



**NOTICE OF THE ANNUAL GENERAL MEETING
PT WINNER NUSANTARA JAYA Tbk
FINANCIAL YEAR 2022**

PT Winner Nusantara Jaya Tbk (the “**Company**”), domiciled in Batam, Kepulauan Riau, hereby invites the Shareholders of the Company to attend the Annual General Meeting of Shareholders for the Fiscal Year of 2022 (“**Meeting**”) which is held under the provisions of Law no. 40 of 2007 concerning Limited Liability Companies as amended by Law no. 11 of 2020 concerning Job Creation (“**Company Law**”), Financial Services Authority Regulation Number 15/POJK.04/2020 concerning Planning and Organizing the General Meeting of Shareholders of Public Companies (“**POJK No.15/2020**”) and Financial Services Authority Regulation Number 16/ POJK.04/2020 concerning the Electronic Implementation of the General Meeting of Shareholders of Public Companies, as well as the provisions of the Company's Articles of Association, with the following schedule:

Day, Date	:	Friday, 30 June 2023
Time	:	14.00 until end
Venue	:	The Kensington Office Tower TKO Lantai 3 Unit 3i Jalan Boulevard No.1 Kelapa Gading – Jakarta Utara 14240
Meeting link	:	Access the KSEI Electronic Meeting System (eASy.KSEI) facility at the link https://access.ksei.co.id/ provided by KSEI

The Meeting agendas are as follows:

First Agenda :


Approval of the Annual Report of the Company including Financial Statements of the Company and the Board of Commissioners’ Report on its Supervisory Duties for the financial year ended December 31, 2022 as well as granting release and discharge (*acquies et decharge*) to the Board of Directors for their management action and to the Board of Commissioners of the Company for their supervisory actions carried during the financial year ended December 31, 2022.


Explanation :

The above agenda is in accordance with the provisions of Article 66 paragraph 1, Article 67, Article 69 paragraph 1 and Article 78 of the Company Law that governs the Annual Report that has been audited by Public Accountant shall be approved and ratified by the General Meeting of Shareholders (“GMS”) and Article 41 paragraph 1 letter a POJK No. 15/2020.

PT. WINNER NUSANTARA JAYA, Tbk

Head Office : Seraya Mas Center Blok H No.01, Nagoya - Kota Batam. Telp 0778-426066 Fax 0778-458014

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Second Agenda :

Appropriation of the Company's Net Profit for the financial year ended December 31, 2022.

Explanation:

The above agenda is in accordance the provisions of Article 70 and 71 of Company Law, which require the use of Net Profit of the Company shall be determined by GMS.

Third Agenda :

The appointment of Registered Public Accounting Firm (including Registered Public Accountant practicing through such Registered Public Accounting Firm) to audit/examine the Company's financial statements for the financial year ended December 31, 2023.

Explanation:

The above agenda is in accordance with the provisions of Article 13 of the Financial Services Authority Regulations No. 13/POJK.03/2017 concerning the Use of Public Accountant and Public Accounting Firm in Financial Services Activity and Article 41 paragraph 1 letter A POJK No. 15/2020.

Fourth Agenda :

Determination of the amount of salary, honorarium, and allowance for financial year of 2023 as well as bonus (*tantiem*) for financial year of 2022 for the member of Board of Directors and Board of Commissioners.

Explanation:

The above agenda is in accordance with the provisions of Article 96 and Article 113 of the Company Law concerning the provision of amount of salary, honorarium and allowance for the member of Board of Directors and Board of Commissioners that shall be determined by GMS resolution and Article 41 paragraph 1 letter A POJK No. 15/2020.

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Note:

1. The Company will not send a specific invitation to shareholders given that this Notice constitutes an official invitation.
2. The Company has provided materials related to the agenda of the Meeting which can be downloaded through the Company's website <https://winnernusantarajaya.id/> from the date of notice until the Meeting.
3. Based on Article 23 paragraph (2) POJK No. 15/2020, the Shareholders who are entitled to attend and vote in the Meeting, their names must be recorded in the Register of Shareholders of the Company or in the securities account at PT Kustodian Sentral Efek Indonesia ("KSEI") on **Wednesday, 7 June 2023** at the close of share trading Company in the Indonesia Stock Exchange.
4. The participation of shareholders in the meeting is carried out by physically attending the Meeting and attending the Meeting electronically through the eASY.KSEI application.
5. Due to the limited capacity of the Meeting room, the attendance of shareholders and/or their proxies will be limited in accordance with strict health protocols and therefore, it is recommended that shareholders and/or their proxies who will attend the Meeting can attend the Meeting electronically via eASY.KSEI application, except for the presence of the Company's management, Professional and Capital Market Supporting Institutions assisting the implementation of the Meeting.
6. To use the eASY.KSEI application, shareholders can access the application through the Access facility (<https://access.ksei.co.id/>)
7. Before determining participation in the Meeting, the shareholders must read the provisions conveyed through this notice as well as other provisions related to the implementation of the Meeting based on the authority determined by the Company.
8. The Shareholders who will exercise their voting rights through the eASY.KSEI application, can inform their presence or appoint their proxies, and/or submit their vote in the eASY.KSEI application.
9. 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.
10. The shareholders who will attend or/grant power of attorney electronically to the Meeting through the eASY.KSEI application must pay attention to the following matters:
 - a. Registration Process
 - (i) Local individual shareholders who **have not** provided their attendance declaration or proxy in eASY.KSEI application before the deadline mentioned on item 9, but wish to attend the Meeting electronically, must first register their attendance through the **eASY.KSEI** application 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 application before the deadline mentioned on item 9 and wish to attend the Meeting electronically, must first register their attendance through the eASY.KSEI application 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 but have not submitted their vote on a minimum of 1 (one) of the Meeting agendas through the eASY.KSEI application before the deadline mentioned on item 9 and wish to attend the Meeting electronically must first register their attendance through the eASY.KSEI application during the date of the Meeting and before the time that the Company ends the Meeting's electronic registration.
 - (iv) Shareholders who have authorized an Intermediary Participant Representative (Custodian Bank or Securities Company) and have submitted their vote through the eASY.KSEI application before the deadline mentioned on item 9 are required to request their registered representatives in the eASY.KSEI application to register their attendance through the eASY.KSEI application during the date of the Meeting before the time that the Company ends the Meeting's electronic registration.
 - (v) Shareholders who have submitted their attendance declaration or authorized a Company-appointed Independent Representative and have provided their votes for a minimum of 1 (one) of the Meeting agendas through the eASY.KSEI application before the deadline mentioned on item 9 do not need to electronically register their attendance through the eASY.KSEI application on the Meeting's date. Shares ownership will be automatically calculated as an attendance quorum and submitted votes will be automatically counted during the Meeting's voting process.
 - (vi) Lateness or electronic registration failures for whatever reason shall cause shareholders or their representatives to not be able to electronically attend the Meeting, and will prevent their shares from being counted as a quorum for the Meeting.
- b. Electronic Statements or Opinions Submission Process
- Physically Attending
- (i) Questions submitted can be made in writing through the Question Sheet provided by the Meeting committee;
 - (ii) Before asking questions, shareholders are requested to state their names and addresses as well as the number of shares owned or represented.
- Electronically Attending
- (i) Shareholders or their representatives are provided with 2 (two) opportunities to present their questions and/or opinions in discussion in each Meeting agendas. Questions and/or opinions on each of the Meeting agendas can be submitted in writing by the Shareholders or their representatives through the chat feature in the

'Electronic Opinions' made available in the E-Meeting Hall screen of the eASY.KSEI application.

Questions and/or opinions can be given as long as the Meeting's status in the 'General Meeting Flow Text' status is written as "Discussion started for agenda item no. []".

- (ii) Determination of the mechanism for the implementation of the discussion per meeting agenda in writing through the E-Meeting Hall layer in the eASY.KSEI application is carried out by the Chairperson of the Meeting.
- (iii) Shareholders' representatives who electronically attend the Meeting and submit a question and/or opinion during a discussion session of one of the Meeting agendas, are required to type in the name of the shareholder and the number of shares they represent first before they write their respective questions and/or opinions.

c. The Voting Process

Physically Attending

- (i) Voting will be done verbally by raising hands.
- (ii) The Chairperson of the Meeting will ask verbally if there are Shareholders or Shareholders' Proxies other than the e-proxy who are physically present who abstain and disagree.
- (iii) Shareholders or their proxies other than the e-proxy who are physically present who do not agree or abstain will be asked to raise their hands, and our officers will distribute forms to be filled out by the shareholders or their proxies by writing down the name, number of shares owned or represented, and submitted to the officer to be recorded in eASY.KSEI.

Electronically Attending

- (i) The voting process will be conducted electronically through the E-Meeting Hall menu, Live Broadcasting submenu of the eASY.KSEI application.
- (ii) Shareholders who attend alone or are represented by their proxies but have not yet cast their vote on the agenda of the Meeting, are given the opportunity to submit their vote during the voting period through the Emeeting Hall screen in the eASY.KSEI application opened by the Company. When the electronic voting period per meeting agenda begins, the system automatically runs the voting time by counting down a maximum of 1 (one) minute. During the electronic voting process, you will see the status "Voting for agenda item no [1 has started" in the 'General Meeting Flow Text' column. If the Shareholders or their proxies do not vote for a certain agenda of the Meeting until the status of the implementation of the Meeting as shown in the General Meeting Flow Text column changes to "Voting for agenda item no II has ended", it will be considered as voting Abstain for the agenda of the relevant Meeting.

- d. Watch The Meeting through Meeting Broadcast (*Tayangan Rapat*)
 - i. Shareholders or their representatives who have been registered in the eASY.KSEI application no later than the deadline mentioned on item 9 can watch the Meeting live via webinar Zoom through the eASY.KSEI menu, submenu *Tayangan RUPS*, which located in the AKSes facility (<https://akses.ksei.co.id/>).
 - ii. *Tayangan Rapat* has a capacity of 500 participants provided in a first come, first serve basis. Shareholders or their representatives who could not be accommodated in the Meeting's broadcast are still considered to have electronically attended the Meeting and their share ownerships and votes are still counted, as long as they have registered through the eASY.KSEI application.
 - iii. Shareholders or their representatives who only watch the Meeting through *Tayangan Rapat* but were not electronically registered as participants in the eASY.KSEI application, as specified above, will not be considered as a legal participant and are not counted as part of the Meeting's quorum.
 - iv. Shareholders or their representatives are encouraged to use the Mozilla Firefox as the browser for the best experience in using the eASY.KSEI application and/or *Tayangan Rapat*.
11. For health and security reason regarding the prevention of Covid-19 contagion, the Company does not provide any food/drink or souvenirs and meeting materials in hardcopy to Shareholders or their proxies who attend the Meeting. The Meeting materials can be downloaded from this announcement date on the Company's website.
12. The Company will re-announce if there are changes and/or additional information related to the procedure for conducting the Meeting referring to the latest conditions regarding integrated handling and prevention of Covid-19
13. The Notary, assisted by the Securities Administration Bureau, will check and count the votes for each agenda item of the Meeting in each meeting decision making on the said agenda, including those based on the votes submitted by the shareholders through eASY.KSEI.
14. Shareholders or their Representative who will physically attend the Meeting must give the photocopy of their Identity Card (KTP) or other form of identity card to the officer before entering the Meeting room. Shareholders in the form of legal entity shall provide the photocopy of articles of association and the deed containing the latest composition of the management of the company the represent.
15. The Meeting will be conducted efficiently without affecting the validity of the Meeting, with due observant to the applicable regulations. The Company may make further announcement if there is any changes or additional information regarding the procedures of the Meeting.

Jakarta, 08 June 2023

Director

PT Winner Nusantara Jaya Tbk

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