

**I N V I T A T I O N**  
**EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**OF PT KIMIA FARMA Tbk**

Herewith, the Board of Directors of PT Kimia Farma Tbk (the “**Company**”), conveys the invitation to **the Extraordinary General Meeting of Shareholders** (hereinafter referred to as “**MEETING**”) which will be held electronically on:

Day, date : Friday, 14 October 2022  
Time : 10.00 AM Western Indonesia Time until finish  
Link to Participate Meeting : Access the KSEI Electronic General Meeting System (eASY.KSEI) facility at the <https://access.ksei.co.id/> link provided by KSEI

The MEETING is held in an EGMS (eRUPS) as referred to in Regulation No. 15/POJK.04/2020 and No. 16/POJK.04/2020, the Chairman, Notary, and Professionals as well as the Supporting Institutions will arrange and coordinate to conduct the MEETING electronically at Kimia Farma Corporate University Jl. Cipinang Cimpedak I No. 36 Jakarta Timur.

The agenda for the **MEETING** are as follows:

- 1. Approval of the Company's Capital Increase Plan by granting Pre-emptive Rights (PMHMETD) to shareholders who are entitled to subscribe for new Series B Shares offered in this PMHMETD or other equity securities in the form of Mandatory Convertible Debt Instruments or Mandatory Convertible Bonds (“OWK”) which within a certain period of time will be converted into new Series B Shares, as referred to in Financial Services Authority (OJK) Regulation No.32/POJK.04/2015 juncto the Financial Services Authority (OJK) Regulation No.14/POJK.04/2019.**

Brief description:

*With due observance to the provisions of Article 8 paragraph (3) of Financial Services Authority (OJK) Regulation No.32/POJK.04/2015 juncto Financial Services Authority (OJK) No.14/POJK.04/2019, the Company resubmits the PMHMETD plan to obtain*

*approval for the Extraordinary General Meeting of Shareholders to be held on 14 October 2022. The PMHMETD is planned to be carried out by issuing a maximum of 2,779,397,000 Series B shares. The PMHMETD plan has previously obtained approval from the Extraordinary General Meeting of Shareholders to be held on 18 August 2021, but there is an adjustment that will be offered to the shareholders of the Company which originally were Pre-emptive Rights (HMETD) to subscribe Mandatory Convertible Bond (MCB) to become HMETD to subscribe for new Series B shares or MCB, where each shareholder of the Company has the same and equal rights to exercise the Pre-emptive Rights which become their rights to purchase New Series B Shares or place an order of MCB.*

## **2. Changes in the Composition of the Company's Management**

### Brief description:

*Based on the provisions of Article 11 paragraph (10), Article 14 paragraph (12), Article 23 paragraph (6) letter b, and Article 25 paragraph (4) of the Company's Articles of Association, that the Board of Directors and Board of Commissioners are appointed and dismissed by the GMS.*

### **Notes:**

1. This invitation is valid as an official **MEETING** invitation to the Shareholders of the Company, so that the Board of Directors of the Company does not send invitations separately to the Shareholders of the Company.
2. Shareholders who are entitled to attend the **MEETING** and attend electronically are Shareholders of the Company whose names are recorded in the Register of Shareholders (DPS) of the Company and/or owners of shares of the Company's securities sub-account at PT Kustodian Sentral Efek Indonesia ("**KSEI**") on the closing of Stock Trading on the Indonesia Stock Exchange on **Wednesday, dated 21 September 2022.**

3. The Company since the date of this invitation has provided materials for the **MEETING** agenda at each **MEETING** Agenda which can be downloaded through the Company's website [www.kimiafarma.co.id](http://www.kimiafarma.co.id)
4. Shareholders who will provide power of attorney electronically to the **MEETING** through the eASY.KSEI application must pay attention to the following matters:

***a. Registration Process***

- (i) Local individual type Shareholders who have not provided a declaration of attendance or power of attorney in the eASY.KSEI application by the time limit mentioned in point 2 and wish to attend the **MEETING** electronically are required to register their attendance in eASY.KSEI application on the date of the **MEETING** until the registration meeting period is electronically closed by the Company.
- (ii) Local individual type shareholders who have given a declaration of attendance but have not yet cast their votes for at least 1 (one) **MEETING** agenda in eASY.KSEI application until the deadline mentioned in point 2 and wish to attend the **MEETING** electronically are required to register their attendance in eASY.KSEI application on the date of the **MEETING** until the **MEETING** registration period is electronically closed by the Company.
- (iii) Shareholders who have given power of attorney to an authorized representatives provided by the Company (Independent Representative) or Individual Representative but the Shareholders have not casted a minimum vote for 1 (one) **MEETING** Agenda in eASY.KSEI application until the deadline in point 2, the authorized representatives representing the Shareholders are required to register their attendance in eASY.KSEI application on the date of the **MEETING** until the **MEETING** registration period is electronically closed by the Company.
- (iv) Shareholders who have given power of attorney to the participant/Intermediary authorized representative (Custodian Bank or Securities Company) and have casted their vote in eASY.KSEI application until the time limit mentioned in point 2, the authorized representative who has been registered in eASY.KSEI application is required to register their attendance in eASY.KSEI application on

the date of the **MEETING** until the **MEETING** registration period is electronically closed by the Company.

- (v) Shareholders who have given a declaration of attendance or given power of attorney to the authorized representative provided by the Company (Independent Representative) or Individual Representative and have casted a minimum vote for 1 (one) or all **MEETING** Agenda in eASY.KSEI application no later than the time limit mentioned in point 2, the Shareholders or the authorized representatives do not need to register for attendance electronically in eASY.KSEI application on the date of the **MEETING**. The shareholding will be automatically calculated as the quorum of attendance and the votes casted will be automatically taken into account in the **MEETING** voting.
- (vi) Any delay or failure in the electronic registration process as referred to in numbers (i) to (iv) for any reason will result in the Shareholders or their authorized representatives being unable to attend the **MEETING** electronically, and their shareholding will not be counted as a quorum for attendance at the **MEETING**.

***b. Process for Submitting Questions and/or Opinions Electronically***

- (i) Shareholders or the authorized representatives have 3 (three) opportunities to submit questions and/or opinions at each discussion session per **MEETING** Agenda. Questions and/or opinions per **MEETING** Agenda can be submitted in writing by the Shareholders or their authorized representatives by using chat feature in the 'Electronic Opinions' column available on the E-Meeting Hall screen in eASY.KSEI application. Raising questions and/or opinions can be done as long as the status of the **MEETING** implementation in the 'General Meeting Flow Text' column is showing "Discussion started for agenda item No. [ ]".
- (ii) Determination of the mechanism for implementing the discussion per **MEETING** Agenda in writing through the E-Meeting Hall screen in eASY.KSEI application is the authority of each Company and this will be stated by the Company in the Rules of Conduct for the Implementation of the **MEETING** through eASY.KSEI application.

- (iii) For the authorized representatives who are present electronically and will submit questions and/or opinions of their shareholders during the discussion session per Agenda of the **MEETING**, they are required to write down the names of the Shareholders and the number of their shareholdings followed by related questions or opinions.

***c. Voting Process***

- (i) The electronic voting process takes place in eASY.KSEI application on the E–Meeting Hall menu, Live Broadcasting sub menu.
- (ii) Shareholders who are present by themselves or are represented by their authorized representatives but have not yet casted their votes at the **MEETING** Agenda as referred to in point 4 letter a number i–iv, the Shareholders or their authorized representatives have the opportunity to submit their vote during the voting period through the E–Meeting Hall screen in eASY.KSEI application was opened by the Company. When the electronic voting period per **MEETING** Agenda begins, the system automatically runs the voting time by counting down a maximum of 5 (five) minutes. During the electronic voting process, the status of "Voting for agenda item No [ ] has started" will be seen in the 'General Meeting Flow Text' column. If the Shareholders or their proxies do not vote for a particular **MEETING** Agenda until the implementation status of the **MEETING** shown in the 'General Meeting Flow Text' column changes to “Voting for agenda item No [ ] has ended”, it will be deemed to have voted Abstain for the relevant agenda of the **MEETING**.
- (iii) Voting time during the electronic voting process is the standard time set in eASY.KSEI application. Each Company may determine the time policy for direct voting electronically per Agenda in the **MEETING** (with a maximum time of 5 (five) minutes per **MEETING** Agenda) and this will be stated in the Rules of Conduct for the Implementation of the **MEETING** through eASY.KSEI application.

***d. Witnessing the Implementation of the MEETING at the EGMS Broadcast***

- (i) Shareholders or their authorized representatives who have been registered in eASY.KSEI application no later than the deadline in point 2 can witness the

ongoing **MEETING** via Zoom Webinar by accessing eASY.KSEI menu, the EGMS Broadcast submenu located at the AKSes facility (<https://akses.ksei.co.id/> <<https://akses.ksei.co.id/>>).

- (ii) The EGMS Broadcast has a capacity of up to 500 participants, where the attendance of each participant will be determined on a first come first serve basis. Shareholders or their authorized representatives who do not have the opportunity to witness the implementation of the **MEETING** through the EGMS Broadcast is still considered as legally electronically present and share ownership and voting choices are taken into account at the **MEETING**, as long as they have been registered in eASY.KSEI application as stipulated in point 4 letter a number i –vi.
- (iii) Shareholders or their authorized representatives only witness the implementation of the **MEETING** through the EGMS Broadcast but are not registered to attend electronically on eASY.KSEI application in accordance with the provisions in point 4 letter a number i–vi, then the presence of the Shareholders or their authorized representatives is considered invalid and will not be included in the calculation of the **MEETING** attendance quorum.
- (iv) Shareholders or their authorized representatives who witness the implementation of the **MEETING** through the EGMS Broadcast have a raise hand feature that can be used to ask questions and/or opinions during the discussion session per **MEETING** Agenda. If the Company allows, by activating the allow to talk feature, the Shareholders or their authorized representatives can submit questions and/or opinions by speaking directly. The determination of the mechanism for implementing discussions per **MEETING** Agenda using the allow to talk feature contained in the EGMS Broadcast is the authority of each Company and this will be stated by the Company in the Rules of Conduct for the **MEETING** through eASY.KSEI application.
- (v) To get the best experience in using eASY.KSEI application and/or EGMS Broadcast, Shareholders or their authorized representatives are advised to use the Mozilla Firefox browser.

5. The Notary, by being assisted by the Securities Administration Bureau, will check and count the votes for each Agenda of the **MEETING** in every adoption of resolution of the **MEETING** on the said Agenda, including those based on the votes submitted by the Shareholders through eASY.KSEI as referred to in point 4 letter c numbers i–iii above, as well as those submitted at the **MEETING**.
  
6. As a measure to prevent the spread of Covid-19, the Company urges the Shareholders to follow directions from the Government of the Republic of Indonesia by performing Physical Distancing and implementing applicable safety and health protocols. The Company urges the following:
  - a) The Company recommends Shareholders who are entitled to attend the **MEETING** whose shares are included in the collective custody of KSEI, to register attendance electronically through KSEI's System (eASY.KSEI) at the link <https://akses.ksei.co.id/> provided by KSEI, as a Physical Distancing measure as well as implementing the applicable security and health protocols. Electronic registration will be opened from the date of the summons for this **MEETING** and will be closed at the latest before the **MEETING** at 09.30 AM Western Indonesia Time.
  - b) Guidelines for registration, use, and further explanation regarding eASY.KSEI can be found on the Company's website and/or [akses.ksei.co.id](https://akses.ksei.co.id/).
  - c) In the event that the Shareholders will attend the **MEETING** outside the eASY.KSEI mechanism, the Shareholders can download the power of attorney contained on the Company's website [www.kimiafarma.co.id](http://www.kimiafarma.co.id)
  
7. When the Shareholders or their authorized representatives will attend the **MEETING**, they must follow the safety and health protocols that apply at the **MEETING** place as follows:
  - i. Shareholders or their authorized representatives must scan PeduliLindungi's QR Code before entering the meeting room.
  - ii. Shareholders or their authorized representatives who have received the third dose (booster) vaccination are not required to show a negative result of the RT-PCR test or antigen rapid test.

- iii. Shareholders or their proxies who have received the second dose of vaccination are required to show negative results of antigen rapid test whose samples were taken within 1 x 24 hours or negative results of RT-PCR tests whose samples were taken within 3 x 24 hours.
  - iv. Shareholders or their Proxies who have received the first dose of vaccination must show a negative result of the RT-PCR test whose sample is taken within 3 x 24 hours.
  - v. Wear a mask while in the **MEETING** venue.
  - vi. Based on the detection and monitoring of the body temperature of the Shareholders or the Authorized Representatives of the Shareholders is not more than 37.5°C. If the Shareholder or the Authorized Representative of the Shareholders is sick even though the body temperature is still within the normal threshold, they are not allowed to enter the **MEETING** venue.
  - vii. Submit a photocopy of the Identity Card (KTP) or other identification to the **MEETING** Officer before entering the **MEETING** Room. Shareholders in the form of legal entities are required to bring a copy (photocopy) of the Articles of Association and the amendments thereto, including the composition of the latest management.
  - viii. Follow the direction of the **MEETING** committee in implementing physical distancing policies at the **MEETING** venue both before the **MEETING** starts, during the **MEETING** and after the **MEETING** is over. For this reason, the **MEETING** committee limits the capacity of the **MEETING** room.
8. Shareholders who have given power of attorney in point 4 above can submit questions regarding the agenda via email to the Company [corsec@kimiafarma.co.id](mailto:corsec@kimiafarma.co.id) with a copy to [DM@datindo.com](mailto:DM@datindo.com) and the question will be submitted at the **MEETING** by the Authorized Representatives and recorded in the Minutes of the **MEETING** prepared by a Notary, and the answers to these questions will be submitted via email to the Shareholders no later than 3 (three) working days after the **MEETING**.
  9. Shareholders are required to comply with the health protocols stipulated in accordance with the Government Protocol which is implemented by the **MEETING** committee and the manager of the building where the **MEETING** is held.

10. The Company will re-announce if there are changes and/or additional information regarding the procedures for holding the **MEETING** by referring to the latest conditions and developments related to integrated handling and control to prevent the spread and transmission of Covid-19.
  
11. In order to facilitate the arrangement and orderliness of the **MEETING**, Shareholders or their legal proxies are respectfully requested to register for attendance at the latest 30 (thirty) minutes before the **MEETING** begins, and at 09.30 AM Western Indonesia Time the registration will be closed.

**Jakarta, 22 September 2022**

**PT Kimia Farma Tbk**

**Board of Directors**