

CONVOCATION

ANNUAL GENERAL MEETING OF SHAREHOLDERS

PT INDO TAMBANGRAYA MEGAH Tbk.

Conducted Electronically

Jakarta, 30 March 2023

13.30 WIB – onwards

Printed Version of Convocation is Not Available

CONVOCAATION OF ANNUAL GENERAL MEETING OF SHAREHOLDERS PT INDO TAMBANGRAYA MEGAH Tbk (“Company”)

The Board of Directors of PT Indo Tambangraya Megah Tbk hereby announce the Convocation to the Shareholders of the Company, that the Annual General Meeting of Shareholders (the “**Meeting**”) will be held as per following details

Day/Date : Thursday, 30 March 2023
Time : 13.30 WIB (Western Indonesia Time) – ends
Venue : Pondok Indah Office Tower 3, Lt.3, Jl Sultan Iskandar Muda Kav V-TA Jakarta Selatan, Jakarta 12310

The Company will convene the Meeting electronically; therefore, the Company encourages all Shareholders to attend the Meeting with the following mechanism:

- 1. Attend the Meeting electronically through eASY.KSEI (<https://akses.ksei.co.id/>) application; or**
- 2. Represented by other parties by granting a power of attorney electronically through eASY.KSEI (<https://akses.ksei.co.id/>) application; or**
- 3. Granting conventional power of attorney to independent representative appointed by the Company by using Proxy Form provided by the Company as available and can be downloaded in the Company’s website, <https://itmg.co.id/en/corporate-governance/gms> from Convocation date until one business day prior to the Meeting.**

MEETING AGENDA AND EXPLANATION (1/3)

First Agenda:

Approval of the Annual Report and Ratification of the Financial Statement of the Company for the financial year 2022.

Explanation:

The Board of Directors and the Board of Commissioners report on the course of the Company during the financial year ended by 31 December 2022 in the Annual Report including the Sustainable Report as well as the Company's performance in the Annual Consolidated Financial Statement for year ended by 31 December 2022 that has been audited by public accountant KAP Tanudiredja, Wibisana, Rintis and Partners.

Second Agenda:

Determination of the utilization of the Company's net profit for financial year 2022.

Explanation:

In accordance with Article 26 paragraph (1) and paragraph (2) of The Company's Article of Association as well as Article 70 and 71 of Law No. 40 Year 2007 on Limited Liability Company, the use of the Company's net profits must be approved by the General Meeting of Shareholder.

Through the approval of the Board of Commissioners, the Company has paid an interim dividend for the first semester of 2022 from net profit, amounting to Rp.4,128,- (four thousand one hundred twenty-eight Rupiah) per share which was paid on November 22, 2022.

MEETING AGENDA AND EXPLANATION (2/3)

Third Agenda

Appointment of a Public Accountant to Audit the Financial Statement of the Company for Financial Year 2023.

Explanation :

In accordance with the provisions of Article 13 paragraph (4) and paragraph (6) of the Financial Services Authority Regulation No.13/POJK.03/2017 on the Use of Public Accountant Services and Public Accounting Firms in Financial Services activities.

The Company hereby propose for approval to the Meeting to appoint Mr. Toto Harsono, S.E. and the Public Accounting Firm of Tanudiredja, Wibisana, Rintis & Rekan based on the recommendation of the Audit and Risk Monitoring Committee and to authorize the Board of Commissioners and/or the Board of Directors to do everything as deemed necessary in implementing the above decision.

MEETING AGENDA AND EXPLANATION (3/3)

Fourth Agenda

Determination of Remuneration of the Board of Commissioners and Board of Directors for Financial Year 2023.

Explanation :

a) Determination of remuneration for the Board of Commissioners

Based on Article 113 of Law No.40 Year 2007 on Limited Liabilities Company, and Article 22 paragraph (8) of the Company's Article of Association, the Company will propose an approval on salary, honorarium and allowances for the Company's Board of Commissioners and to further grant power and authority to the President Commissioner to determine the distribution among members of the Board of Commissioners.

b) Determination of remuneration for the Board of Directors

Referring to the provisions of Article 96 paragraph (1) of Law no. 40 of 2007 on Limited Liability Companies, the amount of the Board of Directors' salaries and allowances is determined based on the decision of the General Meeting of Shareholders, however, according to the provisions of Article 96 paragraph (2) of Law no. 40 of 2007 on Limited Liability Companies and Article 20 paragraph (5) of the Company's Articles of Association, this authority can be delegated to the Board of Commissioners.

PROVISIONS FOR SHAREHOLDERS WITH THE RIGHT TO ATTEND IN THE MEETING (1/2)

- 1) Shareholders who are entitled to attend or represented at the Meeting are Shareholders whose names are registered in the Company's Register of Shareholders on 7 March 2023 at 16.00 WIB (Western Indonesia Time) and/or holders of the Company's shares at the sub-securities account of PT Kustodian Sentral Efek Indonesia (KSEI) on the closing of shares trading at the Indonesia Stock Exchange on 7 March 2023.
- 2) In connection with the issuance of KSEI's letter No KSEI 4012/0521 dated 31 May 2021 regarding the Implementation of the e-Proxy Module and e-Voting Module on the Application of eASY KSEI along with the General Meeting of Shareholders, the Meeting will be held electronically, so that Shareholders can attend through the Electronic General Meeting System application through <https://easy.ksei.co.id/egken/>, as provided by KSEI.
- 3) Further, the guideline of registration, usage and explanation for eASY.KSEI and AKSes KSEI can be found on the website of : <https://akses.ksei.co.id>.
- 4) If the Shareholder chooses not to attend the Meeting electronically, the respective Shareholder may authorize the Independent Party being appointed by the Company so that its presence and voting rights are represented by the Independent Party electronically in the Meeting through eASY.KSEI application, with the following conditions:
 - a) Downloading the power of attorney as available in the Company's website (www.itmg.co.id) to be filled and submitted to the Company at latest on 28 March 2023 pukul 16.00 WIB through a Securities Administration Bureau appointed by the Company, namely:
PT Datindo Entrycom
Jl. Hayam Wuruk No. 28, Jakarta 10120
phone: +62-21-350 8077).

PROVISIONS FOR SHAREHOLDERS WITH THE RIGHT TO ATTEND IN THE MEETING (2/2)

- b) The Power of Attorney must be equipped with a copy of Identity Card (KTP) or other valid identification. For Shareholders in the form of Legal Entities, a copy of the Articles of Association as well as the latest Deed on the Changes of Composition of the Board.
- c) Any member of the Board of Commissioners, Board of Directors, and any employee of the Company may act as a proxy for the Shareholders in the Meeting, but any vote they cast as proxy in the Meeting will not be counted in the voting including if such person act as the Shareholders
- d) The Shareholders are not allowed to split their authority of some shares to more than one proxy with different vote.

MEETING MATERIAL

- a) All meeting-related materials including the Power of Attorney and Meeting Rules of Conduct can be accessed through the Company's website (www.itmg.co.id).
- b) Shareholders of the Company are expected to carefully read the Meeting's Rule of Conduct, including for those who will attend the Meeting electronically, the electronic Meeting guideline available at eASY KSEI application's website.

QUESTIONS RELATED WITH MEETING AGENDA

The Shareholders who are entitled to attend, have the right to submit questions related to the Meeting Agenda through the Company's email corsecitm@banpuindo.co.id; and the questions thereof will be submitted in the Meeting by the authorized proxy and recorded in the Minutes of Meeting to be prepared by the Notary, and the response to those questions will be replied to the Shareholders' email after the Meeting.

VOTING RESULT

Notary with the assistance of the Shares Administration Bureau, will validate and calculate the voting for respective Meeting's Agenda in every voting for each respective Agenda, including the submitted votes through eASY.KSEI and the submitted votes in the Meeting.

OTHERS

- 1) The Company does not send a separate invitation letter to the Shareholders and this invitation for the Meeting is an official invitation.
- 2) Any changes and/or additional information related to the implementation procedures of the Meeting which has not incorporated under this Invitation will be further updated on the Company's website.

Jakarta, 8 March 2023
PT Indo Tambangraya Megah Tbk

The Board of Directors