

**CODE OF CONDUCT**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR FINANCIAL YEAR OF 2022**  
**PERUSAHAAN PERSEROAN (PERSERO) PT TELEKOMUNIKASI INDONESIA TBK**  
Jakarta, May 30, 2023

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**1. GENERAL**

This Meeting is the Annual General Meeting of Shareholders For Financial Year of 2022 of Perusahaan Perseroan (Persero) PT Telekomunikasi Indonesia Tbk ("**Company**") ("**Meeting**").

**2. TIME AND LOCATION**

Meeting is on:

Day/Date : Tuesday, May 30, 2023

Time : 13.30 Western Indonesian Time and onward

Place : Grand Ballroom Fairmont Hotel, Asia Afrika Street, No. 8, Jakarta, 10270.

Meeting Link : *Electronic General Meeting System Facility* by KSEI ("**eASY.KSEI**"):  
<https://akses.ksei.co.id> provided by PT Kustodian Sentral Efek Indonesia ("**KSEI**")

**3. MEETING AGENDA**

**First Agenda** : Approval of Annual Report and Ratification of the Company's Consolidated Financial Statement, Approval of the Board of Commissioners' Supervision Duty Report and Ratification of the Financial Statement of the Micro and Small Business Funding (MSBF) Program for the Financial Year 2022, and granting full release and discharge of responsibilities (volledig acquit et de charge) to the Board of Directors for the management of the Company and to the Board of Commissioners for the supervision of the Company carried out during the Financial Year 2022..

**Second Agenda** : Determination on Utilization of the Company's Net Profit for Financial Year of 2022.

**Third Agenda** : Determination of Bonus for the Financial Year of 2022, Salary for Board of Directors and Honorarium for Board of Commissioners Including other Facilities and Benefits for the Year of 2023.

**Fourth Agenda** : Appointment of Public Accounting Firm to Audit the Company's Consolidated Financial Statement and Company's Financial Report of the Micro and Small Business Funding Program for Financial Year of 2023.

**Fifth Agenda** : Approval of the Company's Proposed Business Spin Off which is an Affiliated Transaction as referred to in Financial Services Authority Regulation No. 42/2020 on Affiliated and Conflict of Interest Transactions, and a Material Transaction as referred to in Financial Services Authority Regulation No. 17/2020 on Material Transactions and Changes in Business Activities.

**Sixth Agenda** : Approval of Company's Proposed Business Spin Off, for the fulfillment of Law No. 40 of 2007 on Limited Liability Companies as lastly amended by Law No. 6 of 2023 on the Stipulation of Government Regulation in lieu of Law No. 2 of 2022 on Job Creation as Law.

**Seventh Agenda** : Approval of Special Assignment to the Company by the President of the Republic of Indonesia.

**Eighth Agenda** : Ratification on Minister of SOE Regulation Number:  
I. PER-1/MBU/03/2023 dated 3 March 2023 on Special Assignments and Social and Environmental Responsibility Programs of SOEs and its amendments;  
II. PER-2/MBU/03/2023 dated 3 March 2023 on Guidelines for the Governance and Significant Corporate Activities of SOEs and its amendments;  
III. PER-3/MBU/03/2023 dated 20 March 2023 on Organizations and Human Resources of SOEs and its amendments.

**Ninth Agenda** : Changes to the Management of the Company.

#### 4. MEETING PARTICIPANTS

- a. Meeting Participants are Shareholders who are eligible to attend or be represented and vote at the Meeting, whose names are recorded in the Company's Register of Shareholders by May 5, 2023, or holders of securities account balances at Collective Depository of KSEI at the closing of trading on May 5, 2023 ("Shareholders").
- b. Meeting Participants who have been registered in the Meeting attendance list that has been announced by the Notary have the right to submit questions and/or opinions, as well as to cast votes in the Meeting.

#### 5. POWER OF ATTORNEY

Shareholders may appoint their power of attorney to attend the Meeting with the following conditions:

- a. Shareholders grant their power of attorney through eASY.KSEI provided by KSEI as an electronic authorization mechanism for the Meeting (hereinafter referred to as "**e-Proxy**"). The e-Proxy facility is available for Shareholders who are eligible to attend the Meeting from the date of the Notice to the Meeting until 1 business day before the Meeting in accordance with Article 28 paragraph (3) of FSA Regulation No. 15/POJK.04/2020 on the Planning and Holding of General Meeting of Shareholders for Public Company ("**POJK 15/2020**");
- b. Shareholders in the form of legal entities may grant their power of attorney to other appointed party by filling in the form provided by the Company as available on the Company's website [www.telkom.co.id](http://www.telkom.co.id). The form can be submitted no later than before the Shareholders' proxy enters the Meeting venue.

#### 6. INVITEES

Invitees are parties who are not Shareholders of the Company, who attend the Meeting at the invitation of the Board of Directors and does not have the right to submit questions and/or opinions, and does not have the right to vote in the Meeting either.

#### 7. CHAIRMAN OF THE MEETING

- a. Pursuant to the Article 24 paragraph (1) letter a of the Articles of Association of the Company, the Meeting is chaired by a member of the Board of Commissioners appointed by the Board of Commissioners. The Board of Commissioners has appointed the President Commissioner as the Chairman of the Meeting (hereinafter referred to as the ("**Chairman of the Meeting**").

- b. The Chairman of the Meeting may temporarily suspend the Meeting for the purpose of Prayer, Meal Breaks and any other matters if needed.
- c. Chairman of the Meeting is responsible for the course of the Meeting and has the right to determine the Meeting's procedure that have not been regulated or not sufficiently regulated under this Code of Conduct.

## **8. LANGUAGE**

The Meeting is in Bahasa Indonesia.

## **9. ATTENDANCE QUORUM**

- a. The First, Second, Third, Fourth, Seventh, and Eighth Agenda of the Meeting:  
In accordance with Article 25 paragraph (1) letter a of the Company's Articles of Association, the Meeting shall be lawful and entitled to make a valid and binding decision, if attended by Shareholders representing more than 1/2 of the total shares with valid voting rights.
  
- b. The Fifth Agenda of the Meeting:  
In accordance with Article 44 letter a POJK 15/ 2020, the Meeting shall be lawful and entitled to make a valid and binding decision, if attended by more than 1/2 of the total number of shares with valid voting rights owned by Independent Shareholders.
  
- c. The Sixth Agenda of the Meeting:  
In accordance with Article 25 paragraph (6) letter a of the Company's Articles of Association, the Meeting shall be lawful and entitled to make a valid and binding decision, if attended by Seri A Dwiwarna Shareholders and other Shareholders and/or their authorized representatives who together represent at least 3/4 of the total number of shares with valid voting rights.
  
- d. The Ninth Agenda of the Meeting:  
  
In accordance with Article 25 paragraph (4) letter a of the Company's Articles of Association, the Meeting is valid and entitled to make valid and binding decisions, if attended by Seri A Dwiwarna Shareholders and other Shareholders and/or their authorized representatives who together represent at least 1/2 of the total number of shares with valid voting rights.
  
- e. The calculation of the number of Shareholders present or represented at the Meeting by the Notary is only conducted once, before the Meeting is started by the Chairman of the Meeting. The number of attendance of Shareholders or their proxies declared by the Chairman of the Meeting prior to the opening of the Meeting and has been announced by the Notary is a fixed number until the Meeting is closed. Therefore, Shareholders or their proxies who enter the Meeting room after the Meeting has been started will not be calculated in determining the number of attendance quorums, are not entitled to submit questions and/or opinions, and are not entitled to vote at the Meeting, as well as the Shareholders who leave the Meeting room before the Meeting is closed, do not reduce the count of the number of Shareholders present at the Meeting.
  
- f. Independent Shareholders are required to fill out the Independent Declaration Form and sign it on a stamp duty of IDR10,000. The form can be downloaded from the Company's website at [https://telkom.co.id/sites/about-telkom/id\\_ID/page/ir-rups-134](https://telkom.co.id/sites/about-telkom/id_ID/page/ir-rups-134).

The form must be submitted before the Meeting takes place.

- g. For Shareholders who attend the Meeting electronically through eASY.KSEI, specifically for the Fifth Agenda of the Meeting, the system only allows those who are:  
(i) eligible and considered as Independent Shareholders; and (ii) have submitted the Independent Declaration Form to the Company, to be counted in the attendance quorum and vote.

Therefore, if during the Meeting there are Shareholders whose presence is not counted in the attendance quorum, cannot vote, or the system does not allow them to vote for the Fifth Agenda of the Meeting, this means that such Shareholders are not qualified and are not considered as Independent Shareholders.

- h. Shareholders who vote on the Fifth Agenda either physically or through eASY.KSEI:
  - i) must guarantee and ensure that such Shareholders qualify as Independent Shareholders;
  - ii) has submitted the Independent Declaration Form as referred to in letter f above to the Company; and
  - iii) if in the future it is proven that the statement is not true, the person concerned may be subject to sanctions in accordance with the provisions of laws and regulations.

In the event that until the Meeting is opened by the Chairman of the Meeting, the Shareholder has not submitted the Independent Declaration Form, consequently, the Shareholder cannot be counted in the attendance quorum of the Fifth Agenda and cannot vote on the Fifth Agenda.

Without prejudice to the above provisions and requirements based on applicable laws and regulations. If the Shareholder who does not submit the Independent Declaration Form continues to vote on the Fifth Agenda, then the Shareholder is deemed to have agreed and declared that he/she is an Independent Shareholder and if in the future it is proven that the facts and/or statements are not true, the person concerned may be subject to sanctions in accordance with the provisions of laws and regulations.

## **10. HEALTH AND SAFETY PROTOCOL**

Shareholders or their Proxies and other parties who are physically present at the Meeting must comply with the following health and safety protocols:

- a. Submit a completed and signed Health Declaration Form. The Health Declaration Form can be downloaded from the Company's website <https://www.telkom.co.id/>.
- b. If you have had close contact with COVID-19 patients in the last 3 days prior to the Meeting, you are not allowed to enter the Meeting area.
- c. Show the COVID-19 Vaccine Certificate found in the SATUSEHAT application with the following conditions:
  - 1) For those who have received the vaccine 1 or 2 times, you must show a Certificate of Antigen Swab Test (non-reactive) with a sample collection date no later than 1 day before the Meeting or PCR Swab Test results with a sample collection date no later than 2 days before the Meeting from a doctor, hospital, healthcare centre, or clinic connected to the SATUSEHAT application.
  - 2) For those who have received the vaccine 3/booster, you can directly enter the Meeting area
  - 3) For those who have not received the vaccine at all, you will not be able to attend

the Meeting.

- d. Have a normal body temperature or no more than 37.5°C.
- e. Scan the barcode using SATUSEHAT application before entering the Meeting room.
- f. Wear a mask while in the Meeting area.
- g. Implement physical distancing policy in the Meeting area.

## **11. QUESTION AND ANSWER SESSION**

Prior to the decision making of each Meeting Agenda, the Chairman of the Meeting will provide the opportunity for the Shareholders or the Proxy of Shareholders to submit questions or opinions during Question and Answer Session.

- a. The Meeting Participants will be given the opportunity to ask questions and/or opinions to Board of Directors and Board of Commissioners of the Company through the Chairman of the Meeting.
- b. Shareholders who have accessed their attendance in eASY.KSEI may submit questions and/or opinions through eASY.KSEI, to be verified and checked whether the question or opinion is relevant to the Agenda of the Meeting by the Legal Consultant.
- c. Shareholders who attend the meeting physically may ask questions and/or opinions directly into the Meeting during the Question and Answer Session that will be conducted in each of the Meeting's Agenda which is submitted through a digital form that has been provided and informed by the committee before the Meeting begins, by filling in the registration number, agenda, name and number of share ownership, as well as questions and/or opinions, to be verified and checked for the relevance of the question or opinion to the Meeting agenda by the Securities Administration Bureau, Notary, and Legal Consultant.
- d. Specifically for the Fifth Agenda, Shareholders who can submit questions and/or opinions at the Meeting are Independent Shareholders who have submitted the Independent Declaration Form as referred to in Number 9 letter f of the Rules of Procedure.
- e. For each Meeting Agenda, a maximum time of 2 minutes is given for Shareholders or their Proxy to submit questions and/or opinions on the relevant agenda of the Meeting.
- f. Based on the verification results of the Legal Consultant, the Chairman of the Meeting has the right to refuse to answer any questions and/or opinions that are not relevant to the Meeting Agenda that are being discussed or has been previously asked.
- g. For each Meeting Agenda, at most 3 questions or opinions relevant to the Meeting Agenda will be responded to directly in the Meeting, while questions or opinions that cannot be directly responded in the Meeting, will be responded in writing by electronic mail (e-mail) no later than 5 business days after the Meeting is closed.
- h. Members of the Board of Commissioners or members of the Board of Directors or parties appointed by the Chairman of the Meeting will answer questions or respond to questions and/or opinions that have been submitted as referred to in letter e above.
- i. The Chairman of the Meeting may limit the time for the question and answer session in each Meeting Agenda.
- j. The Shareholders or their Proxy are not permitted to ask questions and/or opinions to fellow Shareholders, such questions and/or opinions cannot be responded to.
- k. The Chairman of the Meeting is authorized to take any necessary actions if there are Meeting Participants who are deemed to disrupt the course and orderliness of the Meeting.

## **12. VOTING**

a. The decision making of the Meeting is conducted by voting.

b. Each holder of 1 share has the right to cast 1 vote.

c. First, Second, Third, Fourth, Seventh, and Eighth Agenda of the Meeting:

In accordance with Article 25 paragraph (1) letter a of the Company's Articles of Association, the resolutions of the Meeting are valid if approved by more than 1/2 of the total number of shares with voting rights present at the Meeting.

d. Fifth Agenda of the Meeting:

In accordance with Article 44 letter b of POJK 15/2020, the resolutions of the Meeting are valid if approved by more than 1/2 of the total number of shares with valid voting rights owned by Independent Shareholders.

e. Sixth Agenda of the Meeting:

In accordance with Article 25 paragraph (6) letter a of the Company's Articles of Association *jo.* Article 43 letter b of POJK 15/2020, the resolutions of the Meeting must be approved by Seri A Dwiwarna Shareholders and other Shareholders and/or their authorized representatives who together represent more than 3/4 of the total number of shares with valid voting rights present at the Meeting.

f. Ninth Agenda of the Meeting:

In accordance with Article 25 paragraph (4) letter a of the Company's Articles of Association, the resolutions of the Meeting must be approved by Seri A Dwiwarna Shareholders and other Shareholders and/or their authorized representatives who together represent more than 1/2 of the total number of shares with voting rights present at the Meeting.

g. Voting by Shareholders who are present electronically is conducted through the eASY.KSEI application.

h. Voting for the resolutions of the Meeting for Shareholders who are physically present shall be conducted by raising their hands with the following condition:

1) those who vote against or abstain are asked to raise their hands while handing over their filled ballots to the officer, then the Notary will count the votes cast;

2) those who vote against or abstain but whose voting card is damaged, torn or crumpled, so that it cannot be properly detected by the computer or the Notary, shall be deemed invalid;

3) those who do not raise their hands shall be deemed to agree;

4) those who leave the Meeting at the time of voting shall be deemed to agree.

i. At the end of each voting, the Notary shall read out the result of the voting.

j. In accordance with Article 25 paragraph (11) of the Company's Articles of Association, blank or abstain votes are deemed to follow the votes cast by the majority of the Shareholders who cast votes.

- k. In accordance with Article 25 paragraph (12) of the Company's Articles of Association, the votes casted by the Shareholders shall apply to all the shares they own.
- l. Invalid votes are deemed non-existent and are not counted in determining the number of votes casted at the Meeting.

### **13. ANNOUNCEMENT AND NOTICE OF THE MEETING**

The procedure that precedes the Meeting in accordance with the provisions of the Article yang 23 paragraph (5) dan paragraph (7) of the Company's Articles of Association concerning Announcement and Notice of the Meeting, have been carried out to the Shareholders of the Company.

The Announcement and Notice of the Meeting as mentioned above have been published on (i) the Company's website; (ii) the stock exchange website; (iii) the eASY.KSEI's website.

### **14. CLOSING**

Other matters that have not been regulated in this Code of Conduct will be determined later by the Chairman of the Meeting.

Jakarta, May 30, 2023

Board of Directors  
PT Telkom Indonesia (Persero) Tbk