



## ANNOUNCEMENT (CORRECTION)

### SUMMARY OF MINUTES OF ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR FINANCIAL YEAR 2021 PT INDOFARMA Tbk

The Board of Directors of PT Indofarma Tbk (hereinafter referred as the “**Company**”), hereby announces (Correction) that the Company has convened the Annual General Meeting of Shareholders (hereinafter referred as the “**GMS**” or “**Meeting**”) on Tuesday, dated May 31, 2022, in Ballroom A Hotel Borobudur - Jakarta, Jl. Lapangan Banteng Selatan No. 1, Central Jakarta, Time: 11.09 Western Indonesia Time (WIB) - 13.07 WIB.

#### **A. Attendance of Board of Commissioners and Board of Directors:**

##### **Board of Commissioners:**

President Commissioner	: Laksono Trisnantoro
Independent Commissioner	: Didi Agus Mintadi
Independent Commissioner	: Teddy Wibisana

##### **Board of Directors:**

President Director	: Arief Pramuhanto
Finance, Risk Management & Human Resources Director	: Sahat Sihombing
Production & Supply Chain Director	: Jejen Nugraha

#### **B. Attendance of the Shareholders:**

The Meeting is attended by shareholders and/or their proxy/representative either physically or through e-Proxy eASY.KSEI are 1 (one) Series A Dwiwarna shares and 250.427.114.199 Series B shares or entirely 2.927.114.200 shares, representing 94,4453552% of 3,099,267,500 (three billion ninety-nine million two hundred sixty-seven thousand five hundred) shares, with a nominal value of Rp100,- (one hundred Rupiah), which is the total number of shares that have been issued by the Company.

And in the Attendance List through eASY.KSEI and administered by PT Datindo Entrycom as the Company's Securities Administration Bureau, this meeting was attended by a total of 427,114,200 Series B shares owned by Independent Shareholders or representing 71,2727121% of all shares owned by Independent Shareholders.

#### **C. Meeting Agendas:**

1. Approval of the Company's Annual Report including the Report on the Supervisory Duties of the Board of Commissioners for the 2021 Financial Year, and Ratification of the Company's Consolidated Financial Statements which includes the Report on the Implementation of the Social and Environmental Responsibility Program ending on December 31, 2021, as well as granting settlement and discharge of responsibilities fully (volledig acquit et de charge) to the Board of Directors for the management actions of the Company and the Board of Commissioners for the Company's Supervisory Actions that have been carried out during the 2021 Financial Year.

2. Approval of the Use of the Company's Net Profit for the 2021 Fiscal Year.
3. Determination of Remuneration (Salary/Honorarium, Facilities, and Allowances) for 2022 and Tantiem for the 2021 Financial Year for the Board of Directors and Board of Commissioners of the Company.
4. Determination of Public Accounting Firm (KAP) to audit the Company's Consolidated Financial Statements and the Report on the Micro and Small Business Funding Program (PUMK) for the 2022 Financial Year.
5. Approval for Acceptance of Loans from Affiliated Parties and Has Material Value as referred to in the Financial Services Authority Regulation Number 42/POJK.04/2020 and Number 17/POJK.04/2020.
6. Amendments to the Company's Articles of Association.
7. Enforcement of the Regulation of the Minister of State-Owned Enterprises of the Republic of Indonesia Number:
  - a. PER-03/MBU/03/2021 concerning the Third Amendment to the Regulation of the Minister of State-Owned Enterprises Number PER-02/MBU/2010 concerning Procedures for Write-off and Transfer of Fixed Assets of State-Owned Enterprises;
  - b. PER-05/MBU/04/2021 concerning the Social and Environmental Responsibility Program of State-Owned Enterprises;
  - c. PER-07/MBU/04/2021 concerning the Second Amendment to the Regulation of the Minister of State-Owned Enterprises Number PER-03/MBU/08/2017 concerning the Guidelines for Cooperation of State-Owned Enterprises;
  - d. PER-11/MBU/07/2021 concerning Requirements, Procedures for Appointment, and Dismissal of Members of the Board of Directors of State-Owned Enterprises;
  - e. PER-13/MBU/09/2021 concerning the Sixth Amendment to the Regulation of the Minister of State-Owned Enterprises Number PER-04/MBU/2014 concerning Guidelines for Determining the Income of Board of Directors, Board of Commissioners, and Board of Supervisory of State-Owned Enterprises; and
  - f. PER-14/MBU/10/2021 concerning the Second Amendment to the Regulation of the Minister of State-Owned Enterprises Number PER-12/MBU/2012 concerning Supporting Organs for the Board of Commissioners/Board of Supervisory of State-Owned Enterprises.
8. Changes in the Composition of the Company's Management.

**D. Opportunity for Discussion:**

- a. Each Meeting Agenda is given the opportunity to ask questions.
- b. Shareholders have the right to submit opinions and/or ask questions and vote in each Meeting Agenda.
- c. Shareholders or their proxies have 3 (three) opportunities to submit questions and/or opinions at each discussion session in each Meeting Agenda.
- d. The Chairperson of the Meeting may limit the time in the question and answer program for each Meeting Agenda.
- e. Questions, opinions, and/or proposals are submitted in writing, concisely, and clearly, for shareholders who attend electronically through eASY.KSEI as well as for those who are physically present by filling in the question form provided and only related to the Meeting Agenda.

- f. Submission of questions, opinions, and/or proposals submitted orally cannot be responded to.
- g. The process of submitting questions and/or opinions for Shareholders electronically at the Meeting through eASY.KSEI, is as follows:
  - i. Questions and/or opinions are submitted through the chat feature in the 'Electronic Option' column available on the E-Meeting Hall screen at eASY.KSEI;
  - ii. Questions and/or opinions can be submitted as long as the 'General Meeting Flow Text' column has the status of "discussion started for agenda item no. [...]"
- h. Provisions for submitting questions and/or opinions for Shareholders electronically at the Meeting are as follows:
  - i. Shareholders write their names, number of shares owned, as well as questions and/or opinions;
  - ii. For the proxies, the written submission must be accompanied by a description of the name of the Shareholder and the size of their share ownership, followed by related questions and/or opinions.
- i. Questions and/or opinions that have been submitted by the Shareholders or their proxies are then submitted to the Notary to examine their validity/authority.
- j. The Chairperson of the Meeting has the right to refuse to answer questions and/or opinions that are not related to the Meeting Agenda being discussed or that have been previously asked.
- k. Members of the Board of Commissioners or members of the Board of Directors or parties appointed by the Chairperson of the Meeting will answer questions or respond to opinions that have been read out.
- l. The Chairperson of the Meeting has the authority to take the necessary actions if there are participants in the Meeting who are deemed to have interfered with the smoothness and orderliness of the agenda of this Meeting.

**E. Meeting Resolution Mechanism:**

- a. Meeting decisions are taken based on deliberation and consensus, If deliberation to reach consensus is not reached, a vote will be held.
- b. Voting is conducted after all the questions have been answered and / or the question and answer time has expired.
- c. Each share gives the holder the right to cast 1 (one) vote. If a Shareholder owns more than 1 (one) share, he/she is only required to give 1 (one) time and the vote represents all shares that he owns or represents.
- d. Voting for Meeting resolutions shall be conducted by "Raising Hands" with the following conditions:
  - i. Those who Disagree and Abstain will be asked to raise their hand and submit their ballot card;
  - ii. Those who did not raise their hands were deemed to vote in agreement;
  - iii. The vote of abstention is deemed to have issued the same vote as the vote of the majority of shareholders who cast a vote;
  - iv. For each Agenda of the Meeting, voting will be carried out for decision making;
  - v. At the end of each voting, the Notary reads the results of the voting.

- e. The voting process for Shareholders electronically in the Meeting through eASY.KSEI (e-voting) is carried out with the following procedure:
  - i. The voting process takes place at eASY.KSEI on the E–Meeting Hall menu, Live Broadcasting sub menu;
  - ii. Shareholders who attend or provide power of attorney electronically at the Meeting through eASY.KSEI, but have not yet made their vote, have the opportunity to submit their vote during the voting period through the E-Meeting Hall screen at eASY.KSEI;
  - iii. During the voting process, the 'General Meeting Flow Text' column will show the status of “voting for agenda item no, [...] has started”;
  - iv. If the Shareholders do not vote for the Meeting Agenda until the status of the Meeting as shown in the 'General Meeting Flow Text' column changes to "voting for agenda item no [...] has ended", then the Shareholders are considered abstained;
  - v. Electronic direct voting per Meeting Agenda through eASY.KSEI is allocated a maximum of 5 (five) minutes.

#### **F. Independent Party for Vote Counting**

The Company has appointed independent parties, PT Datindo Entrycom to count and/or validate the votes.

#### **G. Meeting Resolutions**

The Meeting has resolved the following resolutions as set forth in deed of “Minutes of the General Meeting of Shareholders of PT Indonesia Farma Tbk, abbreviated as PT Indofarma Tbk Number: 13 dated May 31, 2022 made by Notary Mochamad Nova Faisal S.H., M.Kn., with its summary as follows:

##### **1<sup>st</sup> Meeting Agenda**

Approval of the Company's Annual Report including the Report on the Supervisory Duties of the Board of Commissioners for the 2021 Financial Year, and Ratification of the Company's Consolidated Financial Statements which includes the Report on the Implementation of the Social and Environmental Responsibility Program ending on December 31, 2021, as well as granting settlement and discharge of responsibilities fully (volledig acquit et de charge) to the Board of Directors for the management actions of the Company and the Board of Commissioners for the Company's Supervisory.

Number of Shareholders Who Ask: Zero.

Voting Results:

-Disagree Votes: Zero

-Blank/abstained votes: Zero

-Agree Votes: 2.927.114.200 shares or 100%

Meeting by deliberation to reach a consensus approved the decision to delivered.

- 1st Meeting Agenda Results:
1. Approved the Company's Annual Report, including the Supervisory Report of the Board of Commissioners for the fiscal year 2021 and ratified the Company's Consolidated Financial Statements which included the Report on the Implementation of the Social and Environmental Responsibility Program, which ended on 31 December 2021, which was audited by the Public Accountant Firm Hendrawinata Hanny Erwin & Sumargo according to their report No. 00107/2.1127/AU.1/04/0336-1/1/III/2022 dated March 30, 2022 with a fair opinion in all material respects.
  2. Approve and ratify the Annual Report of the Social and Environmental Responsibility Program (TJSL) for the 2021 Financial Year, which has been audited by the Hendrawinata Public Accounting Firm Hanny Erwin & Sumargo, in accordance with Report Number 00108/2.1127/AU.2/04/0336-1/1/III/2022 March 31, 2022, with a fair opinion in all material respects in accordance with Indonesian Financial Accounting Standards.
  3. With the approval of the Annual Report, including the Supervisory Task Report that has been carried out by the Board of Commissioners, and the ratification of the Financial Statements for the 2021 Fiscal Year, the GMS grants full discharge and discharge of responsibilities (volledig acquit et de charge) to all members of the Board of Directors and Board of Directors. Commissioner of the Company for the management and supervision actions that have been carried out during the 2021 Financial Year, as well as the implementation and supervision of the Social and Environmental Responsibility Program (TJSL) for the 2021 Financial Year, as long as these actions are not criminal acts and have been reflected in the report above.

**2nd Meeting Agenda:** Approval of the Use of the Company's Net Profit for the 2021 Fiscal Year.

Number of Shareholders Who Ask: Zero.

Voting Results:

- Disagree Votes: Zero
- Blank/abstained votes: Zero
- Agree Votes: 2.927.114.200 shares or 100%

Meeting by deliberation to reach a consensus approved the decision to delivered.

2<sup>nd</sup> Meeting Agenda Results: Determine that there is no distribution of the Company's Profit for the 2021 Financial Year, because the Company recorded a Loss of Rp.37,571,241,226,- (thirty-seven billion five hundred seventy-one million two hundred forty-one thousand two hundred and twenty-six rupiah).

**3<sup>rd</sup> Meeting Agenda:** Determination of Remuneration (Salary/Honorarium, Facilities, and Allowances) for 2022 and Tantiem for the 2021 Financial Year for the Board of Directors and Board of Commissioners of the Company.

Number of Shareholders Who Ask: Zero.

Voting Results: -Disagree Votes: 8.100 shares or 0,0002767%  
-Blank/abstained votes: Zero  
-Agree Votes: 2.927.106.100 shares or 99,99972233%  
-Total agreed votes: 2.927.106.100 shares or 99,99972233%  
Meeting with the most votes approves the decisions submitted.

3<sup>rd</sup> Meeting Agenda Result: 1. Granting authority and power to the Series A Dwiwarna Shareholder through PT Bio Farma (Persero) as its Proxy to determine for members of the Board of Commissioners the amount of bonuses for the performance of the 2021 Financial Year and salaries/honorariums, facilities, allowances, and other incentives for 2022.  
2. Granting authority and power to the Board of Commissioners by first obtaining written approval from PT Bio Farma (Persero) as the Proxy of the Series A Dwiwarna Shareholder to determine for members of the Board of Directors the amount of bonus for the 2021 Financial Year and salary/honorarium, facilities, allowances, and more incentives for 2022.

**4<sup>th</sup> Meeting Agenda:** Determination of Public Accounting Firm (KAP) to audit the Company's Consolidated Financial Statements and the Report on the Micro and Small Business Funding Program (PUMK) for the 2022 Financial Year.

Number of Shareholders Who Ask: Zero.

Voting Results: -Disagree Votes: Zero  
-Blank/abstained votes: Zero  
-Agree Votes: 2.927.114.200 shares or 100%  
-Total agreed votes: 2.927.114.200 shares or 100%  
Meeting by deliberation to reach a consensus approved the decision to delivered.

4<sup>th</sup> Meeting Agenda Results: 1. Establish the Hendrawinata Hanny Erwin & Sumargo Public Accounting Firm as the Public Accounting Firm that will audit the Company's Consolidated Financial Statements as well as the Financial Statements for the Implementation of Micro and Small Business Funding Programs and other reports for the 2022 Financial Year.

2. Granting authority and power to the Company's Board of Commissioners with prior approval from the Controller to appoint a Public Accounting Firm to audit the Company's Consolidated Financial Statements for other periods in the 2022 Financial Year for the purposes and interests of the Company.
3. Granted power of attorney to the Board of Commissioners of the Company with prior approval from the Controller to determine the fee for audit services and other requirements for the Public Accounting Firm, as well as determine a replacement Public Accounting Firm in the case of Public Accounting Firm Hendrawinata Hanny Erwin & Sumargo for reasons cannot complete the audit of the Company's Consolidated Financial Statements, Micro and Small Business Funding Program Report (PUMK) and other reports for the 2022 Financial Year, including determining the audit fee and other requirements for the replacement Public Accounting Firm.

**5<sup>th</sup> Meeting Agenda:** Approval for Acceptance of Loans from Affiliated Parties and Has Material Value as referred to in the Financial Services Authority Regulation Number 42/POJK.04/2020 and Number 17/POJK.04/2020.

Number of Shareholders Who Ask: Zero.

Voting Results:

- Independent Shareholders in attendance votes: 427,114,200 shares or 71,2727121%.
- Independent Shareholders who disagree votes: 8,100 shares or 0.0013517%
- Independent Shareholders who are blank/abstained votes: Nil
- Independent Shareholders who agree votes: 427,106,100 shares or 71.2713605%
- Total votes of Independent Shareholders who agree: 427,106,100 shares or 71.2713605%

meeting with the most votes, namely: more than ½ of the total number of shares with valid voting rights owned by Independent Shareholders, approves the decision submitted.

**5<sup>th</sup> Meeting Agenda Result:** Approve for Acceptance of Loans from Affiliated Parties and Has Material Value as referred to in the Financial Services Authority Regulation Number 42/POJK.04/2020 and Number 17/POJK.04/2020.

**6<sup>th</sup> Meeting Agenda:** Amendments to the Company's Articles of Association.

Number of Shareholders Who Ask: Zero.

Voting Results:

-Disagree Votes: 1.137.900 shares or 0,0388745%

-Blank/abstained votes: Zero

-Agree Votes: 2.925.976.300 shares or 99,9611255%

-Total agreed votes: 2.925.976.300 shares or 99,9611255%

Meeting with a majority vote approves the decisions submitted.

6<sup>th</sup> Meeting Agenda Result:

1. Approved the amendment of the Company's Articles of Association in Article 3 regarding the Purpose and Objectives of the Company and the Company's Business Activities, in the context of adjusting the Indonesian Standard Classification of Business Fields 2020 ("KBLI 2020") to meet the requirements of Integrated Online Licensing with a Risk-Based Licensing Approach ("Online Single Submission Risk Based Approach-OSS RBA").
2. Agree to rearrange all provisions in the Articles of Association in connection with the changes as referred to in point 1 of the decision above.
3. Granting power and authority to the Board of Directors with substitution rights to take all necessary actions related to the resolutions of the agenda of this Meeting, including compiling and restating the entire Articles of Association in a Notary Deed and submitting it to the competent authority for approval and/or approval notification of changes to the Articles of Association, doing everything that is deemed necessary and useful for that purpose with nothing being excluded, including making additions and/or changes to the amendments to the Articles of Association if it is required by the competent authority.

**7<sup>th</sup> Meeting Agenda:**

Enforcement of the Regulation of the Minister of State-Owned Enterprises of the Republic of Indonesia Number:

- a. PER-03/MBU/03/2021 concerning the Third Amendment to the Regulation of the Minister of State-Owned Enterprises Number PER-02/MBU/2010 concerning Procedures for Write-off and Transfer of Fixed Assets of State-Owned Enterprises;
- b. PER-05/MBU/04/2021 concerning the Social and Environmental Responsibility Program of State-Owned Enterprises;



- c. PER-07/MBU/04/2021 concerning the Second Amendment to the Regulation of the Minister of State-Owned Enterprises Number PER-03/MBU/08/2017 concerning the Guidelines for Cooperation of State-Owned Enterprises;
- d. PER-11/MBU/07/2021 concerning Requirements, Procedures for Appointment, and Dismissal of Members of the Board of Directors of State-Owned Enterprises;
- e. PER-13/MBU/09/2021 concerning the Sixth Amendment to the Regulation of the Minister of State-Owned Enterprises Number PER-04/MBU/2014 concerning Guidelines for Determining the Income of Board of Directors, Board of Commissioners, and Board of Supervisory of State-Owned Enterprises; and
- f. PER-14/MBU/10/2021 concerning the Second Amendment to the Regulation of the Minister of State-Owned Enterprises Number PER-12/MBU/2012 concerning Supporting Organs for the Board of Commissioners/Board of Supervisory of State-Owned Enterprises.

Number of Shareholders Who Ask: Zero.

Voting Results: -Disagree Votes: 100 shares or 0,0000034%  
 -Blank/abstained votes: Zero  
 -Agree Votes: 2.927.114.100 shares or 99,9999966%  
 Meeting with a majority vote approves the decisions submitted.

7<sup>th</sup> Meeting Agenda Result: Approved the enforcement of the Regulation of the Minister of State-Owned Enterprises of the Republic of Indonesia Number:

- a. PER-03/MBU/03/2021 concerning the Third Amendment to the Regulation of the Minister of State-Owned Enterprises Number PER-02/MBU/2010 concerning Procedures for Write-off and Transfer of Fixed Assets of State-Owned Enterprises;
- b. PER-05/MBU/04/2021 concerning the Social and Environmental Responsibility Program of State-Owned Enterprises;
- c. PER-07/MBU/04/2021 concerning the Second Amendment to the Regulation of the Minister of State-Owned Enterprises Number PER-03/MBU/08/2017 concerning the Guidelines for Cooperation of State-Owned Enterprises;
- d. PER-11/MBU/07/2021 concerning Requirements, Procedures for Appointment, and Dismissal of Members of the Board of Directors of State-Owned Enterprises;

- e. PER-13/MBU/09/2021 concerning the Sixth Amendment to the Regulation of the Minister of State-Owned Enterprises Number PER-04/MBU/2014 concerning Guidelines for Determining the Income of Board of Directors, Board of Commissioners, and Board of Supervisory of State-Owned Enterprises; and
- f. PER-14/MBU/10/2021 concerning the Second Amendment to the Regulation of the Minister of State-Owned Enterprises Number PER-12/MBU/2012 concerning Supporting Organs for the Board of Commissioners/Board of Supervisory of State-Owned Enterprises.

**8<sup>th</sup> Meeting Agenda:** Changes in the Composition of the Company's Management.

Number of Shareholders Who Ask: Zero.

Voting Results: -Disagree Votes: 1.138.000 shares or 0,0388779%  
 -Blank/abstained votes: Zero  
 -Agree Votes: 2.925.976.200 shares or 99,9611221%  
 -Total agreed votes: 2.925.976.200 shares or 99,9611221%  
 Meeting with a majority vote approves the decisions submitted.

8<sup>th</sup> Meeting Agenda Result:

1. Dismiss with honor Mr. Sahat Sihombing as Director of Finance, Risk Management and Human Resources of PT Indofarma Tbk with gratitude for the contribution of his energy and thoughts during his tenure.
2. Adding the nomenclature of the Director of Sales & Marketing of PT Indofarma Tbk.
3. Appoint Mr. Ariesta Krisnawan as Director of Finance, Risk Management and Human Resources of PT Indofarma Tbk with a term of office in accordance with the Articles of Association of PT Indofarma Tbk and the laws and regulations and without prejudice to the right of the GMS to dismiss at any time.
4. Appoint Ms. Kamelia Faisal as Sales & Marketing Director of PT Indofarma Tbk with a term of office in accordance with the Articles of Association of PT Indofarma Tbk and the laws and regulations and without prejudice to the right of the GMS to dismiss at any time.
5. Appoint Mr. Achmad Ghufroon Sirodj as Independent Commissioner of PT Indofarma Tbk with a term of office in accordance with the Articles of Association of PT Indofarma Tbk and the laws and regulations and without prejudice to the right of the GMS to dismiss at any time.

6. With the dismissal, addition of position nomenclature, and appointment of members of the Board of Directors and members of the Board of Commissioners as referred to in points 1 to 5, the composition of the membership of the Board of Directors and Board of Commissioners of PT Indofarma Tbk is as follows:
  - a. Board of Directors
    - 1) President Director: Arief Pramuhanto
    - 2) Director of Finance, Risk Management and HR: Ariesta Krisnawan
    - 3) Production & Supply Chain Director: Jejen Nugraha
    - 4) Sales & Marketing Director: Kamelia Faisal
  - b. Board of Commissioners
    - 1) President Commissioner: Laksono Trisnantoro
    - 2) Commissioner: Didi Agus Mintadi
    - 3) Independent Commissioner: Teddy Wibisana
    - 4) Independent Commissioner: Achmad Ghufron Sirodj
7. So that all necessary actions related to this decision are carried out in accordance with the applicable laws and regulations, including to state in a separate Notary Deed and notify the composition of the Company's management to the Ministry of Law and Human Rights of the Republic of Indonesia.

**Jakarta, June 06, 2022**

**Board of Directors of the Company**