

**ANNUAL AND EXTRAORDINARY
GENERAL MEETING OF SHAREHOLDERS**
PT SMARTFREN TELECOM TBK

Friday, 25th of June 2021

AGMS AGENDA

AGMS AGENDA – 1

1. To seek approval and ratification of the Company’s Director Report on the course of business of the Company and the Company’s Financial Management for the Financial Year ended December 31, 2020, and to seek approval and ratification over the Company’s Financial Report, which includes the Company’s Balance Sheet and Income Statement for the Financial Year ended December 31, 2020, the approval over the Annual Report and The Company’s Board of Commissioners Supervisory Function Report, and to fully release and exempt all the members of the Board of Directors and the Board of Commissioners from their responsibilities over the supervisory and management function performed in said financial year (Acquit et de charge).

Explanation:

With regards to (i) Article 69 and Article 78 of Law No. 40 Year 2007 on Limited Liability Company (“UUPT”) and (ii) Article 9 paragraph (3) letter (a) of the Company’s Article of Association, in the meeting agenda, the Company intends to seek approval and ratification from the Company’s Shareholders over the Director’s Report for the year ended December 31, 2020, including its Financial Report, and to seek approval over the Annual Report and the Company’s Board of Commissioners Supervisory Function Report, and to fully release and exempt all the members of the Board of Directors and the Board of Commissioners from their responsibilities over the supervisory and management function performed in said financial year (Acquit et de charge).

AGMS AGENDA – 2

2. To stipulate the appropriation of the Company's Profit/Loss for the financial year ended December 31, 2020.

Explanation:

With regards to (i) Article 70 and 71 of UUPT and (ii) Article 9 paragraph (3) letter (c) of the Company's Article of Association, in the meeting agenda, the Company intends to seek approval over the appropriation of the Company's Profit/Loss in 2020.

3. To appoint the Public Accountant firm responsible to audit the Company's books for the financial year ended December 31, 2021, and to grant the authority to determine the amount of honorarium for the appointed public accountant and other requirements of appointment to the Board of Commissioners of the Company.

Explanation:

With regards to (i) Article 68 of UUPT, (ii) Article 9 paragraph (3) letter (d) of the Company's Article of Association and (iii) Financial Service Authority ("ÖJK") Regulation No. 13/POJK.03/2017 on the Employment of Public Accountant Service and Public Accountant Office In Financial Service Activity and (iii) article 59 of OJK Regulation No. 15/POJK.04/2020 ("POJK 15/2020") on Plans and Organizations of GMS of Public Company, in the meeting agenda, the Company intends to seek approval of the Shareholders to appoint the Public Accountant responsible to audit the Company's books for the financial year ended December 31, 2021, with consideration towards the suggestions by the Board of Commissioners and to grant the authority to determine the amount of honorarium for the appointed public accountant to the Board of Commissioners of the Company.

AGMS AGENDA – 4

4. Change in the member composition of the Company's Board of Commissioners and Board of Directors for the next 5 (five) year term of office.

Explanation:

With regards to the provisions in OJK Regulation No. 33/POJK.04/2014 on the Directors and the Board of Commissioners of Public Company and (ii) Article 22 and Article 25 of the Company's Article of Association, in this GMS agenda, the Company seeks the GMS approval for the change in the Board of Commissioners and Board of Directors member composition for the next 5 (five) year term of office, effective as of the closing of this GMS until the closing of the Company's AGMS in 2026.

5. To seek approval over the stipulation of the salary and other allowances for the members of the Company's Directors and the honorarium and other allowances for the members of the Company's Board of Commissioners for the financial year 2021.

Explanation:

With regards to (i) Article 96 and Article 113 UUPT and (iii) Article 25 paragraph (3) of the Company's Article of Association, the Company seeks the GMS approval to grant the authority to stipulate the amount of salary and allowance of the Company's Directors and the honorarium and allowances of the members of the Board of Commissioners for the financial year ended December 31, 2021.

AGMS AGENDA – 6 & 7

6. To seek approval for the realization report of the use of proceeds from the conversion of the Company's Series II Warrant.
7. To seek approval for the realization report of the use of proceeds from exercise of the Company's Rights Issue IV.

Explanation:

With regards to article 6, 7 and 8 of OJK Regulation No. 30/POJK.04/2015 on Realization Report of the Use of Proceeds from Public Offering, the Company will report the realization of the use of proceeds from the conversion of the Company's series II Warrant and from the execution of Company's Rights Issue IV to the AGMS.

EGMS AGENDA

EGMS AGENDA – 1

1. To approve the ratification of the conversion of Mandatory Convertible Bonds II Year 2014 (“**MCB 2014**”) exercised since the closing of Extraordinary General Meetings of Shareholders dated August 14, 2020 and to grant authority and power to the Company’s Board of Commissioners to execute the conversion of MCB 2014 into the Company’s Series C new shares, in accordance to the provisions set out in the Mandatory Convertible Bonds II Year 2014 Issuance Agreement And Mandatory Convertible Bonds II Options by PT Smartfren Telecom Tbk and its successive amendments (“**MCB 2014 Issuance Agreement**”) which had been approved by the Company’s EGMS on 6 June 2014.

Explanation:

In the agenda, the Company intends to seek approval from the Company’s Shareholders to ratify the conversion of MCB 2014 exercised since the closing of Extraordinary General Meetings of Shareholders dated August 14, 2020 and to grant the authority and power to the Company’s Board of Commissioners to execute the conversion of MCB 2014 into Company’s Series C new shares. The amount of Series C shares to be issued by the Company is 2,000,000,000 new shares at most in accordance with the request of conversion received by the Company from the legal holders of MCB 2014.

EGMS AGENDA – 2

2. To approve the ratification of the conversion of Mandatory Convertible Bonds III Year 2017 (“**MCB 2017**”) exercised from the closing of Extraordinary General Meetings of Shareholders dated August 14, 2020 and to grant authority and power to the Company’s Board of Commissioners to execute the conversion of MCB 2017 into the Company’s Series C new shares, in accordance to the provisions set out in the Mandatory Convertible Bonds III Year 2017 Issuance Agreement And Mandatory Convertible Bonds III Options by PT Smartfren Telecom Tbk and its successive amendments (“**MCB 2017 Issuance Agreement**”) which had been approved by the Company’s EGMS on 29 November 2017.

Explanation:

In the agenda, the Company intends to seek approval from the Company’s Shareholders to ratify the conversion of MCB 2017 exercised since the closing of Extraordinary General Meetings of Shareholders dated August 14, 2020 and to grant the authority and power to the Company’s Board of Commissioners to execute the conversion of MCB 2017 into Company’s Series C new shares. The amount of Series C shares to be issued by the Company is 5,000,000,000 new shares at most in accordance with the request of conversion received by the Company from the legal holders of MCB 2017.

EGMS AGENDA – 3

3. To seek approval to amend the provision in Article 4 of the Company's Article of Association in relation to the execution of Agenda 1 and 2 above.

Explanation:

In relation to the execution of EGMS Agenda 1 and 2 stated above, the Company needs to increase its issued and paid-up capital from Rp 37,158,090,980,200 into Rp 37,858,090,980,200 or by 7,000,000,000 shares at most which will be taken out from the Company's shares portfolio. For this purpose, the Company seeks the approval of EGMS to amend Article 4 of the Company's Article of Association.

EGMS AGENDA – 4

4. To grant power and authority to the Board of Directors of the Company to take necessary actions for and on behalf of the Company in relation to the execution of EGMS approval on the agenda stated above.

Explanation:

The Company seeks the EGMS approval to grant the power and authority to the Company's Board of Directors to take all the necessary actions and to act for and on behalf of the Company in relation to the execution of the EGMS approval for each agenda 1, agenda 2, and agenda 3 above.

THANK YOU