



**GUDANG  
GARAM**  
PT. GUDANG GARAM Tbk.

## ANNOUNCEMENT OF THE SUMMARY OF THE RESOLUTION OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS

It is hereby announced to the Shareholders of PT. Perusahaan Rokok Tjap Gudang Garam Tbk. (the "Company") that the Company has held the Annual General Meeting of Shareholders ("Meeting") on **30 June 2022**, which started from 09.00 Western Indonesian Time until 09.52 Western Indonesian Time, located at Grand Surya Hotel, Jl. Dhoho No.95, Kediri.

The members of the Board of Directors and the Board of Commissioners of the Company who attended the Meeting were:

#### Board of Directors:

- Director : Andik Wahyudi  
- Independent Director : Sony Sasono Rahmadi

#### Board of Commissioners:

- Independent Commissioner : Frank Willem van Gelder  
- Independent Commissioner : Gotama Hengdratsonata

Shareholders and/or duly proxy(ies) of Shareholders in its entirety representing **1.709.424.353** shares or equivalent to **88,843 %** of the total issued shares with valid voting rights that have been issued by the Company, in the amount of **1,924,088,000** shares, taking into account the shareholders' registry of the Company as of **19 May 2022**, until 16.00 Western Indonesian Time.

The Meeting was held with the following agenda:

1. Approval of the Company's Annual Report on the running of the Company's business during the fiscal year ending on the thirty-first of December two thousand and twenty one (31-12-2021);
2. Ratification of the Balance Sheet and Profit and Loss Statement of the Company for the fiscal year ended on the thirty-first day of December of the year two thousand and twenty one (31-12-2021);
3. Approval of the determination of the use of the Company's profits for the fiscal year 2021;
4. Change in the management composition of the Company;
5. Appointment of the Public Accountant.

All resolutions in the Meeting shall be adopted based on deliberation to achieve consensus, in the event that deliberation to achieve consensus is not reached then the resolutions are to be adopted by way of casting votes.

The Shareholders have been given the opportunity to ask questions and/or provide opinions in each Meeting agenda, and as for the number of Shareholders who have asked questions and/or provided opinions in the Meeting and the results of the voting are as follows:

Agenda	Disagree	Abstain	Agree	Question/ Opinion
1	8.264.893 votes (0,484%)	872.151 votes (0,051 %)	1.700.287.309 votes (99,465 %)	None
2	917.754 votes (0,054 %)	744.943 votes (0,043 %)	1.707.761.656 votes (99,903 %)	None
3	46.296.557 votes (2,708 %)	384.800 votes (0,023 %)	1.662.742.996 votes (97,269 %)	None
4	76.823.159 votes (4,494 %)	209.700 votes (0,012 %)	1.632.391.494 votes (95,494 %)	None
5	7.196.758 votes (0,421 %)	1.271.694 votes (0,074 %)	1.700.955.901 votes (99,505 %)	None

#### Result of the Meeting:

##### • First Agenda of The Meeting:

- Approved the Annual Report of the Company regarding the running of the Company's business during the fiscal year ending on the thirty-first of December two thousand and twenty one (31-12-2021).

##### • Second Agenda of The Meeting:

- Ratified the Balance Sheet and Profit and Loss Statement of the Company for the fiscal year ended on the thirty-first day of December of the year two thousand and twenty one (31-12-2021) which have been audited by a Public Accounting Firm, Siddharta Widjaja & Rekan and it is a part of the 2021 Annual Report and to grant full release and discharge (*acquies et décharge*) to the members of the Board of Directors and the Board of Commissioners for the actions and supervision in which they have undertaken during the fiscal year ended on the thirty-first day of December of the year two thousand and twenty one (31-12-2021), to the extent that such actions are reflected in the said Balance Sheet and Profit and Loss Statement.

##### • Third Agenda of The Meeting:

- Approved the determination of the use of a portion of the Company's profit for the fiscal year 2021, which is **Rp 4.329.198.000.000,- (Four Trillion Three Hundred Twenty Nine Billion One Hundred Ninety Eight Million Rupiah)** as dividends, hence the amount of the dividend received by each shareholder is **Rp 2.250,- (Two Thousand Two Hundred Fifty Rupiah)** for each share.

- While the profit that is not distributed will be included in the retained earnings account and will be used to increase the Company's working capital.

##### • Fourth Agenda of The Meeting:

- Decided the appointment of :  
Mr. Indra Gunawan Wonowidjojo;  
as the Vice President Director of the Company.

Mr. Slamet Budiono;  
as the Director of the Company.

effective as of the closing of the Annual General Meeting of Shareholders for a period that constitutes the remaining term of office of the other incumbent members of the Board of Directors, which is until the closing of the Annual General Meeting of Shareholders of the year 2025.

- Thus, as of the closing of the Meeting, the composition of the Company's Management will be as follows :

#### Board of Commissioners:

- President Commissioner : Juni Setiawati Wonowidjojo  
- Commissioner : Lucas Mulia Suhardja  
- Independent Commissioner : Frank Willem van Gelder  
- Independent Commissioner : Gotama Hengdratsonata

#### Board of Directors:

- President Director : Susilo Wonowidjojo  
- Vice President Director : Indra Gunawan Wonowidjojo  
- Director : Heru Budiman  
- Director : Herry Susianto  
- Director : Istata Taswin Siddharta  
- Director : Andik Wahyudi  
- Director : Hamdhany Halim  
- Director : Slamet Budiono  
- Independent Director : Sony Sasono Rahmadi

#### • Fifth Agenda of The Meeting

- Approved the appointment of Siddharta Widjaja & Partners Public Accountant Office as the Company's auditor for fiscal year 2022 or its successor who was appointed by the Board of Commissioners.

#### The Schedule and Procedure For Dividend Distribution for Fiscal Year 2021:

##### • Schedule of distribution of cash dividends:

No	Description	Date
1	End of stock trading period with dividend rights ( <i>cum dividend</i> ) - Regular and negotiation markets - Cash market	8 July 2022 12 July 2022
2	Early stock trading without dividend rights ( <i>ex dividend</i> ) - Regular and negotiation markets - Cash market	11 July 2022 13 July 2022
3	Recording date	12 July 2022
4	Dividend payment date	28 July 2022

##### • Provisions and procedures for distribution of dividends:

- Cash dividends will be distributed to the Shareholders whose names are recorded in the Register of Shareholders of the Company as of **12 July 2022**, at 16.00 Western Indonesian Time ("**Recording Date**").
- The Shareholders will receive cash dividends which will be paid into the Securities Company's and/or Custodian Bank's Fund Account in one of the Payment Banks of the Indonesian Central Securities Depository ("**KSEI**"). A written confirmation of the results of the distribution of cash dividends will be provided by KSEI to the Securities Company and/or Custodian Bank, and thereafter the Shareholders will receive information concerning the balance of their securities account from the Securities Company and/or Custodian Bank where the Shareholder has opened an account.
- The dividends which are to be distributed to the Shareholders will be deducted by withholding tax in accordance with the prevailing tax regulations in Indonesia.
- Shareholders who are Domestic Corporate Taxpayers that have not submitted their Taxpayer Identification Number (*Nomor Pokok Wajib Pajak* or "**NPWP**") are required to submit their NPWP to KSEI or the Securities Administrator of the Company namely PT Raya Saham Registra, Gedung Plaza Sentral 2<sup>nd</sup> Floor, Jl. Jend. Sudirman Kav. 47-48, Jakarta 12930, at the latest by **12 July 2022** at 16.00 Western Indonesian Time.
- The payment of cash dividends will be taxed in accordance with the applicable tax laws. The amount of tax imposed will be borne by the Shareholders concerned and deducted from the amount of cash dividends paid.
- Shareholders who are Overseas Taxpayers (WPLN) whose withholding tax will use the tariff based on the Double Taxation Avoidance Agreement (P3B) must meet the requirements of the Director General of Taxes Regulation No. PER - 25 / PJ / 2018 concerning Procedures for Implementing Double Tax Avoidance Agreement (P3B) by submitting document proof of record or receipt of DGT / SKD which has been uploaded to the website of the Directorate General of Taxes to KSEI, without the DGT Form, cash dividends paid will be charged 20% of Income Tax Article 26.
- The original Certificate of Domicile (SKD) must be received:
  1. For foreign Shareholders who are still holding scriptless shares certificates, the original Certificate of Domicile has to be submitted to the Securities Administrator of the Company at the latest by **12 July 2022** at 16.00 Western Indonesian Time.
  2. For foreign Shareholders whose shares are registered in the collective depository of KSEI, then the original Certificate Of Domicile has to be submitted to KSEI, according to the provisions of KSEI.

If until the above relevant date the Company has not yet received the original Certificate of Domicile, then the withholding tax will be deducted with a rate of twenty percent (20%). Should there be any tax problem at a later date or claim on the cash dividends that have been received, then the Shareholders in collective depository are required to settle such issue with the Securities Company and/or Custodian Bank where the Shareholder has opened the Securities Account.

- For Shareholders whose securities are not in collective depository of KSEI, the Company will send a cash dividend cheque in the name of the Shareholder to the address of the Shareholder.

**Kediri, 04 July 2022**  
**Board of Directors of the Company**