



**PT VERENA MULTI FINANCE Tbk  
("THE COMPANY")**

**NOTICE**

**ANNUAL GENERAL MEETING OF SHAREHOLDERS**

The Board of Directors of the Company's having domiciled in Central Jakarta hereby invite the Shareholders of the Company to attend the Annual General Meeting of Shareholders ("**the Meeting**") which will be convened as follows:

Day / Date : Friday/ 29 July 2022  
Time : 2.00 PM– finished (Western Indonesia Time)  
Venue : Gedung Bank Panin Lantai 4 - Senayan  
(Panin Bank Building 4th Floor- Senayan)  
Jl. Jend Sudirman No. 1. Jakarta 10270

**with Meeting Agenda:**

1. Approval of the Company's Annual Report and the Supervisory Report of the Board of Commissioners of the Company, as well as the ratification of the Company's Financial Statements for the fiscal year of 2021.
2. Approval for the use of the Company's profit for the fiscal year of 2021.
3. Appointment of Public Accountant and / or Public Accountant Firm to perform audit of the Company's Financial Statement for the fiscal year of 2022 and other requirements related to the appointment.
4. Determination of honorarium of member of the Company's Board of Commissioners, and granting authority to the Company's Board of Commissioners to determine the remunerations and allowances of members of the Company's Board of Directors.
5. Appointment of Members of the Board of Commissioners and Members of the Board of Directors of the Company.
6. Amendment of the Company's Article of Association.
7. Approval to transfer and/or pledge the Company's assets amounting to more than 50% (fifty percent) of the total net assets.

**With explanation of the Meeting Agenda as follows:**

- The 1<sup>st</sup> to the 4<sup>th</sup> Meeting Agenda are routine agenda held at the Annual GMS of the Company, in accordance with the provisions of the Articles of Association of the Company, the Law Number: 40 of 2007 regarding Limited Liabilities Companies ("UUPT") and the Financial Services Authority Regulation ("POJK").
- The 5<sup>th</sup> Meeting Agenda is a Meeting Agenda that requires GMS approval related to the appointment of members of the Board of Commissioners and Board of Directors of the Company in accordance with the Company's Article of Association, POJK No.33/POJK/04/2014 dated 8 December 2014 regarding the Board of Directors and the Board of Commissioners of Issuers or Public Company ("POJK 33/2014"), and UUPT.
- The 6<sup>th</sup> Meeting Agenda is a Meeting Agenda that requires GMS approval related to the amendment of provisions in the Company's Article of Association related to the Task and Authorities of the Board of Directors.
- The 7<sup>th</sup> Meeting Agenda, in accordance with the provisions of the Articles of Association of the Company, Article 16 paragraph 11 and the UUPT Article 102 paragraph 1, that the guarantee of more than 50% (fifty percent) of the net assets of the Company must be approved by the GMS, where the pertinent transaction is not a transaction that is required to use an Appraiser and obtains approval from the GMS as regulated under POJK Number 17/POJK.04/2020 regarding Material Transactions and Changing in Business Activities ("POJK17/2020").

**General Provision:**

1. The Meeting will be held electronically and the Meeting is held with reference to POJK No.15/POJK/04/2020 regarding Planning and Holding of the General Meeting of Shareholders of a Public Company ("POJK 15/2020"), POJK No.16/POJK.04/2020 regarding the Implementation of Electronic General Meeting of Shareholders of a Public Company ("POJK 16/2020") and the Articles of

Association of the Company.

2. The Company does not send a separate invitation to the shareholders of the Company because this Notice ad is considered as an official invitation, this Notice ad can also be accessed from the Company website ([www.verena.co.id](http://www.verena.co.id)), PT Bursa Efek Indonesia (Indonesia Stock Exchange) website ([www.idx.co.id](http://www.idx.co.id)) and PT Kustodian Sentral Efek Indonesia (Indonesia Central Securities Depository) system (<https://easy.ksei.co.id/egken/>).
3. Those entitled to attend or be represented at the Meeting are shareholders whose names are listed in the Shareholders Register of the Company as of 6 July 2022 by 4.00 PM Western Indonesia Time.
4. With regard to Certain State Status of Disasters Emergency of Disease Outbreak Due to Corona Virus Disease 2019 (“**Covid-19**”) designated by the Government of the Republic of Indonesia and Implementation of Restrictions on Community Activities in the Special Region Provincial of Jakarta Capital City, thus the Company hereby advises the Shareholders not to be physically present but by granting power of attorney to an Independent Party namely **PT Raya Saham Registra** as the Share Registrar of the Company.
5. Participation of shareholders in a Meeting can be carried out with the following mechanism:
  - a. Attend by themselves at the Meeting.

Prior to entering the Meeting room, the shareholders who will attend the Meeting will be requested to:

    - a) Inform their SID number (Single Investor Identification) which originated from PT Kustodian Sentral Efek Indonesia (“**KSEI**”) or to show Written Confirmation for Meetings (“**KTUR**”) which can be obtained from the securities company or custodian bank where the shareholders open their securities accounts.
    - b) Submit the photocopy of their National Identity Card (“**KTP**”) or other valid identification before entering the Meeting room.
    - c) For shareholders who are a legal entity to provide a photocopy of a valid Articles of Association and the deed of the latest appointment of members of the Board of Directors and the Board of Commissioners.
  - b. Grant of Authority.
    - a) Electronically Grant of Authority  
The shareholders in the Collective Custody of KSEI may grant their authority electronically (“**e-Proxy**”) to Independent Power of Attorney, that is the representative appointed by the Company’s Shareholder Registrar (**PT Raya Saham Registra**) through **eASY.KSEI** facility which is available on Securities Ownership Website/AKSes.KSEI (<https://akses.ksei.co.id/>);
    - b) Shareholders may also provide e-Proxy to their designated Proxy appointed by the shareholders, to the extent that the pertinent Proxy has been registered in the eASY.KSEI facility.
    - c) The e-Proxy grant of authority must comply with the procedures, terms and conditions established by KSEI and the Company.
  - c. Non-electronically Grant of Authority.
    - a) Shareholders may grant authority outside the e-Proxy mechanism;
    - b) The original copy of the Power of Attorney document and copy of KTP or other valid identification is required to be delivered directly to **PT Raya Saham Registra** prior to entering the Meeting room.
6. In connection with the issuance of KSEI Regulation No. XI-A dated 27 July 2021 regarding Procedure for holding a General Meeting of Shareholders Accompanied by the Granting of Power of Attorney through the Electronic General Meeting System KSEI (eASY.KSEI) and KSEI letter No KSEI-4012/DIR/0521 dated 31 May 2021 regarding Implementation of the e-Proxy Module and e-Voting Module on the eASY.KSEI Application along with the Broadcast of the General Meeting of Shareholders, currently KSEI has provided an e-GMS platform for the electronic GMS implementation. Therefore, the Company holds the Meeting electronically where the shareholders of the Company can attend the Meeting electronically through the Electronic General Meeting System application with the link <https://easy.ksei.co.id/egken> (eASY.KSEI) provided by KSEI. The following is the mechanism for the presence of shareholders via e-GMS:
  - a. Shareholders who will attend the Meeting using the e-GMS and e-Voting modules on the eASY.KSEI application, must register themselves on D-1 via (<https://akses.ksei.co.id/>);
  - b. Shareholders or proxies receive a notification email 1 (one) day prior to the implementation of the GMS via webinar;

- c. Shareholders and proxies are required to have an account in the KSEI Securities Ownership Reference facility ("KSEI AKSes") to be able to access the Meeting link;
  - d. The webinar link can be reached through AKSes Web and AKSes Mobile;
  - e. On the D day, shareholders who will take part in the Meeting using the e-GMS and e-Voting module must perform self-registration electronically at eASY.KSEI via (<https://akses.ksei.co.id/>).
7. The Company advises the shareholders to provide power of attorney electronically ("e-Proxy") through the eASY.KSEI application, with the following procedure:
- a. Shareholders must first be registered in KSEI's AKSes facility. If the shareholders are not registered yet, please register by accessing the KSEI AKSes website (<https://access.ksei.co.id/>);
  - b. Shareholders who have been registered as KSEI AKSes users can give their power of attorney electronically ("e-Proxy") through the eASY.KSEI facility by first logging in to the eASY.KSEI application;
  - c. Shareholders may declare their power of attorney and vote, make changes to the appointment of a proxy and/or change the voting options for the Meeting agenda or revoke their power of attorney, within a period starting from the date of this Notice up to 1 (one) business day before the date of the Meeting or no later than 28 July 2022 at 12:00 noon Western Indonesia Time;
  - d. Guidelines for registration, use and further explanation regarding eASY.KSEI can be accessed on the eASY.KSEI application.
8. For shareholders or their proxies who will attend physically at the Meeting, it is mandatory to implement and comply with the security and health protocols which will be strictly implemented by the Company in the course of handling Covid-19, referring to the applicable rules and conditions as well as best practice with the following provisions:
- a) Shareholders or their proxies who can enter the Meeting room are shareholders or their proxies who have passed the health protocol as stipulated by the Company in the Rules of Conduct of the Meeting, including filling out a Health Declaration Letter, having a body temperature not exceeding 37.3°C, having received the first dose, second dose, and booster of Covid-19 vaccine as proven through vaccine certificate on the Peduli Lindungi application and have a Certificate of Antigen Test or PCR Swab Test with a negative Covid-19 result obtained from a doctor, hospital, health center or clinic with a sampling date of 2 (two) calendar days before the Meeting.
  - b) In the event that the shareholders or their proxies do not pass the health protocol determined by the Company, the shareholders or their proxies are welcome to grant power of attorney to an Independent Party appointed by the Company ("Independent Party") by using the Power of Attorney form provided by the Company, so that they can continue to exercise their right to attend and vote in the Meeting represented by the pertinent Independent Party.
- In connection with the foregoing, the Company also implements a policy not to distribute consumption and souvenirs for shareholders and/or their proxies who are physically present at the Meeting and the Company has the right to determine the number of shareholders or proxy of shareholders who can be present in the Meeting room.
9. Meeting Agenda Material and Rules of Conduct are available since the date of the Meeting Notice until the commencement of the Meeting in the form of electronic document copies which can be downloaded via the Company website ([www.verena.co.id](http://www.verena.co.id)) and/or eASY.KSEI facility.
  10. To facilitate and administer the meeting in order, shareholders or their proxies are requested to be present at the Meeting room at the latest thirty (30) minutes prior to the Meeting.
  11. With the announcement of the Meeting Agenda, Rules of Conduct, Information of Announcement and Notice of the Meeting in the Company website, then in accordance with the recent condition related to Covid-19, the implementation of the Meeting will be held as efficiently as possible.
  12. The Government or authorized authorities may at any time issue a policy on prohibiting the implementation of Meeting or a prohibition to shareholders of the Company to attend directly at the Meeting prior to or on the designated day of implementation, and this matter is entirely outside the responsibility and authority of the Company.

Jakarta, 7 July 2022  
**BOARD OF DIRECTORS**  
**PT VERENA MULTI FINANCE Tbk**