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Attachment(s)

: 1 (one) file

To:

## **Board of Commissioners**

## Financial Services Authority (Otoritas Jasa Keuangan, "OJK")

Attn. Chief Executive of Capital Markets, Financial Derivatives, and Carbon Exchange Supervision

Gedung Sumitro Djojohadikusumo

Jl. Lapangan Banteng Timur No. 2 – 4 Jakarta

Subject: Results of the General Meeting of Sukukholders of the Wijaya Karya Shelf

Registration Sukuk Mudharabah III Phase I Year 2022

Dear Sir/Madam,

PT Wijaya Karya (Persero) Tbk. ("**Company**") hereby wishes to inform you the results of the General Meeting of Sukukholders of the Wijaya Karya Shelf Registration Sukuk Mudharabah III Phase I Year 2022 which was held on Monday, 22 April 2025. Please find the attached cover note prepared by the notary Humberg Lie, S.H., S.E., M.Kn Number 009/KET-N/IV/2025 dated 22 April 2025.

We thank you for your kind attention.

Corporate Secretary

Mahendra Vijaya

Corporate Secretary

ersero) Tbk.

## DISCLAIMER:

## KANTOR NOTARIS & PPAT

# **HUMBERG LIE, SH, SE, MKn**

Raya Pluit Selatan 103, Jakarta 14450 Telp. (021) – 66697171, 66697272, 66697315-6

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Email: humberg@humberglie.com

Number : 009/KET-N/IV/2025 Subject : Notary Cover Note Date : 22 April 2025

I, the undersigned:

## **HUMBERG LIE, SH, SE, MKn**

Notary in Jakarta Utara

hereby declare that on:

Day/Date : Tuesday, 22 April 2025

Venue : WIKA Tower 2

Jalan D.I Panjaitan Kavling 9-10, Jakarta Timur

the General Meeting Sukukholders of the Wijaya Karya Shelf Registration Sukuk Mudharabah III Phase I Year 2022 ("**RUPSU**") was convened.

## **RUPSU** Agenda:

- 1. Clarification from PT Wijaya Karya (Persero) Tbk as the Issuer for breaching the financial covenants as stipulated in Article 6 section 6.3 subsection m of the Trustee Agreement for the audited annual consolidated financial statements for the period ended on 31 December 2023, and proposal of remedy in connection with the breaching of financial covenants for the audited annual consolidated financial statements for the period ended on 31 December 2023 to waive the financial covenants of PT Wijaya Karya (Persero) Tbk as stipulated in Article 6 section 6.3 subsection m of the Trustee Agreement for the audited annual consolidated financial statement for the period ended on 31 December 2023 and 2024.
- 2. Determining the stance/decisions of the Sukukholders based on the clarification from and remedy proposed by PT Wijaya Karya (Persero) Tbk in connection with the breaching of financial covenants for the audited annual consolidated financial statements for the period ended on 31 December 2023, and/or proposal of remedy of the Sukukholders in connection with the breaching of financial covenants for the audited annual consolidated financial statements for the period ended on 31 December 2023.

The RUPSU was attended by holders and/or their valid proxies of the Wijaya Karya Shelf Registration Sukuk Mudharabah III Phase I Year 2022 ("Sukukholders") of the Wijaya Karya Shelf Registration Sukuk Mudharabah III Phase I Year 2022 ("Sukuk"), holding in aggregate of Rp267,200,000,000 (two hundred sixty-seven billion two hundred million Rupiah), or

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267,200,000,000 (two hundred sixty-seven billion two hundred million) votes, or 94.81% (ninety-four point eight one percent) of the outstanding Sukuk (including Sukuk held by Affiliated Companies arising due to capital ownership or investment by the Government, but excluding Sukuk held by the Company and/or its Affiliates) with an aggregate sum of Rp281,815,000,000 (two hundred eighty-one billion eight hundred fifteen million Rupiah). Therefore, the RUPSU has met the attendance quorum as specified in Article 10 section 10.5 number 2 of subsection a of the Trustee Agreement for the Wijaya Karya Shelf Registration Sukuk Mudharabah III Phase I Year 2022, Deed No. 47 dated 20 July 2022, made before Ir. Nanette Cahyanie Handari Adi Warsito, S.H., a Notary in Jakarta, and its amendments ("Trustee Agreement"). Accordingly, the RUPSU is valid and is entitled to adopt legal and binding resolutions for Sukukholders.

The RUPSU was convened at 11.32 WIB (Western Indonesia Time).

The resolution of the RUPSU was adopted by means of voting, as follows:

- a. The total valid votes presented at the RUPSU were 267,200,000,000 (two hundred sixty-seven billion two hundred million) votes, or representing Sukukholders holding an aggregate sum of Rp267,200,000,000 (two hundred sixty-seven billion two hundred million Rupiah).
- b. The First Alternative proposal presented by PT Wijaya Karya (Persero) Tbk, as the Issuer, to the Sukukholders in the RUPSU is as follows:
  - There were no abstention votes.
  - The total negative votes rejecting the proposal presented by PT Wijaya Karya (Persero) Tbk. as the Issuer, delivered and presented on 22 April 2025, in the RUPSU were 109,200,000,000 (one hundred nine billion two hundred million) votes, or representing Sukukholders holding an aggregate sum of Rp109,200,000,000 (one hundred nine billion two hundred million Rupiah).
  - The total affirmative votes approving the proposal presented by PT Wijaya Karya (Persero) Tbk. as the Issuer, delivered and presented on 22 April 2025, in the RUPSU were 158,000,000,000 (one hundred fifty-eight billion) votes, or representing Sukukholders holding an aggregate sum of Rp158,000,000,000 (one hundred fifty-eight billion Rupiah) or 59.13% (fifty-nine point one three percent).
- c. The Second Alternative proposal presented by PT Wijaya Karya (Persero) Tbk, as the Issuer, to the Sukukholders in the RUPSU is as follows:
  - There were no abstention votes.
  - The total negative votes were 158,000,000,000 (one hundred fifty-eight billion) votes, or representing Sukukholders holding an aggregate sum of Rp158,000,000,000 (one hundred fifty-eight billion Rupiah).
  - The total affirmative votes were 109,200,000,000 (one hundred nine billion two hundred million) votes, or representing Sukukholders holding an aggregate sum of Rp109,200,000,000 (one hundred nine billion two hundred million Rupiah) or 40.87% (forty point eight seven percent).

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The voting results in the RUPSU did not reach the threshold as stated in Article 10 Section 10.5 number 2 of subsection a of the Trustee Agreement and its amendments, which states that a resolution can only be adopted if approved by at least ¾ (three quarters) votes or 75% (seventy-five percent) of the outstanding Sukuk attending a general meeting. The RUPSU was therefore unable to adopt any valid resolutions.

The RUPSU was adjourned at 12.14 WIB.

The Resolutions of this RUPSU is stated in the Deed of the Meeting Number 24 dated on this day, Tuesday, 22 April 2025 and made by I, the Notary.

A copy of the Deed is currently being finalised by our office.

This Cover Note is prepared to be used as appropriate.

Notary in Jakarta Utara

(signed and stamped)

Humberg Lie, SH, SE, MKn

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