



**AGENDA
ANNUAL GENERAL MEETING SHAREHOLDERS
THURSDAY, 13 JUNE 2024
("MEETING")**

**EXPLANATION OF THE AGENDA
PROPOSED RESOLUTION OF AGENDA OF THE MEETING
DATA/MATERIAL SUPPORTING THE AGENDA OF THE MEETING**

**PT KUSUMA KEMINDO SENTOSA TBK
("Company")**

**AT CSA ACADEMY
JL. DAAN MOGOT RAYA KM 14
JAKARTA BARAT**



In accordance with the Invitation of the MEETING on May 22, 2024 which has been announced through in website of provider of electronic General Meeting of Shareholders (PT Kustodian Sentral Efek Indonesia - eASY.KSEI), website of the Indonesia Stock Exchange, and the Company's website, the Company hereby submits the agenda of the MEETING with the explanation and proposed resolution of agenda of the MEETING as follows:

AGENDA OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

AGENDA 1st:

Approval and Verification of the Annual Report for Fiscal Year 2023 including Company Activity Report, Board of Commissioners Supervision Report and Financial Report ended December 31st, 2023.

EXPLANATION:

The Company's Annual Report for the financial year ended December 31, 2023 includes Company's activity report, reports of the Company Board of Commissioners' supervisory duties, and the Financial Statements for the 2023 Fiscal Year which has been audited by the Public Accounting Firm Teramihardja, Pradhono & Chandra in accordance with Report No. 00101/2.0851/AU.1/05/1091-1/1/III/2024 dated March 25, 2024 with a REASONABLE opinion in all material respects.

PROPOSED RESOLUTION:

1. To Approve and ratify the Company's Annual Report for the 2023 Fiscal Year including the Company Activity Report, Board of Commissioners Supervision Report and Financial Report for the 2023 Fiscal Year which has been audited by the Public Accounting Firm Teramihardja, Pradhono & Chandra in accordance with Report No. 00101/2.0851/AU.1/05/1091-1/1/III/2024 dated March 25, 2024, as well as providing full repayment and release of responsibility (acquit et de charge) to the Company's Directors and Board of Commissioners for management and supervision actions taken they do, as long as these actions are reflected in the Company's Annual Report.

Data/Supporting documents:

The Company Annual Report for 2023 Financial Year is available for download at the Company website <https://www.kks-chemicals.com/id/investors.html#financialstate>.

AGENDA 2nd:

Determination of the Use of the Company's Net Profits for the Fiscal Year 2023.

EXPLANATION:

In accordance with the Company's Balance Sheet (Financial Position Report) and Profit and Loss Statement (Profit and Loss Statement and Other Comprehensive Income) of the Company for the 2023 Fiscal Year which have been audited by the Public Accounting Firm Teramihardja, Pradhono & Chandra in accordance with its Report No. 00101/2.0851/AU.1/05/1091-1/1/III/2024 dated March 25, 2024, the Company obtained a Net Profit for the 2023 fiscal year of **IDR 5,427,375,280.00** (Five Billion Four



Hundred Twenty Seven Million Three Hundred Seventy Five Thousand Two Hundred and Eighty Rupiah).

And considering the Disclosure of Information which has been submitted in the Prospectus and issued by the Company on August 1, 2022 in the framework of the Initial Public Offering, it has been disclosed that the Company will pay cash dividends to the Shareholders of the Company in an amount up to **35%** (Thirty Five Percent) of profits net current year of the Company. The amount of dividend distribution will depend on the results of the Company's business activities and cash flows as well as business prospects, working capital requirements, capital expenditures and the Company's investment plans in the future and taking into account regulatory restrictions and other obligations.

PROPOSED RESOLUTION:

1. To approve the appropriation of the Company's Net Profit for 2023 Financial Year, as follows:
 - a. Amounting to **IDR 750,000,000.00** (Seven Hundred and Fifty Million Rupiah) or **13.82%** (Thirteen Point Eighty Two Percent) of the Company's net profits/profits for the 2023 financial year, distributed as cash dividends on July 19, 2024 to the shareholders of the Company whose names are recorded in the Register of Shareholders (Recording Date) on June 27, 2024 so that each share will receive a cash dividend of IDR 0.5- (zero-point five Rupiah);
 - b. Amounting to **IDR 50,000,000.00** (Fifty Million Rupiah) is allocated and recorded as a mandatory reserve fund to comply with the provisions of Article 21 of the Company's Articles of Association and Article 70 of Law No. 40 of 2007 concerning Limited Liability Companies;
 - c. The remaining **IDR 4,627,375,280.00** (Four Billion Six Hundred Twenty-Seven Million Three Hundred Seventy-Five Thousand Two Hundred and Eighty Rupiah) is recorded as retained earnings which will be used to strengthen the Company's working capital and recorded to increase Retained Earnings;
2. To grand power authority to the Board of Directors of the Company to take all and any necessary actions in connection with the decision above, including but not limited to determining the procedure for distributing dividends in accordance with the applicable provisions and/or laws and regulations.

Data/Supporting documents:

The Company Annual Report for 2023 Financial Year is available for download at the Company website <https://www.kks-chemicals.com/id/investors.html#financialstate>.

AGENDA 3rd:

Appointment of a Public Accountant and/or Public Accounting Firm to audit the Company's Financial Report for Fiscal Year 2024 and granting authority to determine the honorarium for the Public Accountant and/or Public Accounting Firm and other requirements.

EXPLANATION:

This agenda is to fulfill POJK No.13/POJK.03/2017 regarding the Use of Public Accountant Services and Public Accounting Firms in Financial Services Activities.

The company is currently in the process of determining a Public Accountant and/or Public Accounting Firm to be appointed to audit the Company's Consolidated Financial Statements for the 2024 financial year,



therefore the appointment of a Public Accountant and Public Accountant Office needs to be delegated to the Company's Board of Commissioners with due observance of the Recommendations the Company's Audit Committee and applicable laws and regulations.

PROPOSED RESOLUTION:

1. To grant authority and power to the Company's Board of Commissioners, to appoint a Public Accountant and/or Public Accounting Firm, with Independent criteria and registered with the Financial Services Authority, who will audit the Company's financial statements for the 2024 financial year, due to currently being considered and evaluated for the appointment of an Accountant The Public and/or Public Accounting Firm with due observance of recommendations from the Audit Committee and to determine the honorarium of the Public Accountant along with the conditions for his appointment including dismissal or appointing a replacement.

AGENDA 4th:

Determination of salaries, honorarium and other allowances for members of the Board of Directors and Board of Commissioners for Fiscal Year 2024.

EXPLANATION:

To fulfill/based on Article 13 paragraph 18 and Article 16 paragraph 19 of the Company's Articles of Association, the determination of salaries, honorarium and other allowances for the Company's Directors and Board of Commissioners for the 2024 financial year, will be determined by the Board of Commissioners with due observance of recommendations from the Company's Nomination and Remuneration Committee.

PROPOSED RESOLUTION:

1. To determine the salary, honorarium and other allowances for the Company's Board of Commissioners as a whole for the 2024 financial year, in the same amount as the salary and other allowances given in the 2023 financial year, with an increase not exceeding 5% of the total salary and other allowances given in the 2023 financial year, as well as giving authority to the Board of Commissioners Meeting to determine the allocation with due regard to recommendations from the Nomination and Remuneration Committee.
2. To grant authority to the Company's Board of Commissioners to determine salaries, honorarium and other allowances for members of the Company's Board of Directors for the 2024 financial year, with due regard to recommendations from the Company's Nomination and Remuneration Committee.

AGENDA 5th:

Report on the Realization of the Use of Public Offering Proceeds ("LRPD").

EXPLANATION:

This agenda is to comply with POJK No. 30/POJK.04/2015 regarding Realization Report on the Use of Funds ("LRPD") Proceeds from Public Offerings.



And considering the Disclosure of Information which has been submitted in the Prospectus and issued by the Company on August 1, 2022 in the framework of the Plan to Use Funds from the Public Offering that all funds obtained from the results of this Initial Public Offering after deducting the costs of issuing securities, will be used for:

1. Approximately 95% will be used for working capital in order to support operational activities and the Company's business development with details, among others:
 - About 65% on merchandise purchases.
 - About 30% for operational costs.
2. Approximately 5% will be used for the development of the Company's information and technology systems including digitizing IT systems.

According to the Realization Report on the Use of Public Offering Proceeds on August 8, 2022, the Realized Value of the Public Offering Proceeds is as follows:

- a. Amount of Public Offering Proceeds: **IDR 31,500,000,000.00** (Thirty One Billion Five Hundred Million Rupiah);
- b. Public Offering Fee: **IDR 3,152,023,360.00** (Three Billion One Hundred Fifty Two Million Twenty Three Thousand Three Hundred Sixty Rupiah);
- c. Net Result: **IDR 28,347,976,640.00** (Twenty Eight Billion Three Hundred Forty Seven Million Nine Hundred Seventy Six Thousand Six Hundred Forty Rupiah).

And according to the Realization Report on the Use of Public Offering Proceeds as of December 29, 2023, the funds that have been used are as follows:

- i. Amounting to **IDR 18,426,184,816.00** (Eighteen Billion Four Hundred Twenty Six Million One Hundred Eighty Four Thousand Eight Hundred and Sixteen Rupiah) or **65%** (Sixty Five Percent) has been used for working capital (purchase of goods);
- ii. Amounting to **IDR 8,504,392,992.00** (Eight Billion Five Hundred Four Million Three Hundred Ninety Two Thousand Nine Hundred Ninety Two Rupiah) or **30%** (Thirty Percent) has been used for working capital (operational costs);
- iii. Amounting to **IDR 112,800,000.00** (One Hundred and Twelve Million Eight Hundred Thousand Rupiah) or **0.40%** (Zero Point Forty Percent) has been used for the development of information systems (IT).

PROPOSED RESOLUTION:

Approved the Realization Report on the Use of funds from the Company's Initial Public Offering of Shares.

Jakarta, May 22, 2024
PT Kusuma Kemindo Sentosa Tbk
Board of Directors