



PT. GAJAH TUNGGAL Tbk
DOMICILED IN CENTRAL 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	: Wednesday, June 26, 2024
Time	: 02.00 pm Western Indonesian Time
Venue	: Lune Ballroom - Mezzanine Floor, Movenpick Hotel Jakarta City Centre, Jalan Pecenongan No. 7-17, Central Jakarta.

The agenda 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 fiscal year ended on December 31, 2023.
b. Determination of the Company's appropriation of profit for the fiscal year 2023.
2. Appointment of an Independent Public Accountant to audit the Company's Annual Financial Statements for the fiscal year 2024.
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 of the members of the Company's Board of Directors and determination of the honorarium and other allowance of 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 is submitted since in accordance with Article 10 paragraph 2 and Article 13 paragraph 3 of the Articles of Association of the Company, the term of office of the members of the Board of Directors and the Board of Commissioners will be expired at the closing of the Meeting.

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 PT. Kustodian Sentral Efek Indonesia ("KSEI") at the end of trading on Monday, June 3, 2024.

2. Shareholders or their proxies who will attend the Meeting are requested to bring and submit to the Company's staff a photocopy of residence card (*Kartu Tanda Penduduk* - KTP) 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 the shares of the Company which are held in the collective depository at 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. The Meeting will be held electronically through the KSEI Electronic General Meeting System ("eASY.KSEI") facility provided by KSEI.
4. Shareholders can participate in the Meeting by either:
 - a. physically attending the Meeting; or
 - b. electronically attending the Meeting through the **eASY.KSEI**.

The Company urges shareholders to authorize an independent party appointed by the Company to represent shareholders, attend and vote at the Meeting, namely the Company's Securities Administration Bureau, PT Datindo Entrycom.

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 provided 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 regarding eASY.KSEI can be found on the website (<https://akses.ksei.co.id/>).
- b. In determining a quorum of the Meeting, members of the Board of Directors, members of the Board of Commissioners and Company employees may act as a proxy of the shareholders, however in the voting, they as proxies of shareholders are not eligible to cast votes.
- c. The deadline for declaring electronic attendance, appointing representatives through electronic proxy (e-proxy), or submitting electronic votes through the **eASY.KSEI** is set at 12:00 pm Western Indonesian Time (WIB) 1 (one) business day before the Meeting's date.
- d. Shareholders who wish to attend or authorize a representative to attend the Meeting electronically through the **eASY.KSEI** must consider the following points:
 - 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.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 authorized an Intermediary Participant Representative (Custodian Bank or Securities Company) and have submitted their vote through the **eASY.KSEI** before the deadline mentioned on item 6.c. are required to request their registered representatives in the **eASY.KSEI** to register their attendance through the **eASY.KSEI** 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 or Individual Representative and have provided their votes for a minimum of 1 (one) of the Meeting agendas through the **eASY.KSEI** before the deadline mentioned on item 6.c. do not need to electronically register their attendance through the **eASY.KSEI** 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, as mentioned in points number i – iv, for whatever reason that cause shareholders or their representatives to not be able to electronically attend the Meeting, will prevent their shares from being counted as a quorum for the Meeting.

2) Electronic Statements or Opinions Submission Process

- i. Shareholders or their representatives are provided 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**. 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. The mechanism of handling questions and/or opinions through "Electronic Opinion" screen in the **eASY.KSEI** is determined by the respective Company and will be included in the Company's Meeting Guidelines through the **eASY.KSEI**.
- 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 amount of shares they represent first before they write their respective questions and/or opinions.

- 3) The Voting Process
- i. The voting process will be conducted electronically through the E-meeting Hall menu, Live Broadcasting submenu of the **eASY.KSEI**.
 - ii. Shareholders or their representatives who have not submitted their votes on the particular Meeting agenda, as mentioned in item 6.d. number 1) roman numerals i – iii, are given an opportunity to submit their votes directly as the Company opens the voting period in the E-Meeting Hall screen of the **eASY.KSEI**. During the electronic voting time, a “*Voting for Agenda item no [] has started*” status would be displayed at the ‘General Meeting Flow Text’ column. Shareholders or their representatives who have not submitted their votes during a specific Meeting agenda after the ‘General Meeting Flow Text’ column’s status has changed to “*Voting for Agenda item no [] has ended*” will be considered to give an **Abstain** vote for the related Meeting agenda.
- 4) Watch The Meeting through *Tayangan RUPS* (GMS Video Streaming)
- i. Shareholders or their representatives who have been registered in the **eASY.KSEI** no later than the deadline mentioned on item 6.c. can watch the Meeting live via Zoom webinar through the **eASY.KSEI** menu, submenu *Tayangan RUPS*, which located in the AKSes facility (<https://akses.ksei.co.id/>).
 - ii. **Tayangan RUPS** 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**, as specified above in item 6.d. number 1) roman numerals i – v.
 - iii. Shareholders or their representatives who only watch the Meeting through *Tayangan RUPS*, but were not electronically registered as participants in the **eASY.KSEI**, as specified above in item 6.d. number 1) roman numerals i - v, will not be considered as a legal participant and are not counted as part of the Meeting’s quorum.
7. The materials which will be discussed in the Meeting are available during office hours at the office of the Company, Wisma Hayam Wuruk 10 th Floor, Jl. Hayam Wuruk No. 8, Jakarta 10120 from the date of this invitation until the date of the Meeting and copies of such material can be obtained by shareholders through a written request to the Company or can be accessed through the Company’s website, <https://www.gt-tires.com>.
8. To facilitate an orderly Meeting, shareholders or their proxies are respectfully requested to be present in the Meeting venue, 30 (thirty) minutes prior to the Meeting commences.
9. In holding the Meeting, the Company does not provide food and beverages as well as souvenirs to the Shareholders who attend the Meeting.

Jakarta, June 4, 2024
The Company’s Board of Directors

**POWER OF ATTORNEY TO ATTEND
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS
OF PT. GAJAH TUNGGAL Tbk
DOMICILED IN CENTRAL JAKARTA
("THE COMPANY")
ON JUNE 26, 2024**

The undersigned : _____

Name of shareholder : _____

Address / domiciled at : _____

In this matter represented by : _____

: residing at _____

as _____

mentioned above.

is the owner / holder of : _____ shares in the Company.

(hereinafter referred to as "the Principal"),

hereby confers power of attorney on :

Name : _____

Identification Card : _____

Address : _____

(hereinafter referred to as "the Attorney")

PARTICULARLY

to represent and to act for and on behalf of the Principal in its / his capacity as shareholder of the Company, in attending the Annual General Meeting of Shareholders of the Company, which will be convened in Jakarta, on Wednesday, June 26, 2024 ("the Meeting") or at any adjournment thereof, to join in discussing the matters to be dealt with in the Meeting, to vote and participate in adopting resolutions relating to the agenda items of the Meeting.

This power of attorney is granted under the following terms and conditions :

- a. that this power of attorney shall be a continuing power of attorney for the agenda of the Meeting, therefore this power of attorney shall remain valid, for any adjournment of the Meeting or to be held another meeting with the same agenda, except it has been revoked by the Principal and such revocation has been informed in writing to the Company;
- b. that this power of attorney shall not be altered and or declared invalid/revoked by any excuse or reason whatsoever;
- c. that the Principal now as well as in the future declares not to submit any objection and or protest in whatsoever form with respect to the actions taken by the Attorney by virtue of this power of attorney and all its consequences according to the law;
therefore the Principal now as well as in the future declares to accept and to ratify all lawful actions taken by the Attorney on behalf of the Principal by virtue of this power of attorney;
- d. that the Principal grants this power of attorney with the right of the Attorney to substitute this power of attorney;
- e. this power of attorney shall be effective as from the execution of this power of attorney.

..... 2024

The Attorney :

The Principal :

Name :

Title :

Note :

1. If signed in Indonesia, the Proxy should be affixed with an Indonesian Rp.10,000.00 duty stamp or, if the stamp duty is paid by using a stamp duty machine, the stamp duty should be printed on the signature page of the Proxy. If signed outside of Indonesia, the Proxy must be legalized by a public notary and by the Embassy/Consulate of the Republic of Indonesia in the country where the Proxy is signed and the signed Proxy should be stamped with stamp duty at the Central Post Office in Indonesia.
2. In determining a quorum in the Meeting, members of the Board of Directors, members of the Board of Commissioners and the Company's employees may act as a proxy, however as proxy holders, they are not eligible to cast any vote during the voting session.
3. Pursuant to the provision of the articles of association of the Company, the duly completed and signed Proxy (including the completed voting instruction) shall be submitted to the Board of Directors of the Company during working hours at the Company's Corporate Secretary, Wisma Hayam Wuruk 10th Floor, Jalan Hayam Wuruk No. 8, Jakarta 10120 and shall have been received not later than 3 (three) working days prior to the Meeting.
4. The Shareholders having the status of a legal entity may be represented in said Meeting by a person or persons lawfully authorized in accordance with the articles of association of said legal entity to act in such manner and shall submit **a complete photocopy of their Article of Association.**
5. Shareholders whose shares have not been electronically registered in the collective custody of KSEI or their Attorneys are respectfully requested to bring to the Meeting and give to the registration officer of the Company before entering the Meeting room (i) a copy of Collective Shares Certificates for the Shareholders' shares; and (ii) a copy of their Identify Card (KTP) or other legal identity documents. Shareholders whose shares are registered in the collective custody of KSEI or their Attorneys should present a Written Confirmation for the Meeting/Konfirmasi Tertulis Untuk Rapat ("**KTUR**"). KTUR is made available by the respective securities company or Custodian Bank.
6. This Proxy shall not preclude the Shareholder from personally attending and casting votes at the Meeting. In this case, the Proxy which has been issued automatically invalid by law.