

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 2024 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 2024.

Penjelasan :

Berdasarkan ketentuan Anggaran Dasar Perseroan dan Undang Undang Republik Indonesia 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.

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 2024.

MATA ACARA KE-2 :

Persetujuan atas penggunaan Laba Bersih Tahun Berjalan Perseroan sesuai Laporan Keuangan Perseroan per tanggal 31 Desember 2024 sebesar Rp18.629.601.781 (delapan belas miliar enam ratus dua puluh sembilan juta enam ratus satu ribu tujuh ratus delapan puluh satu rupiah).

Penjelasan :

Berdasarkan ketentuan Anggaran Dasar Perseroan dan Undang-undang No. 40 Tahun 2007 tentang Perseroan Terbatas Pasal 70 dan 71, Perseroan mengajukan

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

1ST AGENDA :

Approval of the Annual Report including Ratification of the Company's Financial Statements, and Approval of the Supervisory Report of the Board of Commissioners for the financial year ending on December 31st, 2024, as well as the granting of full release and discharge (acquit et de charge) to the Board of Directors and the Board of Commissioners for the management and supervisory actions carried out during the financial year ending on December 31st, 2024.

Explanation :

Pursuant to the provisions of the Company's Articles of Association and Article 69 of Law of the Republic of Indonesia No. 40 of 2007 on Limited Liability Companies, the Annual Report, including the ratification of the Company's Financial Statements and the Supervisory Report of the Board of Commissioners, must be approved by the Meeting.

The approval and/or ratification by the Shareholders of this agenda item shall also constitute full discharge and release of responsibility (acquit et de charge) to the Board of Directors and the Board of Commissioners of the Company for the management and supervisory actions carried out during the 2024 fiscal year.

2ND AGENDA :

A Approval of the appropriation of the Company's Net Profit for the year as stated in the Company's Financial Statements as of December 31, 2024, in the amount of Rp18,629,601,781 (eighteen billion six hundred twenty-nine million six hundred one thousand seven hundred eighty-one rupiah).

Explanation :

Pursuant to the provisions of the Company's Articles of Association and Law No. 40 of 2007 on Limited Liability Companies, Articles 70 and 71, the

penggunaan laba bersih tahun berjalan Perseroan, jika Perseroan mempunyai saldo positif.

Company proposes the appropriation of the current year's net profit, provided that the Company has a positive balance.

MATA ACARA KE-3 :

Penyampaian Laporan Realisasi Penggunaan Dana Hasil Penawaran Umum per Desember 2024.

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 Rapat sampai dengan seluruh dana hasil Penawaran Umum telah direalisasikan.

3RD AGENDA :

Presentation of the Report on the Realization of the Use of Proceeds from the Public Offering as of December 2024.

Explanation :

Pursuant to the provisions of OJK Regulation No. 30/POJK.04/2015 on the Report on the Realization of Use of Proceeds from Public Offerings, Article 6, the Company is required to account for the realization of the use of proceeds from the Public Offering at each Meeting until all such proceeds have been fully utilized.

MATA ACARA KE-4 :

Persetujuan pendelegasian kewenangan kepada Dewan Komisaris Perseroan untuk menunjuk Kantor Akuntan Publik dalam rangka melakukan pemeriksaan dan audit laporan keuangan historis tahun buku yang berakhir pada tanggal 31 Desember 2025, serta pendelegasian kewenangan kepada Direksi Perseroan untuk menetapkan jumlah honorarium beserta persyaratan lain penunjukannya.

Penjelasan :

Berdasarkan ketentuan Anggaran Dasar Perseroan, POJK 15/POJK.04/2020 tentang Rencana dan Penyelenggaraan Rapat Umum Pemegang Saham Perusahaan Terbuka Pasal 59, dan POJK Nomor 9 Tahun 2023 tentang Penggunaan Jasa Akuntan Publik dan Kantor Akuntan Publik Dalam Kegiatan Jasa Keuangan Pasal 3.

4TH AGENDA :

Approval of the delegation of authority to the Company's Board of Commissioners to appoint a Public Accounting Firm for the purpose of conducting an examination and audit of the historical financial statements for the fiscal year ending on December 31st, 2025, and delegation of authority to the Company's Board of Directors to determine the amount of honorarium and other terms of the appointment.

Explanation :

Pursuant to the provisions of the Company's Articles of Association, OJK Regulation No. 15/POJK.04/2020 on the Planning and Implementation of the General Meeting of Shareholders of Public Companies, Article 59, and OJK Regulation No. 9 of 2023 on the Use of Public Accountant Services and Public Accounting Firms in Financial Services Activities, Article 3.

MATA ACARA KE-5 :

Persetujuan penetapan gaji atau honorarium serta tunjangan lainnya bagi Anggota Direksi dan Dewan Komisaris Perseroan.

Penjelasan :

Berdasarkan ketentuan Anggaran Dasar Perseroan dan 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.

5TH AGENDA :

Approval of the determination of salaries or honoraria and other benefits for the members of the Board of Directors and the Board of Commissioners of the Company.

Explanation :

Pursuant to the provisions of the Company's Articles of Association and Law No. 40 of 2007 on Limited Liability Companies, the amount of salary, allowances, and other benefits for members of the Board of Directors and the Board of Commissioners of the Company shall be determined by the General

Meeting of Shareholders (GMS), and such authority may be delegated by the GMS to the Board of Commissioners.

MATA ACARA KE-6 :

Persetujuan atas perubahan susunan Direksi Perseroan.

Penjelasan :

Berdasarkan ketentuan Anggaran Dasar Perseroan dan POJK 33/POJK.04/2014 tentang Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik Pasal 3 ayat 1, pasal 8 ayat 3, dan pasal 2.

MATA ACARA KE-7 :

Persetujuan atas Perubahan Intensi Manajemen terhadap fungsi Tower Bima.

Penjelasan :

Fungsi Tower Bima pada mulanya akan dijadikan sebagai apartemen, namun manajemen merubah fungsi Tower Bima menjadi hotel. Perubahan Tower Bima dari apartemen menjadi hotel dinilai memberikan dampak positif dalam menghasilkan *recurring income* yang lebih tinggi jika dibandingkan dengan tower tersebut tetap difungsikan sebagai apartemen. *Recurring income* yang lebih tinggi memberikan jaminan keberlanjutan usaha yang lebih baik bagi Perseroan.

MATA ACARA KE-8 :

Persetujuan atas rencana Perseroan untuk menjaminkan harta kekayaan Perseroan lebih dari 50% jumlah kekayaan bersih dalam bentuk aset dan/atau jaminan perusahaan (corporate guarantee).

Penjelasan :

Berdasarkan ketentuan Anggaran Dasar Perseroan dan Undang-Undang Republik Indonesia No. 40 Tahun 2007 Pasal 102 ayat 1 tentang Perseroan Terbatas.

6TH AGENDA :

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

Explanation :

Pursuant to the provisions of the Company's Articles of Association and OJK Regulation No. 33/POJK.04/2014 concerning the Board of Directors and Board of Commissioners of Issuers or Public Companies, Article 3 paragraph (1), Article 8 paragraph (3), and Article 2.

7TH AGENDA :

Approval of the Change in Management's Intention Regarding the Function of Tower Bima.

Explanation :

The Bima Tower was initially intended to function as an apartment; however, management has decided to convert its use into a hotel. This change from an apartment to a hotel is considered to have a positive impact, as it is expected to generate higher recurring income compared to retaining its original function as an apartment. Higher recurring income provides better assurance of business sustainability for the Company.

8TH AGENDA :

Approval of the Company's Plan to Pledge More Than 50% of Its Net Assets in the Form of Assets and/or Corporate Guarantee.

Explanation :

Pursuant to the provisions of the Company's Articles of Association and Article 102 paragraph (1) of Law of the Republic of Indonesia No. 40 of 2007 on Limited Liability Companies.

Sleman, 5 Mei 2025

PT Saraswanti Indoland Development Tbk
Direksi Perseroan

Sleman, May 5th, 2025

PT Saraswanti Indoland Development Tbk
Board of Directors