



**PT CAMPINA ICE CREAM INDUSTRY Tbk**

**Domicile in Surabaya**

**("Company")**

**ANNOUNCEMENT OF SUMMARY**

**ANNUAL GENERAL MEETING OF SHAREHOLDERS ("AGMS") FISCAL YEAR 2022**

In order to comply with the provisions of Article 18 of the Articles of Association of the Company, Article 51 of the Regulation of the Financial Services Authority ("OJK") No. 15/POJK.04/2020 concerning the Plan and Organizing of the General Meeting of Shareholders of a Public Company ("POJK 15"), the Board of Directors of the Company hereby announces the Summary of Minutes of the Company's AGMS (hereinafter referred to as the "Meeting") as follows:

**I. The date, venue, time and agenda of the meeting.**

Day, date : Wednesday, 21<sup>st</sup> June 2023  
Venue : Blue Jack Room (Online AGMS – eASY KSEI)  
PT Campina Ice Cream Industry Tbk  
Jl. Rungkut Industri II No. 15-17, Surabaya, Jawa Timur, Indonesia.  
Time : 10:45–11:22 PM Western Indonesia Time WIB

**Meeting Agenda**

1. Approval of the Annual Report and Ratification of the Company's Financial Statements for the financial year ended on 31 December 2022, and also the full discharge and release (acquit et de charge) of the Board of Directors and the Board of Commissioners of the Company for the managed actions and supervision carried out during Financial Year 2022.
2. Determination of the use of the Company's net profit for the financial year 2022.
3. Approval of the appointment of an Independent Public Accountant Office to audit the Company's Financial Statements for fiscal year 2022 and authorize the Company's Board of Commissioners to determine the amount of the honorarium of the Public Accountant along with other terms of their appointment.
4. Approval of the determination of the remuneration of members of the Board of Directors and honorarium of members of the Board of Commissioners of the Company.
5. Changes in the composition of the members of the Board of Directors and/or the Board of Commissioners of the Company;
6. Amendments to the Company's Articles of Association article 17 paragraph 5 concerning the obligation to publish the Consolidated Financial Position Report & Profit and Loss Report in newspapers as well as changes to the Company's Articles of Association article 14 paragraph 1 concerning the Number of Members of the Board of Commissioners to be adjusted to the regulations applicable in the Capital Market.

**II. The Attendance of Members of the BOD and BOC of the Company.**

| <i>The Member Board of Director</i> |                             |
|-------------------------------------|-----------------------------|
| <i>President Director</i>           | Mr. SAMUDERA PRAWIRAWIDJAJA |
| <i>Director</i>                     | Mr. ADJI ANDJONO PURWO      |
| <i>Director</i>                     | Mr. HANS JENSEN             |
| <i>Director</i>                     | Mr. ARIF HARMOKO RAYADI     |

| <i>The Member Board of Commissioner</i> |                    |
|-----------------------------------------|--------------------|
| <i>Independent Commissioner</i>         | Mr. MAKMUR WIDJAJA |

**III. Presence of Shareholders/Proxy of Shareholders**



The number of shares with valid voting rights that attended the Meeting was 5,004,545,600 shares or 85.04% of the 5,885,000,000 shares which are all shares with valid voting rights.

**IV. The Opportunity to Ask Questions And/or Provide Opinions.**

In each agenda item of the Meeting, the shareholders and/or proxies of the Company's shareholders are given the opportunity to ask questions and/or provide opinions regarding the agenda of the Meeting

**V. The number of shareholders and/or proxies of shareholders who ask questions and/or provide opinions related to the agenda of the Meeting are:**

| <i>Agenda</i>    | <i>The Number of Shareholders</i> |
|------------------|-----------------------------------|
| 1, 3, 4, 5 and 6 | <i>zero</i>                       |
| 2                | <i>1 (one) person</i>             |

**VI. Resolution-making mechanism in the Meeting.**

The decision-making on agenda items is carried out based on deliberation to reach consensus, in the event that deliberation to reach consensus is not reached, the decision is made by voting.

**VII. The Whereas in the Meeting there were shareholders who asked question and/or expressed opinions regarding the Meeting Agenda with details as follows:**

| <i>Agenda</i> | <i>Agree</i>  | <i>Not Agree</i> | <i>Abstain</i> |
|---------------|---------------|------------------|----------------|
| 1             | 5.001.676.700 | 15.800           | 2.853.100      |
| 2             | 5.001.676.700 | 15.800           | 2.853.100      |
| 3             | 5.001.676.700 | 15.800           | 2.853.100      |
| 4             | 5.001.676.300 | 15.800           | 2.853.500      |
| 5             | 4.993.159.000 | 8.533.100        | 2.853.500      |
| 6             | 4.993.159.400 | 8.533.100        | 2.853.100      |

**VIII. The Meeting Resolutions.**

**The First Agenda**

The Meeting approved and ratified the Company's Annual Report for the 2022 financial year, which included the Company's Activity Report, the Supervisory Report of the Board of Commissioners and the Company's Financial Statements for the 2022 Financial Year, as well as providing full discharge and discharge of responsibilities (acquit et de charge) to the Board of Directors and the Board of Commissioners of the Company for their actions. Management and supervision that have been carried out during the 2022 Fiscal Year.

**The Second Agenda**

The meeting approved:

- a. Determined that the Company's Net Profit for the 2022 financial year is Rp. 121.257.336.904,00 (one hundred twenty-one billion two hundred fifty-seven million three hundred thirty-six thousand nine hundred and four rupiah) ("net profit of 2022"), with the following usage:
  - In the amount of Rp 75.947.240.459,00 (seventy-five billion nine hundred forty-seven million two hundred forty thousand four hundred and fifty-nine rupiah) will be distributed as cash dividends to shareholders in accordance with the provisions in letter b below;
  - Rp 7.210.952.844,00 (seven billion two hundred ten million nine hundred fifty-two thousand eight hundred and forty-four rupiah) of the net profit for the 2022 financial year is allocated and recorded as a Reserve Fund.



- b. Approved the distribution of cash dividends of Rp 205.975.000.000,00 (two hundred five billion nine hundred seventy-five million rupiah) originating from:
- Net profit for fiscal year 2022 amounting to Rp 117.700.000.000,00 (one hundred seventeen billion seven hundred million rupiah); and
  - Retained earnings that have not been determined until the fiscal year 2022 amounting to Rp 3.653.615.940,00 (three billion six hundred fifty-three million six hundred and fifteen thousand nine hundred and forty rupiah);
- So that each share will receive a cash dividend of Rp 20.00 (twenty rupiah), taking into account the OJK Regulations and the applicable Tax Regulations.
- c. Granting power and authority to the Board of Directors of the Company to take any and all necessary actions in connection with the decisions mentioned above, in accordance with the applicable laws and regulations.

### **The Third Agenda**

The meeting agreed to:

- a. Approved the Registered Public Accountant Firm (including the Registered Public Accountant who is a member of the Registered Public Accountant Firm) that will audit to audit the Company's financial statements (consolidated financial statements) for the fiscal year 2023, namely the Public Accounting Firm of Supoyo, Sutjahjo, Subyantara & Partners.
- b. Granting authority and power to the Board of Directors to determine the honorarium of the Public Accountant and the procedures for his appointment.

### **The Fourth Agenda**

The meeting agreed to Determine the remuneration along with other facilities and benefits for members of the Board of Commissioners and Board of Directors of the Company as a whole for the fiscal year 2023 to be the same as the fiscal year 2022, or with an increase not exceeding 10% from the fiscal year 2022.

### **The Fifth Agenda**

The meeting agreed to;

- a. Determine the composition of the Company's Board of Directors and Board of Commissioners who are appointed at the 2022 Fiscal Year Annual Meeting, to be evaluated in 1 more year until the 2023 Fiscal Year GMS, as follows:

#### **Board of Director**

|                    |   |                         |
|--------------------|---|-------------------------|
| President Director | : | Samudera Prawirawidjaja |
| Director           | : | Hendro Hadipranoto      |
| Director           | : | Adji Andjono Purwo      |
| Director           | : | Hans Jensen             |
| Director           | : | Arif Harmoko Rayadi     |

#### **Board of Commissioner**

|                          |   |                   |
|--------------------------|---|-------------------|
| President Commissioner   | : | Jutianto Isnandar |
| Independent Commissioner | : | Makmur Widjaja    |

- b. Granting authority and power to the Board of Directors of the Company, with the right of substitution, to express/declare decisions regarding the composition of the members of the Board of Directors and Board of Commissioners of the Company in a deed made before a Notary, and henceforth before him to all existing parties, as well as to take and every action necessary in connection with the decision, in accordance with the applicable laws and regulations.

### **The Sixth Agenda**

The meeting agreed to;



- a. Approved to amend Article 17 paragraph 5 of the Company's Articles of Association regarding the obligation to announce the consolidated financial position report & profit and loss statement in newspapers along with the changes or updates thereto or other sounds as specified in the applicable regulations in the capital market, as submitted at the Meeting.
- b. Approved to amend Article 14 paragraph 1 of the Company's Articles of Association concerning the number of members of the Board of Commissioners to be adjusted to the prevailing regulations in the capital market, as stated at the Meeting.
- c. Approved to give authority and power to the Board of Directors of the Company, both individually and together with the right of substitution to take any and every action necessary in connection with the decision, including but not limited to stating/pouring the decision in the deeds made before Notary, to amend, adjust and/or rearrange the provisions of Article 17 paragraph 5 regarding the obligation to publish a consolidated financial position report & income statement in newspapers as well as amend the Company's Articles of Association Article 14 paragraph 1 regarding the number of members of the Board of Commissioners to be adjusted to the regulations in force in the capital market, in accordance with the prevailing laws and regulations, which is then to submit an application for approval and/or submit notification of the resolutions of this Meeting and/or amendments to the Company's Articles of Association in the resolutions of this Meeting to the competent authority, as well as carry out all and any necessary actions, in accordance with the applicable laws and regulations.

#### **IX. Cash Dividend Distribution Procedures.**

##### **1. Cash Dividend Distribution Schedule.**

|                                                            |                      |
|------------------------------------------------------------|----------------------|
| 1. Cum Dividend in Regular Market and Negotiated Market    | <i>July 04, 2023</i> |
| 1. Ex-Dividend in the Regular Market and Negotiated Market | <i>July 05, 2023</i> |
| 2. Cum Dividend in the Cash Market                         | <i>July 06, 2023</i> |
| 3. Ex-Dividend in the Cash Market                          | <i>July 07, 2023</i> |
| 4. Recording Date entitled to Dividend                     | <i>July 06, 2023</i> |
| 5. Cash Dividend Payment Date                              | <i>July 21, 2023</i> |

##### **2. Cash Dividend Distribution Procedures**

- a. This announcement constitutes an official notification from the Company, and the Company does not issue separate notification to the Company's shareholders.
- b. The payment of Cash Dividend will be made to:
  - 1) The shareholders whose names are listed in the Company's Share Register on July 06, 2023 (recording date); and/or
  - 2) The Company's shareholders whose names are listed in the securities sub-accounts at the Indonesian Central Securities Depository ("KSEI") with trading closing on July 06, 2023.
- c. Dividend payments to the Company's shareholders who are still using the script will be made to the account of each of the Company's shareholders.
- d. In this regard, the shareholders of the Company are requested to notify the name of the bank and account number in writing, no later than July 06, 2023, 4:00 PM Western Indonesia Time, to:

**BIRO ADMINISTRASI EFEK (BAE)**

**PT ADIMITRA JASA KORPORA**

**Kirana Boutique Office, JL. Kirana Avenue III Blok F3 No. 5**

**Kelapa Gading – Jakarta Utara 14250**

**Telp: 021-29745222;**

**email: [opr@adimitra-jk.co.id](mailto:opr@adimitra-jk.co.id)**





- e. For shareholders whose shares are deposited in KSEI's collective custody, Cash Dividend payment will be made through KSEI and will be distributed to securities company accounts and/or custodian banks on July 06, 2023.
- f. The Cash Dividend will be taxed in accordance with the applicable tax laws and regulations. The amount of tax that will be charged will be borne by the shareholders of the Company concerned and deducted from the amount of cash dividends that are the rights of the shareholders of the Company concerned.
- g. Shareholders who are Overseas Taxpayers whose tax withholding will use a rate based on the Double Taxation Avoidance Agreement ("P3B") must comply with the requirements of the Director General of Taxes Regulation No. PER25/PJ/2018 concerning Procedures for Application of Double Taxation Avoidance Approval and submitting a document of proof of record or receipt of DGT/SKD that has been uploaded to the website of the Directorate General of Taxes to KSEI or BAE in accordance with the rules and regulations of KSEI, without the said document, cash dividends are paid will be subject to Income Tax Article 26 of 20%
- h. For Shareholders whose shares are in KSEI's collective custody, evidence of withholding dividend tax can be obtained at the Securities Company and/or Custodian Bank where the Shareholders open a sub-securities account and for Clearing Shareholders it can be collected at the Registrar.

**Surabaya, June 23<sup>rd</sup>, 2022**  
**PT Campina Ice Cream Industry, Tbk**  
**Board of Director**