

# Annual General Meeting of Shareholder For Financial Year 2019

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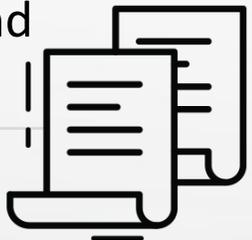
Day/Date : Friday, June 19, 2020

Time : 14.00 Jakarta Time

Location : Telkom Landmark Tower,  
Jl. Jend Gatot Subroto Kav. 52,  
Jakarta Selatan

# Annual General Meeting of Shareholder for Financial Year 2019

- 01 Approval of the Company's Annual Report for Financial Year of 2019, including the Board of Commissioner's Supervision Duty Performance Report
- 02 Ratification of the Company's Financial Statement and Annual Report of Partnerships and Community Development Program for Financial Year of 2019 and the Acquittal and Discharge of the Members of the Board of Directors' and the Board of Commissioners' members
- 03 Determination on Utilization of the Company's Net Profit for Financial Year of 2019
- 04 Determination of Remuneration for the Members of the Board of Directors and the Board of Commissioners for Financial Year of 2019
- 05 Appointment of Public Accounting Firm to audit the Company's Financial Statements for Financial Year of 2020, including Internal Control Audit over Financial Reporting, and the Appointment of Public Accounting Firm to audit the Financial Statement of the Partnership and Community Development Program for Financial Year of 2020
- 06 Changes to the Management of the Company





## Agenda 1 and 2

1. Approval of the Company's Annual Report for Financial Year of 2019, including the Board of Commissioner's Supervision Duty Performance Report
2. Ratification of the Company's Financial Statement and Annual Report of Partnerships and Community Development Program for Financial Year of 2019 and the Acquittal and Discharge of the Members of the Board of Directors' and the Board of Commissioners' members





# Agenda 1 and 2

1. Approval of the Company's Annual Report for Financial Year of 2019, including the Board of Commissioner's Supervision Duty Performance Report
2. Ratification of the Company's Financial Statement and Annual Report of Partnerships and Community Development Program for Financial Year of 2019 and the Acquittal and Discharge of the Members of the Board of Directors' and the Board of Commissioners' members

## Laws & Regulations

- Article 18 paragraph 9 and Article 25 paragraph 1 of the Company's Articles of Association.
- Article 23 paragraph (1) of Law No. 19 of 2003 concerning State-Owned Enterprise ("SOE").
- Article 69 paragraph (1) of Law No. 40 of 2007 concerning Limited Liability Companies ("Company Law").
- Article 17 and Article 18 of Minister of State-Owned Enterprises ("SOE") Regulation No. PER-09/MBU/07/2015 as lastly amended by SOE Minister Regulation No. PER-02/MBU/04/2020 concerning Partnership and Community Development Program for SOE.
- Article 41 paragraph 1 Indonesia Financial Service Authority Regulation No. 15/POJK.04/2020 concerning General Meeting of Shareholders of Public Company ("**POJK 15/2020**")

## Explanation

- The Annual Report including the Board of Commissioner's Supervision Duty Performance Report, Company's Consolidated Financial Statements as well as Annual Report on the Partnership and Community Development Program of the financial year of 2019 to be validated in Annual General Meeting of the Shareholders for Financial Year of 2019 is available and can be retrieved from the company's website ([www.telkom.co.id](http://www.telkom.co.id)) and Indonesia Stock Exchange's website ([www.idx.co.id](http://www.idx.co.id)) on the day of invitation release.
- Company's Consolidated Financial Statements for the financial year ended on December 31, 2019 is audited by Public Accountant Firm of Purwantono, Sungkoro dan Surja. The auditor's report with formal opinion "present fairly in all material respects" in accordance with Auditor report No. 01105/2.1032/AU.1/06/1007-1/1/V/2020 dated 25 May 2020.
- The Annual Report on the Partnership and Community Development Program for the financial year ended on December 31, 2019 is audited by Public Accountant Firm of Purwantono, Sungkoro dan Surja with opinion "present fairly in all material respects" in accordance with Auditor report No. 00073/2.1032/AU.2/11/0687-3/1/I/2020 dated 29 January 2020.



## Highlight for 2019

### IndiHome

IndiHome further strengthened its position as a new growth engine during 2019, with profitability approaching global standards



### Financial Performance

Telkom successfully recorded total Revenue of Rp135.6 trillion, growing by 3.7% compared to the previous year. EBITDA was grew 9.5% to Rp64.8 trillion, with EBITDA margin increasing significantly to 47.8% from 45.3% in the previous year. Meanwhile, Net Profit was recorded at Rp18.7 trillion, growing by 3.5% from 2018 Net Profit



# Supervision by the Board of Commissioner

## Performance

Positive operational performance has further strengthened Telkom's position as a market leader in Indonesia's fixed broadband and cellular Industry

## BOD Performance

This excellent operational performance demonstrates the Board of Directors' ability to understand the industry by creating and implementing the right work programs, which are expected to realize the Company's vision and mission of transforming into a digital telco company that can provide the best digital experience for customers





## Agenda 3

3. Determination on Utilization of the Company's Net Profit for Financial Year of 2019





# Agenda 3

## 3. Determination on Utilization of the Company's Net Profit for Financial Year of 2019

### Laws & Regulations

- Article 21, Article 25 paragraph 1 and Article 26 of Company's Article of Association.
- Article 70 and 71 of Law No. 40 Year 2007 concerning Limited Liability Companies ("**Company Law**").
- Article 41 paragraph 1 of POJK 15/2020.

### Explanation

Net profit of Telkom for the financial year of 2019 will be allocated as follows:

1. Dividends for the Shareholders.
2. Retained Earnings in order support the Company's investment activities.

History of Telkom's Dividend Payout Ratio (DPR) and Dividend per Share (DPS) for the past 3 years:

	2016	2017	2018
DPR	70%	75%	90%
DPS	Rp136,75	Rp167,66	Rp163,82



## Agenda 4

4. Determination of Remuneration for the Members of the Board of Directors and the Board of Commissioners for Financial Year of 2019





# Agenda 4

## 4. Determination of Remuneration for the Members of the Board of Directors and the Board of Commissioners for Financial Year of 2019

### Laws & Regulations

- Article 11 paragraph 19, Article 14 paragraph 30, and Article 25 paragraph 1 of the Company's Article of Association.
- Article 96 and Article 113 of the Company Law.
- Minister of SOE Regulation No. PER-04/MBU/2014 as lastly amended by Minister of SOE Regulation No. PER-01/MBU/05/2019 regarding Guidelines for the Determination of the Income of Board of Directors, Board of Commissioners, and Supervisory Board of SOE.
- Article 41 paragraph 1 of POJK 15/2020

### Explanation

- In accordance with Company's Article of Association, salary/honorarium and allowance for the member of the Board of Directors and the Board of Commissioners shall be determined by the General Meeting of Shareholders, where the authority of the General Meeting of Shareholders regarding the determination of Board of Directors salary and other allowance can be delegated to the Board of Commissioners.
- As State owned enterprises, determination of the compensation of the Board of Directors and Board of Commissioners is to align with Minister of State Owned Enterprises Regulation No. PER-04/MBU/2014 Year 2014 as lastly amended by Minister of SOE Regulation No. PER-01/MBU/05/2019 Year 2019 concerning Guidelines for the Determination of the Income of Board of Directors, Board of Commissioners, and Supervisory Board of SOE. In accordance with the regulation, determination of the income in the form of salary/honorarium, allowance and facilities that are fixed and income in the form of variable performance bonuses/incentives (merit rating) are carried out by considering the factors of business scale, factors of business complexity, inflation rate, conditions and financial capabilities of the company, generally accepted income levels in similar industry and other relevant factors, as long as not contradicted with the prevailing laws and regulation

# Determination of Remuneration of BOD and BOC

To ensure that all management of the Company can be appreciated at a reasonable level in accordance with the business scale of Telkom's business for all total compensation consisting of salaries, bonuses and benefits components and other facilities. This can be realized through a combination of remuneration as follows:

1

Determination of the amount of tantiem for financial year 2019.

2

Adjustment of honorarium, benefits, facilities and other incentives for members of the Board of Commissioners for 202

3

Adjustment of salaries, benefits, facilities and other incentives for Members of the Board of Directors for 2020



## Agenda 5

5. Appointment of Public Accounting Firm to audit the Company's Financial Statements for Financial Year of 2020, including Internal Control Audit over Financial Reporting, and the Appointment of Public Accounting Firm to audit the Financial Statement of the Partnership and Community Development Program for Financial Year of 2020



# Agenda 5

5. Appointment of Public Accounting Firm to audit the Company's Financial Statements for Financial Year of 2020, including Internal Control Audit over Financial Reporting, and the Appointment of Public Accounting Firm to audit the Financial Statement of the Partnership and Community Development Program for Financial Year of 2020

## Laws & Regulations

- Article 21 paragraph 2 point c in conjunction with Article 15 paragraph 2 point b.a.5, and Article 25 paragraph 1 of Company's Article of Association.
- Article 41 paragraph 1 and Article 59 of POJK 15/2020.
- Article 31 paragraph 1 Minister of SOE Regulation No. PER-01/MBU/2011 as amended by Minister of SOE Regulation No. PER-09/MBU/2012 concerning Implementations of Good Corporate Governance on State Owned Company.

## Explanation

- In accordance with the Company's Article of Association, the Annual General Meeting of Shareholders determines the Public Accountant Firm that has been registered in the Indonesia Financial Service Authority (OJK) to audit the Company's Financial Statements for Financial Year of 2020 and Company's Financial Statement of the Partnership and Community Development Program for Financial Year 2020 based on proposal from the Board of Commissioners or conferral of power on the Board of Commissioners to appoint Public Accountant Firm.
- These are list of Public Accountant Firm that audited our Financial Statement for the last 3 years:

	Public Accountant Firm
2016	Purwantono, Sungkoro & Surja
2017	Purwantono, Sungkoro & Surja
2018	Purwantono, Sungkoro & Surja



# Agenda 6

## 6. Changes to the Management of the Company



# Agenda 6

## 6. Changes to the Management of the Company

### Laws & Regulations

- Article 11 paragraph 10, Article 14 paragraph 12, Article 23 paragraph 6 point b and Article 25 paragraph 4 of the Company's Article of Association.
- Financial Service Authority Regulation No. 33/POJK.04/2014 concerning Board of Directors and Board of Commissioners of Issuers or Public Companies.
- Minister of SOE Regulation No. PER-02/MBU/02/2015 concerning Requirements, Procedures for Appointment, and Dismissal of SOE's Board of Commissioner and Supervisory Board.
- Minister of SOE Regulation No. PER-03/MBU/02/2015 concerning Requirements, Procedures for Appointment, and Dismissal of SOE's Board of Directors

### Explanation

- As an SOE and based on the Company's Articles of Association, the holder of Series A Dwiwarna Shares has the right to nominate and approve the appointment and dismissal of the Company's Board of Directors' and/or Board of Commissioners' members.
- At present the Company has yet to receive a list of nominated candidates for the members of the Board of Directors and Board of Commissioners, therefore the Company has not been able to provide the names and curriculum vitae of the candidates.

# Telkom's Board of Commissioners



**RHENALD KASALI**  
President Commissioner/  
Independent Commissioner



**ISMAIL**  
Commissioner



**MARCELINO RUMAMBO  
PANDIN**  
Commissioner



**CAHYANA ADMADJAYADI**  
Independent Commissioner



**MARGIYONO DARSASUMARJA**  
Independent Commissioner



**MARSUDI WAHYU KISWORO**  
Independent Commissioner

# Telkom's Board of Directors



**RIRIEK ADRIANSYAH**  
President Director



**HARRY MOZARTA ZEN**  
Director of Finance



**ZULHELFI ABIDIN**  
Director of Network & It  
Service



**SITI CHOIRIANA**  
Director of Consumer  
Service



**FAIZAL ROCHMAD  
DJOEMADI**  
Director of Digital Business  
Portfolio



**ACHMAD SUGIARTO**  
Director of Strategic  
Portfolio



**EDWIN ARISTIAWAN**  
Director of Wholesale &  
International Service



**EDI WITJARA**  
Director of Human Capital  
Management



**BOGI WITJAKSONO**  
Director of Enterprise Service

# Thank You

PT Telkom Indonesia (Persero) Tbk