



PT MULTIPOLAR TECHNOLOGY Tbk

AGENDA & RULES of CONDUCT

EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

18 APRIL 2022

**PT Multipolar Technology Tbk
Bulevar Gajah Mada No. 2025
Lippo Cyber Park, Lippo Village
Tangerang, Banten 15811**

DAY/DATE : **Monday/18 April 2022**
TIME : **10.00 WIB – finish**
VENUE : **1. Physically held at :**
PT Multipolar Technology Tbk
Bulevar Gajah Mada No. 2025
Lippo Cyber Park, Lippo Village
Tangerang, Banten 15811
2. Electronically organized by the Company
Using the eASY-KSEI application
Bulevar Gajah Mada No. 2025
(<https://access.ksei.co.id>) provided by
PT Kustodian Sentral Efek Indonesia

Extraordinary General Meeting of Shareholder ('EGMS') Agenda

1. Explanation of the transaction plan: (a) the transfer of the Company's shares in its subsidiary, namely PT Graha Teknologi Nusantara ("GTN") to Edgeconnex Europe B.V. ("ECX") and Edgeconnex Asia Hold Co I (Singapore) B.V. and (b) the sale of the Company's assets in the form of land to ECX ("Planned Transaction") which is a Material Transaction as referred to in the Regulation of the Financial Services Authority No.17/POJK.04/2020 concerning Material Transactions and Changes in Business Activities ("POJK 17/2020") including an explanation of the Appraiser Report and Fairness Opinion on the Proposed Transaction Approval of the transaction plan for the transfer of shares of the subsidiary and the sale of the Company's assets in the form of land which is a Material Transaction as referred to in the Regulation of the Financial Services Authority No. 17/POJK.04/2020;
2. Approval of the Proposed Transaction which is a Material Transaction as referred to in POJK 17/2020; and
3. Approval of the signing of the Deed of Purchase Option for Land Expansion between the Company and ECX (the "Purchase Option Deed").

Rules of Conduct

1. In accordance to the Convocation for EGMS, hereinafter referred to as '**the Meeting**' on 24 March 2022, related to the outbreak of the Covid-19 pandemic and the Government policy for the Implementation of Restrictions on Emergency Community Activities (PPKM Emergency) in order to prevent the spread of the outbreaks as well as the Instruction of the Minister of Home Affairs of the Republic of Indonesia No. 57 of 2021 concerning the implementation of Restrictions on Community Activities Level 3, Level 2 and Level 1 in the Java and Bali Province dated 1 November 2021, Financial Services Authority Letter ('OJK') No. S-124/D.04/2020 dated 24 April 2020 concerning Certain Conditions in Organizing an Electronic General Meeting of Shareholders of the Public Companies and Indonesia Central Securities Depository ("KSEI") Letter No. KSEI-4012/DIR/0521 dated 31 May 2021 concerning Implementation fo the e-Proxy and e-Voting Modules, and General Meeting of Shareholders Broadcasts in eASY-KSEI <https://easy.ksei.co.id/egken>, the Meeting will be held with the following terms:

- a) The Meeting will be conducted in Bahasa Indonesia.
 - b) The Meeting is held physically and electronically.
 - c) Physical Meeting is held in a limited manner attended by the Chairman of the Meeting, Board of Directors and Supporting Professionals who assist in the implementation of the Meeting, namely the Share Registrar ('BAE') and Public Notary.
 - d) Electronic Meeting is conducted through eASY-KSEI by following the guidelines issued by KSEI. The said guidelines can be accessed through : <https://www.ksei.co.id/data/download-data-and-user-guide>
2. Meeting Participants and Chairman of the Meeting
- a) Meeting Participants are Shareholders who have the right to attend and to address his/her opinion/questions and to vote in the Meeting. Shareholders whose names are registered under Shareholders Registrar of the Company on 23 March 2022 at 16.00 WIB of the Meeting.
 - b) Chairman of the Meeting. Based on point (1) paragraph 1 Article 13 of the Company's Articles of Association and Article 37 paragraph 1 of the Financial Services Authority Regulation ("POJK") No. 15/POJK.04/2020 regarding the Planning and Convention of the General Meeting of Shareholders of a Public Company ("POJK 15/2020"), the Meeting is chaired by a member of the Board of Commissioners being appointed by the Board of Commissioner. To ensure the Meeting is conducted in an orderly manner, Chairman of the Meeting has the right to : (i) decide any procedure of the Meeting which has not yet been stipulated or is not sufficiently stipulated in this Rules of Conduct; and (ii) take any action outside the Rules of Conduct, which is deemed necessary
3. Attendance and Quorum Terms
- a) For Agenda 1 will follow the provisions of article 88 paragraph (1) of Law No. 40/2007 of Limited Liability Companies as amended by Law No. 11 of 2020 concerning Job Creation (Ciptaker), article 43 of POJK 15/2020, Article 16 paragraph (4) of the Company's Articles of Association, namely that a general meeting of shareholders can be legally convened and therefore could take a valid and binding decision, if attended by Shareholders or their authorized proxies representing at least 3/4 (three quarters) of the total number of shares that have been issued by the Company with valid voting rights but no voting is carried out because the nature of Agenda 1 is an explanation for the shareholders;
 - b) For Agenda 2 will follow the provisions of article 88 paragraph (1) of Law No. 40/2007 of Limited Liability Companies (UUPT), article 43 of POJK 15/2020, Article 16 paragraph (4) of the Company's Articles of Association, namely that a general meeting of shareholders can be legally convened and therefore could take a valid and binding decision, if attended by Shareholders or their authorized proxies representing at least 3/4 (three quarters) of the total number of shares that have been issued by the Company with valid voting rights and approved by more than 3/4 (three quarters) of the total number of votes legally issued in the Meeting

- c) For Agenda 3 will follow the provisions of article 88 paragraph (1), article 87 paragraph (1) dan paragraph (2) of Law No. 40/2007 of Limited Liability Companies (UUPT), article 41 of POJK 15/2020, Article 14 paragraph 1.(1) point a of the Company's Articles of Association, namely that a general meeting of shareholders can be legally convened and therefore could take a valid and binding decision, if attended by Shareholders or their authorized proxies representing at least 1/2 (one half) of the total number of shares that have been issued by the Company with valid voting rights and approved by more than 1/2 (one half) of the total number of votes legally issued in the Meeting
4. Meeting agenda will be discussed continuously and carried out in accordance with ethics and polite language.
The Meeting will be conducted in most possible efficient way with flow discussion as follows :
- Opening by the Chairman of the Meeting
 - Determination of the Meeting attendance quorum
 - Discussion on questions and/or comments conveyed on Meeting Agenda (if any)
 - Voting casting for the first Agenda of the Meeting
 - Closing
5. **Questions and Answers/Proposals/Opinions**
After the discussion session, Shareholders or their authorized proxies may submit questions/ proposals/opinions related to the Meeting's agenda , in the following procedures:
- a) The QnA session will be held for a maximum 15 (fifteen) minutes, of which :
 - The first 5 (five) minutes will be for the Shareholders or their authorized proxies to submit questions/proposals/opinions; and
 - The Company will use the remaining 10 (ten) minutes to read and respond orally.
 - b) Each Shareholders or their authorized proxies may submit questions/proposals/opinions for a maximum of 3 (three) questions/proposals/opinions related to the Meeting's Agenda that is being discussed.
 - c) For Shareholders who give their proxies to BAE can include questions/proposals/opinions in written dan send to BAE together with the PAL.
 - d) For Shareholders or their authorized proxies who attend electronically, may submit questions/proposals/opinions through eASY-KSEI following the Guidelines provided by the application. Submission of questions/proposals/opinions related to the Meeting's agenda can only be done during the QnA session.
 - e) All questions/proposals/opinions conveyed by Shareholders and their authorized proxies will be read out by the Chairman of the Meeting.
 - f) The Chairman of the Meeting will answer and/or respond to the said questions/proposals/opinions in an orderly manner, and will not respond to questions that are irrelevant with the agenda discussed. The Chairman of the Meeting may ask other Director members or any other party to respond and/or provide further explanation to the questions.
 - g) For an orderly Meeting, the raise-hand and allow-to-talk features in the Zoom application will be deactivated except for operator, host, panelists and Supporting Professionals.
6. All decisions are resolved in amicable manner. Failing to achieve an amicable resolution, voting shall be conducted to resolve the matter. Voting will be done after the QnA session ends.

7. Voting session can be done with the following procedure:
 - a) Each holder of 1 (one) share is entitled to cast 1 (one) vote. If a Shareholder hold more than 1 (one) share, he/she will be asked to cast 1 (one) vote and thus his vote will represent all shares he/she owns or represented.
 - b) In accordance with the provisions of the Company's Articles of Association for voting terms, the votes cast by Shareholders apply to all the shares they owned and the Shareholders are not entitled to give their power of authority to more than one authorized proxy for a portion of shares they owned with different votes. This provision is excluded for :
 - Custodian Bank or Securities Company as custodian representing its customers who own Public Company's shares;
 - Investment Manager who represents the interests of the Mutual Funds he manages.
 - c) For Shareholders or their authorized proxies that vote through e-Proxy on the eASY.KSEI platform will be read out by the Notary according to the data in the e-Proxy.
 - d) Electronic voting will be conducted with the following mechanism:
 - The electronic voting process will occur in the eASY-KSEI application following the Guidelines as long as the voting feature is opened by the Company within a maximum of 5 (five) minutes.
 - Shareholders or their authorized proxies who attends electronically can cast a vote since the Convocation of the Meeting following the Guidelines provided by eASY-KSEI
 - Shareholders with voting rights who have been present electronically but have not exercised their voting rights are considered valid to attend the Meeting and cast the same vote as the majority of Shareholders who voted by adding the said vote to the majority vote of Shareholders.
 - Notary assisted by Shareholders' Registrar will check and validate attendance quorum and each vote casted by Shareholders or their authorized Proxies.

8. This Rules of Conduct has been made available to Shareholders on the Company's website www.multipolar.com from the Convocation of the Meeting, 24 March 2022 until the Meeting date, 18 April 2022

This Rules of conduct applies to the implementation of the Meeting which will be held on **Monday, 18 April 2022.**

Tangerang, 24 March 2022

Board of Directors
PT MULTIPOLAR TECHNOLOGY Tbk