

**BAHAN MATA ACARA
RAPAT UMUM PEMEGANG SAHAM TAHUNAN
PT SARASWANTI INDOLAND DEVELOPMENT Tbk
("Perseroan")**

MATA ACARA KE 1

Persetujuan atas Laporan Tahunan termasuk Pengesahan Laporan Keuangan Perseroan, dan Persetujuan Laporan Tugas Pengawasan Dewan Komisaris untuk tahun buku yang berakhir pada tanggal 31 Desember 2023 serta memberikan pembebasan dan pelunasan tanggung jawab sepenuhnya kepada Direksi dan Dewan Komisaris atas tindakan pengurusan dan pengawasan Perseroan yang telah dijalankan selama tahun buku yang berakhir pada tanggal 31 Desember 2023.

Penjelasan :

Berdasarkan ketentuan Anggaran Dasar Perseroan Pasal 17 ayat 10, Anggaran Dasar Perseroan Pasal 19 ayat 3 dan 4, dan Undang-Undang No. 40 Tahun 2007 tentang Perseroan Terbatas Pasal 69, Laporan Tahunan termasuk Pengesahan Laporan Keuangan Perseroan dan Laporan Tugas Pengawasan Dewan Komisaris Perseroan harus mendapatkan persetujuan dari Rapat Umum Pemegang Saham Perseroan (RUPS). Persetujuan dan/atau Pengesahan Pemegang Saham pada mata acara ini sekaligus memberikan pelunasan dan pembebasan tanggung jawab sepenuhnya kepada Direksi dan Dewan Komisaris Perseroan, atas tindakan pengurusan dan pengawasan yang telah dijalankan selama tahun buku 2023.

MATA ACARA KE 2 :

Persetujuan atas penggunaan Laba Bersih Tahun Berjalan Perseroan sesuai Laporan Keuangan Perseroan per tanggal 31 Desember 2023 sebesar Rp21.181.542.569 (dua puluh satu miliar seratus delapan puluh satu juta lima ratus empat puluh dua ribu lima ratus enam puluh sembilan Rupiah).

**AGENDA MATERIALS
ANNUAL GENERAL MEETING OF SHAREHOLDERS OF
PT SARASWANTI INDOLAND DEVELOPMENT Tbk
("Company")**

1st AGENDA

Approval for the Annual Report including Ratification of the Company's Financial Statements, and Approval of the Board of Commissioners Supervisory Report for the financial year ended December 31st, 2023 and granting full release and discharge of responsibility to the Board of Directors and the Board of Commissioners for the management and supervision of the Company that have been carried out during the financial year ended on December 31st, 2023.

Explanation :

Pursuant to the provisions of the Company's Articles of Association Article 17 paragraph 10, the Company's Articles of Association Article 19 paragraphs 3 and 4, and Law no. 40 of 2007 concerning Limited Liability Companies Article 69, the Annual Report including the Ratification of the Company's Financial Statements and the Supervisory Report of the Company's Board of Commissioners must obtain approval from the Company's General Meeting of Shareholders (GMS). Approval and/or Ratification of the Shareholders in this agenda item also provides full release and discharge of responsibility to the Board of Directors and the Board of Commissioners of the Company, for the management and supervisory actions that have been carried out during the 2023 financial year.

2nd AGENDA:

Approval for the use of Current Year Company's Net Profit according to Company's Financial Statements as December 31st, 2023 amounting to Rp21,181,542,569 (twenty-one billion one hundred eighty-one million five hundred forty-two thousand five hundred sixty-nine Rupiah).

Penjelasan :

Berdasarkan ketentuan Anggaran Dasar Perseroan Pasal 19 ayat 3, Anggaran Dasar Perseroan Pasal 24, dan Undang-undang No. 40 Tahun 2007 tentang Perseroan Terbatas Pasal 70 dan 71, Perseroan mengajukan penggunaan laba bersih tahun berjalan Perseroan, jika Perseroan mempunyai saldo positif.

Explanation :

Based on the provisions of the Company's Articles of Association Article 19 paragraph 3, Article 24 of the Company's Articles of Association, and Law No. 40 of 2007 concerning Limited Liability Companies Articles 70 and 71, the Company proposes the use of the Company's net profit for the year, if the Company has a positive balance.

MATA ACARA KE 3

Penyampaian Laporan Realisasi Penggunaan Dana Hasil Penawaran Umum periode Desember 2023.

Penjelasan :

Berdasarkan ketentuan POJK 30/POJK.04/2015 tentang Laporan Realisasi Penggunaan Dana Hasil Penawaran Umum Pasal 6, bahwa perseroan wajib mempertanggungjawabkan realisasi penggunaan dana hasil Penawaran Umum dalam setiap RUPS tahunan sampai dengan seluruh dana hasil Penawaran Umum telah direalisasikan.

3rd AGENDA

Submission of Realized Use of Fund from the Public Offering Report for December, 2023 period.

Explanation :

Based on the provisions of POJK 30/POJK.04/2015 concerning Realized Use of Fund from the Public Offering Report Proceeds Article 6, that the company is required to be responsible for the realization of the use of proceeds from a Public Offering at each annual GMS until all proceeds from the Public Offering have been realized.

MATA ACARA KE 4

Persetujuan pendelegasian kewenangan kepada Dewan Komisaris Perseroan untuk menunjuk Kantor Akuntan Publik yang terdaftar di OJK dalam rangka melakukan pemeriksaan dan audit laporan keuangan historis tahun buku yang berakhir pada tanggal 31 Desember 2024, serta pendelegasian kewenangan kepada Direksi Perseroan untuk menetapkan jumlah honorarium beserta persyaratan lain penunjukannya.

Penjelasan :

Berdasarkan ketentuan Anggaran Dasar Perseroan Pasal 19 ayat 3, POJK 15/POJK.04/2020 tentang Rencana Dan Penyelenggaraan Rapat Umum Pemegang Saham Perusahaan Terbuka Pasal 59, dan Peraturan OJK Nomor 13/POJK.03/2017 tentang Penggunaan Jasa Akuntan Publik dan Kantor Akuntan Publik Dalam Kegiatan Jasa Keuangan Pasal 13 ayat (1), pendelegasian kewenangan kepada Dewan Komisaris untuk menunjuk KAP wajib disampaikan dalam RUPS.

4th AGENDA

Approval for the delegation of Company's Board of Commissioners authority to appoint a Public Accounting Firm registered with the OJK in order to conduct examinations and audits of the historical financial statements for the financial year ending on December 31st, 2024, and the delegation of authority to Company's Directors to determine the amount of honorarium and other terms of appointment.

Explanation :

Based on the provisions of the Company's Articles of Association Article 19 paragraph 3, POJK 15/POJK.04/2020 concerning Plans and Organizing of General Meeting of Shareholders of Public Companies Article 59, and OJK Regulation Number 13/POJK.03/2017 concerning Use of Public Accountant Services and Accounting Firms Public In Financial Services Activities Article 13 paragraph (1), the delegation of authority to the Board of Commissioners to appoint KAP must be submitted at the GMS.

MATA ACARA KE 5

Persetujuan atas pemberian kewenangan kepada Dewan Komisaris Perseroan untuk menentukan besarnya gaji, tunjangan, dan fasilitas lainnya bagi anggota Direksi dan Dewan Komisaris Perseroan.

Penjelasan :

Berdasarkan ketentuan Anggaran Dasar Perseroan Pasal 11 ayat 7, Pasal 14 ayat 6, Undang-Undang No. 40 Tahun 2007 tentang Perseroan Terbatas, besarnya gaji, tunjangan, dan fasilitas lainnya bagi anggota Direksi dan Dewan Komisaris Perseroan ditetapkan oleh RUPS dan wewenang tersebut oleh RUPS dapat dilimpahkan kepada Dewan Komisaris.

MATA ACARA KE 6

Persetujuan atas perubahan susunan Direksi Perseroan.

Penjelasan :

Berdasarkan ketentuan Anggaran Dasar POJK 33/POJK.04/2014 tentang Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik Pasal 8 ayat 3 dan ketentuan Anggaran Dasar Pasal 11 ayat 13.

Sleman, 4 Juni 2024

PT Saraswanti Indoland Development Tbk
Direksi Perseroan

5th AGENDA

Approval for granting authority to the Company's Board of Commissioners to determine the amount of salary, allowances and other facilities for members of Company's Board of Directors and Board of Commissioners.

Explanation :

Based on the provisions of the Company's Articles of Association Article 11 paragraph 7, Article 14 paragraph 6, Law No. 40 of 2007 concerning Limited Liability Companies, the amount of salary, benefits and other facilities for members of the Board of Directors and Board of Commissioners of the Company is determined by the GMS and this authority by the GMS can be delegated to the Board of Commissioners.

6th AGENDA

Approval of composition changes of the Company's Board of Directors.

Explanation :

Based on the provisions of the Articles of Association and Financial Services Authority Regulation (POJK) No. 33/POJK.04/2014 regarding the Board of Directors and the Board of Commissioners of Issuers or Public Companies, Article 8 paragraph 3 and the provisions of the Articles of Association, Article 11 paragraph 13.

Sleman, June 4th, 2024

PT Saraswanti Indoland Development Tbk
Board of Directors