



**CODE OF CONDUCT**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS**  
**AND**  
**EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**PT MURNI SADAR TBK (“Company”)**  
**Friday, June 21<sup>th</sup>, 2024**

**1. GENERAL**

Shareholders and their proxies who wish to attend the Annual General Meeting of Shareholders (“*Meeting*”) are requested to observe the Meeting Rules of Conduct as described belows:

**2. CHAIRMAN OF THE MEETING**

The meeting is chaired by Bapak Tjhin Ten Chun as the President Commissioner (the “*Chairman of the Meeting*”), in accordance with the provisions of Article 10 paragraph 12.a of the Company's Articles of Association).

**3. MEETING PARTICIPANTS**

Participants of Meeting are the shareholders whose names are registered on the Register of Shareholders of the Company on Wednesday, May 29<sup>th</sup>, 2024, until 16.00 Western Indonesia Time or their appointed legal proxies or the Shareholders of the Company in the securities sub-account in the PT Kustodian Sentral Efek Indonesia (“KSEI”) at the closing of share trading on Wednesday, May 29<sup>th</sup>, 2024, or those who have received authorization from the eASY.KSEI application and have registered to the Meeting officer, before entering the meeting room, who have the right to attend, ask questions valid proxies as evidenced by proxy through the KSEI Electronic General Meeting System (eASY.KSEI) facility at the link <https://easy.ksei.co.id> provided by KSEI as a mechanism for granting power of attorney electronically in the process of holding the Meeting.

**4. QUORUM OF ATTENDANCE**

Based on the provisions of the Company's Articles of Association, the Annual Meeting of Shareholders can be held if attended and/represented by more than ½ of total shares with eligible voting rights that have been issued by the Company.

The Extraordinary Meeting of Shareholders can be held if attended and/represented by more than 2/3 of total shares with eligible voting rights that have been issued by the Company.

**5. QUESTIONS AND ANSWERS AND OPINIONS**

- a. In each meeting agenda, the Chairman of the Meeting will provide the opportunity for shareholders or their proxies to submit question and/or express their opinion
- b. Questions are limited up to 3 (three) questions and will be answered directly by the Chairman and/or any member of the Board of Directors.
- c. Shareholders or their Proxies who attend physically the Meeting who wish to ask questions or opinions are asked to raise their hands. Questions and/or Opinions are made in writing through the Question/Opinion Form, will be given by the officer to be filled out and read by themselves through loudspeakers and then the Question/Opinion Form will be submitted to the Meeting officer
- d. Shareholders who attend electronically can submit questions and/or opinions through eASY.KSEI through the chat feature in the "Electronic Options" column available in the eMeeting Hall screen at eASY.KSEI. Questions and/or opinions can be submitted as long as the status of the meeting in the "General Meeting Flow Text" column is "Discussion"
- e. The Chairman of the Meeting assesses whether the questions and/or opinions expressed are relevant to the Meeting Agenda being discussed. If it is not relevant, the Chairman of the Meeting will postpone the discussion.
- f. If there are still questions to be asked by the Shareholders or the Proxy of the Shareholders but the question and answer session given by the Chairman of the Meeting has ended, the questions can be submitted in writing to the Chairman of the Meeting and will be answered by the Company after the completion of the Meeting, as long as the questions raised is still relevant to the Meeting Agenda.

**6. VOTING**

- a. Voting is carried out every Meeting Agenda and after all questions have been answered and/or the question and answer period is declared over.
- b. Shareholders are entitled to cast 1 (one) vote for every 1 (one) share they own. If a Shareholder owns more than 1 (one) share, then the Shareholder is only required to vote 1 (one) time and the vote represents all shares owned or represented.
- c. Physical vote casting will be carried out with the following procedures:
  - c.1. Shareholders or their representative who abstain and disagree will be asked to raise their hands and submit ballot papers that must be filled out and signed by completing all the required data in the ballots.
  - c.2. Shareholders or their proxies who do not raise their hands are deemed to have cast the same vote as the majority of the shareholders or their proxies who cast votes.
  - c.3. Shareholders or their proxies who leave the Meeting room before the Meeting is over are deemed to have attended and approved the proposals submitted at the Meeting.
- d. Voting for shareholders who attend electronically through eASY.KSEI (eVoting) is conducted under the following conditions:
  - d.1. The voting process will be conducted electronically through the E-Meeting Hall menu, Live Broadcasting submenu of the eASY.KSEI,

- d.2. Shareholders or their representatives who have not submitted their votes on the particular Meeting agenda, are given an opportunity to submit their votes directly as the Company opens the voting period in the e-Meeting Hall screen of the eASY.KSEI.
- d.3. A "Voting for Agenda item no [...] has started" status would be displayed at the 'General Meeting Flow Text' column during the electronic voting time.
- d.4. Shareholders or their representatives who have not submitted their votes during a specific Meeting agenda after the 'General Meeting Flow Text' column's status has changed to "Voting for Agenda item no [...] has ended" will be considered to give an Abstain vote for the related Meeting agenda.
- d.5. The voting time in the electronic voting process is a standardized time set by the eASY.KSEI. Each Company can set their own policies on electronic voting time for each of its Meeting agendas (with a maximum of 2 (two) minutes per Meeting agenda) and include them in the Meeting's Guideline through the eASY.KSEI.
- e. Invalid votes are considered non-existent and are not counted in determining the number of votes cast at the Meeting
- f. The Securities Administration Bureau (BAE) counts the votes of Shareholders who are physically present and authorized votes in the eASY.KSEI system.
- g. After the vote count is finished, the Notary will report to the Chairperson of the Meeting the results of the calculation of all the votes collected, whether votes in favor, abstention, or votes that disagree or reject the proposed decision on the Meeting Agenda that is being discussed.

## **7. DECISION AND VOTING RIGHT**

Based on the provisions of the Company's Articles of Association, Decisions in the Meeting will be made based on consensus. In case consensus cannot be reached, then :

- a. Decisions at the Annual General Meeting of shareholders is valid if approved by more than  $\frac{1}{2}$  (one-half) of the total votes cast at the meeting are approved.
- b. Decisions at the Extraordinary General Meeting of shareholders is valid if approved by more than  $\frac{2}{3}$  (two third) of the total votes cast at the meeting are approved

## **8. LANGUAGE**

This Meeting will be held in Bahasa Indonesia, for certain section using English, if any, it will be translated into Bahasa Indonesia. Questions may be raised in Bahasa Indonesia or English

## **9. OTHERS**

- a. During the Meeting, mobile phones or other communication tools brought by the Shareholders or the Proxies of Shareholders and other participants in the Meeting room must be silent / deactivated.
- b. Meeting participants who arrive late after the registration period closes, the Shareholders are not allowed to enter the Meeting Room and/or attend the Meeting.

- c. If there are matters relating to the holding of this Meeting which are not and/or insufficiently regulated in the Company's Articles of Association and/or these Rules of Procedure, the Chairman of the Meeting has the right to decide on the matter.
- d. These rules are enforced in the context of holding the Annual General Meeting of Shareholders.

Medan, May 30<sup>th</sup> 2024

**PT MURNI SADAR Tbk**

**Board of Directors**