

## CODE OF CONDUCT

### ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR THE 2024 FISCAL YEAR PT AGUNG PODOMORO LAND TBK. THURSDAY, MAY 15, 2025

#### 1. GENERAL

- i. The Annual General Meeting of Shareholders for the 2024 fiscal year of PT Agung Podomoro Land Tbk ("**Company**"), hereinafter referred to as the "**Meeting**", will be conducted:
  - a. physically, and electronically by using the KSEI Electronic General Meeting System ("**eASY.KSEI**") application;
  - b. in Indonesian Language; and
  - c. consists of 5 Meeting Agendas.
- ii. Term of the "Shareholder" in these Code of Conduct means the Company's Shareholders.
- iii. Non- Shareholders who attend the Meeting at the invitation of the Board of Directors, do not have the rights to ask questions and/or express opinions, as well as vote in each Meeting Agenda, unless requested by the Chairman of the Meeting.

#### 2. TO THE SHAREHOLDERS OR THEIR PROXIES WHO WILL ATTEND PHYSICALLY TO THE MEETING

- i. Before entering the Meeting room, the Shareholders or their Proxies must register with the registration officer at the venue by submitting:
  - a. (For individual Shareholders): copy of the Resident Identity Card (KTP) or other valid identification, both the Shareholders/Authorizers and the Attorney.
  - b. (For the Shareholders in the form of legal entities, cooperatives, foundations, or pension funds): copy of the latest and valid articles of association, as well as the deed of current latest composition of management who are still in office on the date of the Meeting is held.
  - c. (For the Shareholders in KSEI collective custody): original Written Confirmation for the Meeting ("**KTUR**").
- ii. Due to limited capacity of the room, without intending to reduce the rights of the Shareholders or their Proxies to be physically present at the Meeting, the Company has the right and authority not to allow Shareholders or their Proxies to enter the Meeting room and join the Meeting physically, including if:
  - a. The Shareholders or their Proxies are showing symptoms of illness/unhealthy, such as: cough, flu, fever, etc.
  - b. The seating capacity in the Meeting room is fully occupied, and therefore it will be regulated as follows:
    - To the Shareholders who arrive later, are asked to grant power of attorney (of their attendance and voting for each Meeting Agenda) to the independent party appointed by the Company by filling in and signing a written Power of Attorney format provided by the Company at the Meeting venue; or
    - To the Attorneys who arrive later, are asked to submit the Power of Attorney that they have to the registration officer at the Meeting venue.

#### 3. SHAREHOLDERS AND VOTING RIGHT

- i. Shareholders can be represented by their Proxy with a valid Power of Attorney.
- ii. Every 1 (one) of the Company's share entitles its owner the right to cast 1 (one) vote in the Meeting.

- iii. Members of the Board of Directors, members of the Board of Commissioners, and employees of the Company may act as proxies for the Shareholders at the Meeting, but the votes they cast as proxies for the Shareholders shall not be counted in the voting.
- iv. Shareholders or their valid Proxies have the right to ask questions and/or express opinions, as well as vote in each of Meeting Agenda.
- v. Shareholders or their valid Proxies who arrive late after the registration period has closed, may attend the Meeting, however may not participate in the question and answer session, and their votes will not be counted in the resolutions-making.

#### 4. ATTENDANCE QUORUM

- i. For all of the Meeting Agendas, the provisions of Article 14 paragraph 2 point (1) letter a of the Company's Articles of Association, Article 86 paragraph (1) of Law No. 40 of 2007 concerning Limited Liability Company as partially amended by Law No. 6 of 2023 on the Enactment of Governing Regulation in Lieu of Law No. 2 of 2022 on Job Creation Law into a Law ("**Company Law**"), and Article 41 paragraph (1) letter a Regulation of the Indonesian Financial Services Authority ("**OJK**") No. 15/POJK.04/2020 regarding the Planning and Conducting of the General Meeting of Shareholders of a Public Company ("**POJK 15/2020**") shall apply, that the Meeting can be held if more than ½ (one half) of the total shares with voting rights are present or represented.
- ii. The Notary, assisted by the Company's Securities Administration Bureau, will conduct an examination and calculation of attendance votes based on the votes submitted by the Shareholders at the Meeting, as well as those submitted through eASY.KSEI.

#### 5. PROCEDURES FOR SUBMITTING QUESTIONS AND/OR OPINIONS IN THE QUESTIONS AND ANSWERS SESSION IN THE MEETING

- i. At each Meeting Agenda, prior to voting on the relevant Meeting Agenda is taken, the Chairman of the Meeting will provide opportunity for the Shareholders or their valid Proxies to submit questions and/or opinions.
- ii. For Shareholders or their valid Proxies who attend physically at the Meeting:
  - a. Questions and/or opinions are submitted in writing, by filling out the form that distributed to Shareholders or their Proxies before entering the Meeting room;
  - b. The form must include the name of the Shareholder or his/her Proxy, the number of shares owned or represented, and the Shareholder's e-mail address;
  - c. Shareholders or their Proxies should raise their hands first, and the form will be taken by the officer. The original sheet of the form will be submitted to the Chairman of the Meeting, and the copy will be submitted to the Notary.
  - d. The Chairman of the Meeting will read out the questions and/or opinions submitted in the Meeting, then will directly answer the questions and/or respond to the opinions, or the Chairman of the Meeting will ask members of the Board of Directors, or other member of the Board of Commissioners, or Supporting Professions to answer the questions and/or respond to the opinions.
- iii. For Shareholders or their valid Proxies who attend electronically through Zoom webinar (Tayangan RUPS) as referred to in Number 7 below:
  - a. Questions and/or opinions are submitted in writing through the "chat" feature in the "Electronic Opinions" column available on the "E-Meeting Hall" screen on the eASY.KSEI application, as long as the "General Meeting Flow Text" column still shows "Discussion started for agenda item no. [ ]".

- b. When submitting questions and/or opinions, Shareholders or their Proxies are required to write the name of the Shareholder or his/her Proxy, the number of shares owned or represented, and the Shareholder's e-mail address.
- c. The "Q&A" feature through "raise hand" and "allow to talk" available in the Tayangan RUPS will be deactivated, so that questions and/or opinions can only be submitted through the eASY.KSEI application as mentioned in Number 5 Point iii. a. above.
- d. The Corporate Secretary will read out questions and/or opinions submitted through the "chat" feature on eASY KSEI. The Chairman of the Meeting can directly answer the questions and/or respond to the opinions, or the Chairman of the Meeting may ask members of the Board of Directors, or other member of the Board of Commissioners, or Supporting Professions to answer the questions and/or respond to the opinions.
- iv. The Company, through the Chairman of the Meeting, has the right not to read and respond to questions and/or opinions submitted if they do not include the name of the Shareholder or his/her Proxy, and the number of shares owned or represented.
- v. Questions and/or opinions that may be submitted are only those that are directly related to the Meeting Agenda being discussed. The Chairman of the Meeting has the right to decide not to answer and/or respond to questions and/or opinions that the Chairman of the Meeting deems are not directly related to the Meeting Agenda being discussed.
- vi. In order for the Meeting to run more effectively and efficiently, the duration of the question & answer session for each Agenda is a maximum of 10 (ten) minutes. Therefore, the Chairman of the Meeting has the right to determine whether to answer questions directly (verbally) or in writing.
- vii. Questions and/or opinions that have not been responded to directly (verbally) in the Meeting will be responded to in writing, through/to the Shareholder's e-mail address, no later than 3 (three) working days after the date of the Meeting. If the Shareholder or his/her Proxy does not include an e-mail address, the Company's response will be sent by letter to the Shareholder's address listed in the Company's Shareholders Register.

## **6. MEETING RESOLUTIONS-MAKING PROCESS**

- i. For all Meeting Agendas, the provisions of Article 14 paragraph 2 letter c of the Company's Articles of Association, Article 87 paragraph (2) of the Company Law, and Article 41 paragraph (1) letter c POJK 15/2020 shall apply, that the resolutions are valid if agreed by more than  $\frac{1}{2}$  (one half) of the total shares with voting rights present at the Meeting.
- ii. Meeting resolutions are taken based on deliberation for consensus, and if deliberation for consensus is not reached, resolutions will be taken through voting.
  - a. Shareholders or their Proxies have the right to cast AGREE vote, DISAGREE vote, or ABSTAIN vote (do not vote) on the proposed resolutions submitted by the Company on each Meeting Agenda.
  - b. Referring to Article 14 paragraph 8 of the Company's Articles of Association, and Article 47 of POJK 15/2020, the ABSTAIN vote is deemed to cast the same vote as the majority vote of the Shareholders or their Proxies who cast the vote.  
 "Invalid" votes are deemed to be non-existent and are not counted in determining the number of votes cast at the Meeting.  
 The number of DISAGREE votes will be counted with the valid votes and the difference will be the number of AGREE votes
- iii. In accordance with Article 14 paragraph 9 of the Company's Articles of Association, Article 85 paragraph 3 of the Company Law, and Article 48 of POJK 15/2020, in voting, the votes cast by

Shareholders apply to all shares owned and Shareholders are not entitled to grant power of attorney to more than one person for a portion of the number of shares owned with different votes.

- iv. Voting for Shareholders or their Proxies who are physically present at the Meeting is conducted verbally, with the following procedures:
  - a. The Chairman of the Meeting will ask Shareholders or their Proxies who will vote DISAGREE or ABSTAIN to raise their hands and hand over their voting cards to the officer.
  - b. For Proxies of Shareholders who have received power of attorney with voting options through the eASY.KSEI application who are physically attend at the Meeting, the votes counted are the votes cast by the Shareholders through the eASY.KSEI application. Therefore, those Shareholders' Proxies do not need to raise their hands and hand over the voting cards to the officer.
  - c. Shareholders or their Proxies who do not raise their hands to submit vote card of DISAGREE or ABSTAIN are deemed to have agreed to the proposed resolutions without the need for the Chairman of the Meeting to ask the Shareholders or their Proxies to raise their hands as a sign of agreement.
  - d. Vote counting will be carried out by scanning the barcode on the DISAGREE and ABSTAIN voting cards handed over to the officer.
  - e. If there are Shareholders or their Proxies whose attendance has been taken into account in determining the quorum, but are not in the Meeting room when voting is carried out, then the person concerned is deemed to have agreed to all resolutions taken at the Meeting.
- v. Voting for Shareholders or their Proxies who are electronically present at the Meeting through eASY.KSEI application is conducted with the following procedures:
  - a. Voting takes place on the eASY.KSEI application on the "E-Meeting Hall" menu, "Live Broadcasting" sub-menu.
  - b. Shareholders who are present or have provided power of attorney electronically at the Meeting through the eASY.KSEI application, but have not yet determined their voting option, then the Shareholders or their Proxies have the opportunity to submit their voting option during the voting period opened by the Company through the "E-Meeting Hall" screen on the eASY.KSEI application.
  - c. During the holding of electronic voting process, the status of "Voting for agenda item no. [ ] has started" will be visible in the "General Meeting Flow Text" column.
  - d. Direct electronic voting through the eASY.KSEI application is allocated for a maximum of 2 (two) minutes.
  - e. Shareholders who have cast their votes before the Meeting starts and Shareholders or their Proxies who have registered through the eASY.KSEI application on the date of the Meeting will be deemed to have legitimately attended the Meeting, even if they do not join the conduction of the Meeting until the end for whatever reasons.
  - f. If the Shareholders or their Proxies do not vote until the Meeting conduction status shown in the "General Meeting Flow Text" column changes to "Voting for agenda item no. [ ] has ended", then the Shareholders or their Proxies will be deemed to have voted ABSTAIN for the relevant Meeting Agenda.
- vi. The Notary, assisted by the Company's Securities Administration Bureau, will conduct an examination and vote count for resolutions-making on each Meeting Agenda based on the votes submitted at the Meeting, as well as those submitted by the Shareholders through eASY.KSEI. Then, the Notary will report the results of the voting to the Chairman of the Meeting.
- vii. All Meeting resolutions taken and decided at the Meeting are binding on all of the Company's Shareholders.

## 7. LIVE BROADCAST OF THE MEETING

- i. The Shareholders or their Proxies who have declared their attendance and registered on eASY.KSEI at the latest on Wednesday, May 14, 2025 at 12:00 WIB can watch the conduction of the Meeting through the Zoom webinar ("**Tayangan RUPS**") by accessing the eASY.KSEI menu, the Tayangan RUPS submenu on the AKSes KSEI facility (<https://akses.ksei.co.id/>), or on Tayangan RUPS menu on AKSes KSEI mobile.
- ii. Participants of Tayangan RUPS are determined on a first come first serve basis due to its capacity is only up to 500 participants.
- iii. For the Shareholders or their Proxies who do not have the opportunity to watch the conduction of the Meeting through Tayangan RUPS, or choose not to watch Tayangan RUPS, their attendance will still considered valid electronically and their shares ownership and voting options are taken into account at the Meeting, as long as they have been registered on eASY.KSEI.
- iv. The Shareholders or their Proxies who only watch the conduction of the Meeting through 'Tayangan RUPS', but are not registered as attend electronically on eASY.KSEI, then the attendance of the Shareholders or their Proxies are considered invalid and will not be included in the calculation of the attendance quorum for the Meeting.
- v. To get the best experience in using eASY.KSEI and/or 'Tayangan RUPS', the Company's Shareholders or their Proxies are advised to use the Mozilla Firefox browser.

## 8. OTHERS

- i. During the Meeting, in order not to disrupt the conduction of the Meeting, Shareholders or their Proxies who attend physically at the Meeting are kindly requested to:
  - deactivate or set their mobile phones or other communication devices to silent position,
  - not chatting with other meeting attendees, and
  - not enter or leave the Meeting room, unless there is an urgent need.
- ii. If there are matters relating to the conduction of the Meeting that are not and/or are not sufficiently regulated in these Code of Conducts, they will be determined later by the Chairman of the Meeting.
- iii. Meeting participants are expected to immediately leave the building where the Meeting is held after the Meeting is over.

Jakarta, April 23, 2025

**PT Agung Podomoro Land Tbk.**

Board of Directors