



PT. LADANGBAJA MURNI Tbk

Industri Sel 8 Blok EE/7c, Kawasan Industri Jababeka 2, Bekasi, Jawa Barat, 17550
Phone (021) 6511 595 Website: www.ladangbajamurni.com

SUMMON FOR ANNUAL GENERAL MEETING OF SHAREHOLDER PT LADANGBAJA MURNI Tbk

The Board of Directors of PT Ladangbaja Murni Tbk (the “**Company**”) hereby Summons the Shareholders of the Company to attend the Annual General Meeting of Shareholders (the “**Meeting**”) that will be held as per following details:

Day/Date : Thursday/ June 27th, 2024
Time : 14.00 (Western Indonesia Time) until ends
Venue* : Jl. Raya Imam Bonjol RT008/RW13, Sukadanau
Cikarang Barat, Kabupaten Bekasi
Online venue for shareholder : <https://easy.ksei.co.id/egken/>

Notes:

* The Meeting will be held electronically. However, the Notary, Share Administration Bureau, and Company’s management will physically attend the Meeting.

The Company will convene the Meeting electronically. Therefore, the Company encourages all Shareholders to attend the Meeting with the following mechanism:

1. To attend the Meeting electronically through eASY.KSEI application (<https://akses.ksei.co.id/>);
2. If the Shareholders are being represented by other parties, it can be done by granting a power of attorney electronically through eASY.KSEI application (<https://akses.ksei.co.id/>) (<https://www.ksei.co.id/data/download-data-and-user-guide>) ; or
3. Granting conventional Power of Attorney to an independent representative appointed by the Company or other third party (so long it is permissible) by using a conventional Proxy Form, available on the Company’s website www.ladangbajamurni.com from the date of the this Summon until one business day prior to the Meeting or in other form as may be permitted.

PRINTED INVITATION IS NOT AVAILABLE

The Company does not send a separate invitation letter in printed form to the Shareholders and the Summon for this Meeting serves as an official invitation.

MEETING AGENDAS AND EXPLANATION

The following matters will be proposed in the meeting to be discussed and obtain approval from the Company’s Shareholders:

Agenda 1	Approval of the Annual Report and the Financial Statement of
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Explanation:

The Board of Directors and the Board of Commissioners report on the course of the Company during the financial year ended by 31 December 2023 in the Annual Report including the Sustainable Report as well as the Company’s performance in the Annual Financial Statement for the year ended by 31 December 2023 that has been audited by public accountant KAP Robert, Rudi, Yansen & Partners.



Agenda 2	Approval of the Use of the Company's Net Profit
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Explanation:

In accordance with Article 24 paragraph (1) and paragraph (2) of the Company's Articles of Association as well as Articles 70 and 71 of Law No. 40 Year 2007 on Limited Liability Companies (as amended), the use of the Company's net profits must be approved by the General Meeting of Shareholders.

Agenda 3	Approval for the Appointment of a Public Accountant and/or Public Accountant Firm
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Explanation:

This agenda is proposed based on Article 3 paragraph (1) and paragraph (4) of Financial Services Authority Regulation No. 9 of 2023 concerning the Use of Public Accounting Services and Public Accounting Firms in Financial Services Activities, where the appointment of a Public Accountant/Public Accounting Firm to examine the Company's Annual Financial Report for the 2024 Financial Year will be proposed in accordance with the appointment by the Board of Commissioners based on recommendations from the Audit Committee.

Agenda 4	Approval for the Remuneration of the Board of Commissioners and Board of Directors for Financial Year 2024
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Explanation:

1. Based on the Article 113 of Law No. 40 Year 2007 on Limited Liabilities Companies (as amended), and Article 14 paragraph (6) of the Company's Articles of Association, the Company will propose an approval on salary, honorarium, and allowances for the Company's Board of Commissioners to be approved by the General Meeting of Shareholders and to further grant power and authority to the President Commissioner to determine the distribution among members of the Board of Commissioners.
2. Referring to the provisions of the Article 96 paragraph (1) of Law No. 40 Year 2007 on Limited Liabilities Companies (as amended) and Article 11 paragraph (7) of the Company's Articles of Association, the amount of the Board of Directors' salaries and allowances is determined based on the decision of the General Meeting of Shareholders, however, according to the provisions of Article 96 paragraph (2) of Law No. 40 Year 2007 on Limited Liabilities Companies (as amended) and Articles 11 paragraph (7) of the Company's Articles of Association, this authority can be delegated to the Board of Commissioners.

Agenda 5	Approval of Changes to the Composition of the Company's Board of Directors.
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Explanation:

This agenda is proposed based on Articles 11 paragraph (5)(a), (13) and (14) of the Company's Articles of Association. Profiles of prospective members of the Company's Board of Directors are available on the Company's website (<https://en.ladangbajamurni.com/investor-relation/14/gms>).

In accordance with the recommendations of the Nomination and Remuneration Committee as attached to the Board of Commissioners of the Company, the Board of Commissioners hereby proposes to the Meeting to obtain approval for the below matters:



1. To respectfully dismiss Mr. Jimmy Irawan as President Director of the Company and Mrs. Merinda Brata Kencana as Director of the Company and to grant *acquitt et de charge* to them from their respective positions for all management actions taken from the time as of their appointments until the end of their term of office as long as those actions are reflected in the Company's books.
2. To appoint prospective members of the Board of Directors whose profiles are available on the Company's website as mentioned above.

Agenda 6	Approval of Changes to the Composition of the Company's Board of Commissioners.
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Explanation:

This agenda is proposed based on Articles 14 paragraph (4)(a), (12) and (13) of the Company's Articles of Association. Profiles of prospective members of the Company's Board of Commissioners are available on the Company's website (<https://en.ladangbajamurni.com/investor-relation/14/gms>).

In accordance with the recommendations of the Nomination and Remuneration Committee as attached to the Board of Commissioners of the Company, the Board of Commissioners hereby proposes to the Meeting to obtain approval for the below matters:

1. To respectfully dismiss Mrs. Juliana Tjitra as President Commissioner of the Company and Mrs. Sri Redjeki Soetrisno as Commissioner of the Company and to grant *acquitt et de charge* to them from their respective positions for all supervisory actions taken from the time as of their appointments until the end of their term of office as long as those actions are reflected in the Company's books.
2. To appoint prospective members of the Board of Commissioners whose profiles are available on the Company's website as mentioned above.

Agenda 7	Approval of the Acquisition of the Controlling and Principal Shareholders' Shares.
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Explanation:

This agenda is proposed based on Article 27 paragraph (1) of the Company's Articles of Association that the acquisition of the Company must obtain approval from the General Meeting of Shareholders.

The contemplated share acquisition referred to is as follows:

1. PT Adyatama Global Investama to sell its entire shares in the Company amounting to 480,000,000 shares to PT Nev Stored Energy.
2. PT Alfa Omega Investindo to sell its entire shares in the Company with the following details: (a) an amount of 80,000,000 shares to PT Nev Stored Energy; and (b) an amount of 240,000,000 shares to PT Longping Investasi Indonesia.

Agenda 8	Approval for the Change of Article 4 of Articles of Association.
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Explanation:

The Company shall adjust the issued and paid-up capital based on the result of the conversion of the Company's warrant. In accordance with the provisions of Article 26 paragraph (2) of the Company's



Articles of Association, in which, every amendment to the Company's Articles of Association is determined by the General Meeting of Shareholders.

Agenda 9	Approval for the Change of Company's Name
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Explanation:

This agenda item is proposed in connection with the contemplated acquisition of the controlling and principal shareholders' shares as referred to in Agenda 7 above and constitutes an amendment of articles of association that must be determined by the General Meeting of Shareholders based on Article 26 paragraph (2) of the Company's Articles of Association,.

Agenda 10	Approval for the Change of Company's Address
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Explanation:

This agenda item is proposed in connection with the contemplated acquisition of the controlling and principal shareholders' shares as referred to in Agenda 7 above.

PROVISIONS FOR SHAREHOLDERS WITH THE RIGHT TO ATTEND IN THE MEETING
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1. Shareholders who are entitled to attend or be represented at the Meeting are Shareholders whose names are registered in the Company's Register of Shareholders on June 4th, 2024 at 16.00 WIB (Western Indonesia Time) and/or holders of the Company's shares at the sub-securities account of PT Kustodian Sentral Efek Indonesia (KSEI) on the closing of shares trading at the Indonesia Stock Exchange on June 4th, 2024.
2. The Meeting will be held electronically, so that Shareholders can attend through the Electronic General Meeting System application through <https://easy.ksei.co.id/egken/> as provided by KSEI.
3. The guideline of registration, usage, and explanation for eASY.KSEI and AKSes KSEI can be found on the website of: <https://akses.ksei.co.id> and <https://www.ksei.co.id/data/download-data-and-user-guide>.
4. If the Shareholder chooses not to attend the Meeting electronically nor grant a power of attorney electronically through eASY.KSEI, the respective Shareholder may authorize the Independent Party being appointed by the Company so that the Shareholder's presence and voting rights are represented by the Independent Party electronically in the Meeting through eASY.KSEI application or other third party (so long it is permissible), with the following conditions:
 - a. Downloading the conventional Proxy Form as available in the Company's website (www.ladangbajamurni.com) to be filled or to grant a power of attorney in other form as may be permitted, which original copy shall be submitted to the Company at the latest on June 26th, 2024 at 12.00 (i) through Share Administration Bureau appointed by the Company namely PT Bima Registra, Satrio Tower, 9th Floor A2, Jl. Prof. Dr. Satrio Blok C4, Kuningan Setiabudi, Jakarta Selatan, Telp.: 021-25984818, Fax: 021-25984819, Email: acc@bimaregistra.co.id if the power of attorney is granted to the Independent Party being appointed by the Company); or (ii) to the Company's address at Jl. Raya Imam Bonjol RT008/RW13, Sukadanau, Cikarang Barat, Kabupaten Bekasi (if a power of attorney is granted to other third party, so long that such grant of power of attorney is permissible).
 - b. The Proxy Form must be equipped with a copy of Identity Card (KTP) or other valid identification. For Shareholders in the form of Legal Entities, a copy of the Article of Association as well as the latest Deed on the Changes of Composition of the Board.
 - c. Any member of the Board of Commissioners, Board of Directors, and any employee of the Company may act as a proxy for the Shareholders in the Meeting and shall be considered in



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determining the quorum of the General Meeting of Shareholders. However, they are not entitled to vote during the voting session.

- d. The Shareholders are not allowed to split their authority of some shares to more than one proxy with different votes.

MEETING MATERIAL

1. All meeting-related materials including the Proxy Form and Meeting Rules of Conduct are made available to the shareholders and can be accessed through the Company's website (www.ladangbajamurni.com) as of the date of this Summon of Meeting until the organization of the Meeting.
2. Shareholders of the Company are expected to carefully read the Meeting Rules of Conduct, including for those who will attend the Meeting electronically, the electronic Meeting guideline is available at eASY.KSEI application's website.

QUESTIONS RELATED WITH MEETING AGENDA

The Shareholders who are entitled to attend the Meeting, have the right to submit questions related to the Meeting Agenda through the Company's email lbm@ladangbajamurni.com and the questions thereof will be submitted in the Meeting by the authorized proxy and recorded in the Minutes of Meeting to be prepared by the Notary and the response to those questions will be replied to the respective Shareholder's email after the Meeting.

VOTING RESULTS

Notary with the assistance of the Shares Administration Bureau will validate and calculate the voting for respective Meeting's Agenda in every voting for each respective Agenda, including the submitted votes through eASY.KSEI and the submitted votes in the Meeting.

OTHER MATTERS

Any changes and/or additional information related to the implementation procedures of the Meeting which has not been incorporated under this Summon will be further updated on the Company's website.

Bekasi, June 5th, 2024
PT LADANGBAJA MURNI Tbk

BOARD OF DIRECTORS