

**CODE OF CONDUCT**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS (“AGMS”)**  
**PT BAKRIE SUMATERA PLANTATIONS TBK (“The Company”)**  
**22 JULY 2022**

**1 General**

- a. The AGMS will be held by referring to the Regulation of the Financial Services Authority No. 15/POJK.04/2020 (“POJK 15/2020”) on the Plan and Implementation of the General Meeting of Shareholders of Publicly Listed Companies and the Regulation of the Financial Services Authority No. 16/POJK.04/2020 (“POJK 16/2020”) on the Implementation of the General Meeting of Shareholders of Publicly Listed Companies by Electronic Means.
- b. **The Company will not hold AGMS physically, therefore, the Shareholders can attend in the AGMS electronically through eASY.KSEI website at <https://akses.ksei.co.id> provided by KSEI.**

**2 Attendance**

The Shareholders whose attendance will be counted in the AGMS are only the Shareholders or their legitimate proxies whose names are registered on the Company’s List of Shareholders on 29 June 2022 until 16:00 Western Indonesian Time.

**3 Quorum**

the AGMS can be convened if it is attended by the Shareholders or their legitimate proxies representing more than 1/2 (half) of total shares with lawful voting rights (Article 41 Clause 1(a) POJK No.15/2020 and Article 13 clause 1(a) the Company’s Articles of Association).

**4 Questions and Answers**

- a. If it is not determine otherwise by the Chairman, after the discussion of each AGMS agenda the Chairman will give an opportunity to the Shareholders or their authorized representatives to ask questions.
- b. For the Shareholders or their authorized representatives who attend the AGMS electronically can submit questions, by writing down their names or their representatives shareholders and the size of their share ownership first followed by the related questions, through the “Opinion Statement” function on their “E-meeting Hall” screen and thereafter, the Chairman will respond to the questions that have been transfered to the flow text box either verbally and/or in writing.
- c. Shareholders or their proxies may submit further questions or opinions verbally, by pressing the “raise hand” button first, and if permitted by the Chairman of the Meeting, the Company will press the “allow to talk” button for the shareholder
- d. The Chairman or any party appointed by the Chairman is entitle to refuse to respond or reply questions that is not relevant with the AGMS Agenda discussed based on the opinion of the Chairman or any party appointed by the Chairman.

## **5 Voting**

- a. Voting will be conducted after the discussion of each agenda, unless otherwise determined by the Chairman.
- b. Electronic voting will be done via live voting after the "Start Voting" button is pressed.
- c. For electronic voting, the Shareholders are given 5 minutes time per vote.

## **6 Resolutions and Voting**

- a. All resolutions herein shall be made based on deliberations for a consensus (Article 87 clause (1) Limited Liability Company Law, Article 13 clause (9) of The Company's Article of Association).
- b. In the event that the consensus is not accomplished, the resolutions of the AGMS shall be resolved and will be valid if they are approved by more than 1/2 (half) of the total shares with lawful voting rights who attend the AGMS (Article 41 Clause 1(c) POJK No. 15/2020, Article 13 clause 1(d) the Company's Article of Association).

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