



**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 **8 July 2021**, which started from 09.00 Western Indonesian Time until 10.24 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 : Herry Susianto
- Director : Andik Wahyudi
- Director : Sony Sasono Rahmadi

Board of Commissioners:

- Independent Commissioner : Frank Willem van Gelder

Shareholders and/or duly proxy(ies) of Shareholders in its entirety representing **1.697.936.330** shares or equivalent to **88,246 %** 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 **11 June 2021**, 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 (31-12-2020);
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 (31-12-2020);
3. Approval of the determination of the use of the Company's profits for the fiscal year 2020;
4. Change in the management composition of the Company;
5. Appointment of the Public Accountant; and
6. Amendments to the Articles of Association of the Company in order to comply with the Financial Services Authority (*Otoritas Jasa Keuangan*) Regulation Number 15/POJK.04/2020 of 2020 concerning Plans and Implementation of General Meeting of Shareholders of Public Companies.

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	1.500 votes (0,000%)	339.400 votes (0,020%)	1.697.595.430 votes (99,980%)	None
2	113.600 votes (0,007%)	339.800 votes (0,020%)	1.697.482.930 votes (99,973%)	None
3	1.169.889 votes (0,069%)	28.500 votes (0,002%)	1.696.737.941 votes (99,929%)	None
4	29.524.272 votes (1,739%)	475.100 votes (0,028%)	1.667.936.958 votes (98,233%)	None
5	51.113.091 votes (3,010%)	375.700 votes (0,022%)	1.646.447.539 votes (96,968%)	None
6	103.938.372 votes (6,121%)	40.735 votes (0,002%)	1.593.957.223 votes (93,877%)	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 (31-12-2020).

• 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 (31-12-2020) which have been audited by a Public Accounting Firm, Siddharta Widjaja & Rekan and it is a part of the 2020 Annual Report and to grant full release and discharge (*acquit 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 (31-12-2020), 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 2020, which is **Rp 5.002.628.800.000,- (Five Trillion Two Billion Six Hundred Twenty Eight Million Eight Hundred Thousand Rupiah)** as dividends, hence the amount of the dividend received by each shareholder is **Rp 2.600,- (Two Thousand Six Hundred 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:

- Accepted the resignation of Mr. Susanto Widiatmoko, from his position as a Director of the Company and granted his full release and discharge (*acquit et décharge*) from his duties and obligations during his term of office, to the extent that such actions are reflected in the Annual Report of the Company.

- 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
- Director : Heru Budiman
- Director : Herry Susianto
- Director : Istata Taswin Siddharta
- Director : Andik Wahyudi
- Director : Hamdhany Halim
- 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 2021 or its successor who was appointed by the Board of Commissioners.

• Sixth Agenda of The Meeting

- Approved the Amendment to the Articles of Association of the Company in order to comply with the Financial Services Authority (*Otoritas Jasa Keuangan*) Regulation Number 15/POJK.04/2020 of 2020 concerning the Plans and Implementation of the General Meeting of Shareholders of Public Companies in the form and content as deemed acceptable by the Board of Directors of the Company subject to and taking into account the provisions of the applicable laws and regulations, as listed in the Attachment to the Minutes of Meeting.

- Approved the granting of power and authority to the Board of Directors of the Company to make further adjustments to the draft Amendments to the amendment draft of the Company's Articles of Association as may be required in accordance with the policies of the Minister of Law and Human Rights of the Republic of Indonesia, and to do everything deemed necessary in connection with the changes to the Articles of Association of the Company, stating the resolutions of this Meeting in a Statement of Meeting Resolutions before a Notary, authorizes the Notary to seek approval from the Minister of Law and Human Rights of the Republic of Indonesia and authorizes the Board of Directors to amend the Articles of Association of the Company according to the instructions and suggestions from the Minister of Law and Rights the Human Rights of the Republic of Indonesia and in general have done everything deemed necessary to enforce the amendments to the said Company's Articles of Association.

The Schedule and Procedure For Dividend Distribution for Fiscal Year 2020:

• 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	16 July 2021 21 July 2021
2	Early stock trading without dividend rights (<i>ex dividend</i>) - Regular and negotiation markets - Cash market	19 July 2021 22 July 2021
3	Recording date	21 July 2021
4	Dividend payment date	29 July 2021

• 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 **21 July 2021**, 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 2nd Floor, Jl. Jend. Sudirman Kav. 47-48, Jakarta 12930, at the latest by **21 July 2021** 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 **21 July 2021** 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, 12 July 2021
Board of Directors of the Company