



Untuk Diagnosa Lebih Baik

**PT PRODIA WIDYAHUSADA TBK  
("COMPANY")**

**INVITATION  
ANNUAL GENERAL MEETING OF SHAREHOLDERS ("AGMS")  
AND  
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS ("EGMS")**

The Board of Directors of the Company hereby invites the shareholders of the Company to attend the AGMS and EGMS (hereby together referred to as "**Meetings**") on:

Day/date : **Wednesday, 22 April 2020**  
Venue : Prodia Tower 5<sup>th</sup> Floor  
Jl. Kramat Raya No.150, Central Jakarta, 10430, Indonesia.  
Time : 09:00 am - end (Western Indonesian Time)

**AGMS:**

**Agenda**

1. Approval and ratification of the Company's Annual Report for the financial year ended as of 31 December 2019, which includes: (i) the Company's Activity Report (ii) the Board of Commissioners' Supervisory Report (iii) the latest Company's Financial Statement for the financial year ended as of 31 December 2019; and to give full discharge and release of responsibility (*acquitt et de charge*) to the Board of Directors and the Board of Commissioners for their management and supervision during the stipulated financial year.
2. Determination of the utilization of the Company's net profit for the financial year ended as of 31 December 2019.
3. Report on the realization of the use of proceeds of public offering.
4. Appointment of a public accountant to audit the Company's financial statement for the financial year ended as of 31 December 2020, and to grant the power and authority to determine the honorarium of the public accountant as well as other requirements.
5. Determination of salary, honorarium and allowance of the Board of Commissioners and the Board of Directors of the Company.

**Explanation of the AGMS Agenda**

1. AGMS items of agenda no. 1, 2, 4 and 5 above are the regular agenda routinely held by the Company in an AGMS. It is in accordance with the provisions of the Company's Articles of Association, Law No. 40 of 2007 on Limited Liability Companies and Regulation of the Financial Service Authority ("**OJK**") No. 32/POJK.04/2014 on the Plan and Implementation of General Meetings of Shareholders of Public Companies (as amended by OJK Rule No. 10/POJK.04/2017).
2. AGMS item of agenda no. 3 above is held to fulfil the Company's obligation in accordance with OJK Rule No. 30/POJK.04/2015 on Reporting on the Realization of the Use of Proceeds of Public Offering.

**EGMS:**

**Agenda**

1. Re-affirmation and restatement of the Company's shareholders structure.

2. Approval for the change of the Company's status from a Foreign Investment Company ("**PMA**") to a Domestic Investment Company ("**PMDN**").
3. Approval for the amendment of Article 3 of the Company's Articles of Association regarding Purpose and Objective, and Business Activity, to be adjusted in accordance with the 2017 Indonesia Standard Industrial Classification ("**KBLI**").

Explanation of the EGMS Agenda

1. EGMS items of agenda point 1 and 2 are proposed in connection with the need of the Company's business licensing process and the adjustment of the Company's status from PMA to PMDN, by taking into account the laws and regulations applicable in the capital market sectors and investments in capital market. The Company is a Public Company which is controlled, and the majority of its shares are owned, by domestic investors, whether directly or indirectly.
2. EMGS item of agenda point 3 is proposed to amend Article 3 of the Articles of Association of the Company for the purpose of adjustment to Regulation of the Head of the Central Statistics Agency ("**BPS**") No. 19 of 2017 on The Amendment of Regulation of BPS No. 95 of 2015 on KBLI.

Note:

1. This invitation serves as an official invitation to the shareholders, and therefore the Company does not send separate letter of invitation to each of the shareholders.
2. The shareholders are entitled to attend or be represented at the Meetings are only the shareholders whose names are listed in the Shareholders Register of the Company on **30 March 2020, at 4.15 pm Western Indonesian Time**.
3. The materials for the agenda of the Meetings are available at the Company's head office in Prodia Tower, Jl. Kramat Raya No. 150, Jakarta 10430, Indonesia ("**Head Office**"), and can be obtained from the Corporate Secretary from the date of this invitation. The material will be uploaded to the Company's website ([www.prodia.co.id](http://www.prodia.co.id)), which can be accessed by the public.
4. The shareholders or their valid proxies who will attend the Meetings are requested to bring and submit at registration:
  - (a) For an individual Shareholder, a photocopy of their *Kartu Tanda Penduduk* (KTP) or other valid IDs.
  - (b) For Shareholders whose shares are in collective custody, Written Confirmation for Meetings (KTUR) which can be obtained through the Custodian Bank or the Securities Company.
  - (c) For the shareholders in the form of a legal entity, a photocopy of the Articles of Association and amendments thereto along with the deed containing the final composition of the management. The Articles of Association and the deed of management must be proven with a copy of a letter of approval/notification/endorsement (as applicable) from an authorized official or agency.
5. The Company urge that shareholders can grant proxy to, and be represented by, the Company's Shares Registrar ("**BAE**"), PT Datindo Entrycom, and for the shareholders who are unable to attend can be represented by their proxies, provided that:
  - (a) Members of the Board of Directors, Board of Commissioners and employees of the Company can act as a proxy of the shareholders at the Meetings; however, the votes they cast at the Meetings as a proxy will not be counted as an eligible vote.

- (b) The legal proxy must be granted based on a power of attorney whose form and content is approved by the Board of Directors (the power of attorney form will be provided by the Company).
  - (c) The power of attorney form is available at the Company's website [www.prodia.co.id](http://www.prodia.co.id), or physically every business days during business hours at the BAE, having its address at Jalan Hayam Wuruk No. 28, Jakarta.
  - (d) The power of attorney form that has been filled in and executed can be sent via email to: [DM@datindo.com](mailto:DM@datindo.com) and Cc to [corporate.secretary@prodia.co.id](mailto:corporate.secretary@prodia.co.id), and the original must be received by the BAE (Attn.: DATA MANAGEMENT DEPARTEMENT) at the address stipulated above at the latest by **3 (three) days before the Meetings are held, which is 17 April 2020 at 4 pm Western Indonesian Time.**
- 6. To facilitate the arrangement and to ensure the orderliness of the Meetings, the shareholders or their proxies to please dress formally and fit in with the conditions of the Meetings, and be present at the Meetings at the latest by 30 (thirty) minutes prior to the Meetings schedule.
  - 7. Due to the latest development related to the Covid-19 global pandemic and the Extension of the Status of Certain Emergency Disasters due to Corona Virus determined by the Government of the Republic of Indonesia until May 29, 2020, and in order to support the effort to prevent the spread of Covid-19, the Company hereby announces additional information to the shareholders that Meetings will be held in such a way in order to promote the safety and health of all parties and comply with the applicable regulations.
  - 8. Shareholders who attend the Meeting will be requested to fill out and sign a "Health Declaration" which can be downloaded through the Company's website [www.prodia.co.id](http://www.prodia.co.id), and they must comply with the health procedures established in accordance with the health protocol implemented by the Prodia Tower building management. The Company has the right to perform any necessary actions needed in relation to the implementation of this protocol.

**Jakarta, 31 March 2020**  
**Board of Directors of the Company**