

INVITATION
GENERAL MEETING OF SUKUKHOLDERS (“RUPSU”)
WIJAYA KARYA SHELF REGISTRATION SUKUK MUDHARABAH II PHASE II YEAR 2022

PT Bank Mega Tbk, domiciled in Jakarta Selatan, in its capacity as the Trustee pursuant to the Trustee Agreement for the Wijaya Karya Shelf Registration Sukuk Mudharabah II Phase II Year 2022, Deed No. 51 dated 21 January 2022, made before Ir. Nanette Cahyanie Handari Adi Warsito, S.H., a Notary in Jakarta, and its amendments (“**Trustee Agreement**”), hereby invites the sukukholders of the Wijaya Karya Shelf Registration Sukuk Mudharabah II Phase II Year 2022 (“**Sukukholders**”) to attend the RUPSU that will be held on:

Day/Date : Tuesday, 4 February 2025
Time : 13.00 WIB (Western Indonesia Time) onwards
Venue : WIKA Tower 2, Jl. D.I Panjaitan Kav. 9-10
Jakarta Timur

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 on the following:
 - a. Approval to amend and/or supplement Article 5 and other related articles of the Trustee Agreement and other agreements related to the Trustee Agreement (if any) on the principal payment date of Wijaya Karya Shelf Registration Bond II Phase II Year 2022 Series A and/or supplement of repayment provisions for Wijaya Karya Shelf Registration Bond II Phase II Year 2022 with a call option.
 - b. Approval 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 ending 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.

Notes:

1. This RUPSU is held at the request of PT Wijaya Karya (Persero) Tbk as the Issuer.
2. Sukukholders who are entitled to attend and vote in the RUPSU are those whose names are recorded in the Account Holder Register issued by the Indonesia Central Securities Depository (PT Kustodian Sentral Efek Indonesia, “**KSEI**”) 3 business days before the date of the RUPSU.
3. Attendance quorum and mechanism to adopt resolutions:
 - a. RUPSU is valid if attended by sukukholders or their proxies representing at least $\frac{3}{4}$ (three-quarters) of the total outstanding sukuk and is entitled to make legal and binding resolutions if approved by at least $\frac{3}{4}$ (three-quarters) of the total sukukholders attending the RUPSU.

- b. Sukuk held by the Issuer and/or its Affiliates do not have voting rights and will not be included in the attendance quorum, except if such affiliation is due to Government ownership or capital investment.
4. Sukukholders or their proxies attending the RUPSU must bring:
- a. Written Confirmation for the RUPSU (*Konfirmasi Tertulis Untuk RUPSU*, “**KTUR**”) issued by the KSEI.
 - b. Original copy of the power of attorney (for the proxy).
 - c. Copy of valid ID (KTP/passport) of the person attending the RUPSU.
 - d. In the event the sukuk is held by a Legal Entity or Business Entity, and the person attending the RUPSU is a member of the entity’s management, the attendee must bring a copy of the entity’s Article of Association and its latest amendment, a copy of the deed containing the latest management structure and stating the attendee’s power of representation.
 - e. In the event the sukuk is held by Legal Entity or Business Entity, and the person attending the RUPSU is a proxy of a member of the entity’s management, the attendee must bring:
 - Original copy of the power of attorney given by the management who is authorised to represent the Legal Entity or Business Entity.
 - Copy of valid ID of the grantor and the recipient of the power of attorney (KTP/passport).
 - Copy of the entity’s Article of Association and its latest amendment, a copy of the deed containing the latest management structure and stating the attendee’s power of representation.
5. Considering the importance of this RUPSU, we ask sukukholders or their proxies to attend and adopt resolutions in the RUPSU.
6. Sukukholders or their proxies are expected to be present 30 minutes before the RUPSU begins.

Jakarta, 21 January 2025

ISSUER



PT WIJAYA KARYA (Persero) Tbk.

PT WIJAYA KARYA (PERSERO) TBK

TRUSTEE



BANK MEGA

PT BANK MEGA TBK