

**RULE OF CONDUCT**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS**  
**PT KOTA SATU PROPERTI Tbk**  
**Allstay Hotel – Semarang, 23 June 2021**

Shareholders and shareholder representatives attending the Annual General Meeting of Shareholders (hereinafter referred to as the “Meeting”), are requested to observe the following provisions:

**A. PREVENTING THE SPREAD OF COVID-19**

By taking into account the provisions in force in the Capital Market and Government policies regarding Large-Scale Social Restrictions, health and safety protocols in the building environment where the Meeting will be held as regulated in Law no. 2 of 2020 concerning the Stipulation of Government Regulation in Lieu of Law Number 1 of 2020 concerning State Financial Policy and Financial System Stability for Handling the 2019 Corona Virus Disease (COVID-19) Pandemic and/or In Facing Threats That Endanger the National Economy and/or System Stability Finance Becomes Law, as well as Regulation of the Minister of Health No. 9 of 2020 concerning Guidelines for Large-Scale Social Restrictions in the Context of Accelerating the Handling of Corona Virus Disease-19, then:

**1. Health and Safety Protocol**

Every Shareholder and Proxy of Shareholders is pleased to follow the health and safety procedures established by the Company and the Management of the Building where the Meeting is held, which are obliged to:

- a. Body temperature check.
- b. Necessary Covid-19 preventive sterilization (masks and hand sanitizer).
- c. Follow Health and Safety Protocols.

**2. Limitation of Meeting Participants**

- a. To implement the Health and safety protocol, the Company pays attention to the capacity of the meeting room and arranges it in such a way that the number of physical attendance in the Meeting Room still pays attention to the provisions of physical distance in accordance with PSBB provisions. The number of participants in the meeting includes the attendance of the Board of Commissioners, Board of Directors, Notary Public, Shareholders and Proxy of Shareholders.
- b. Henceforth the Shareholders and/or their proxies are encouraged to grant power of attorney to the Independent Proxy (Mr Solomon Panjaitan).

## **B. MEETING PREPARATION**

The Company provides an alternative to Electronic Authorization. The Company urges the shareholders who are entitled to attend the Meeting whose shares are included in the collective custody of KSEI, to grant power of attorney to the Independent Proxy appointed by the Indonesian Central Securities Depository (KSEI) through the KSEI Electronic General Meeting System (eASY.KSEI) facility in link <https://access.ksei.co.id/> provided by KSEI as an electronic authorization mechanism in the process of holding the Meeting, no later than 1 (one) working day prior to the holding of the Meeting.

## **C. REGISTRATION PROCESS**

1. Shareholders or their Proxy of Shareholders who will attend the Meeting must follow the health and safety protocols as described previously.
2. In order to facilitate the arrangement and orderliness of the Meeting, Shareholders or their legal proxies are respectfully requested to be at the Meeting venue at least 30 (thirty) minutes before the Meeting begins.
3. Shareholders or their Proxy of Shareholders who will attend are required to bring the following documents:
  - a. Shareholders whose shares are in the collective custody of PT Kustodian Sentral Efek Indonesia are required to show Written Confirmation for Meetings (“KTUR”) which can be obtained at the securities company or custodian bank where the Shareholders open their securities accounts;
  - b. Shareholders or their Proxies for Individual Shareholders are required to bring:
    - ID card or other proof of identity;
    - Power of attorney and KTP or other proof of identity from the Giver and the Proxy.
  - c. Legal Entity Shareholders or Proxy of Legal Entity Shareholders:
    - Photocopy of the company's latest Articles of Association;
    - Photocopy of the latest deed of Appointment of the Company's Board of Directors;
    - Special Power of Attorney (if required by the Articles of Association of the Legal Entity concerned) and KTP or other proof of identity from the Giver and the Proxy.
4. Meeting participants are only allowed to bring personal items that are considered reasonable to be brought into the Meeting room.
5. All personal communication tools, including cellular phones, must be deactivated or set to vibrate during the Meeting.

## **D. IMPLEMENTATION OF MEETINGS**

### **1. GMS participants are:**

- a. Shareholders or their proxies whose names are recorded in the Register of Shareholders of the Company and or owners of the Company's shares in collective custody at PT Kustodian Sentral Efek Indonesia with the closing of share trading on the Indonesia Stock Exchange on May 31, 2021 at 16.00 WIB (recording date)
- b. Shareholders can be represented by other shareholders or other people with a power of attorney.
- c. Members of the Board of Directors, Board of Commissioners and employees of the Company may act as proxies for shareholders at the Meeting but the votes they cast at the Meeting cannot be counted in the voting.
- d. The Chairperson of the Meeting has the right to request that a power of attorney to represent the shareholders be shown to him during the Meeting.
- e. Meeting participants have the right to express opinions and/or ask questions and vote in each agenda item of the Meeting.
- f. Meeting participants who arrive late after the closing of the registration period can still participate in the Meeting agenda but their votes cannot be counted and cannot participate in the Q&A session.

### **2. Meeting Chair**

In accordance with the provisions of Article 22 paragraph 1 of the Company's articles of association, the Meeting will be chaired by a member of the Board of Commissioners appointed by the Board of Commissioners. The Chairperson of the Meeting is responsible for the smooth running of the Meeting and has the right to decide on the Meeting procedures that have not been regulated or have not been sufficiently regulated in these Rules.

### **3. Quorum of Attendance and Quorum of Meeting Resolutions**

Quorum of Attendance and Quorum of GMS Resolutions for agenda items that must be decided at the GMS follow the provisions of Article 23 paragraph 1(a) namely that the GMS may be held if at the GMS more than (one half) of the total shares with voting rights are present or represented, unless the law and/or Articles of Association specify a larger quorum.

### **4. Questions and Answers and/or Feedback**

- a. Each meeting agenda is given the opportunity to ask questions and/or provide responses (except for the reporting agenda). Each Q&A session is limited to a maximum of 2 questions.

- b. Questions and/or responses must relate directly to matters relating to the Meeting Agenda being discussed.
- c. Questions and/or responses can only be submitted by the shareholders or their legal proxies by raising their hands.
- d. The questioner and/or responder must first state the name or shareholder he represents and the number of shares owned and/or represented.
- e. After all questions and/or responses have been submitted, the Chairperson of the Meeting or the party appointed by the Chairperson of the Meeting will answer and/or respond to the questions and/or responses of the shareholders.

## **5. Decision Making Mechanism**

In accordance with the provisions of Article 23 paragraph 13 of the Company's Articles of Association, all decisions are made based on deliberation and consensus. In the event that a decision based on deliberation for consensus is not reached, then the decision is taken by voting based on the decision quorum previously mentioned.

For shareholders who do not vote or abstain, based on Article 23 paragraph 12 of the Company's articles of association, it will be deemed to have cast the same vote as the majority of shareholders who voted in the Meeting.

Shareholders who have given power of attorney through the KSEI Electronic General Meeting System (eASY.KSEI) facility have cast their votes in the eproxy

The Company has appointed independent parties, namely:  
Notary Retno Hertiyanti, SH, MH. to further validate and announce the results of the vote count.

## **E. CLOSING**

Other matters that have not been regulated in these Rules will be determined later by the Chairperson of the Meeting.

Semarang, June 23, 2021

Company Directors