

# Materials

## Annual General Meeting of Shareholders PT Adaro Energy Tbk

Below are the materials of the Annual General Meeting of Shareholders ("the Meeting") of PT Adaro Energy Tbk ("the Company"), which will be held on Wednesday, April 26, 2021:

### **Agenda 1**

#### **Approval of the Company's Annual Report and the ratification of the Company's Consolidated Financial Statements for the fiscal year of 2020**

##### Explanation:

The approval of the Company's Annual Report and the ratification of the Company's Consolidated Financial Statements for the year ending on December 31, 2020, which has been audited by Yanto, S.E., Ak., M.Ak., CPA, from Tanudiredja, Wibisana, Rintis & Rekan Public Accounting Firm (a member of PwC global network in Indonesia) and signed on February 26, 2021 with unqualified opinion, for all material respects.

The full release and discharge (acquitt et decharge) to all members of the Company's Board of Directors and Board of Commissioners for the management and supervisory actions carried out in the fiscal year 2020.

The Company's Annual Report and Consolidated Financial Statements for the fiscal year ending on December 31, 2020 can be downloaded from the Company's website [www.adaro.com](http://www.adaro.com).

### **Agenda 2**

#### **Approval on the determination on the use of the Company's net income of the fiscal year of 2020**

##### Explanation:

The determination on the use of the Company's net income of the fiscal year of 2020 for cash dividends and retained earnings.

### **Agenda 3**


#### **Approval on the reappointment of all members of the Company's Board of Directors**

##### Explanation:


The approval on the reappointment of all members of the Company's Board of Directors for the period as of the closure of the Meeting until the closure of the Company's AGMS in 2026.

The grant of delegation and authority to the Company's Board of Directors with substitution right to restate the resolution on the reappointment of all members of the Company's Board of Directors in a notarial deed, and report it to the Minister of Law and Human Rights, register it in the company's register and take all actions deemed necessary in accordance with the provisions of the prevailing regulatory requirements.

The following are the profiles of the members of the Company's Board of Directors to be reappointed for the period of 2021 to 2026:

	<p><b>Garibaldi Thohir - President Director</b></p>
<p>Citizenship</p>	<p>Indonesian</p>
<p>Age</p>	<p>55 as at December 31 2020</p>
<p>Education History</p>	<ul style="list-style-type: none"> <li>• Bachelor of Business Administration, University of Southern California, USA</li> <li>• MBA, Northrop University, USA</li> </ul>
<p>Legal Basis of Appointment at PT Adaro Energy Tbk.</p>	<p>Deed No. 62 of April 18, 2008, and re-appointed based on Deed No.82 of April 25, 2016</p>
<p>Career History</p>	
<ul style="list-style-type: none"> <li>• Work Experience</li> </ul>	<ul style="list-style-type: none"> <li>• Founder, PT Wahana Ottomitra Multiartha (1997)</li> </ul>
<ul style="list-style-type: none"> <li>• Concurrent Position</li> </ul>	<ul style="list-style-type: none"> <li>• President Director, PT Adaro Energy Tbk.</li> <li>• President Director, PT Adaro Strategic Investments</li> <li>• President Director, PT Adaro Strategic Lestari</li> <li>• President Director, PT Adaro Strategic Capital</li> <li>• President Director, PT Viscaya Investments</li> <li>• President Director, PT Dianlia Setyamukti</li> <li>• Steering Committee, Adaro Bangun Negeri Foundation</li> <li>• President Commissioner, PT Alam Tri Abadi</li> <li>• President Commissioner, PT Adaro Indonesia</li> <li>• President Commissioner, PT Bhakti Energi Persada</li> <li>• President Commissioner, PT Maruwai Coal</li> <li>• President Commissioner, PT Kalteng Coal</li> <li>• President Commissioner, PT Sumber Barito Coal</li> <li>• President Commissioner, PT Juloi Coal</li> <li>• President Commissioner, PT Lahai Coal</li> </ul>

	<ul style="list-style-type: none"> <li>• President Commissioner, PT Ratah Coal</li> <li>• President Commissioner, PT Pari Coal</li> <li>• President Commissioner, PT Mustika Indah Permai</li> <li>• President Commissioner, PT Bukit Enim Energy</li> <li>• President Commissioner, PT Adaro Power</li> <li>• President Commissioner, PT Adaro Persada Mandiri</li> <li>• President Commissioner, PT Agri Multi Lestari</li> <li>• President Commissioner, PT Rehabilitasi Lingkungan Indonesia</li> <li>• President Commissioner, PT Adaro Tirta Mandiri</li> <li>• Commissioner, PT Merdeka Copper Gold Tbk.</li> <li>• President Director, PT Trinugraha Thohir</li> <li>• President Commissioner, PT Wahanaartha Harsaka</li> <li>• Commissioner, PT Surya Esa Perkasa Tbk.</li> <li>• President Commissioner, PT Trinugraha Food Industry</li> </ul>
Training and Competency Development	None
Affiliated Relationship	Affiliated with the controlling shareholders of PT Adaro Energy Tbk.
Domicile	Jakarta
Share Ownership	6.18%

	<p><b>Christian Ariano Rachmat - Vice President Director</b></p>
Citizenship	Indonesian
Age	48 as at December 31 2020
Education History	<ul style="list-style-type: none"> <li>• Bachelor's degree in Industrial Engineering, Northwestern University, USA</li> </ul>
Legal Basis of Appointment at PT Adaro Energy Tbk.	Deed No. 62 of April 18, 2008, and re-appointed based on Deed No.82 of April 25, 2016
Career History	
Work Experience	<ul style="list-style-type: none"> <li>• Business analyst, A.T. Kearney (1995)</li> </ul>

	<ul style="list-style-type: none"> <li>• Supply chain manager, PT Toyota Astra Motors (1996 to 1998)</li> </ul>
<ul style="list-style-type: none"> <li>• Concurrent Position</li> </ul>	<ul style="list-style-type: none"> <li>• Vice President Director, PT Adaro Energy Tbk.</li> <li>• Director, PT Adaro Strategic Investments</li> <li>• Director, PT Adaro Strategic Lestari</li> <li>• Director, PT Adaro Strategic Capital</li> <li>• Director, PT Vascaya Investments</li> <li>• Director, PT Dianlia Setyamukti</li> <li>• Director, Coaltrade Services International Ltd</li> <li>• Director, Orchard Maritime Limited</li> <li>• Director, Adaro Capital Limited</li> <li>• Director, Kestrel Coal Resources Pty Ltd</li> <li>• Commissioner, PT Alam Tri Abadi</li> <li>• Commissioner, PT Adaro Indonesia</li> <li>• Commissioner, PT Bhakti Energi Persada</li> <li>• Commissioner, PT Maruwai Coal</li> <li>• Commissioner, PT Kalteng Coal,</li> <li>• Commissioner, PT Sumber Barito Coal</li> <li>• Commissioner, PT Juloi Coal</li> <li>• Commissioner, PT Lahai Coal</li> <li>• Commissioner, PT Ratah Coal</li> <li>• Commissioner, PT Pari Coal</li> <li>• Commissioner, PT Mustika Indah Permai</li> <li>• President Commissioner, PT Jasapower Indonesia</li> <li>• President Commissioner, PT Adaro Jasabara Indonesia</li> <li>• President Commissioner, PT Adaro Mining Technologies</li> <li>• Commissioner, PT Adaro Power</li> <li>• Commissioner, PT Adaro Tirta Mandiri</li> <li>• Director, PT Triputra Investindo Arya</li> <li>• Director, PT Trikirana Investindo Prima</li> <li>• President Director, PT Dharma Inti Anugerah</li> <li>• President Director, PT Alam Lestari Permai</li> <li>• President Director, PT Sinar Ganda Jaya</li> <li>• President Director, PT Alam Permata Nusantara,</li> <li>• Commissioner, PT Triputra Permata Nusantara</li> <li>• Commissioner, PT Padang Sejahtera</li> <li>• Commissioner, PT Padangbara Sukses Makmur</li> <li>• Vice President Commissioner, PT Bumi Alam Sejahtera</li> </ul>
Training and Competency Development	None
Affiliated Relationship	Affiliated with the controlling shareholders of PT Adaro Energy Tbk.
Domicile	Jakarta
Share Ownership	0.05%



**Chia Ah Hoo - Director**


Citizenship	Malaysian
Age	62 as at December 31 2020
Education History	<ul style="list-style-type: none"> <li>• Bachelor's Degree in Civil Engineering, University of Windsor, Canada</li> </ul>
Legal Basis of Appointment at PT Adaro Energy Tbk.	Deed No. 62 of April 18, 2008, and re-appointed again based on Deed No.82 of April 25, 2016
Career History	
<ul style="list-style-type: none"> <li>• Concurrent Position</li> </ul>	<ul style="list-style-type: none"> <li>• Director, PT Adaro Energy Tbk.</li> <li>• President Director, PT Alam Tri Abadi</li> <li>• Director, PT Viscaya Investments</li> <li>• President Director, PT Adaro Indonesia</li> <li>• President Commissioner, PT Paramitha Cipta Sarana</li> <li>• President Commissioner, PT Semesta Centramas</li> <li>• President Commissioner, PT Laskar Semesta Alam</li> <li>• President Director, PT Maruwai Coal</li> <li>• President Director, PT Kalteng Coal</li> <li>• President Director, PT Sumber Barito Coal</li> <li>• President Director, PT Juloi Coal</li> <li>• President Director, PT Lahai Coal</li> <li>• President Director, PT Ratah Coal</li> <li>• President Director, PT Pari Coal</li> <li>• President Director, PT Saptaindra Sejati</li> <li>• Director, Kestrel Coal Resources Pty Ltd</li> <li>• Director, Adaro Australia Pty Ltd</li> </ul>
Training and Competency Development	None
Affiliated Relationship	None
Domicile	Jakarta
Share Ownership	0.03%



**Mohammad Syah Indra Aman - Director**

Citizenship	Indonesian
Age	53 as at December 31 2020
Education History	<ul style="list-style-type: none"> <li>• Bachelor's Degree in Law, University of Indonesia, Indonesia</li> <li>• LLM (Master of Laws), University of Washington, USA</li> </ul>
Legal Basis of Appointment at PT Adaro Energy Tbk.	Deed No. 126 of 20 April 2011, and re-appointed based on Deed No.82 of April 25, 2016
Career History	
Work Experience	<ul style="list-style-type: none"> <li>• Lawyer, Minang, Warman, Sofyan SH &amp; Associates</li> <li>• Lawyer, Lubis, Ganie &amp; Surowidjojo</li> </ul>
• Concurrent Position	<ul style="list-style-type: none"> <li>• Director, PT Adaro Energy Tbk.</li> <li>• Director, PT Alam Tri Abadi</li> <li>• Trustee, Adaro Bangun Negeri Foundation</li> <li>• Commissioner, PT Adaro Indonesia</li> <li>• Commissioner, PT Paramitha Cipta Sarana</li> <li>• Commissioner, PT Semesta Centramas</li> <li>• Commissioner, PT Laskar Semesta Alam</li> <li>• Commissioner, PT Maruwai Coal</li> <li>• Commissioner, PT Kalteng Coal</li> <li>• Commissioner, PT Sumber Barito Coal</li> <li>• Commissioner, PT Juloi Coal</li> <li>• Commissioner, PT Lahai Coal</li> <li>• Commissioner, PT Ratah Coal</li> <li>• Commissioner, PT Pari Coal</li> <li>• Commissioner, PT Mustika Indah Permai</li> <li>• Commissioner, PT Saptaindra Sejati</li> <li>• Commissioner, PT Jasapower Indonesia</li> <li>• Commissioner, PT Adaro Jasabara Indonesia</li> <li>• Commissioner, PT Adaro Mining Technologies</li> <li>• President Commissioner, PT Adaro Logistics</li> <li>• President Commissioner, PT Indonesia Bulk Terminal</li> <li>• President Commissioner, PT Sarana Daya Mandiri</li> </ul>

	<ul style="list-style-type: none"> <li>• President Commissioner, PT Puradika Bongkar Muat Makmur</li> <li>• President Commissioner, PT Maritim Barito Perkasa</li> <li>• President Commissioner, PT Harapan Bahtera Internusa</li> <li>• Commissioner, PT Barito Galangan Nusantara</li> <li>• Commissioner, PT Adaro Power</li> <li>• Commissioner, PT Adaro Persada Mandiri</li> <li>• Commissioner, PT Agri Multi Lestari</li> <li>• Commissioner, PT Rehabilitasi Lingkungan Indonesia</li> <li>• President Commissioner, PT Alam Sukses Lestari</li> <li>• President Commissioner, PT Hutan Amanah Lestari</li> <li>• Commissioner, PT Adaro Tirta Mandiri</li> <li>• President Commissioner, PT Trimitra Tirta Sarana</li> <li>• Director, Coaltrade Services International Pte Ltd</li> <li>• Director, Adaro Capital Limited</li> <li>• Director, Kestrel Coal Resources Pty Ltd</li> <li>• Director, Adaro Australia Pty Ltd</li> </ul>
Training and Competency Development	None
Affiliated Relationship	None
Domicile	Jakarta
Share Ownership	0

	<p><b>Julius Aslan - Director</b></p>
Citizenship	Indonesian
Age	57 as at December 31 2020
Education History	<ul style="list-style-type: none"> <li>• Bachelor's Degree in Electrical Engineering, National Institute of Science and Technology, Indonesia</li> </ul>
Legal Basis of Appointment at PT Adaro Energy Tbk.	Deed No. 95 of April 19, 2013, and re-appointed based on Deed No.82 of April 25, 2016
Career History	
Work Experience	<ul style="list-style-type: none"> <li>• Marketing Director, PT Astra Honda Motor, 2009</li> </ul>

	<ul style="list-style-type: none"> <li>• Human Resources Director, PT Astra Honda Motor, 2007</li> <li>• Human Resources Director, PT Astra Agro Lestari Tbk, 2006</li> <li>• Human Resources Director, Bank Permata, 2004</li> <li>• Corporate Human Resources Chief, PT Astra International Tbk, 2001</li> <li>• Management Trainee, PT Astra International Tbk</li> </ul>
• Concurrent Position	<ul style="list-style-type: none"> <li>• Director, PT Adaro Energy Tbk.</li> <li>• Commissioner, PT Alam Tri Abadi</li> <li>• Trustee, Adaro Bangun Negeri Foundation</li> <li>• Commissioner, PT Adaro Indonesia</li> <li>• Commissioner, PT Maruwai Coal</li> <li>• Commissioner, PT Kalteng Coal</li> <li>• Commissioner, PT Sumber Barito Coal</li> <li>• Commissioner, PT Juloi Coal</li> <li>• Commissioner, PT Lahai Coal</li> <li>• Commissioner, PT Ratah Coal</li> <li>• Commissioner, PT Pari Coal</li> <li>• President Commissioner, PT Saptaindra Sejati</li> <li>• Commissioner, PT Adaro Mining Technologies</li> <li>• Commissioner, PT Adaro Logistics</li> <li>• Commissioner, PT Indonesia Bulk Terminal</li> <li>• Commissioner, PT Puradika Bongkar Muat Makmur</li> <li>• Commissioner, PT Maritim Barito Perkasa</li> <li>• Commissioner, PT Harapan Bahtera Internusa</li> <li>• Commissioner, PT Barito Galangan Nusantara</li> <li>• Commissioner, PT Adaro Power</li> </ul>
Training and Competency Development	None
Affiliated Relationship	None
Domicile	Jakarta
Share Ownership	0.05%



#### **Agenda 4**

##### **Approval on the appointment of the public accountant for auditing the Company's Consolidated Financial Statements for the fiscal year of 2021**

###### **Explanation:**

Based on the recommendation of the Audit Committee on March 18, 2021, the Company's Board of Commissioners proposed to the Meeting to reappoint Yanto, S.E., Ak., M.Ak., CPA from Tanudiredja, Wibisana, Rintis & Rekan Public Accounting Firm (a member of PwC global network in Indonesia) as the public accountant for auditing the Company's Consolidated Financial Statements for the current fiscal year, which will end on December 31, 2021, and the successor auditor in the case of any changes.

#### **Agenda 5**

##### **Approval on the determination of the honorarium or salary and other allowances for the Company's Board of Commissioners and Board of Directors for the fiscal year of 2021**

###### **Explanation:**

Approval on the granting of authority to the Company's Board of Commissioners, which performs the remuneration function, to determine the honorarium or salary and other allowances for the members of the Company's Board of Commissioners and Board of Directors for the fiscal year of 2021.

#### **Agenda 6**

##### **Approval on the amendment to the Company's Articles of Association to conform to POJK No.15/POJK.04/2020 on the Plan and Implementation of General Meeting of Shareholders for Public Companies**

###### **Explanation:**

The approval on the amendment to the Company's Articles of Association to conform to POJK No.15/POJK.04/2020 on the Plan and Implementation of General Meeting of Shareholders for Public Companies.

Jakarta, April 1, 2021

Board of Directors

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