

# **PT KMI Wire and Cable Tbk**

## **DOMICILED IN EAST JAKARTA**

**("The Company")**

### **INVITATION TO ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Shareholders of the Company are hereby invited to attend the Company's Annual General Meeting of Shareholders ("the Meeting") which will be held on:

Date : Thursday, June 23, 2022  
Time : 10.00 am Western Indonesian Time  
Venue : Sakura Room - Grand Tropic Suites Hotel  
Jl. Letjen S. Parman Kav. 3  
West Jakarta

#### **The agenda of the Meeting will be as follows:**

1. a. Approval of the Annual Report including the ratification of the Company's Annual Financial Statements and the Report of the Board of Commissioners Supervisory Duties for the book year ended on December 31, 2021.  
b. Determination of the Company's appropriation of profit for the book year 2021
2. Appointment of an Independent Public Accountant to audit the Company's Annual Financial Statements for the book year 2022.
3. a. Appointment of the members of the Company's Board of Directors and Board of Commissioners  
b. Determination regarding the duties, powers, salary and other allowance to the members of the Company's Board of Directors and determination of the honorarium and other allowance to the members of the Company's Board of Commissioners.

#### **Clarification on the Meeting's agenda:**

- Agenda item 1 and agenda item 2 constitutes a routine event which is held in order to fulfill the provisions as set out in the Company's Articles of Association.
- Agenda item 3 was proposed because in accordance with the provisions of Article 10 paragraph 2 and Article 13 paragraph 3 of the Company's articles of association, the term of office of the members of the Board of Directors and Board of Commissioners of the Company will end at the closing of the Annual General Meeting of Shareholders.

**Notes:**

1. Those who are entitled to attend or be represented in the Meeting are the Shareholders whose names are registered in the Company's Register of Shareholders or the holders of sub-accounts which have an account balance at the Collective Custody (Penitipan Kolektif) at KSEI at the end of trading on Monday, May 30, 2022.
2. Shareholders or their proxies who will attend the Meeting are requested to bring and submit to the Company's staff a photocopy of the collective share certificate and a photocopy of a residence card or other identification document before entering the Meeting venue. Shareholders in the form of legal entities such as Limited Liability Companies, Cooperatives, Foundations or Pension Funds are required to submit to the Company's staff a photocopy of the Articles of Association of the respective legal entity. With respect to shares of the Company which are held in the collective depository at PT. Kustodian Sentral Efek Indonesia ("KSEI"), shareholders or their proxies are required to bring a confirmation letter for the Meeting ("KTUR") which can be obtained through Members of the Stock Exchange or a Custodian Bank.
3. As an effort to prevent and/or control COVID-19 in accordance with Government directives, the Meeting will be held electronically through the KSEI Electronic General Meeting System ("eASY.KSEI") facility provided by KSEI and physically with limitation of shareholder attendance
4. Shareholders' participation in the Meeting can be done by the following mechanism;
  - a. physically present at the Meeting; or
  - b. attend the Meeting electronically through the eASY.KSEI application
5. Shareholders who can attend electronically as mentioned in point 4.b. are local individual shareholders whose shares are kept in the collective custody of KSEI.
6. a. Shareholders who are unable to attend the Meeting may grant power of attorney:
  - (i) through a power of attorney form available on the Company's website which can be submitted by the proxy at the time of registration before attending the Meeting; or
  - (ii) electronically through the KSEI Electronic General Meeting System (eASY.KSEI) provided by KSEI. Guidelines for registration, use and further explanation of eASY.KSEI can be found on the <https://akses.ksei.co.id/>
- b. 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 shareholders are not entitled to vote sounding voice
- c. The deadline for submitting an electronic attendance declaration or electronic proxy (e-proxy) and electronic voting in the eASY.KSEI application is no later than 12.00 WIB on 1 (one) business day prior to the Meeting date.
- d. Shareholders who will provide power of attorney electronically to the Meeting through the eASY.KSEI application are required to pay attention to the following matters:

## 1) Registration Process

- i. Local individual shareholders who **have not** provided their attendance declaration before the deadline mentioned on item 6.c, but wish to attend the Meeting electronically, must first register their attendance through the **eASY.KSEI** during the date of the Meeting and before the time that the Company ends the Meeting's electronic registration.
- ii. Local individual shareholders who have provided their attendance declaration but have not submitted their vote on a minimum of 1 (one) of the Meeting agendas through the eASY.KSEI before the deadline mentioned on item 6 letter c and wish to attend the Meeting electronically, must first register their attendance through the eASY.KSEI during the date of the Meeting and before the time that the Company ends the Meeting's electronic registration.
- iii. Shareholders who have authorized the Company's Independent Representative or an Individual Representative but have not submitted their vote on a minimum of 1 (one) of the Meeting agendas through the **eASY.KSEI** before the deadline mentioned on item 6.c and wish to attend the Meeting electronically must first register their attendance through the **eASY.KSEI** during the date of the Meeting and before the time that the Company ends the Meeting's electronic registration.
- iv. Shareholders who have given power of attorney to the participant/Intermediary proxy (Custodian Bank or Securities Company) and have cast their vote in the eASY.KSEI application up to the time limit in point 6.c., then the representative of the proxy who has been registered in the eASY application. KSEI is required to register attendance in the eASY.KSEI application on the date of the Meeting until the registration period of the Meeting in full electronically closed by the Company.
- v. Shareholders who have provided a declaration of presence or give power of attorney to the proxy provided by the Company (Independent Representative) or Individual representative and has given a minimum vote of 1 (one) or all Meeting agenda in the eASY.KSEI application no later than the deadline in point 6.c., the shareholders or the proxies do not need to register their presence electronically in the eASY.KSEI application on implementation of the Meeting. Share ownership will be automatically calculated as a quorum of attendance and the votes that have been cast will be automatically taken into account in the voting of the Meeting.
- vi. Delay or failure in the electronic registration process as referred to in numbers i – iv for any reason will result in the shareholders or their proxies not being able to attend the Meeting electronically and their share ownership will not be counted as a quorum for attendance at the Meeting.

## 2) The Process of Submitting Questions and or Opinions Electronically

- i. Shareholders or proxies have the opportunity to submit questions and or opinions at each discussion session per agenda of the Meeting. Questions and or opinions per Meeting agenda can be submitted in writing by the shareholders or the proxies by using the chat feature in the 'Electronic Opinions' column available on the E-Meeting Hall screen in the eASY.KSEI application. Giving questions and or opinions can be done as long as the status of the Meeting in the 'General Meeting Flow Text' column is "Discussion started for agenda item no. [ ]".
- ii. The determination of the mechanism for implementing the discussion per meeting agenda in writing through the E-Meeting Hall screen in the eASY.KSEI application is the authority of each Company and this will be stated by the Company in the Rules of Conduct for the Meeting through the eASY.KSEI application.

- iii. For the proxies 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 shareholders and the amount of their share ownership, followed by questions or opinions related

### 3) Voting Process

- i. The electronic voting process takes place in the eASY.KSEI application on the E-Meeting Hall menu, Live Broadcasting sub menu.
- ii. Shareholders who present themselves electronically or are represented by their proxies but have not yet cast their vote on the agenda of the Meeting as referred to in point 6.d. number 1) roman i – iii, the shareholders or their proxies have the opportunity to submit their vote during the voting period through the E-Meeting Hall screen in the eASY.KSEI application opened by the Company.

During the electronic voting process, you will see the status "Voting for agenda item no [ ] has started" in the 'General Meeting Flow Text' column. If the shareholders or their proxies do not vote for certain agenda items of the Meeting until the status of the Meeting as shown in the 'General Meeting Flow Text' column changes to "Voting for agenda item no [ ] has ended", it will be considered as voting Abstain for the relevant meeting agenda

### 4) Live Broadcasting of Meeting Implementation

- i. Shareholders or their proxies who have been registered in the eASY.KSEI application no later than the deadline in point 6.c. can watch the ongoing Meetings through the Zoom webinar by accessing the eASY.KSEI menu, the GMS Impressions submenu located at the AKSes facility (<https://akses.ksei.co.id/>).
- ii. GMS broadcasts have 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 proxies who do not have the opportunity to witness the implementation of the Meeting through the GMS Impressions are still considered valid to be present electronically and share ownership and voting choices are taken into account at the Meeting, as long as they have been registered in the eASY.KSEI application as stipulated in point 6.d. numerals 1) roman numerals i-v.
- iii. Shareholders or their proxies who only witnessed the implementation of the Meeting through the GMS Impressions but were not registered were present electronically on the eASY.KSEI application in accordance with the provisions in point 6.d. number 1) roman i-v, then the presence of the shareholder or his proxies is considered invalid and will not be included in the calculation of the quorum of meeting attendance.

- 7. Materials to be discussed in the Meeting are available during office hours at the Company's Office, Jl. Raya Bekasi KM 23.1 Cakung, East Jakarta 13910 from the date of the invitation to the Meeting until the date of the Meeting and a copy can be obtained by shareholders the Company through a written request to the Company or can be accessed through the Company's website, [www.kmi.co.id](http://www.kmi.co.id)
- 8. To facilitate the arrangement and orderliness of the Meeting, the shareholders or their proxies are respectfully requested to be in the Meeting room, 30 (thirty) minutes before the Meeting begins.

## **PREVENTIVE MEASURES AGAINST THE SPREAD OF COVID-19**

In accordance to the prevailing government regulations and as preventive measures against the spread of Covid-19:

1. The Company strongly encourages all shareholders to grant powers of attorney to an independent party, who has been appointed by the Company to represent shareholders to attend and to vote at the Meeting, namely the Company's Share Administration Bureau, PT. Datindo Entrycom.
2. Shareholders or their attorneys who will attend the Meeting in person, must comply with and pass the safety and health protocols which will be strictly applied by the Company, as follows:
  - a. have a Covid-19 vaccine certificate with a complete dose (already booster vaccine) as evidenced through the PeduliLindungi application and scanning the QR Code for the PeduliLindungi application when entering the building where the Meeting is being held. For participants who have not had a booster vaccine, they are required to show a PCR result letter whose samples were taken a maximum of 2 days or antigens whose samples were taken a maximum of 1 day before the meeting date.
  - b. requirement to wear mask at all times within the building area where the Meeting is held and during the Meeting.
  - c. must comply with the health checking procedures (including body temperature screening, etc.) which will be conducted by the Company and building management where the Meeting is held.
  - d. must implement physical distancing measure in accordance with direction from the Company and building management where the Meeting is held.
  - e. must immediately leave the building area where the Meeting is held once the Meeting is completed.
3. Shareholders or their attorneys who are unfit (in particular who have Covid-19 symptoms, such as cough, fever, flu, etc) will not be permitted to attend the Meeting.
4. The Company has the right to prohibit shareholders or their attorneys to attend or be present at the Meeting premises and/or the building where the Meeting is held if the relevant shareholders or their attorneys do not comply with the foregoing safety and health protocols.
5. In holding the Meeting, the Company does not provide food and drinks or souvenirs to Shareholders who attend the Meeting

**Jakarta, May 31, 2022**  
**The Company's Board of Directors**