



## RESOLUTION SUMMARY THE ANNUAL GENERAL MEETING OF SHAREHOLDERS' RESOLUTIONS PT SEMEN INDONESIA (PERSERO) Tbk

The Board of Directors of PT Semen Indonesia (Persero) Tbk (the "Company") hereby announces that the Company has convened an Annual General Meeting of Shareholders ("Meeting") for Financial Year of 2023, on Friday, May 3<sup>rd</sup> 2024, at 2.29 PM - 4.30 PM, at the Financial Hall, Graha CIMB Niaga 2<sup>nd</sup> Floor, Jln. Jenderal Sudirman Kav 58, South Jakarta.

The Meeting was chaired by Mr. Budi Waseso as the President Commissioner, who was appointed based on the decision of the Board of Commissioner's Joint Meeting on March 28<sup>th</sup> 2024, and was attended by all members of Board of Commissioners and Board of Directors as follows:

### Board of Commissioners

President Commissioner/Independent : Budi Waseso  
Commissioner : Sony Subrata  
Commissioner : Lydia Silvanna Djaman  
Independent Commissioner : Nasaruddin Umar  
Independent Commissioner : Saor Siagian  
Independent Commissioner : Ratna Irsana

### Directors

President Director : Donny Arsal  
Director of Supply Chain : Yosviandri  
Director of HC & General Affair : Agung Wiharto  
Director of Finance & Portfolio Management : Andriano Hosny Panangian  
Director of Operation : Reni Wulandari  
Director of Bussiness & Marketing : Subhan

The Shareholders and/or their proxies who attended the Meeting are recorded representing 5.290.288.468 shares including the Series A Dwiwarna share, constituting 78,356766% of the total issued shares by the Company, in the amount of 6.751.540.089 shares.

### Rules of Conduct

- Shareholders or their proxies are given the opportunity to ask questions and/or opinions in accordance with the discussed Subject of Meeting, prior to decision making.
- Decision making is conducted by open voting except for the agenda of change in management composition which is conducted by closed voting, and the counting is conducted electronically, including the votes cast through eASY.KSEI. Abstained shareholders (did not cast a vote) are considered to have cast the same vote as the majority of shareholders who cast votes
- The Company has appointed independent parties; Notary Aulia Taufani, S.H. and PT Datindo Entrycom to calculate and/or validate the votes.
- The resolutions of the Meeting have been stated in the minutes of meeting document No. 5 dated May 3<sup>rd</sup> 2024 made by Notary Aulia Taufani, S.H.

### Meeting Resolution

<b>Agenda 1</b>	Approval of the Company's Annual Report and Ratification of the Company Financial Statement, approval of the Supervisory Report of the Board of Commissioners and Ratification of the Financial Statements of the MSE Funding Program for the Financial Year of 2023, as well as granting full release and discharge of all responsibilities (volledig acquit et de charge) to the Board of Directors and Board of Commissioners for management and supervision that has been carried out for the Financial Year of 2023;		
<b>Question/Suggestion</b>	There was 1 shareholder or proxy attending the Meeting who raised a question and/or expressed an opinion (response).		
<b>Voting Result</b>	Affirmative	Non-Affirmative	Abstain
	5.125.607.040 shares (96,887%)	69.895.187 shares (1,321%)	94.786.241 shares (1,792%)
<b>Resolution</b>	<ol style="list-style-type: none"> <li>To approve the Company's Annual Report, including the Supervisory Report of the Board of Commissioners for Financial Year 2023 which had been audited by Public Accounting Firm Imelda &amp; Rekan (a member of Deloitte Asia Pacific Network and of the Deloitte Network) according to the report No. 00046/2/2.1265/AU.1/04/0565-2/1/III/2024 dated March 8 2024, with the opinion "reasonable in all material respects" as well as granting full release and discharge (<i>volledig acquit et de charge</i>) to the Board of Directors and the Board of Commissioners of the Company for the management and supervisory actions that have been carried out in the Financial Year ending December 31<sup>st</sup>, 2023 as long as these actions are not criminal acts and are reflected in the Company's reports book and do not cause loss to the Company and its subsidiaries.</li> <li>To approve the Annual Report of the Social and Environmental Responsibility Program and ratification of the Micro and Small Business Funding Program for the Financial Year ending on December 31<sup>st</sup> 2023 by Public Accounting Firm Imelda &amp; Rekan (a member firm of Deloitte Asia Pacific Network and of the Deloitte Network) in accordance with report No. 00038/2.1265/AU.2/11/0565-2/1/III/2024 on March 5, 2024 with the opinion "reasonable in all material respects", as well as granting full release and discharge (<i>acquit et de charge</i>) to the Directors and Board of Commissioners of the Company for the management and supervision of the Social and Environmental Responsibility Program that have been carried out in the Financial Year ending December 31<sup>st</sup> 2023, as long as such actions do not constitute criminal acts and/or violate applicable laws and/or regulations and is reflected in the Company's reports book.</li> </ol>		
<b>Agenda 2</b>	Determination of the utilization of the Company's net profit for the Financial Year of 2023		
<b>Question/Suggestion</b>	-		
<b>Voting Result</b>	Affirmative	Non-Affirmative	Abstain
	5.127.879.071 shares (96,930%)	62.560.502 shares (1,183%)	99.848.895 shares (1,887%)
<b>Resolution</b>	<ol style="list-style-type: none"> <li>The Annual Meeting of Shareholders determined the allocation Net Profit of the Attributable of Financial Year 2023 to Owners of the Company's Parent Entity in the amount of Rp2.170.497 billion as follow: <ol style="list-style-type: none"> <li>26.36% or Rp572,043 billion (five hundred seventy-two billion forty-three million rupiah) allocated as cash dividends, thus the dividend for the Republic of Indonesia (RI) government for its ownership of 51.20% of shares amounts to Rp292,886 billion (two hundred ninety-two billion eight hundred eighty-six million rupiah).</li> <li>73.64% or Rp1,598,454 billion (one trillion five hundred ninety-eight billion four hundred fifty-four million rupiah) shall be located as other reserves.</li> </ol> </li> <li>To Grant authority and power to the Board of Directors of the Company, with the right of substitution to determine the procedures and execution of the cash dividend distribution in accordance with prevailing regulations, including rounding up for payments of dividends per share.</li> </ol>		

<b>Agenda 3</b>	Determination of Salary/Honorarium including other facilities and benefits for the Board of Directors and Board of Commissioners for the Financial Year of 2024, as well as tantiem/performance incentives/special incentives for the Board of Directors and Board of Commissioners of the Company's for the financial year of 2023		
<b>Question/Suggestion</b>	-		
<b>Voting Result</b>	Affirmative	Non-Affirmative	Abstain
	4.668.372.543 shares (88,244%)	521.795.430 shares (9,863%)	100.120.495 shares (1,893%)
<b>Resolution</b>	<ol style="list-style-type: none"> <li>To authorize the Series A Shareholders to determine the amount of tantiem/performance incentives/special incentives for the Financial Year of 2023, as well as to determine the honorarium, allowances, and facilities for the Board of Commissioners for the year of 2024.</li> <li>To grant authority and power to the board Commissioners by obtaining written approval from the Series A Dwiwarna Shareholders, to determine the amount of tantiem/performance incentives/special incentives for the Financial Year of 2023, as well as to determine the remuneration, allowances, and facilities for the Board of Directors for 2024.</li> </ol>		
<b>Agenda 4</b>	Approval of the appointment of a Public Accounting Firm to audit the Company's Financial Statements, including the MSE Funding Program of the Financial Year of 2024		
<b>Question/Suggestion</b>	-		
<b>Voting Result</b>	Affirmative	Non-Affirmative	Abstain
	4.863.886.574 shares (91,940%)	335.933.311 shares (6,350%)	90.468.583 shares (1,710%)
<b>Resolution</b>	<ol style="list-style-type: none"> <li>To approve the appointment of The Public Accountant Firm Imelda &amp; Rekan (a member of Deloitte Asia Pacific Network and Deloitte Network) to conduct an audit of the Company's Consolidated Financial Statements for the Financial Year of 2024 and the Implementation Report of the Corporate Social and Environmental Responsibility Program, as well as the Financial Statements of the Micro and Small Business Financing Program (PUMK) for the Financial Year of 2024.</li> <li>Delegate the authority to the Board of Commissioners to determine the audit service fees, additional/adjusted scope other than as decided above, including the appointment of Public Accountants, and other reasonable requirements applied for the Public Accounting Firm.</li> <li>To grant power to the Board of Commissioners, by obtaining prior written approval from the Series A Dwiwarna Shareholders, to determine a substitute Public Accountant Firm in the event the Public Accountant Firm of Imelda &amp; Rekan (a member of Deloitte Asia Pacific Network and Deloitte Network), due to any reasons whatsoever, is unable to finish the audit for the Consolidated Financial Statements of the Company and implementation Report of the Corporate Social and Environmental Responsibility Program, and the Financial Report of the Micro and Small Business Financing Program (PUMK) in the Financial Year 2023, as well as determining the audit service fees and other requirements for the Replacement of Public Accounting Firm.</li> </ol>		
<b>Agenda 5</b>	Amendments of the Articles of Association ("AoA") of the Company,		
<b>Question/Suggestion</b>	-		
<b>Voting Result</b>	Affirmative	Non-Affirmative	Abstain
	4.855.486.721 shares (91,781%)	334.952.852 shares (6,331%)	99.848.895 shares (1,887%)
<b>Resolution</b>	<ol style="list-style-type: none"> <li>To approve the amendments to the Company's Articles of Association.</li> <li>To approve the restatement of the Articles of Association in connection with the aforementioned changes.</li> <li>To Grant the authority and power to the Company's Board of Directors with the right of substitution to all necessary actions related to the decisions of the Meeting's agenda and to restate the whole provisions under the Company's Article of Association on the Deed of Notary and submitting it to the authorized authorities for approval and/or acknowledgment of the Company's Articles of Association changes, undertaking anything deemed necessary and useful for such purposes without exception, including making additions and/or changes to the Company's Articles of Association changes if required by the authorized authorities.</li> <li>Concerning the changes to the Articles of Association, the Board of Directors and the Board of Commissioners are requested to fulfill their duties and functions thoroughly, carefully, and diligently to optimize all resources owned by the Semen Indonesia Group and enhance the role and function of the holding company in improving and enhancing the performance, health, and value of the Semen Indonesia Group.</li> </ol>		
<b>Mata Acara 6</b>	Accountability reporting on the realization of RPD from Semen Indonesia's Limited Public Offering through Capital Increases with Pre-Emptive Rights I ("PMHMETD I")		
<b>Question/Suggestion</b>	-		
<b>Voting Result</b>	Affirmative	Non-Affirmative	Abstain
	-	-	-
<b>Resolution</b>	As the Report on the Accountability of Fund Utilization ("RPD") for PMHMETD I is in the form of reporting document, therefore no voting is conducted, and it is noted that the Company's Board of Directors has reported the utilization of PMHMETD I funds.		
<b>Agenda 7</b>	Changes to the Management Composition of the Company		
<b>Question/Suggestion</b>	-		
<b>Voting Result</b>	Affirmative	Non-Affirmative	Abstain
	3.834.244.832 shares (72,477%)	1.354.209.419 shares (25,598%)	101.834.217 shares (1,925%)
<b>Resolution</b>	<ol style="list-style-type: none"> <li>To dismiss with honor Ms. Lydia Silvanna Djaman as a Commissioner of the Company, who was appointed based on the resolution Annual General Meeting of Shareholders of the financial Year of 2018 dated May 22<sup>nd</sup>, 2019, effective as of the closing of the Meeting, with gratitude for the contributions of energy and thoughts given during her tenure as the Company Management.</li> <li>Appointing Ms. Lydia Silvanna Djaman as a Commissioner of the Company for a term in accordance with the provisions of the Company's Articles of Association, taking into account regulations in the capital market field and without diminishing the General Meeting of Shareholders' right to dismiss at any time.</li> <li>With the dismissal and appointment of the Company's Management as mentioned in points 1 and 2, the composition of the Board of Directors and the Board of Commissioners of the Company becomes as follows: <ol style="list-style-type: none"> <li><u>Board of Directors</u> <ol style="list-style-type: none"> <li>President Director : Donny Arsal</li> <li>Director Supply Chain : Yosviandri</li> <li>Director of HC &amp; General Affair : Agung Wiharto</li> <li>Director of Business &amp; Marketing : Subhan</li> <li>Director of Finance and Portfolio Management : Andriano Hosny Panangian</li> <li>Director of Operation : Reni Wulandari</li> </ol> </li> <li><u>Board of Commissioners</u> <ol style="list-style-type: none"> <li>President Commissioner/Independent Commissioner : Budi Waseso</li> <li>Commissioner : Sony Subrata</li> </ol> </li> </ol> </li> </ol>		

	3) Commissioner	: Lydia Silvanna Djaman
	4) Commissioner	: Yustinus Prastowo
	5) Independent Commissioner	: Nasaruddin Umar
	6) Independent Commissioner	: Saor Siagian
	7) Independent Commissioner	: Ratna Irsana
	4. Members of the Board of Commissioners appointed as referred to in point 2, who are still serving in other positions that are prohibited by laws and regulations to be concurrently held by members of the Board of Commissioners of the State-Owned Enterprises, such person must resign or be dismissed from her position.	
	5. Granting a power of attorney with the rights of substitution to the Board of Directors of the Company to restate the resolutions of this GMS in a Notarial deed and to appear before a Notary or the authorized official, and to make necessary adjustments or rectifications if required by the competent authorities to implement the resolutions of the meeting.	

#### **Schedule and Procedures of Cash Dividend Payment:**

##### **1. Schedule of dividend payment:**

<b>No</b>	<b>Information</b>	<b>Date</b>
1	Last date of the trading period of the Company's shares with dividend right (cum) - Regular and Negotiation Markets - Cash Market	May 15 <sup>th</sup> 2024 May 17 <sup>th</sup> 2024
2	First date of the trading period of the Company's shares without dividend rights (ex) - Regular and Negotiation Markets - Cash Market	May 16 <sup>th</sup> 2024 May 20 <sup>th</sup> 2024
3	The date registered Shareholder who entitled to receive cash dividend (Recording Date)	May 17 <sup>th</sup> 2024
4	Payment date for cash dividend	June 5 <sup>th</sup> 2024

- The cash dividend will be paid to the shareholders of the Company whose names are registered in the Shareholders Register of the Company on May 17<sup>th</sup>, 2024 and/or in the sub securities account in PT Kustodian Sentral Efek Indonesia ("KSEI") at the closing of the Indonesian Stock Exchange trading session on May 17<sup>th</sup>, 2024.
- Shareholders whose shares are deposited in KSEI, the cash dividend shall be paid through KSEI and distributed to the shareholders' fund account at the Securities Companies or Custodian Banks in KSEI on June 5<sup>th</sup>, 2024. Shareholders whose shares are not deposited in the collective deposit in KSEI, the cash dividend will be transferred directly to the shareholders account.
- The cash dividend is subject to taxes as regulated under the prevailing Indonesian laws and regulations. The amount of tax will be borne by the relevant shareholder and the amount of cash dividend received by the shareholders will be in the amount after being deducted by the applicable taxes.
- Based on the prevailing tax laws and regulations, the cash dividend will be excluded from the tax object if it is received by the shareholders of the resident corporate taxpayer ("Resident Corporate Taxpayer") and the Company does not deduct Income Tax on the cash dividends paid to the Resident Corporate Taxpayer. Cash dividends received by shareholders of resident individual taxpayers ("Resident Individual Taxpayer") 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 Resident Individual Taxpayer that does not meet the investment provisions as mentioned above, the dividends received by the person concerned will be subject to income tax ("PPH") in accordance with the applicable laws and regulations, and the PPH must be paid by the Resident Individual Taxpayer concerned in accordance with the provisions of Government Regulation No. 9 of 2021 concerning Tax Treatment to Support the Ease of Doing Business, partially repealed by Government Regulation No. 44 of 2022 concerning the Implementation of Value Added Tax on Goods and Services and Sales Tax on Luxury Goods, Government Regulation No. 50 of 2022 concerning Procedures for the Implementation of Rights and Fulfillment of Tax Obligations, and Government Regulation No. 55 of 2022 concerning Adjustments to Regulations in the Field of Income Tax.
- Shareholders of the Company can obtain confirmation of dividend payments through a securities company and or custodian bank 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 relevant tax year in accordance with the laws and regulations applicable taxation.
- Foreign shareholders who are foreign Tax Payer, the tax reduction rate is subject to Tax Treaty under the Agreement on the Prevention of the Imposition of Dual Taxes ("P3B"), obligated to fulfill the requirements of the Regulation of Directorate General of Tax No. PER-25/PJ/2018 on Procedures for Implementation of Double Taxation Agreement on Avoidance and submit the receipt of DGT form which has been uploaded to the Indonesian Tax Service Office to KSEI or BAE in accordance with the provisions of KSEI regarding the deadline. Without the said documents, the cash dividend will be subject to 20% income tax.

**Jakarta, 6<sup>th</sup> May 2024**  
**PT Semen Indonesia (Persero) Tbk**  
**Board of Director**