



PT GRAHA PRIMA MENTARI Tbk

**PENJELASAN MATA ACARA
RAPAT UMUM PEMEGANG SAHAM TAHUNAN ("RAPAT")
PT GRAHA PRIMA MENTARI TBK
30 MEI 2024**

Mata Acara 1:

Laporan Tahunan Perseroan termasuk Laporan Pelaksanaan Tugas Pengawasan Dewan Komisaris selama Tahun Buku 2023, Pengesahan Laporan Keuangan Perseroan Tahun Buku 2023 serta pemberian pelunasan dan pembebasan tanggung jawab sepenuhnya (*acquit et decharge*) kepada Direksi dan Dewan Komisaris Perseroan atas pengurusan dan pengawasan yang telah dijalankan selama tahun buku 2023.

Penjelasan:

Berdasarkan Pasal 69 Undang-Undang No. 40 Tahun 2007 tentang Perseroan Terbatas ("UUPT"), dan Pasal 17 ayat 3 Anggaran Dasar Perseroan, persetujuan Laporan Tahunan Perseroan termasuk pengesahan Laporan Keuangan serta Laporan tugas pengawasan Dewan Komisaris dilakukan oleh Rapat.

Perseroan akan menyampaikan pokok-pokok Laporan Tahunan Perseroan untuk tahun buku 2023 termasuk di dalamnya Laporan Keuangan, Laporan Direksi dan Laporan Pelaksanaan Pengawasan Dewan Komisaris terhadap jalannya Perseroan pada tahun 2023 untuk mendapatkan persetujuan dan pengesahan Rapat.

Serta meminta persetujuan kepada Rapat untuk membebaskan anggota Direksi dan Dewan Komisaris Perseroan dari tanggung jawab dan segala tanggungan (*acquit et de charge*) atas tindakan pengurusan dan pengawasan yang telah mereka jalankan selama tahun buku 2023, sepanjang tindakan-tindakan mereka tercantum dalam Laporan Keuangan tahun buku 2023.

Laporan Keuangan tanggal 31 Desember 2023 telah dipublikasikan di situs web Bursa Efek Indonesia pada tanggal 22 Maret 2024 dan telah tersedia di situs web Perseroan <https://grahaprimamentari.co.id/>

Mata Acara 2:

Penetapan Penggunaan Laba Bersih Perseroan untuk tahun buku 2023

Penjelasan:

Sesuai dengan Pasal 71 UUPT dan Pasal 25 Anggaran Dasar Perseroan, Perseroan akan menyampaikan kepada Rapat untuk menyetujui penggunaan laba bersih Perseroan tahun buku 2023 untuk disisihkan sebagai dana cadangan, pembagian dividen, dan sisa laba bersih yang belum ditentukan penggunaannya akan ditetapkan sebagai laba ditahan.



Mata Acara 3:

Penunjukan Akuntan Publik dan/atau Kantor Akuntan Publik untuk Tahun Buku 2024

Penjelasan:

Perseroan akan meminta Persetujuan kepada Rapat untuk memberikan wewenang kepada Dewan Komisaris berdasarkan rekomendasi Komite Audit untuk menunjuk Akuntan Publik dan/atau Kantor Akuntan Publik dengan kriteria atau batasan sesuai peraturan yang berlaku yang akan mengaudit laporan keuangan Perseroan untuk tahun buku 2024, serta menetapkan imbalan jasa audit dan persyaratan penunjukan lainnya.

Mata Acara 4:

Penetapan gaji atau honorarium dan tunjangan bagi Komisaris Perseroan serta gaji dan tunjangan bagi anggota Direksi Perseroan untuk tahun buku 2024.

Penjelasan:

Perseroan akan menyampaikan kepada Rapat untuk menetapkan besaran gaji atau honorarium dan tunjangan bagi Komisaris Perseroan serta gaji dan tunjangan bagi anggota Direksi Perseroan untuk tahun buku 2024.

Mata Acara 5:

Pemberian wewenang kepada Dewan Komisaris Perseroan untuk menyatakan dalam akta Notaris tersendiri dalam satu akta atau beberapa akta mengenai realisasi jumlah saham yang telah dikeluarkan sehubungan dilaksanakannya Waran Seri I yang telah diterbitkan dalam rangka Penawaran Umum menjadi saham baru dengan mengubah pasal 4 ayat 2 anggaran dasar Perseroan.

Penjelasan:

Sesuai dengan Pasal 41 UUPT, Perseroan akan memberikan kewenangan kepada Dewan Komisaris Perseroan untuk melaksanakan peningkatan modal ditempatkan dan disetor hasil dari pelaksanaan waran yang dikeluarkan pada Penawaran Umum Perseroan.



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Mata Acara 6:

Perubahan Pasal 3 anggaran dasar Perseroan tanpa merubah kegiatan usaha Perseroan.

Penjelasan:

Perseroan akan meminta persetujuan kepada Pemegang Saham untuk merubah Pasal 3 Anggaran Dasar Perseroan mengenai maksud dan tujuan Perseroan, sehubungan dengan penyesuaian KBLI dengan tidak merubah kegiatan usaha Perseroan.

Mata Acara 7:

Laporan realisasi penggunaan dana hasil penawaran umum Perdana saham Perseroan.

Penjelasan:

Sesuai dengan ketentuan Peraturan Otoritas Jasa Keuangan Nomor 30/POJK.04/2015 Tahun 2015 tentang Laporan Realisasi Penggunaan Dana Hasil Penawaran Umum, Perseroan akan menyampaikan Laporan realisasi penggunaan dana hasil penawaran umum perdana Perseroan.

Cirebon, 08 Mei 2024
PT Graha Prima Mentari Tbk
Direksi

Head Office : Jl. Tuparev No. 87 A, Cirebon, West Java |
www.grahaprimamentari.co.id



PT GRAHA PRIMA MENTARI Tbk

**EXPLANATION OF EVENT AGENCY
ANNUAL GENERAL MEETING OF SHAREHOLDERS
PT GRAHA PRIMA MENTARI TBK
MAY 30, 2024**

Agenda item 1:

The Company's Annual Report includes a Report on the Implementation of the Supervisory Duties of the Board of Commissioners during the 2023 Financial Year, Ratification of the Company's Financial Report for the 2023 Financial Year as well as granting full settlement and release of responsibility (acquit et decharge) to the Company's Directors and Board of Commissioners for the management and supervision that has been carried out during the year 2023 books.

Explanation:

Based on Article 69 of Law no. 40 of 2007 concerning Limited Liability Companies ("UUPT"), and Article 17 paragraph 3 of the Company's Articles of Association, approval of the Company's Annual Report including ratification of the Financial Report and Report on the supervisory duties of the Board of Commissioners is carried out by the Meeting.

The Company will submit the main points of the Company's Annual Report for the 2023 financial year including the Financial Report, Directors' Report and Report on the Implementation of the Board of Commissioners' Supervision of the Company's operations in 2023 to obtain approval and ratification at the Meeting.

As well as requesting approval from the Meeting to release members of the Company's Board of Directors and Board of Commissioners from responsibility and all liability (acquit et de charge) for the management and supervision actions they have carried out during the 2023 financial year, as long as their actions are stated in the Financial Report for the financial year 2023.

The Financial Report dated 31 December 2023 has been published on the Indonesia Stock Exchange website on March 22th 2024 and is available on the Company's website <https://grahaprimamentari.co.id/>

Agenda Item 2:

Determination of the Use of the Company's Net Profit for the 2023 financial year

Explanation:

In accordance with Article 71 of the Company Law and Article 25 of the Company's Articles of Association, the Company will submit to the Meeting to approve the use of the Company's net profit for the 2023 financial year to be set aside as reserve funds, dividend distribution, and the remaining net profit whose use has not been determined will be designated as retained earnings.



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Agenda item 3:

Appointment of a Public Accountant and/or Public Accounting Firm for the 2024 Financial Year

Explanation :

The Company will request approval from the Meeting to grant authority to the Board of Commissioners based on the Audit Committee's recommendations to appoint a Public Accountant and/or Public Accounting Firm with criteria or limitations in accordance with applicable regulations who will audit the Company's financial statements for the 2024 financial year, as well as determine fees for audit services. and other appointment requirements.

Agenda item 4:

Determination of salaries or honorarium and allowances for the Company's Commissioners as well as salaries and allowances for members of the Company's Directors for the 2024 financial year.

Explanation :

The Company will submit to the Meeting to determine the amount of salary or honorarium and allowances for the Company's Commissioners as well as salaries and allowances for members of the Company's Directors for the 2024 financial year.

Agenda item 5:

Granting authority to the Company's Board of Commissioners to declare in a separate Notarial deed in one deed or several deeds regarding the realization of the number of shares that have been issued in connection with the implementation of Series I Warrants that have been issued in the context of a Public Offering into new shares by amending article 4 paragraph 2 of the Company's articles of association.

Explanation:

In accordance with Article 41 of the Company Law, the Company will give authority to the Company's Board of Commissioners to carry out an increase in issued and paid-up capital resulting from the exercise of warrants issued in the Company's Public Offering.



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Agenda Item 6:

Changes to Article 3 of the Company's articles of association without changing the Company's business activities.

Explanation:

The Company will request approval from Shareholders to amend Article 3 of the Company's Articles of Association regarding the Company's aims and objectives, in connection with adjustments to the KBLI without changing the Company's business activities.

Agenda Item 7:

Report on the realization of the use of funds from the initial public offering of the Company's shares.

Explanation :

Perseroan In accordance with the provisions of Financial Services Authority Regulation Number 30/POJK.04/2015 of 2015 concerning Realization Reports on the Use of Funds from Public Offerings, the Company will submit a Report on the realization of the use of funds from the Company's initial public offering.

Cirebon, May 08th 2024
PT Graha Prima Mentari Tbk
Direksi

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