

# **RULES OF CONDUCT**

## 1. GENERAL

The General Meeting of Shareholders ("Meeting") of PT Pertamina Geothermal Energy Tbk (hereinafter referred to as the "Company"), is held electronically in accordance with the provisions stipulated in Financial Services Authority Regulation Number 15/POJK.04/2020 concerning the Planning and Convening of the General Meeting of Shareholders for Public Companies (hereinafter referred to as "POJK GMS") and Financial Services Authority Regulation Number 16/POJK.04/2020 concerning the Procedures of Electronic General Meeting of Shareholders of Public Company (hereinafter referred to as "POJK e-GMS").

## 2. TIME AND PLACE OF THE EVENT

Meetings are held on:

Day/Date : Wednesday, July 31st, 2024.

Time : 02.00 PM WIB – finished.

Venue :

Physically : Grha Pertamina,

Jl. Medan Merdeka Timur No.11-13,

Jakarta Pusat, 10110

Electronically : Accessing the facility of KSEI Electronic General

Meeting System ("eASY.KSEI") at

https://akses.ksei.co.id/ provided by Kustodian

Sentral Efek Indonesia ("KSEI")

# 3. AGENDA, INVITATION, MEETING AGENDA MATERIALS

# a. Meeting Agenda

Changes of the Company's Management.





# **b.** Meeting Convocation

In accordance with Article 52 of POJK GMS and Article 9 Paragraph (9) of the Company's Articles of Association, the Company has issued a Meeting Convocation on July 9, 2024 and July 15, 2024 which published through the Company's website, the Indonesia Stock Exchange ("IDX"), and KSEI.

# c. Meeting Agenda Materials

In accordance with Article 18 of POJK GMS and Article 10 Paragraph (5) of the Company's Articles of Association, the Company has provided materials related to the agenda items of the Meeting. These materials are available for download on the Company's website <a href="https://www.pge.pertamina.com/id">https://www.pge.pertamina.com/id</a> since the date of the Meeting Convocation.

## 4. MEETING PARTICIPANTS

- a. In accordance with Article 23 Paragraph (1) of POJK GMS, Shareholders, whether attending personally or represented by proxy, based on a power of attorney, have the right to attend the Meeting.
- b. In accordance with Article 23 Paragraph (2) of POJK GMS, participants of the Meeting are Shareholders whose names are recorded in the Company's Shareholder List as of July 8, 2024, and/ortheowners of the Company's shares in the sub-account of Securities Account at PT Kustodian Sentral Efek Indonesia at the closing of trading on the Indonesia Stock Exchange on July 8, 2024, until 4:00 PM WIB.
- c. Shareholders as referred to point b above, may appoint a proxy to attend the Meeting, under the following provisions:
  - i. Granting proxy through the Electronic General Meeting System of Kustodian Sentral Efek Indonesia (eASY.KSEI) accessible at https://easy.ksei.co.id provided by Kustodian Sentral Efek Indonesia as the electronic proxy mechanism in the meeting process ("e-Proxy"), to be submitted no later than 1 (one) working day before the Meeting. Proxy through e-Proxy cannot be granted to members of the Board of Directors, members of the Board of Commissioners, and employees of the Company.
  - ii. In the event that Shareholders are unable to access the Kustodian Sentral Efek Indonesia System (eASY.KSEI), Shareholders can download the proxy letter available on the Company's website at <a href="https://www.pge.pertamina.com/id/rapat-umum-pemegang-saham">https://www.pge.pertamina.com/id/rapat-umum-pemegang-saham</a> to grant proxy and vote in the Meeting. The proxy letter must be sent to the Securities Administration Bureau ("BAE") PT Datindo Entrycom, Jl. Hayam Wuruk No. 28, Jakarta 10220, Tel. (021) 3508077, no later than 3 (three) working days before the Meeting date, on July 26, 2024, at 3:00 PM WIB.

d. Meeting participants have the right to express opinions or pose questions and vote during the Meeting.

e. The Company encourages all Shareholders to register their attendance electronically through the eASY.KSEI system or grant proxy to the Company's Securities Administration Bureau, PT Datindo Entrycom.



#### 5. MEETING CHAIR

- a. In accordance with Article 37 Paragraph (1) of POJK GMS and Article 10 Paragraph 13 of the Company's Articles of Association, the Meeting Chairman is a Member of the Board of Commissioners appointed by the Board of Commissioners, designated through a Board of Commissioners meeting ("Meeting Chairman").
- b. The Meeting Chairman is responsible for the smooth conduct of the Meeting and has the authority to decide on the procedures of the Meeting that are not regulated or sufficiently regulated in these Rules.

## 6. LANGUAGE

The Meeting will be conducted in Indonesian language.

The Company will also provide material in English language for Shareholders or their Proxies who need it.

## 7. ATTENDANCE QUORUM

The Agenda of this Meeting, based on Article 11 paragraph (1) letter a of the Company's Articles of Association and Article 86 paragraph (1) of the Limited Liability Company Law ("UUPT") as well as Article 41 paragraph 1 of OJK Regulation 15/2020, the Meeting must be attended by Shareholders representing more than 1/2 (one per two) of the total issued shares with valid voting rights issued by the Company.

#### 8. REGISTRATION PROCESS

The registration process for Shareholders attending the Meeting physically will be open from 1:00 PM WIB on the day of the Meeting and will be closed at the latest 30 minutes before the Meeting begins, that is on Wednesday, July 31, 2024, at 1:30 PM WIB.

Meanwhile, the registration process for Shareholders who will attend the Meeting electronically through the eASY.KSEI system provided by KSEI at https://akses.ksei.co.id/. The electronic registration is opened since the date of the Meeting Invitation and will be closed at the latest before the Meeting at 1:30 PM WIB. Registration guidelines, usage, and further explanation regarding eASY. KSEI can be found on the Company's website and/or https://akses.ksei.co.id/. In the event that the Shareholders will attend the Meeting other than the eASY.KSEI mechanism, the Shareholders can download the power of attorney which is available on the Company's website www.pge.pertamina.com in accordance with the provisions number 4 letter c number II.





## 9. Q&A SESSION

Before making decisions on the agenda items of the Meeting, the Meeting Chairman will provide an opportunity for Shareholders or their Proxies to express their questions and/or opinions.

- a. Shareholders or their Proxies who attend physically and wishing to ask questions and/ or express opinions are requested to raise their hands and then The Meeting Chairman will ask Shareholders or their Proxies to convey their questions and/or opinions.
- b. Shareholders or their Proxies who attend electronically through eASY.KSEI can only submit valid written questions and/or opinions using the chat feature in the 'Electronic Opinions' column available in the E-Meeting Hall screen in the eASY.KSEI application. Questions and/or opinions can be submitted during the Meeting status in the 'General Meeting Flow Text' column is "Discussion started for agenda item no. []". Oral questions and/or opinions cannot be addressed.
- c. For Proxies who attend physically or electronically and will convey their questions and/ or opinions during the discussion session per agenda item of the Meeting, they are required to write down the name of the shareholder and the amount of their share ownership followed by the related questions or opinions.
- d. Shareholders or their Proxies who attend physically or electronically are given the opportunity to ask questions or express opinions for a maximum of 2 (two) questioners. Questions or opinions that can be submitted only on matters relating to the Meeting Agenda. Questions and/or opinions that are not directly related/relevant to the Meeting Agenda will not be read and/or responded to. If there are no questions and/or opinions, then the session for the submission of questions and/or opinions ends and the decision-making session continues.
- e. After recording all questions and/or opinions from Shareholders, the Notary will read out all questions and/or opinions from Shareholders that will be responded to or answered by the Meeting Chairman or a party appointed by the Meeting Chairman.

#### **10. PASSING RESOLUTION**

- a. Decisions at the Meeting are made through deliberation to reach consensus.
- b. Based on Article 86 paragraph (1) of the Limited Liability Company Law ("UUPT"), Article 41 paragraph (1) of POJK GMS, and Article 11 paragraph (1) of the Company's Articles of Association, the Meeting must be attended by Shareholders representing more than 1/2 (one per two) of the total issued shares with valid voting rights, and the decision-making of the Meeting is valid if approved by more than 1/2 (one per two) of the total shares with voting rights present at the Meeting.





#### 11. VOTING

- a. In the Meeting, each share grants the right to its owner to cast 1 (one) vote.
- b. Consistent with this, in accordance with Article 48 of POJK GMS, the votes cast by a Shareholder apply to all shares they own. Therefore, a Shareholder is not entitled to authorize more than one proxy for a portion of their shares with different votes.
- c. Voting for Shareholders attending electronically through eASY.KSEI (e-Voting) is done on eASY.KSEI under the menu e-Meeting Hall, sub-menu Live Broadcasting.
- d. The voting time during the electronic voting process is the standard time set in the eASY.KSEI application. The Company may determine the policy of direct electronic voting time for the Agenda of the Meeting.
- e. In accordance with Article 47 of POJK GMS and Article 11 paragraph (11) of the Company's Articles of Association, Shareholders with valid voting rights present at the Meeting, but casting an abstain vote, are considered to have cast the same vote as the majority of Shareholders and Proxies of Shareholders who cast their votes.
- f. The Meeting Chairman will request the Notary to announce the results of the vote.

## 12. BROADCASTING OF THE MEETING PROCEEDINGS

- a. Shareholders registered in eASY.KSEI until the specified deadline can observe the progress of the Meeting through the Zoom Webinar by accessing the eASY. KSEI menu, sub-menu RUPS Broadcast available in the AKSes facility with the link https://akses.ksei.co.id/.
- b. Shareholders who do not have the opportunity to observe the Meeting through the GMS Broadcast are considered validly present electronically, and their share ownership and voting preferences are considered in the Meeting, as long as they have declared their presence in eASY.KSEI.
- c. Shareholders who only observe the Meeting through the GMS Broadcast but do not declare their presence in the eASY.KSEI application will not be counted in the Meeting's attendance quorum.
- d. To have the best experience using the eASY.KSEI application and/or Meeting Broadcast, Shareholders or their proxies are advised to use the Mozilla Firefox browser.

# 13. CLOSING

- a. For Shareholders in script and/or whose shares are placed in the collective custody of KSEI (scripless) who attend physically, after registration is declared closed, and the number of Shareholder attendances has been reported by the Notary to the Meeting Chairman when the Meeting is opened, the following provisions apply:
  - i. Shareholders are not allowed to ask questions and/or express opinions.
  - ii. Their presence and votes are not counted.





- b. The During the Meeting, Shareholders or Proxyholders attending physically are expected to orderly follow the proceedings of the Meeting with the following conditions:
  - i. Meeting Participant badges must be worn by Shareholders or Proxyholders throughout the Meeting.
  - ii. Do not activate or set to silent mode on mobile phones and/or other electronic devices.
  - iii. Do not take pictures during the Meeting and/or engage in other actions that may disrupt the proceedings.
- c. The Meeting Chairman has the right to take any necessary action to ensure the order of the Meeting. In this case, such actions include but are not limited to ask the Meeting participants who are considered by the Chairman disturbing the order to leave the Meeting room.
- d. The Company does not provides souvenirs to Shareholders or their Proxies.
- e. In the event of any conditions arising during the Meeting that are not covered by these Rules, the Meeting Chairman will establish policies, taking into account the Company's Articles of Association and/or applicable legal provisions.

Jakarta, July 18th, 2024

PT Pertamina Geothermal Energy Tbk

**Board of Directors** 

