



**ANNOUNCEMENT OF THE SUMMARY OF MINUTES OF  
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS OF  
PT GARUDAFOOD PUTRA PUTRI JAYA Tbk**

In order to fulfill the provisions of Article 49 paragraph (1) and Article 51 paragraph (1) of the Financial Services Authority Regulation Number 15/POJK.04/2020 concerning the Plan and Implementation of General Meeting of Shareholders of Public Companies ("**OJK Regulation 15/2020**"), PT Garudafood Putra Putri Jaya Tbk, a limited company established under the regulations of the Republic of Indonesia, domiciled in South Jakarta and based in Wisma Garudafood, Jl. Bintaro Raya No.10A, Jakarta 12240 ("**Company**"), hereby notify to the shareholders of the Company that the Company has made the Summary of Minutes of the Annual General Meeting of Shareholders ("**AGMS**") (in this summary of minutes of the AGMS hereinafter referred to as the "**Meeting**"), in accordance with the minutes of the AGMS as set out in the Deed of Minutes of Meeting dated 16 June 2020 Number 26, the Deed of Meeting has made before Lestiani Wang, S.H, M.Kn, Notary in in South Jakarta, with the following details:

**A. Day / Date, Time, Venue and Agenda of Meeting:**

Day/Date : Wednesday, 16 June 2021

Time : 09.11 to 10.31 Western Indonesian Time

Venue : Wisma Garudafood 1, 2<sup>nd</sup> floor Jl. Bintaro Raya No. 10A, Kebayoran Lama Utara, Kebayoran Lama, Jakarta Selatan, Indonesia

**B. Agenda of Meeting**

**The agenda of AGMS are as follows:**

1. Approval of the Annual Report and ratification of the Company's Consolidated Financial Statements including the Board of Commissioners' Supervisory Report for the fiscal year ended on 31 December 2020.
2. Determination of use of net profit of the Company for the fiscal year ended on 31 December 2020;
3. Determination of honorarium and benefits for members of the Board of Commissioners of the Company and salary and benefits for members of the Board of Directors for the fiscal year 2021;
4. Appointment of the Public Accountant to audit the Company Financial Statements for the fiscal year ended on 31 December 2021;

5. Approval on the buyback plan on Company's shares in accordance with the Financial Services Authority Regulation No. 30/POJK.04/2017 on the Buyback of Shares Issued by Public Company;
6. Approval on the additional business activities of the Company and the Company's controlled Company, namely PT Sinarniaga Sejahtera in accordance with the Financial Services Authority Regulation No.17/POJK.04/2020 on Material Transactions and Changes in Business Activities;
7. Approval on the proposed change of the nominal value of the Company's share (Stock Split) and amendment to Article 4 of the Articles of Association of the Company;
8. Approval on the plan of amendments to the Company's Article of Association in accordance with Regulation of Financial Services Authority of the Republic of Indonesia Number 15/POJK.04/2020 on the Plan and the Implementation of the General Meeting of Shareholders of Public Company; and
9. Approval on change of the company's BOD composition.

**C. Attendance of the members of the Board of Commissioners and Board of Directors in the Meeting:**

**Board of Commissioners:**

Commissioner : Hartono Atmadja

**Board of Directors:**

President Director : Hardianto Atmadja  
 Director : Robert Chandrakelana Adjie  
 Director : Paulus Tedjosutikno

**D. Attendance of the Shareholders:**

**the Meeting**

AGMS was attended by shareholders representing a total of 7.255.917.291 shares in the Company who has valid voting rights equal to 98,814% of the total shares with valid voting rights that have been issued by the Company.

**E. The opportunity for question and/ or provide opinion on the agenda of the Meeting**

At the end of the discussion for the Meeting agenda, the Chairman of the Meeting provides the opportunity to the shareholders or its representative present at the Meeting to raise a question and/ or provide opinion toward the agenda.

**F. The number of shareholders raising question and/ or provide opinion regarding the agenda of the Meeting.**

Agenda of the AGMS		Number of Shareholders	Number of Shares Owned or Represented by the Owner/ Holder
Agenda-1	:	-	-
Agenda-2	:	-	-
Agenda-3	:	-	-
Agenda-4	:	-	-
Agenda-5	:	-	-
Agenda-6	:	-	-
Agenda-7	:	-	-
Agenda-8	:	-	-
Agenda-9	:	-	-

**G. Decision taking mechanism of the Meeting**

In accordance with the provisions of Article 12 paragraph (12) of the Articles of Association of the Company which are also included in the Rules of Conduct of the Meeting which has been distributed to the shareholders and/or its representative present at the Meeting, all decisions in General Meeting of Shareholders are taken based on the mutual consensus. In the event that a decision is not reached, based on deliberation and consensus, the decision taken by voting mechanism with the terms as follows:

- a. for the Agenda that shall be decided in the Meeting following the provision of Article 12 paragraph (5) section (a) Articles of Association, represent of more than  $\frac{1}{2}$  (one half) of the number of votes issued legally in the meeting.
- b. for the amendment of Articles of Association Agenda that requires approval from Ministry of Law and Human Rights then according to Article 12 paragraph (2) section (a) Articles of Association, represent of at least  $\frac{2}{3}$  (two third) of the number of votes issued legally in the meeting.

**H. Results of decision making**

The voting for the decision-making of all agenda of the Meeting is conducted with a valid amount of votes with the number of shares whose holders/ owners are present or represented at the Meeting, with a percentage in the table below:

**Agenda of the Meeting as follows:**

<b>Agenda</b>	<b>Approve</b>	<b>Disapprove</b>	<b>Abstain</b>
Agenda-1	7.255.917.291 shares (100,0000000%)	-	0 share (0,0000000%)
Agenda-2	7.255.917.291 shares (100,0000000%)	-	0 share (0,0000000%)
Agenda-3	7.255.917.291 shares (100,0000000%)	-	0 share (0,0000000%)
Agenda-4	7.255.917.291 shares (100,0000000%)	-	0 share (0,0000000%)
Agenda-5	7.255.917.291 shares (100,0000000%)	-	0 share (0,0000000%)
Agenda-6	7.255.917.291 shares (100,0000000%)	-	0 share (0,0000000%)
Agenda-7	7.255.917.291 shares (100,0000000%)	-	0 share (0,0000000%)
Agenda-8	7.255.917.291 shares (100,0000000%)	-	0 share (0,0000000%)
Agenda-9	7.255.917.291 shares (100,0000000%)	-	0 share (0,0000000%)

**I. Meeting Decision**

**a. 1st agenda:**

1. To approve and accept the Company's Annual Report for the financial year ended 31 December 2020, including the Directors' Report and the Supervisory Report of the Company's Board of Commissioners.
2. To ratify the Company's Financial Report for the financial year ended 31 December 2020 which has been audited by Public Accountant Deden Riyadi No.AP.0692 from the Public Accounting Firm Purwantono, Sungkoro & Surja (a firm member of the Ernst & Young Global Ltd.) as listed in its report number: **01115/2.1032/AU.1/04/0692-3/1/V/2021** dated 10 May, 2021 with reasonable opinions in all material matters.
3. To grant release and discharge to the members of Board of Directors and Board of Commissioners of the Company from all responsibilities (*acquies et de charge*) for all actions taken by the members of the Board of Directors and the Board of Commissioners of the Company during the 2020 fiscal year.

**b. 2nd agenda:**

To approve the use of net income which can be attributed to the holding owner for fiscal year which ended on December 31, 2020 in the amount of **IDR259,412,261,010** (two hundred and fifty-nine billion four hundred and twelve million two hundred and sixty-one thousand and ten Rupiah) determined for its use in the following details:

- a. In the amount of **IDR131,923,972,638** (one hundred thirty-one billion nine hundred twenty-three million nine hundred seventy-two thousand six hundred thirty-eight Rupiah) or **IDR18** (eighteen Rupiah) per share or around **50,85%** (fifty point eight five percent) of the profit for 2020 which can be attributed to holding owner, it is determined as cash dividend for 2020 fiscal year and will be distributed in cash to all shareholders listed in the Register of Company's Shareholders as of **28 June 2021 at 4:00 p.m.** Western Indonesian Time. Subsequently grant the power of attorney and authority to the Directors of the Company to regulate the procedure for payment of said cash dividends.
- b. In the amount of **IDR2,000,000,000** (two billion Rupiah) stipulated as a mandatory reserve to fulfill the provisions of Article 70 of the Law on Limited Liability Company No. 40 of 2007, the use of which is in accordance with Article 20 of the Company's Articles of Association.
- c. The remaining amount of **IDR125,488,288,372** (one hundred twenty-five billion four hundred eighty-eight million two hundred eighty-eight thousand three hundred seventy-two Rupiah) is used for general reserves that have not been determined.

**c. 3rd Agenda:**

1. To authorize the Board of Commissioners to determine the honorarium, salary, facilities, allowances and other remuneration packages for members of the Board of Commissioners and Directors of the Company for year 2021 taking into account the Company's financial condition.
2. To grant authority to the Board of Commissioners to determine the distribution between the members of the Board of Commissioners and members of the Board of Directors in connection with the proposed item 1 (one) above, subject to the provisions of the Company's Articles of Association as well as applicable rules and regulations.

**d. 4th agenda:**

1. To authorize the Company's Board of Commissioners to appoint a Public Accounting Firm registered with the Financial Services Authority to audit the Company's Financial Statements for the financial year ending 31 December 2021, taking into account the recommendations of the Company's Audit Committee.
2. To authorize the Board of Commissioners of the Company to determine other requirements and the amount of audit services by taking into account the fairness and scope of audit work.

**e. 5th agenda:**

1. To approve the Company's plan to buy back the Company's shares that have been issued and listed on the Indonesia Stock Exchange ("IDX") in a maximum amount of 1% (one percent) of the issued and fully paid-up capital of the Company ("Buyback of Company Shares") with an allocation funds amounting to a maximum of Rp.50,000,000,000 (fifty billion Rupiah) including brokerage fees and other fees in

connection with the Buyback of Company Shares which will be carried out gradually within a maximum period of 18 (eighteen) months after the Shares Buyback The company is approved by the Meeting. The Shares Buyback can be done through the IDX or outside the IDX.

2. To authorize the Board of Directors of the Company with the right of substitution to take all necessary actions in order to achieve the decision as referred to in point 1 above, and with due observance of the prevailing laws and regulations.

**f. 6th agenda:**

1. Approve the change of Company's business activities, the additional of Company's main business activities in Beverage Industry and Traditional Medicinal Product Industry for Human and additional of Company's supporting business activities in Farming (Groundnut Farming and Corn Farming);
2. Approved the change of business activities of PT Sinarniaga Sejahtera as controlled company of the Company, the additional of new line business in Wholesale in Laboratory, Pharmacy, and Medical Equipment for Human, Wholesale in Cosmetics for Human, Wholesale in Household Appliances and Equipment, Household Appliances and Equipment Wholesaler which is not included in the other, Warehousing and Storage, Multimoda Transportation, and Motorized Transportation for General Goods.
3. Approved for changes of Article 3 of the Company's Articles of Association in connection with the proposed changes to the Company's Business Activities in the Legal Entity Administration System at the Ministry of Law and Human Rights Humans of the Republic of Indonesia.

**g. 7th agenda:**

1. Approve the plan for the stock split with ratio of 1:5 and therefore to approve amendment of article 4 (four) of the Company's Articles of Association to be adjusted with the results of the stock split.
2. To authorize and grant the power to the Board of Directors of the Company with the right of substitution to carry out all matters and deemed necessary or reasonable action related to the implementation of stock split and amendment of article 4 (four) of the Company's Articles of Association.

**h. 8th agenda:**

1. Approve for the plan of amendment to the Company's Articles of Association in order to comply with the Financial Services Authority Regulation No.15/POJK.04/2020 on the Plan and Implementation of the General Meeting of Shareholders of Public Companies.
2. To authorize and grant the power to the Board of Directors of the Company with the right of substitution to carry out all matters and deemed necessary or reasonable action related to the amendment to the Company's Articles of Association in order to comply with the Financial Services Authority Regulation No.15/POJK.04/2020 on

Plan and Implementation of the Public Listed Company's General Meeting of Shareholders.

**i. 9th agenda:**

1. To approve the resignation of Mr. Rudy Brigianto as Independent Director and release and discharge (*acquit et de charge*) for all his actions that has been done during the term of his position as Independent Director of the Company, as long as such action performed in accordance with the prevailing law and already informed to the shareholders.
2. To approved the appointment of Mr. Rudi Eko Hartono as Director of the Company as of the closing of this Meeting for the same term as the members of the Board of Directors and the Board of Commissioners based on the Deed of Statement of Company Meeting Resolutions Number 29 dated 28 June 2018, drawn up before Notary Liestiani Wang, Bachelor of Law, Master of Notary, Notary in the administrative city of South Jakarta, which deed has been reported and notified to the Ministry of Law and Human Rights of the Republic of Indonesia, letter number AHU-0013176.AH.01.02.TAHUN2018 dated June 28, 2018, without prejudice to the right of the GMS to dismiss at any time.

Thus, without prejudice to the right of the General Meeting of Shareholders of the Company to dismiss it at any time, the composition of the Board of Directors and Board of Commissioners of the Company since the closing of this Meeting is as follows:

BOARD OF DIRECTORS		BOARD OF COMMISSIONERS	
President Director:	Hardianto Atmadja	President Commissioners:	Sudhamek Agoeng Waspodo Soenjoto
Director:	Paulus Tedjosutikno	Commissioners:	Hartono Atmadja
Director:	Robert Chandrakelana Adjie	Commissioners:	Atiff Ibrahim Gill
Director:	Fransiskus Johny Soegiarto	Independent Commissioners:	Dorodjatun Kuntjoro-Jakti
Director:	Johannes Setiadharna	Independent Commissioners:	Guy-Pierre Girin
<b>Director:</b>	<b>Rudi Eko Hartono</b>		

Furthermore, in accordance with the decision of the Second Agenda of the Meeting as mentioned above, the Meeting has decided to pay cash dividends from the Company's net income for 2020 fiscal year amounting to **IDR131,923,972,638** or **IDR28** per share which will be distributed to holders the Company's shares, therefore the schedule and procedure for distributing cash dividends for the 2020 fiscal year are as follows:

## Schedule of Cash Dividend Distribution

No.	INFORMATION	DATED
1.	End of Stock Trading Period with Dividend Rights ( <i>Cum Dividend</i> ) - Regular and Negotiation Markets - Cash Market	<b>24 June 2021</b> <b>28 June 2021</b>
2.	Early Stock Trading Period Without Dividend Rights ( <i>Ex Dividend</i> ) - Regular and Negotiation Markets - Cash Market	<b>25 June 2021</b> <b>29 June 2021</b>
3.	Date of List of Shareholders Entitled to received Dividend ( <i>Recording Date</i> )	<b>28 June 2021</b>
4.	Date of Cash Dividend Payment	<b>12 July 2021</b>

## Procedures for Distributing Cash Dividends

1. The Cash Dividend will be distributed to the Company's shareholders whose names are listed in the Shareholders Register ("DPS") or recording date on **28 June 2021** (recording date) and / or Owners of the company's shares on the securities account at the Indonesian Central Securities Depository ("KSEI") at the close of trading on **28 June 2021**.
2. For Shareholders of the Company whose shares are included in KSEI's collective custody, cash dividend payments will be made through KSEI and will be distributed on **12 July 2021** into the Customer Fund Account (RDN) at the Securities Company and/or Custodian Bank where the Shareholders open a securities account. As for the shareholders of the Company whose shares are not included in the collective custody of KSEI, the cash dividend payment will be transferred to the account of the shareholders of the Company
3. The Cash Dividend will be taxed in accordance with the applicable tax laws and regulations.
4. Based on the applicable tax laws and regulations, the cash dividend will be excluded from the tax object if it is received by the shareholders of the domestic corporate taxpayer ("DN Entity Taxpayer") and the Company does not deduct Income Tax on the cash dividends paid to the DN Entity Taxpayer. that. Cash dividends received by shareholders of domestic individual taxpayers ("WPOP DN") will be excluded from the tax object as long as the dividends are invested in the territory of the Unitary State of the Republic of Indonesia. For WPOP DN that does not meet the investment provisions as mentioned above, the dividends received by the DN concerned will be subject to income tax ("PPh") in accordance with the provisions of the applicable laws and regulations, and the PPh must



be paid by the WPOP DN concerned himself with the provisions of Government Regulation no. 9 of 2021 concerning Tax Treatment to Support the Ease of Doing Business.

5. Shareholders of the Company may obtain confirmation of dividend payments through securities companies and or custodian banks where shareholders of the Company open a securities account, then the shareholders of the Company must be responsible for reporting the dividend receipts referred to in tax reporting for the tax year concerned in accordance with the applicable tax laws and regulations.
6. Shareholders who are Overseas Taxpayers whose tax withholding will use the rate based on the Double Taxation Avoidance Agreement ("P3B") must comply with the requirements of the Director General of Taxes Regulation No. PER-25/PJ/2018 concerning Procedures for the Application of Double Taxation Avoidance Agreement and submitting a document of record or receipt of DGT or SKD (Surat Domicile) which has been uploaded to the website of the Directorate General of Taxes to KSEI or the Securities Administration Bureau of PT Datindo Entrycom (BAE) in accordance with KSEI's rules and regulations, without the said documents, the cash dividends paid will be subject to Article 26 Income Tax of 20%.
7. For Shareholders who are Overseas Taxpayers whose shares are in the collective custody of KSEI, evidence of dividend tax withholding can be collected at the Securities Company and/or Custodian Bank where the Shareholders open securities accounts and for Clearing Shareholders it can be collected at BAE.

Jakarta, 18 June 2021  
PT Garudafood Putra Putri Jaya Tbk  
The Board of Directors