



**PT MAP BOGA ADIPERKASA TBK
("Company")
Domiciled in Central Jakarta**

**INVITATION
ANNUAL GENERAL MEETING OF SHAREHOLDERS
AND
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**

The Board of Directors of the Company hereby invites the shareholders of the Company to attend the Annual General Meeting of Shareholders ("AGMS") and Extraordinary General Meeting of Shareholders ("EGMS") which will be held electronically on:

Day/ Date : Wednesday, 17th May 2023
Time : 10.00 am – finish
Venue : Sahid Sudirman Center 58th Floor
Jl. Jend. Sudirman Kav. 86
Jakarta Pusat

with the following agenda:

Agenda of AGMS:

1. Approval and ratification of the Board of Directors' Report regarding the Company's business operations and financial administration for the financial year ending on December 31st, 2022 as well as approval and ratification of the Company's Financial Statements including the Balance Sheet and Profit/Loss Calculation of the Company for the financial year ended on December 31st, 2022 which has been audited by a Public Accountant, and approval of the Company's Annual Report, the report on the supervisory duties of the Company's Board of Commissioners for the financial year ending on December 31st, 2022 as well as providing full settlement and release of responsibilities (*acquit et de charge*) to all members of the Board of Directors and Board of Commissioners of the Company for the management and supervisory actions that have been carried out in the financial year ending on December 31st, 2022.

Based on the provisions of Article 17 paragraph 2 letters (a) and (b) of the Company's articles of association and Article 69 paragraph 1 of Law no. 40 of 2007 concerning Limited Liability Companies ("UUPT"), the Company's Annual Report, including the report on the Company's activities and the report on the supervisory duties of the Company's Board of Commissioners and the Company's Financial Statements must obtain approval and ratification from the General Meeting of Shareholders ("GMS"). Therefore, the Company proposes the above agenda in the Meeting.

2. Approval of the use of the Company's net profit for the financial year ended December 31st, 2022.

Based on the provisions of Article 17 paragraph 2 letter (c), Article 24 paragraph 1 of the Company's articles of association and Article 71 paragraph 1 of the Company Law, the use of the Company's net profit is decided at the GMS. Therefore, the Company proposes the above agenda in the Meeting.

3. Appointment of a Public Accountant office to conduct an audit of the Company's books for the financial year ending on December 31st, 2023 and granting authority to the Company's Board of Directors to determine the amount of the Public Accountant's honorarium and other requirements in connection with the appointment.

Based on the provisions of Article 17 paragraph 2 letter d of the Company's articles of association and Article 68 of the Company Law, the GMS determines a Public Accounting Firm registered in the Financial Services Authority to audit the Company's books for the financial year ending on December 31st, 2023. Therefore, the Company proposes the above agenda in the AGMS.

4. a. Appointment of members of the Board of Directors and Board of Commissioners of the Company.
- b. Determination regarding the duties, authorities, remunerations and other allowances for the Board of Directors, as well as the determination of remunerations and other allowances for the Board of Commissioners of the Company;

Based on the provisions of Article 10 paragraph 2 and Article 13 paragraph 3 of the Company's articles of association, the appointment of members of the Board of Directors and Board of Commissioners of the Company shall be carried out by the GMS. Based on the provisions of Article 96 paragraph 1 and Article 113 of the Company Law, the amount of salary and allowances for members of the Board of Directors is determined based on the resolution of the GMS and the amount of salary or honorarium for the Board of Commissioners is determined by the GMS. Therefore, the Company proposes the above agenda in the AGMS.

Agenda of EGMS:

Approval for the plan to increase the Company's capital by way of issuing new shares without the Pre-emptive Rights (*Non Pre-emptive Rights – "NPR"*) for purposes other than improving the financial position as referred to in Article 3 letter b Financial Services Authority Regulation No. 14/POJK.04/2019 concerning Amendments to Financial Services Authority Regulation No. 32/POJK.04/2015 concerning Capital Increase for Public Companies by granting Pre-emptive Rights, with a maximum issuance amount of 10% (ten per cent) of the number of issued and fully paid shares or paid-up capital stated in the Company's articles of association.

The aims and objectives of the capital increase have been announced through the Disclosure of Information available on the Indonesia Stock Exchange's website and the Company's website on April 10th, 2023, along with the announcement of the Company's AGMS and EGMS.

Notes:

1. The agenda for the EGMS is a meeting agenda that requires the approval of independent shareholders and shareholders who are not affiliated parties with the Company, members of the Board of Directors, members of the Board of Commissioners, major or controlling shareholders of the Company as referred to in POJK 14.
2. The Company does not send a separate invitation letter to the shareholders of the Company. Therefore, this Invitation is in accordance with the provisions of Article 17 paragraph 1 and Article 52 paragraph 1 of the Financial Services Authority Regulation No. 15/POJK.04/2020 Regarding the Plan and Implementation of the General Meeting of Shareholders of a Public Company ("**POJK 15**") is an official invitation for the shareholders of the Company.
3. Shareholders of the Company who are entitled to attend or be represented by a valid power of attorney at the Meeting are:
 - a. for the Company's shares which are not in collective custody, only the Company's shareholders or the proxies of the Company's shareholders whose names are legally registered in the Company's Shareholders Register on April 18th, 2023 until 16.15 WIB; and
 - b. for the Company's shares which are in collective custody, only the account holders or proxies of account holders whose names are recorded in the register of account holders or custodian bank at PT Kustodian Sentral Efek Indonesia ("**KSEI**") on April 18th, 2023 until 16.15 WIB.
KSEI securities account holders in collective custody are required to provide KSEI with the List of Shareholders they manage to obtain Written Confirmation for the Meeting ("**KTUR**").
4. In connection with the issuance of KSEI's letter No. KSEI-4012/DIR/0521 dated May 31st, 2021 regarding the Implementation of the e-Proxy Module and e-Voting Module on the eASY.KSEI Application and the Impressions of the General Meeting of Shareholders, currently KSEI has provided an e-GMS platform for the electronic GMS implementation. Therefore, the Company can hold the Meeting electronically where the Shareholders of the Company can attend the Meeting electronically through the eASY.KSEI application.

5. Shareholders of the Company or their legal proxies who will physically attend the Meeting are respectfully requested to bring and submit a photocopy of the Collective Shares Certificate and a photocopy of their Identity Card (KTP) or other identification to the Securities Administration Bureau officer before entering the Meeting room. Shareholders of the Company in collective custody are required to bring KTUR which can be obtained via stock exchange members or custodian banks.
6. Shareholders of the Company in the form of legal entities such as limited liability companies, cooperatives, foundations or pension funds are required to bring a complete photocopy of their articles of association.
7. Power of Attendance
 - a. In accordance with POJK 15, we urge Shareholders to give their power of attendance and voting rights electronically (e-Proxy) through the KSEI Electronic General Meeting System (eASY.KSEI) facility provided by KSEI and accessible via <https://akses.ksei.co.id>. This e-Proxy facility is available for Shareholders who are entitled to attend the Meeting from the date of the invitation of the Meeting until May 16th, 2023.
 - b. In the event that the Shareholders have not been able to access eASY.KSEI, the Shareholders can download the power of attorney contained on the Company's website at www.mbai.co.id and send it via email to DM@datindo.com. The original signed power of attorney with sufficient stamp duty is sent to PT Datindo Entrycom, Jl. Hayam Wuruk No. 28 Lt. 2, Jakarta 10220 no later than 3 (three) working days prior to May 17th, 2023 until 16.00 WIB.
 - c. Shareholders of the Company can also be represented by their proxies by bringing a valid power of attorney as determined by the Board of Directors of the Company.

The power of attorney form can be obtained on every working day and during working hours at the Company's office at Sahid Sudirman Center 27th Floor, Jalan Jenderal Sudirman Kav. 86, Jakarta 10220. All power of attorney must be received by the Company's Board of Directors at the Company's office no later than 3 (three) working days prior to May 17th, 2023 until 16.00 WIB.
 - d. In determining the number of quorum for the Meeting, members of the Board of Directors, members of the Board of Commissioners and employees of the Company may act as proxies for the Shareholders, but in voting, they as proxies for the Shareholders are not entitled to cast votes.
8. Materials related to the Meeting are available at the Company's office during business hours starting from the date of the invitation until the date of the Meeting and copies of the materials for the Meeting can be obtained by the Shareholders of the Company through a written request to the Company or can be accessed through the Company's website at www.mbai.co.id.
9. The Company will not physically provide the Company's Annual Report ended on December 31st, 2022. Shareholders can download it through the Company's website at www.mbai.co.id.
10. To facilitate the arrangement and order of the Meeting, the Shareholders of the Company or their legal proxies are respectfully requested to be present at the Meeting venue 30 (thirty) minutes before the Meeting begins.

Jakarta, 25th April 2023
PT Map Boga Adiperkasa Tbk
Board of Directors
of the Company