



## **NOTICE OF ANNUAL AND EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS PT TRANS POWER MARINE TBK**

The Board of Directors of PT Trans Power Marine Tbk (“**Company**”) hereby invites the Company’s shareholders to attend the Annual and Extraordinary General Meeting of Shareholders (“**Meeting**”) which will be held on:

Day/Date : Wednesday, May 17<sup>th</sup>, 2023

Time : 09.00 AM - finish

Venue : Ballroom 1, Four Season Hotel, Capital Place, Jl. Jend. Gatot Subroto Kav. 18, Jakarta 12710

### **AGENDA OF MEETING AND ITS EXPLANATION**

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#### **Agenda of the Annual General Meeting of Shareholders (“AGMS”):**

1.
  - i. Approval of the Company's Annual Report for the financial year ending December 31<sup>st</sup>, 2022;
  - ii. Ratification of the Company's (audited) Financial Statements for the financial year ending 31 December 2022; and
  - iii. Ratification of the Company's Board of Directors Management Report and Board of Commissioners Supervisory Report for the financial year ending 31 December 2022.
2. Approval for the use of Company’s profit for financial year ending December 31<sup>st</sup>, 2022.
3. Appointment and determination of public accountant to audit the Company’s Financial Statement for fiscal year 2023.
4. Changes of members of Company’s Board of Directors and Board of Commissioners .
5. Determination of salary and benefits and/or other allowance for members of the Company’s Board of Directors and Board of Commissioners for fiscal year 2023.

#### **Explanation of AGMS Agenda:**

- a. The Agenda of AGMS number 1, 2, 3, and 5 are the routine agendas to be discussed and resolved in each AGMS in accordance with the requirements under Law No.40 of 2007 on Limited Liability Company as amended by Law of the Republic of Indonesia No. 11 of 2020 concerning Job Creation, Company’s Article of Association, and regulations of the Financial Service Authority No. 15/POJK.04/2020 regarding the Planning and Implementation of General Meeting of Shareholders for Public Company (“POJK 15/2020”).
- b. The Agenda of AGMS number 4 is the implementation of Article 22 paragraph 2 and Article 25 paragraph 4 of Company’s Article of Association, that the changes of Company’s Board of Directors and Board of Commissioners is determined by the General Meeting of Shareholders.

#### **Agenda of the Extraordinary General Meeting of Shareholders (“EGMS”):**

1. Approval for granting new guarantees to creditor(s) and/or acting as guarantor, wherein these guarantees when combined with all previously guarantees provided by the Company, which will constitute more than 50% (fifty percent) of the total net assets Company.

#### Explanation of EGMS Agenda:

- a. Those Agenda is the implementation of the provisions stipulated in with the requirements under Law No.40 of 2007 on Limited Liability Company as amended by Law of the Republic of Indonesia No. 11 of 2020 concerning Job Creation, Company's Article of Association, regulations of the Financial Service Authority No. 15/POJK.04/2020 concerning the Planning and Implementation of General Meeting of Shareholders for Public Company ("POJK 15/2020"), and Financial Services Authority Regulation No. 17/POJK.04/2020 concerning Material Transactions and Changes in Business Activities.

#### **MEETING NOTES**

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1. The Company will not send any separate invitation to the shareholders of the Company and this Notice serves as official invitation to the shareholders of the Company.
2. In line with the requirements under POJK 15/2020, the Company has provided an alternative for shareholders to grant the Electronic Power of Attorney through the eASY.KSEI system managed by PT Kustodian Sentral Efek Indonesia ("KSEI") in the link <https://akses.ksei.co.id/> ("E-Proxy"). Shareholders who wish to provide E-Proxy must complete the process at the latest **1 (one) business day before the Meeting, which is on Tuesday, May 16<sup>th</sup>, 2023.**
3. For shareholders who are unable to provide E-proxy through the eASY.KSEI system, they can provide physical power of attorney through employees of the Company's Securities Administration Bureau (BAE), namely PT Sinartama Gunita. The Power of Attorney form can be obtained every working day during PT Sinartama Gunita's working hours at Menara Tekno 7<sup>th</sup> Floor, Jl. Fachrudin No. 19, Central Jakarta 10250.
4. The Power of Attorney that has been filled out and signed properly must be delivered to PT Sinartama Gunita no later than **3 (three) working days before the Meeting, the latest on Friday, May 12<sup>th</sup>, 2023 at 16.00 WIB.**
5. Shareholders who have given power of attorney through E-proxy or physical power of attorney, may continue to join the Meeting virtually. Shareholders can send an email to: [corsec@pt-tpm.com](mailto:corsec@pt-tpm.com) to inquiry a link to accessed by shareholders to participate in the Meeting virtually, by attaching a copy of the E-proxy or physical power of attorney that has been filled out and signed, **at the earliest 5 (five) calendar days before the date of the Meeting.**
6. The Board of Directors, Board of Commissioners and employees of the Company may act as proxies of the Shareholders at the Meeting, but the votes will not be counted in the voting.
7. Shareholders who: (i) have the right to attend the Meeting, or (ii) are represented through an E-proxy, or (iii) are represented by a physical power of attorney; are the shareholders of the Company are those whose names are registered in the Company's Share Register and/or shareholders of the Company whose names are registered as a shareholder in the securities sub accounts at KSEI by the closing of trade at the Indonesia Stock Exchange on **Tuesday, April 20<sup>th</sup>, 2023 at 16:00 WIB.**
8. In order to facilitate the arrangement and order of the Meeting, shareholders or their proxies who wish to be physically present requested to be at the Meeting venue at least 30 (thirty) minutes before the Meeting begins and bring identification (identification card or passport) to show and submit a photocopy to the Registrar before entering the Meeting room. Shareholders in the form of corporate legal entities are required to submit a photocopy of the articles of association along with the latest amendments.
9. Materials related to the Meeting Agenda are available and can be downloaded directly by the Company's shareholders through the Company's website ([www.transpowermarine.com](http://www.transpowermarine.com)) from the date of the invitation to this Meeting until the date of the Meeting.

10. Any inquiries or other information related to the Meeting, may be submitted to the Company Corporate Secretary at the email address: [corsec@pt-tpm.com](mailto:corsec@pt-tpm.com).

#### **THE PROTOCOL TO PREVENT THE SPREAD OF COVID-19**

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1. Shareholders or their proxies who come to the Meeting venue are required to wear masks.
2. Shareholders or their proxies who attend the Meeting are required to comply with the health procedures in accordance with the Government Protocol which is implemented by the management of the building where the Meeting is held.
3. Shareholders or their proxies are willing to take body temperature measurements at the location provided by the building manager before entering the Meeting venue, and if they do not comply with the health protocol form the building management, they are not allowed to enter the room to the Meeting venue.
4. Shareholders or their proxies with flu/cough/fever/sore throat/shortness of breath or other health problems that are not recommended according to the building management health protocol are not allowed to enter the Meeting venue or if they are already present at the Meeting venue, they will be asked to do so to leave the Meeting venue.
5. This Meeting implemented a social distancing policy in accordance with the health protocol implemented by building management where the Meeting was held.
6. Meeting participants are advised not to shake hands or in other ways come into direct contact.
7. Must leave the Meeting venue immediately after the Meeting is over.

Jakarta, April 25<sup>th</sup>, 2023  
**PT TRANS POWER MARINE TBK**  
**Board Of Directors**