



PT VERENA MULTI FINANCE TBK

**RULES OF CONDUCT
ANNUAL GENERAL MEETING OF SHAREHOLDERS
("MEETING")
PT VERENA MULTI FINANCE Tbk
MONDAY, 31 AUGUST 2020**

1. The Meeting will be conducted in Bahasa.
2. In accordance with Article 13 paragraph 1 number (1) of the Company's Articles of Association, the Meeting is chaired by a member of the Board of Commissioners appointed by the Board of Commissioners.
3. The Chairperson of the Meeting has the right to request that those present prove their authority to attend this Meeting
4. Provisions regarding Quorum and Decision:
 - a) The 1st (first) until the 5th (fifth) Meeting Agenda, based on Article 14 paragraph 2 (1) letter a and Article 14 paragraph 2 (1) letter c of the Company's Articles of Association as well as Article 87 paragraph 2 of Law Number: 40 of 2007 concerning Limited Liability Companies ("UUPT"), Meeting can be held and can take a valid and binding decision if attended by more than $\frac{1}{2}$ (half) of the total number of shares and approved by more than $\frac{1}{2}$ (half) of the amount issued legally at the Meeting.
 - b) The 6th (sixth) Meeting Agenda, based on Article 14 paragraph 2 (3) letter a and Article 14 paragraph 2 (3) letter b of the Company's Articles of Association and Article 102 paragraph 5 of UUPT, Meeting can be held and can take a valid and binding decision if attended by more than $\frac{3}{4}$ (three fourth) of the total number of shares and approved by more than $\frac{3}{4}$ (three fourth) of the amount issued legally at the Meeting.
 - c) The 7th (seventh) Meeting Agenda, is in compliance with POJK No. 30/POJK.04/2015 thus it does not require decision quorum.
4. All of the Meeting Agenda are discussed on an on-going basis.
5. After finishing the discussion of all Meeting Agenda, the Chairperson of the Meeting will provide an opportunity for the Shareholders of the Company or their Proxy to submit questions, opinions, proposals or suggestions regarding matters related to the Meeting Agenda discussed, with the following procedures:
 - a) Only the Company's Shareholders whose names are registered in the Register of Shareholders of the Company on 6 August 2020 or their Proxies can ask questions.
 - b) Shareholders or their proxies who want to ask questions, are welcome to raise their hands and submit the Question Forms that have been filled out to Company Officers.
 - c) After a questioner asks a question, the Chairperson of the Meeting will answer or respond to it.
 - d) Questions to be answered are questions that are directly related to the Meeting Agenda.
6. Decision Making will be carried out after all Meeting Agenda has been read and the question and answer session is complete.
7. Decision making is carried out by means of deliberations to reach consensus, if there are Shareholders or Proxies that disagree and/or abstain, then the decision will be taken by way of voting.



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8. Voting Rights:
 - a) Only the Company's Shareholders whose names are registered in the Register of Shareholders of the Company on 6 August 2020 or their Proxies are entitled to vote.
 - b) Each share gives the holder the right to issue 1 (one) vote.

9. In accordance with Article 47 POJK No.15/POJK.04/2020 and Article 14 paragraph 2 (5) of the Company's Articles of Association, Shareholders with voting rights present at the Meeting but not abstaining, are considered to issue the same votes as the majority vote shareholders who make a vote.

10. Prevention of COVID-19 Spread
 - a) Meeting attendees who are present must fill out the provided Health Declaration Letter;
 - b) Participants in the Meeting must go through a body temperature check, and if it exceeds 37.3°C he/she is not permitted to enter the Meeting room;
 - c) This meeting implements a social distance of a radius of 1 meter per person;
 - d) Meeting participants who do not meet the criteria in the Health Declaration Letter and the stipulated body temperature above, shall grant the authority to PT Raya Saham Registra and fill out the inquiry form provided for each Meeting Agenda;
 - e) Referring to the Governor Regulation No.33 of 2020 regarding the Implementation of Large-Scale Social Restrictions in Handling Corona Virus Disease 2019 ("Covid-19") and Police Letter No.SI/34/V/2020/Res.Jt regarding limiting the maximum number of people, thus the Meeting Participants who are present in the room are limited to a maximum of 30 people, among others consisting of 4 members of Board of Directors and Board of Commissioners, 10 people of Shareholders, 2 people of Corporate Secretary, 3 people of Technicians, 1 person of MC, 1 person of PIC Voting Card, 2 people of Documentation, 1 person of Public Accountant, 2 people of PT Raya Saham Registra, 1 person of Legal Counsel and 3 people of Notary.
 - f) During the Meeting, Meeting Participants must apply the health protocol that has been determined by the Company such as maintaining their health condition by diligently washing their hands regularly using water and soap or alcohol-based hand washing, using face mask, face shield and gloves, as well as avoiding touching unnecessary areas of the face, as part of COVID-19 prevention efforts.

Jakarta, 7 August 2020
PT Verena Multi Finance Tbk