



**ANNOUNCEMENT**  
**MINUTES SUMMARY OF ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR FISCAL YEAR 2019**  
**PT INDOFARMA Tbk**

Hereby, the Board of Directors of PT Indofarma Tbk ("the Company") hereby announce the Minutes Summary of Annual General Meeting of Shareholders ("GMS or Meeting") held on Wednesday, July 29, 2020, at the Hotel Borobudur Jakarta, Jl. Lapangan Banteng Selatan, Jakarta Pusat 10110, at 14.49-16.13pm.

**A. Meeting was attended by all members of the Board of Commissioners and Board of Directors as follows:**

|                                       |                    |
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| <b>Board of Commissioners:</b>        |                    |
| President Commissioner                | : Siswanto         |
| Commissioner                          | : Nizar Yamanie    |
| Independent Commissioner              | : Teddy Wibisana   |
| <b>Board of Directors:</b>            |                    |
| President Director                    | : Arief Pramuhanto |
| Director of Finance & Human Capital   | : Herry Triyatno   |
| Director of Production & Supply Chain | : Eko Dodi Santosa |

**B. Quorum**

1. Based on Article 25 paragraph 1 of the Company's Articles of Association and Article 86 paragraph (1) of Law Number 40 of 2007 concerning Limited Liability Companies, for Agenda 1 to 5, a Meeting can be held if the Meeting is attended by Shareholders representing more than 1/2 (one half) of the total number of shares with valid voting rights.
2. Based on Article 25 paragraph 4 of the Company's Articles of Association for the Agenda 6, the Meeting can be held if the Meeting is attended by Dwiwarna Series A Shareholders and other Shareholders and/or their authorized representatives who together represent more than 1/2 (one half) of the total number of shares with valid voting rights.

At the GMS, 2,500,108,890 shares were attended, including 1 Dwiwarna Series A shares and 2,500,108,899 Series B shares or represented 80.66% of 3,099,267,500 shares which represented the total number of shares issued and fully paid up in the Company.

**C. GMS Agenda and Explanation:**

1. Approval of the Company's Annual Report for Fiscal Year 2019 including the Company's Activity Report, Board of Commissioners' Oversight Report, and Ratification of the Company's Financial Statements which ended on 31 December 2019.
2. Approval of the Annual Report of the Partnership and Community Development Program (PKBL) for Fiscal Year 2019 and Ratification of the PKBL Financial Report which ended on 31 December 2019.

3. Determination of the use of the Company's Net Profit for Fiscal Year 2019.
4. Determination of Salary/Honorarium, Allowances and Facilities for the Company's Board of Commissioners and Directors for Fiscal Year 2020 and Tantien for Fiscal Year 2019.
5. Appointment of a Public Accounting Firm to audit the Company's Financial Statements for Fiscal Year 2020 and the PKBL Report for Fiscal Year 2020.
6. Changes in the composition of the Company's Management.

With the explanation as follows:

1. Agenda 1 to 5 is a routine Meeting agenda held in the annual general meeting of shareholders of the Company in accordance with the provisions of the Company's Articles of Association and the laws and regulations to the Company.
2. Agenda 6 is conducted in connection with the expiration of the Company's Independent Commissioner term of office.

**D. Occasions for Question and Answer and/or Opinion in Meeting:**

- a. 1) Prior to the decision-making process for each Meeting event, the Chairperson of the Meeting will provide an opportunity for the Shareholder or its Authority to ask question or express an opinion.  
2) The questions are only about the proposed decisions for each agenda and other matters relating to the Meeting.
- b. Entitled to ask question at the Meeting are shareholders of the Company or authorized proxy whose names are registered in the Register of Shareholders of the Company on July 6, 2020 and/or the Company's shareholders in the sub-accounts in the Collective Custody of PT Kustodian Sentral Efek Indonesia on July 6, 2020 until 16:00 WIB, or their legal proxies, and have met the requirements as participants in the Meeting.
- c. Every question and/or opinion in the Meeting is submitted in writing. Shareholders and/or their proxies must write the name and number of shares represented in the inquiry form and sign the form.
- d. Shareholders and/or their attorneys who want to ask question and/or express opinion, are asked to raise their hands and our Officers will provide a question form, and by raising their hand our Officers will take back the question form.
- e. Question and/or opinion that have been written on the inquiry form by the Shareholders or their proxies are submitted to the appointed officer to be subsequently submitted to the Notary for examination of their validity.
- f. The question form that has been examined by its validity by the Notary is submitted by the Officers to the Chairperson of the Meeting.
- g. The Chairperson of the Meeting will read or invite the Shareholders or askers to submit their question and/or opinion, then the Chairperson of the Meeting will respond or delegate to the party appointed by the Chairperson to answer or respond to these question and/or opinion.
- h. The Chairperson of the Meeting authorized to take the necessary action when there are Meeting participants who are considered to disturb the continuity and order of this Meeting.

**E. Decision Making Mechanisms:**

- a. Resolutions of the Meeting are taken based on deliberation to reach consensus. If a decision based on consensus is not reached, then the decision is taken by voting with the following conditions:
  - 1) For the Agenda 1 to 5, the decision is valid if it is approved by more than 1/2 (one half) of the number of shares with voting rights present at the Meeting.

- 2) For Agenda 6, the decision is valid if attended and approved by Dwiwarna Series A Shareholders and other Shareholders and/or their authorized representatives who together represent more than 1/2 (one half) of the share of the total number of shares with voting rights present at the Meeting.
- b. Only shareholders whose names are listed on the Company's Register of Shareholders on July 6, 2020 and/or shareholders of the Company in the securities sub account in the Collective Depository of the Indonesian Central Securities Depository at the close of trading of the Company's shares on the Stock Exchange on July 6, 2020 until 16:00 WIB, or its authorized attorney, and has fulfilled the requirements as a participant of the Meeting, who has the right to vote.
  - c. Each share gives the right to its holder to cast a vote, the vote will be considered both given through eASY.KSEI and the vote given by the shareholders present in the GMS. A shareholder or his authority representing more than 1 (one) share, then the shareholder concerned or his authority is required to cast a single vote covering the entire number of votes held or represented.
  - d. In accordance with Article 25 paragraph 12 of the Company's Articles of Association and Article 47 POJK 15/POJK.04/2020, shareholders of shares with valid voting rights present at the Meeting but not abstaining are considered to issue the same votes as the majority vote of the holders shares that vote in the Meeting.
  - e. The Chairperson of the Meeting will ask the Notary to do the vote count by asking the shareholders to submit their votes by voting.
  - f. Voting will be conducted by calculating the votes that have been submitted through e-Proxy through the eASY.KSEI platform and for shareholders who attend the Meeting are conducted verbally carried out by "**Raise Hands**" with the following procedures:
    - **First**, those who **Disagree** will be asked to raise their hands and submit their voice cards;
    - **Second**, those who voted **Abstained** were asked to Raise Hands and submit their votes. In accordance with the provisions of Article 25 paragraph 12 of the Company's Articles of Association and Article 47 POJK 15/POJK.04 / 2020, shareholders with valid voting rights who attend the meeting but do not vote (abstain) are considered to issue the same votes as the majority vote of the shareholders who issued a voice at the Meeting.
    - **Invalid votes** are deemed absent and are not counted in determining the number of votes cast at the Meeting. Furthermore the number of votes that disagree will be counted with valid votes and the difference is the number of votes that agree.
  - g. If there is a Meeting participant whose attendance has been taken into account in determining the quorum, which is counted outside eASY.KSEI, and/or a letter of authority provided by the Company, then if the person concerned is not in the Meeting room at the time of voting, the person concerned is considered to approve all decisions taken in the Meeting.

**F. Decisions of Meeting Agenda:**

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| 1 <sup>st</sup> Meeting Agenda:          | Approval of the Company's Annual Report for Fiscal Year 2019 including the Company's Activity Report, Board of Commissioners' Oversight Report, and Ratification of the Company's Financial Statements which ended on 31 December 2019. |
| Number of Shareholders Who Ask: - Zero - |   |
| Voting Results:                          | – Disagree votes: 100 shares or represent: 0,0000040%, based on the authorization electronically via e-Proxy.   |

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|                            | <ul style="list-style-type: none"> <li>– Blank/abstained votes: 2.540 shares or representing 0,0001016%, based on electronic authorization through e-proxy.</li> <li>– Agree votes: 2.500.106.250 shares or represent: 99,9998944%.</li> <li>– Total agreed votes: 2.500.108.790 shares or represent: 99,9999960%.</li> </ul> <p>Meeting with the majority of votes approved the decision is delivered.</p>  |
| 1st Meeting Agenda Results | <ol style="list-style-type: none"> <li>1. Approve the Consolidated Financial Statements for the Fiscal Year 2019 audited by Public Accounting Firm (KAP) Husni, Mucharam &amp; Rasidi according to the report No. 00127/2.0082/AU.1/10/0071-1/1/VI/2020 dated 30 June 2020 with the opinion that the consolidated financial statements present fairly, in all material respects, 2019 throughout the act is not a crime and reflected in the books Company report.</li> <li>2. Provide release and discharge full responsibility (volledig acquit et de charge) to the members of the Board of Directors and Board of Commissioners for the actions of management and supervision has been carried out during the Fiscal Year 2019 throughout the act is not a crime and reflected in the books Company report.</li> </ol> |

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| 2 <sup>nd</sup> Meeting Agenda:          | Approval of the Annual Report of the Partnership and Community Development Program (PKBL) for Fiscal Year 2019 and Ratification of the PKBL Financial Report which ended on 31 December 2019.   |
| Number of Shareholders Who Ask: - Zero - |   |
| Voting Results:                          | <ul style="list-style-type: none"> <li>– Disagree votes: 100 shares or represent: 0,0000040%, based on the authorization electronically via e-Proxy.</li> <li>– Blank/abstained votes: 2.540 shares or representing 0,0001016%, based on electronic authorization through e-proxy.</li> <li>– Agreed votes: 2.500.106.250 shares or represent: 99,9998944%.</li> <li>– Total agreed votes: 2.500.108.790 shares or represent: 99,9999960%.</li> </ul> <p>Meeting with the majority of votes approved the decision is delivered.</p>   |
| 2 <sup>nd</sup> Meeting Agenda Results   | <ol style="list-style-type: none"> <li>1. Approve and ratify the Company's Annual Partnership and Community Development Program Annual Report 2019, and the Financial Report of the Company's Partnership and Community Development Program Financial Year 2019 audited by the Public Accounting Firm (KAP) Husni, Mucharam &amp; Rasidi in accordance with report No. 00127/2.0082/PKBL/10/0071-1/1/VI/2020 dated 30 June 2020 with the opinion that the consolidated financial statements present fairly, in all material respects, and as long as they are not criminal acts and are reflected in the Company's report books.</li> <li>2. Provide release and discharge full responsibility (volledig acquit et de charge) to the members of the Board of Directors and Board of Commissioners for the actions of management and supervision has been carried out during the Fiscal Year 2019 throughout the act is not a crime and is reflected in the Company's report books.</li> </ol> |

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| 3 <sup>rd</sup> Meeting Agenda:          | Determination of the use of the Company's Net Profit for Fiscal Year 2019.  |
| Number of Shareholders Who Ask: - Zero - |   |
| Voting Results:                          | <ul style="list-style-type: none"> <li>– Disagree votes: 100 shares or represent: 0,0000040%, based on the authorization electronically via e-Proxy.</li> </ul> |

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|  | <ul style="list-style-type: none"> <li>– Blank/abstained votes: 2.540 shares or representing 0,0001016%, based on electronic authorization through e-proxy.</li> <li>– Agreed votes: 2.500.106.250 shares or represent: 99,9998944%.</li> <li>– Total agreed votes: 2.500.108.790 shares or represent: 99,9999960%.</li> </ul> <p>Meeting with the majority of votes approved the decision is delivered.</p>  |
| 3 <sup>rd</sup> Meeting Agenda Results:  | Determine the use of Profit for Fiscal Year 2019 which can be attributed to the Owner of the Parent Entity of PT Indofarma Tbk in the amount of Rp7,960,962,724 (seven billion nine hundred sixty million nine hundred sixty two thousand seven hundred twenty four rupiah) entirely as a Company reserves.   |
| 4 <sup>th</sup> Meeting Agenda:          | Determination of Salary/Honorarium, Allowances and Facilities for the Company's Board of Commissioners and Directors for Fiscal Year 2020 and Tantiem for Fiscal Year 2019.   |
| Number of Shareholders Who Ask: - Zero - |   |
| Voting Results:                          | <ul style="list-style-type: none"> <li>– Disagree votes: 100 shares or represent: 0,0000040%, based on the authorization electronically via e-Proxy.</li> <li>– Blank/abstained votes: 2.540 shares or representing 0,0001016%, based on electronic authorization through e-proxy.</li> <li>– Agreed votes: 2.500.106.250 shares or represent: 99,9998944%.</li> <li>– Total agreed votes: 2.500.108.790 shares or represent: 99,9999960%.</li> </ul> <p>Meeting with the majority of votes approved the decision is delivered.</p> |
| 4 <sup>th</sup> Meeting Agenda Results   | Agreed to give authority and power to the majority of Series B Shareholders to determine the amount of Salary/Honorarium and other Facilities and Allowances in 2020 for members of the Board of Directors and the Board of Commissioners as well as Tantiem for the performance of the Fiscal Year 2019 for the members of the Board of Directors and Board of Commissioners.  |
| 5 <sup>th</sup> Meeting Agenda:          | Appointment of a Public Accounting Firm to audit the Company's Financial Statements for Fiscal Year 2020 and the PKBL Report for Fiscal Year 2020.  |
| Number of Shareholders Who Ask: - Zero - |   |
| Voting Results:                          | <ul style="list-style-type: none"> <li>– Disagree votes: 100 shares or represent: 0,0000040%, based on the authorization electronically via e-Proxy.</li> <li>– Blank/abstained votes: 2.540 shares or representing 0,0001016%, based on electronic authorization through e-proxy.</li> <li>– Agreed votes: 2.500.106.250 shares or represent: 99,9998944%.</li> <li>– Total agreed votes: 2.500.108.790 shares or represent: 99,9999960%.</li> </ul> <p>Meeting with the majority of votes approved the decision is delivered.</p> |
| 5 <sup>th</sup> Meeting Agenda Results   | <p>Delegate authority to the Board of Commissioners by previously obtaining approval from the majority of Series B Shareholders to:</p> <ol style="list-style-type: none"> <li>1. Appoint Public Accounting Firm to audit the Company's Consolidated Financial Report and the Financial Report of the Partnership and Community Development Program for Fiscal Year 2020.</li> </ol>  |

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|  | <ol style="list-style-type: none"> <li>2. Determine the Public Accounting and/or a Substitute Public Accounting Firm if the appointed Public Accounting Firm is unable to continue or carry out duties for any reason based on capital market rules and regulations.</li> <li>3. Determine the conditions, appointment requirements and honorarium of the Substitute Public Accounting Firm.</li> </ol> |
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| 6 <sup>th</sup> Meeting Agenda | Changes in the Composition of the Company's Management |
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| Number of Shareholders Who Ask: - Zero - |  |
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|-----------------|---|
| Voting Results: | <ul style="list-style-type: none"> <li>– Disagree votes: 100 shares or represent: 0,0000040%, based on the authorization electronically via e-Proxy.</li> <li>– Blank/abstained votes: 2.540 shares or representing 0,0001016%, based on electronic authorization through e-proxy.</li> <li>– Agreed votes: 2.500.106.250 shares or represent: 99,9998944%.</li> <li>– Total agreed votes: 2.500.108.790 shares or represent: 99,9999960%.</li> </ul> <p>Meeting with the majority of votes approved the decision is delivered.</p> |
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| 6 <sup>th</sup> Meeting Agenda Results | <ol style="list-style-type: none"> <li>1. Respectfully dismiss these names below as Members of the Company's Board of Commissioners: <ol style="list-style-type: none"> <li>a. Mr. Siswanto - as President Commissioner;</li> <li>b. Mr. Nizar Yamanie - as Commissioner; and</li> <li>c. Mr. Teddy Wibisana - as Independent Commissioner</li> </ol> <p>which are appointed respectively based on the decision of the 2014 Annual General Meeting of Shareholders and the decision of the 2017 Annual General Meeting of Shareholders, as of the closing of this RUPS, with gratitude for the contribution of energy and thoughts given during his term of office as members of the Company's Board of Commissioners.</p> </li> <li>2. Appoint the names below as Members of the Company's Board of Commissioners: <ol style="list-style-type: none"> <li>a. Mr. Daniel Tjen - as President Commissioner;</li> <li>b. Mr. Didi Agus Mintadi - as Independent Commissioner; and</li> <li>c. Mr. Teddy Wibisana - as Independent Commissioner</li> </ol> </li> <li>3. The term of office of the members of the Board of Commissioners appointed as referred to in number 2 in accordance with the provisions of the Articles of Association of the Company, taking into account regulations of the Capital Market and without prejudice to the right of the GMS to dismiss at any time.</li> <li>4. With the dismissal and appointment of members of the Board of Commissioners, as referred to number 1, number 2 and number 3 the composition of Board of Commissioners of the Company, as follows: <table border="1" data-bbox="581 1627 1430 1780"> <thead> <tr> <th>No</th> <th>Name</th> <th>Position</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>Daniel Tjen</td> <td>President Commissioner</td> </tr> <tr> <td>2.</td> <td>Teddy Wibisana</td> <td>Independent Commissioner</td> </tr> <tr> <td>3.</td> <td>Didi Agus Mintadi</td> <td>Independent Commissioner</td> </tr> </tbody> </table> </li> </ol> | No                       | Name | Position | 1. | Daniel Tjen | President Commissioner | 2. | Teddy Wibisana | Independent Commissioner | 3. | Didi Agus Mintadi | Independent Commissioner |
|--|---|--------------------------|------|----------|----|-------------|------------------------|----|----------------|--------------------------|----|-------------------|--------------------------|
| No                                     | Name  | Position                 |      |          |    |             |                        |    |                |                          |    |                   |                          |
| 1.                                     | Daniel Tjen   | President Commissioner   |      |          |    |             |                        |    |                |                          |    |                   |                          |
| 2.                                     | Teddy Wibisana  | Independent Commissioner |      |          |    |             |                        |    |                |                          |    |                   |                          |
| 3.                                     | Didi Agus Mintadi   | Independent Commissioner |      |          |    |             |                        |    |                |                          |    |                   |                          |

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|  | <p>5. Giving power and authority to the Directors of the Company, with the right of substitution to take all necessary actions related to the decisions of this agenda in accordance with applicable laws and regulations, including to declare in a separate Notary Deed and notify the composition of the Company's Board of Commissioners, to the Ministry of Law and Human Rights.</p> |
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**Jakarta, August 3, 2020**  
**Board of Directors of the Company**