



PT SARATOGA INVESTAMA SEDAYA TBK.
("Company")
INVITATION
ANNUAL AND EXTRAORDINARY
GENERAL MEETING OF SHAREHOLDERS

The Board of Directors of the Company hereby invite the Shareholders of the Company to attend the Annual General Meeting of Shareholders ("**AGMS**") and Extraordinary General Meeting of Shareholders ("**EGMS**") (AGMS and EGMS collectively referred to as "**Meeting**") which will be convened physically and electronically through the Electronic General Meeting System KSEI facility ("**eASY.KSEI**") provided by PT Kustodian Sentral Efek Indonesia ("**KSEI**") on:

Day/Date : **Wednesday/ 25 June 2025**
Time : **10.00 Western Indonesian Time – Finish**
Venue : **Adaro Institute, Cyber 2 building, 26th Floor,**
Jl. H.R. Rasuna Said Block X-5, Kav. 13 Jakarta
12950

The agenda of the Meeting are as follows:

AGMS

- 1. Approval on the Annual Report for the financial year of 2024 and ratification on the Financial Statement of the Company for the financial year ended on 31 December 2024 and provide full acquittal and discharge (*volledig acquit et de charge*) to all of the members of the Board of Directors and Board of Commissioners of the Company for management and supervision performed during the financial year of 2024.**

Explanation:

*In this agenda, the Board of Directors of the Company will seeking approval and ratification from the Meeting on the Company's performance in 2024 and the implementation of supervisory duties of the Board of Commissioners in 2024, as stipulated in the Annual Report and the Financial Statement of the Company, as well as providing full release and discharge (*volledig acquit et de charge*) to the members of the Board of Directors and/or the Board of Commissioners of the Company on their management and supervisory duty carried out throughout financial year 2024, so long as those actions are clearly stated under the Company's Annual Report and Financial Report and is not a criminal offense or a breach of the prevailing laws and regulations, in accordance with Article 10 paragraph (4) point a of the Articles of Association of the Company juncto Article 78 of the Law No. 40 of 2007 on the Limited Liability Company as amended with Law No. 6 of 2023 on Enactment of Government Regulation in Lieu of Law No. 2 of 2022 on Job Creation into Law (the "**Company Law**").*

- 2. Approval on the determination of the use of the Company's net profit for the financial year of 2024.**

Explanation:

In this agenda, the Board of Directors of the Company will present its plan to allocate a portion of the Company's net profit as stated in the Company's Financial Statement per 31 December 2024 for dividend, to be further approved by the AGMS.



3. Approval on the appointment of Public Accountant and Public Accounting Firm to audit the Financial Statement of the Company for the financial year ended on 31 December 2025.

Explanation:

Considering the appointment of Public Accountant and Public Accounting Firm by the Board of Commissioners of the Company are currently in progress, the Board of Directors of the Company propose to the Meeting to grant the authority to the Board of Commissioners of Company, by taking into account any recommendation and proposal from the Audit Committee in appointing the Public Accountant and Public Accounting Firm to audit the Financial Statement of the Company for the financial year ended on 31 December 2025 and other audit as required by the Company, in accordance with Article 59 paragraph (1) of the Financial Services Authority Regulation No. 15/POJK.04/2020 on the Plan and Implementation of General Meeting of Shareholders of Public Companies and Article 3 paragraph (1) of the Financial Services Authority Regulation No. 9 Year 2023 on the Use of Services of the Public Accountants and Public Accounting Firms in Financial Services Activities.

4. Approval on the determination of the salary, honorarium and allowances and other facilities for the member of the Board of Directors and the Board of Commissioners for the financial year of 2025.

Explanation:

In this agenda, the Board of Directors of the Company will ask the Meeting to approve the following:

- (i) The maximum amount of the remuneration for all members of the Board of Commissioners for the financial year of 2025, by taking into account the advice and opinion from the Nomination and Remuneration Committee of the Company; and*
- (ii) The granting of power and authorization to the Board of Commissioners to determine the amount of salary, honorarium and allowances and other facilities for the member of the Board of Directors for the financial year of 2025,*

in accordance with Article 96 and 113 of the Company Law jo. Article 16 paragraph (14) and Article 19 paragraph (7) of the Articles of Association of the Company.

5. Approval of amendment to Article 16 paragraph (2) and Article 19 paragraph (2) of the Company's Articles of Association.

Explanation:

This agenda relates to the approval of changes to the term of office of the members of the Board of Directors and Board of Commissioners of the Company as stipulated under Article 16 paragraph (2) and Article 19 paragraph (2) of the Company's Articles of Association.

6. Approval of changes and/or reappointment of members of the Board of Directors and Board of Commissioners.

Explanation:

This agenda relates to the approval of changes and/or reappointment of the members of the Company's Board of Directors and Board of Commissioners for a term of office in accordance with Article 16 paragraph (2) and (3) in conjunction with Article 19 paragraph (2) of the Company's Articles of Association.



7. Report on the implementation result of the Long Term Incentive Program of the Company.

Explanation:

In this agenda, the Board of Directors of the Company will report to the Shareholders on the implementation result of the Long Term Incentive Program of the Company for the year of 2024. This agenda is reporting only and does not need to be approved by the Meeting.

EGMS

1. Approval on the use of Company's treasury shares which are already owned by the Company until the EGMS dated 16 May 2024 for the Long Term Incentive Program of the Company.

Explanation:

In this agenda, the Board of Directors of the Company will present the Company's plan to transfer the treasury shares originated from the buyback conducted by the Company during the period until the EGMS dated 16 May 2024. This share buyback had been approved by the Company's shareholders in the Extraordinary General Meeting of Shareholders held on 17 June 2020, 28 April 2021, 21 April 2022 and 15 May 2023. Such Company's treasury shares will be transferred for the purpose of Long Term Incentive Program of the Company which will be distributed from the closing date of this EGMS until the 2026 AGMS.

IMPORTANT NOTES:

1. Shareholders entitled to attend the Meeting are the Company's Shareholders whose names are registered in the Register of Shareholders (DPS) of the Company on 2 June 2025 at the latest on 16.00 Western Indonesia Time prepared by PT Datindo Entrycom, the Company's Shares Registrar and/or the Company's Shareholders whose names are registered in the Register of Account Holders at KSEI at the close of Stock Trading on the Stock Exchange Indonesia on 2 June 2025.
2. The Shareholders' attendance in the Meeting that will be conducted electronically is convened through the platform/facility of eASY.KSEI at <https://akses.ksei.co.id/>.
3. The Company will limit the number of Shareholders who are physically present and encourage Shareholders to attend the Meeting electronically or authorize the presence and voting (either electronically via eASY.KSEI or in writing) to an independent party appointed by the Company. **The Company also does not provide souvenirs, food and beverages.**
 - a. The Company provides 2 (two) types of power of attorney to Shareholders, namely Conventional Power of Attorney which can be downloaded through the Company's website www.saratoga-investama.com or e-Proxy which can be accessed electronically on the eASY.KSEI platform through <https://akses.ksei.co.id/>.
 - Conventional Power of Attorney (PoA) – the Shareholders can download the draft of the PoA on the Company's website www.saratoga-investama.com. The original copy of the PoA that has been completed and signed on stamp of Rp10,000 must be sent to the Company's Stock Administration Bureau namely PT Datindo Entrycom at Jalan Hayam Wuruk No. 28, RT.14/RW.1, Kebon Kelapa, Gambir, Central Jakarta City, Jakarta 10120 ("**Datindo**") no later than 23 June 2025 at 4.00 pm Western Indonesian Time.



- E-Proxy through eASY.KSEI - an electronic power of attorney provided by KSEI to facilitate and integrate power of attorney from scripless Shareholders whose shares are in KSEI's Collective Custody to their proxies electronically. The proxies whose names are available at eASY.KSEI facility are independent parties appointed by the Company. Information regarding the independent proxies appointed by the Company can be accessed through the Company's website at www.saratoga-investama.com.
- b. Representatives of the Company's Shareholder in the form of legal entities must submit:
 - Copy of their latest Articles of Association; and
 - Deed on the appointment of their incumbent board of directors, to Datindo no later than 23 June 2025 at 4.00 pm Western Indonesian Time.
- 4. The Company provides Meeting agenda materials through the Company's website at www.saratoga-investama.com and KSEI's website (eASY.KSEI facility at <https://akses.ksei.co.id/>) and has been available to the Shareholders from the date of this Meeting Invitation until the Meeting date.
- 5. The notary, assisted by the Company's Securities Administration Bureau, will check and count the votes for each agenda of the Meeting in each Meeting's decision-making for such agenda, including those based on votes that have been submitted by Shareholders through eASY.KSEI facility as referred to in item (3) above, as well as those submitted in the Meeting.
- 6. The Company does not send a separate invitation letter to the Shareholders. In accordance with the provisions of the Company's Articles of Association, the Meeting Invitation is valid as an official invitation to the Company's Shareholders.
- 7. Shareholders or their proxies attending the Meeting in person must adhere to the protocols established by the Company, as outlined in the Meeting Rules and Regulations. This includes the following:
 - a. Shareholders or their proxy who arrive at the Meeting venue but are unable to access the Meeting room due to limited capacity may still exercise their rights by granting power of attorney to an independent party designated by the Company, utilizing the Power of Attorney form provided by the Company. This enables them to participate and vote at the Meeting through representation by the appointed independent party.
 - b. To ensure efficient administration and orderly conduct of the Meeting, Shareholders or their proxies must register their attendance no later than 1 (one) hour before the commencement of the Meeting.
- 8. The Company reserves the right to make further announcements in the event of any changes or additional information concerning the procedures for conducting the Meeting, in accordance with the latest developments not included in this Invitation. Such updates will be promptly communicated on the Company's official website: www.saratoga-investama.com.

Jakarta, 3 June 2025

**PT Saratoga Investama Sedaya Tbk.
The Board of Directors**