



**UNITED TRACTORS**

member of **ASTRA**

**INVITATION OF  
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2021  
PT UNITED TRACTORS Tbk**

The Board of Directors of PT United Tractors Tbk (the "**Company**"), cordially invites the shareholders of the Company ("**Shareholders**") to attend the **ANNUAL GENERAL MEETING OF SHAREHOLDERS 2021** (the "**Meeting**") which will be held on:

**Day / Date** : Friday / 9 April 2021  
**Time** : 9.00 AM Indonesian Western Time ("IWT") - finish  
**Place** : Catur Dharma Hall, Menara Astra 5<sup>th</sup> Floor  
Jalan Jend. Sudirman Kav. 5-6, Karet Tengsin, Kec. Tanah Abang,  
Central Jakarta, Daerah Khusus Ibukota Jakarta 10220

**Agenda of Meeting:**

1. Approval of the Annual Report 2020, including the Ratification of the Board of Commissioners' Supervisory Report as well as the Ratification of the Company's Consolidated Financial Statements for the Financial Year 2020;
2. Determination of the Utilization of the Company's Net Profits for the Financial Year 2020;
3. Appointment of Members of the Board of Directors and the Board of Commissioners of the Company for the term of office 2021-2023;
4. Determination of Remuneration and Allowances of the Board of Directors of the Company and Remuneration or Honorarium and Allowances of the Board of Commissioners of the Company for the period of 2021-2022;
5. Appointment of a Public Accountant Firm to Conduct the Audit of the Company's Financial Statements for the Financial Year 2021; and
6. Amendment of the Articles of Association of the Company to comply with Regulation of Financial Services Authority No.15/POJK.04/2020 regarding the General Meetings of Shareholders of Public Companies and Regulation of Financial Services Authority No.16/POJK.04/2020 regarding the Implementation of the General Meetings of Shareholders of Public Companies Electronically.

**Explanations of Each Agenda of Meeting:**

Agenda 1 until agenda 5 are regular agenda held in every Annual General Meeting of Shareholders ("**GMOS**") of the Company.

Agenda 1: Approval of the Annual Report 2020, including the Ratification of the Board of Commissioners' Supervisory Report as well as the Ratification of the Company's Consolidated Financial Statements for the Financial Year 2020.

Pursuant to paragraph (1) of Article 69 of Law Number 40 of 2007 on Limited Liability Company ("**UUPT**") and paragraph 2 letters (a) and (b) of Article 19 of the Articles of Association of the Company, the Annual Report shall require an approval of the GMOS, including the Board of Commissioners' Supervisory Report as well as the Company's Financial Statements shall be ratified by the GMOS.

Agenda 2: Determination of the Utilization of the Company's Net Profits for the Financial Year 2020.

Pursuant to paragraph (1) of Article 71 of UUPT and paragraph (2) letter c of Article 19 of Articles of Association of the Company, determination of the utilization of the net profits shall be resolved in the GMOS.



Agenda 3: Appointment of Members of the Board of Directors and the Board of Commissioners of the Company for the term of office 2021-2023.

Pursuant to paragraph (1) of Article 111 UUPT and paragraph (3) of Article 14 of the Article of Associations of the Company, appointment of the Board of Directors and Board of Commissioners requires approval of the GMOS

Agenda 4: Determination of Remuneration and Allowances of the Board of Directors of the Company and Remuneration or Honorarium and Allowances of the Board of Commissioners of the Company for the period of 2021-2022.

Pursuant to paragraph (1) of Article 96 in conjunction with Article 113 of UUPT and paragraph (3) of Article 11 in conjunction with paragraph (4) of Article 14 of the Articles of Association of the Company, (i) the amount of remuneration and allowances of the Board of Directors of the Company shall be determined by the resolution of the GMOS and such authority can be bestowed upon the Board of Commissioners and (ii) the remuneration or honorarium and allowances of the Board of Commissioners shall be determined by the GMOS.

Agenda 5: Appointment of a Public Accountant Firm to Conduct the Audit of the Company's Financial Statements for the Financial Year 2021.

Pursuant to paragraph (1) of Article 59 of the Regulation of Financial Services Authority No.15/POJK.04/2020 regarding the General Meetings of Shareholders of Public Companies ("POJK 15/2020") in conjunction with paragraph (2) letter d of Article 19 of the Articles of Association of the Company, appointment of a registered public accountant firm to audit the Financial Statements requires an approval of GMOS.

Agenda 6: Amendment of the Articles of Association of the Company to comply with the Regulation of Financial Services Authority No.15/POJK.04/2020 regarding the General Meetings of Shareholders of Public Companies and Regulation of Financial Services Authority No.16/POJK.04/2020 regarding the Implementation of the General Meetings of Shareholders of Public Companies Electronically.

POJK 15/2020 and Regulation of Financial Services Authority No.16/POJK.04/2020 regarding the Implementation of the General Meetings of Shareholders of Public Companies Electronically ("POJK 16/2020"), require the Company to adjust their Articles of Association in accordance with provisions under POJK 15/2020 and POJK 16/2020. Pursuant to paragraph (1) of Article 19 UUPT, amendment to the Articles of Association of the Company is determined by the GMOS.

**Notes:**

1. This Invitation will serve as the Meeting invitation.
2. To: (i) simplify and facilitate the implementation of synchronization of shareholders registration system and (ii) ensure that the Meeting can be held on time, registration of the shareholders on the location of the Meeting will be open at 07.30 IWT and will be close at 08.30 IWT or 30 minutes before the Meeting starts. The Shareholders or their proxies who arrives after 08.30 IWT are not allowed to register and attend the Meeting.
3. In accordance with point 2 above, the Company kindly urges the Shareholders or their proxies arrive at the Meeting venue 90 minutes before the Meeting starts.
4. The materials of the Meeting, have been made available at the Company's head office at Jl. Raya Bekasi Km. 22, Cakung, East Jakarta 13910 ("**Company's Head Office**") starting from the date of



this Invitation until 9 April 2021 at 7.00 AM IWT. The materials of the Meeting can be obtained from the Company during the office hours and upon a written request from a Shareholder through email [ir@unitedtractors.com](mailto:ir@unitedtractors.com). Annual Report of the Company and the curriculum vitae of the candidates of the members of the Board of Commissioner of the Company are also available on website of the Company (<https://www.unitedtractors.com/en/general-meeting-of-shareholders>).

5. Those who are entitled to attend or to be represented at the Meeting are Shareholders, whose names are recorded in the Register of Shareholders of the Company on 17 March 2021 at the closing of shares trading or the Shareholders whose shares are in the collective custody of the PT Kustodian Sentral Efek Indonesia ("KSEI") at the closing of shares trading on 17 March 2021.
6. In accordance with the Financial Services Authority Regulation, the Company has provided an alternative for shareholders to grant power of attorney electronically to an independent party through the eASY.KSEI system managed by KSEI ("E-Proxy"). The independent party appointed by the Company shall be the Company's securities administration bureau, **PI Raya Saham Registra ("RSR")**.
7.
  - a. The Shareholders or their proxies who will attend the Meeting are required to present the identity card (*Kartu Tanda Penduduk* or KTP) or any other identity card and submit the copy thereof to the registration officer before entering into the Meeting room.
  - b. For Shareholders in the form legal entities are required to submit a copy of its latest articles of association (together with the approvals or receipts of notification from the Ministry of Law and Human Rights) and a notarial deed concerning the current composition of the Board of Directors and/or Board of Commissioners (together with the receipt of notification from the Ministry of Law and Human Rights) to our registration officer.
8.
  - a. The Shareholders, who are unable to attend the Meeting may be represented by their proxies with a valid power of attorney in a form and substance, approved by and acceptable to the Board of Directors of the Company. Member of the Board of Directors, the Board of Commissioners, and employees of the Company may act as the proxy of Shareholders at the Meeting, however they are not eligible to cast any vote in the voting. The shareholders whose addresses are registered outside Indonesia and appoint a proxy whereas the Power of Attorney is signed outside Indonesia, such Power of Attorney(s) must be legalized by local Notary/other authorized institution(s) and by the local Indonesian Embassy/Representative.
  - b. The form of power of attorney can be obtained during the office hours at the Securities Administration Bureau of the Company, RSR, through email [rsrbae@registra.co.id](mailto:rsrbae@registra.co.id) or [mia@registra.co.id](mailto:mia@registra.co.id), phone number: (+62 21) 2525666, facsimile number : (+62 21) 2525028; or **Corporate Legal of the Company**, through email [ir@unitedtractors.com](mailto:ir@unitedtractors.com). The form of power attorney can also be downloaded from the Company's website (<https://www.unitedtractors.com/en/general-meeting-of-shareholders>).
  - c. All of the executed original copies of the Power of Attorney which have satisfied the requirements must be received by RSR or Corporate Legal of the Company at the latest 1 (one) business day before the holding of GMOS, 8 April 2021 at 16.00 IWT.
9. One share bestows upon its holder the right to cast one (1) vote. If a Shareholder has more than 1 (one) share, the vote shall apply for all the number of shares he/she/it owns.



## PREVENTION OF THE SPREAD OF COVID-19 VIRUS

In accordance with:

- (a) Government Regulation in Lieu of Law of the Republic of Indonesia No. 1 of 2020 regarding State Financial Policy and Stability of Financial System for the Handling of Corona Virus Disease 2019 (COVID-19) and/or in Order to Encounter the Threats to National Economy and/or Stability of Financial System,
- (b) Minister of Health of the Republic of Indonesia Regulation No 9 of 2020 regarding Guidelines for Large-Scale Social Restrictions in Accelerating the Handling of Corona Virus Disease 2019 (COVID-19), and
- (c) other government regulations and policies related to COVID-19,

and as a step to prevent the spread of COVID-19 virus transmission risk, the Company hereby urges Shareholders to give a power of attorney to attend the Meeting including to vote and submit questions with the following conditions:

### 1. The Urge to Shareholders to Grant Power of Attorney to RSR

Considering (1) the Company has provided E-Proxy facilities and (2) efforts to prevent the spread of COVID 19 virus risk, the Company urges all shareholders to grant power of attorney to an independent party appointed by the Company, RSR, to represent shareholders to attend and vote in the Meeting.

Guidelines for granting power of attorney to RSR through E-Proxy are as follows:

#### A. For individual shareholders who are Indonesian citizens

Shareholders who wish to grant power of attorney must have a Single Investor Identification Number (SID Number). The checking of SID Number can be carried out by contacting the securities company or custodian bank of the respective shareholder. The guidelines for granting power of attorney above and its explanation can be accessed through the following link (<https://www.unitedtractors.com/en/general-meeting-of-shareholders>).

Shareholders can grant the power of attorney to attend and vote via E-Proxy above at the latest on **8 April 2021**.

#### B. For the shareholders who are (i) foreign citizens and (ii) in the form of legal entities (Indonesian and foreign):

Such Shareholders are advised to grant power of attorney through securities companies or custodian banks of the respective shareholder, then the securities companies or custodian banks will provide E-Proxy to RSR.

### 2. Shareholders or their attorneys who will still physically attend the Meeting must follow and pass the security and health protocol which will be strictly enforced, as follows:

- (i) must use a mask
- (ii) must follow health inspection procedures (such as body temperature checks, etc.), either carried out by the Company or the management of the building in which the meeting is held.
- (iii) at the time of registration, must submit a Health Declaration Form containing health and travel information. The Health Declaration Form can be downloaded on the Company's website (<https://www.unitedtractors.com/en/general-meeting-of-shareholders>).
- (iv) must implement the physical distancing policy in accordance with the direction of the Company and the management of the building in which the meeting is held.

3. Shareholders or their attorneys who are unhealthy (especially those who have/feel the symptoms of COVID-19 infection (such as coughing, body temperature above 37.5 °C, or flu, etc.)) are not allowed to attend the Meeting.
4. The Company has the right and authority to prohibit shareholders or their attorneys from attending or being in the Meeting room in the event that the shareholders or their attorneys do not meet the security and health protocol as described above.
5. The Company will make another announcement if there are changes to and/or additional information with due regard to the latest condition and development regarding the handling and control to prevent the spread of COVID-19.

**Jakarta, 18 March 2021**  
**PT United Tractors Tbk**  
**The Board of Directors**

*Notes: This Invitation is made in Indonesian and English languages. The Indonesian version shall prevail in the case of any inconsistencies or differences of interpretation with the English language text of this Invitation*