swab test shall be done at the soonest, 26 June 2021.
- (b) Shareholders and their proxies shall wear a mask within the area of GMS room and in the GMS room during the GMS.

- (c) Shareholders and their proxies are requested to undergo thermal check by the building management before entering the GMS location, and if they do not meet the building management's health protocol, they are not permitted to enter the GMS location
- (d) Shareholders and their proxies which are not healthy, specifically having/feeling COVID-19 symptoms such as cough, body temperature above 37°C, flu and so forth, are not allowed to enter the GMS location.
- (e) Shareholders and their proxies who will attend the GMS must complete the Health Declaration Form which can be downloaded through the Company's website at <https://indonet.co.id/> and submit it to the officer prior entering the GMS location. If they do not meet the requirements stated on the Health Declaration Form, they are not permitted to enter the GMS room.
- (f) This GMS implements a physical distancing in radius of 1 meter per person.
- (g) The GMS participants are encouraged not to shake hands or in any other way having direct skin contact.

**South Tangerang, 4 June 2021**  
**PT Indointernet Tbk**  
**Board of Directors**