BUSSINESS OFFICE MAKASSAR PT HENSEL DAVEST INDONESIA, Tbk
Bussines Park A5/05, Centre Point Of Indonesia
Makassar 90121| Sulawesi Selatan | Indonesia
Telp Kantor : (0411) 6000 808, Phone : +6282298065858

Rabu, 04 Juni 2025

Nomor surat : 06905HDI/SM/0625
Lampiran : -
Perihal : **Pemanggilan Rapat Umum Pemegang Saham Tahunan (RUPST) PT. Hensel Davest Indonesia, Tbk**

Dengan ini, PT. Hensel Davest Indonesia, Tbk berkedudukan di Kota Makassar (selanjutnya akan disebut sebagai "Perseroan") mengundang para pemegang saham Perseroan untuk menghadiri Rapat Umum Pemegang Saham Tahunan (RUPST) (selanjutnya akan disebut sebagai "Rapat") secara fisik dan elektronik, yang akan diselenggarakan pada:

Hari/ Tanggal : Kamis, 26 Juni 2025
Waktu : Pukul 14.30 WITA- selesai
Tempat : *Travellers Hotel Phinisi*, Jalan Lamaddukelleng Buntu Nomor 59, Kelurahan Kunjung Mae, Kecamatan Mariso, Kota Makassar, Sulawesi Selatan 90113

Rapat akan membicarakan dan mengambil keputusan untuk agenda mata acara Rapat Umum Pemegang Saham Tahunan (RUPST) sebagai berikut:

a. Agenda mata acara Rapat Umum Pemegang Saham Tahunan (RUPST) terdiri atas:
   1. Persetujuan dan pengesahan Laporan Tahunan Perseroan, termasuk di dalamnya laporan kegiatan Perseroan, serta pemberian pelunasan dan pembebasan tanggung jawab sepenuhnya (*acquit et de charge*) kepada Direksi dan Dewan Komisaris atas pengurusan dan pengawasan yang telah dijalankan selama Tahun Buku 2024;

      Penjelasan:
      – Berdasarkan pada ketentuan Pasal 21 ayat (3) Akta Berita Acara Rapat Umum Pemegang Saham Luar Biasa PT. HENSEL DAVEST INDONESIA tertanggal 25 Februari 2019 Nomor 32 yang dibuat oleh FATHIAH HELMI, S.H., Notaris di Jakarta (untuk selanjutnya disebut Anggaran Dasar Perseroan) *juncto* Pasal 69 Undang-Undang Republik Indonesia Nomor 40 Tahun 2007 tentang Perseroan Terbatas (untuk selanjutnya disebut UU Perseroan Terbatas), yang mengatur bahwa Persetujuan laporan tahunan, termasuk pengesahan laporan keuangan tahunan serta laporan tugas pengawasan Dewan Komisaris, dan keputusan penggunaan laba ditetapkan oleh Rapat Umum Pemegang Saham (RUPS).
   2. Penunjukan kantor akuntan publik yang akan mengaudit Laporan Keuangan Perseroan untuk Tahun Buku 2025 atau pelimpahan kepada Dewan Komisaris untuk menetapkan kriteria dan menunjuk kantor akuntan publik yang akan mengaudit Laporan Keuangan Perseroan Tahun Buku 2025 serta memberikan kewenangan kepada Direksi untuk menetapkan besarnya honorarium dan syarat lainnya bagi kantor akuntan publik tersebut;

      Penjelasan:
      – Berdasarkan pada ketentuan Pasal 11 ayat (7) huruf c Anggaran Dasar Perseroan *juncto* Pasal 21 ayat (6) Anggaran Dasar Perseroan *juncto* Pasal 68 UU Perseroan Terbatas *juncto* Pasal 59 Peraturan Otoritas Jasa Keuangan Republik Indonesia Nomor 15/POJK.04/2020 tentang Rencana dan Penyelenggaraan Rapat Umum

Pemegang Saham Perusahaan Terbuka (untuk selanjutnya disebut POJK RI Nomor 15/POJK.04/2020) *juncto* Pasal 13 ayat (1) Peraturan Otoritas Jasa Keuangan Nomor 13/POJK.03/2017 tentang Penggunaan Jasa Akuntan Publik dan Kantor Akuntan Publik dalam Kegiatan Jasa Keuangan, yang mengatur bahwa Direksi wajib menyerahkan laporan keuangan Perseroan kepada Akuntan Publik yang ditunjuk oleh RUPS untuk diperiksa dan Direksi menyusun laporan tahunan dengan memperhatikan peraturan perundang-undangan yang berlaku dan menyediakannya di kantor Perseroan untuk dapat diperiksa oleh para pemegang saham terhitung sejak tanggal pemanggilan RUPS Tahunan.

3. Memberikan kewenangan kepada Dewan Komisaris untuk menetapkan remunerasi bagi anggota Direksi dan Dewan Komisaris Perseroan untuk Tahun Buku 2025, sesuai dengan rekomendasi Komite Nominasi dan Remunerasi; dan
   Penjelasan:
   – Berdasarkan pada ketentuan Pasal 15 ayat (17) Anggaran Dasar Perseroan *juncto* Pasal 18 ayat (19) Anggaran Dasar Perseroan *juncto* Pasal 96 UU Perseroan Terbatas *juncto* Pasal 113 UU Perseroan Terbatas, yang mengatur bahwa gaji, uang jasa dan tunjangan lainnya (jika ada) bagi anggota Direksi ditetapkan oleh RUPS dan wewenang tersebut oleh RUPS dapat dilimpahkan kepada Dewan Komisaris. Honorarium dan tunjangan lain dari anggota Dewan Komisaris ditetapkan oleh RUPS.
4. Perubahan susunan Direksi dan Dewan Komisaris PT. Hensel Davest Indonesia, Tbk.
   Penjelasan:
   – Berdasarkan pada ketentuan Pasal 8 ayat (1) dan ayat (4) huruf b *juncto* Pasal 9 *juncto* Pasal 10 Peraturan Menteri Hukum dan Hak Asasi Manusia Republik Indonesia Nomor 21 Tahun 2021 tentang Syarat dan Tata Cara Pendaftaran Pendirian, Perubahan, dan Pembubaran Badan Hukum Perseroan Terbatas, yang mengatur bahwa perubahan data Perseroan yang meliputi perubahan susunan nama dan jabatan anggota Direksi dan/atau Dewan Komisaris harus didaftarkan dan diberitahukan secara elektronik melalui Sistem Administrasi Badan Hukum Direktorat Jenderal Administrasi Hukum Umum Kementerian Hukum dan Hak Asasi Manusia Republik Indonesia dan ditetapkan melalui Rapat Umum Pemegang Saham.

Catatan :

1. Perseroan tidak mengirimkan undangan khusus kepada para pemegang saham Perseroan, karena pemanggilan ini berlaku sebagai undangan resmi kepada para pemegang saham Perseroan untuk menghadiri rapat. Pemanggilan ini dapat dilihat juga di laman situs web Perseroan https://www.hdi.co.id/id/rupst dan aplikasi eASY.KSEI.
2. Pemegang saham Perseroan yang berhak hadir atau diwakili dan berhak untuk memberikan suara dalam Rapat adalah pemegang saham Perseroan yang namanya tercatat di dalam Daftar Pemegang Saham Perseroan dan/atau pemilik saham Perseroan dalam catatan saldo rekening efek di Penitipan Kolektif PT. Kustodian Sentral Efek Indonesia pada jam penutupan perdagangan saham pada hari Selasa, tanggal 03 Juni 2025 sampai dengan pukul 16.00 WIB.
3. Keikutsertaan Pemegang Saham Perseroan yang berhak dalam Rapat dapat dilakukan dengan mekanisme sebagai berikut:
   a. Hadir dalam Rapat secara fisik, atau;

  b. Hadir dalam Rapat secara elektronik melalui aplikasi eASY.KSEI (https://akses.ksei.co.id/); atau
  c. diwakili pihak lain dengan memberikan kuasa secara elektronik melalui aplikasi eASY.KSEI (https://akses.ksei.co.id/) atau memberikan kuasa secara tertulis.
4. Bagi pemegang saham Perseroan atau penerima kuasa pemegang saham Perseroan yang akan hadir dalam Rapat atau pemegang saham yang akan menggunakan hak suaranya dalam aplikasi eASY.KSEI, dapat menginformasikan kehadirannya atau menunjuk kuasanya serta suaranya melalui aplikasi eASY.KSEI pada tautan https://akses.ksei.co.id/
5. Perseroan akan menyediakan bahan-bahan terkait mata acara Rapat di kantor Perseroan dan dapat pula diakses pada laman situs web Perseroan sejak tanggal dilakukannya pemanggilan Rapat pada hari Rabu, tanggal 04 Juni 2025 sampai dengan Rapat diselenggarakan pada hari Kamis, tanggal 26 Juni 2025, sesuai dengan informasi yang telah disebutkan di atas.
6. Pemegang saham Perseroan yang menghadiri Rapat secara fisik wajib untuk memperhatikan dan mematuhi prosedur sebagai berikut:
  a. Mendaftarkan diri pada bagian petugas pendaftaran/penerima tamu dengan menunjukkan kartu identitas diri/Kartu Tanda Penduduk Elektronik (E-KTP) dan menandatangani formulir kehadiran yang disediakan oleh Biro Administrasi Efek PT. Adimitra Jasa Korpora serta asli surat kuasa (bagi yang menjadi penerima kuasa dari Pemegang Saham Perseroan) dan menyerahkan fotokopi kartu identitas diri/Kartu Tanda Penduduk Elektronik (E-KTP) kepada petugas pendaftaran baik kartu identitas diri/Kartu Tanda Penduduk Elektronik (E-KTP) milik pemberi kuasa maupun penerima kuasa sebelum memasuki ruang rapat.
  b. Sebelum memasuki ruang rapat, Pemegang saham Perseroan yang berbentuk badan hukum yang hadir secara fisik wajib menyerahkan kepada petugas pendaftaran fotokopi akta pendirian dan/atau akta perubahan Perseroan Terbatas yang terakhir serta akta perubahan Perseroan Terbatas tentang pengangkatan anggota direksi dan dewan komisaris dan/atau pengurus yang masih menjabat pada saat Rapat dilaksanakan.
7. Untuk mempermudah pengaturan dan demi tertibnya Rapat, Pemegang Saham Perseroan atau kuasanya yang hadir secara fisik dimohon dengan hormat untuk hadir dan telah berada di ruang Rapat selambat-lambatnya 60 (enam puluh) menit sebelum Rapat dimulai.

Makassar, 04 Juni 2025
PT. Hensel Davest Indonesia, Tbk
Direksi

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Office Phone: (0411) 6000 808, Phone : +6282298065858

Wednesday, June 4, 2025

Letter number : 06905HDI/SM/0625
Attachment : -
Subject : **Summons for the Annual General Meeting of Shareholders (AGMS) of PT. Hensel Davest Indonesia, Tb**

Hereby, PT. Hensel Davest Indonesia, Tbk, domiciled in Makassar (hereinafter referred to as the 'Company'), invites the shareholders of the Company to attend the Annual General Meeting of Shareholders (AGMS) (hereinafter referred to as the 'Meeting') both physically and electronically, which will be held on:

Day/ Date : Thursday, June 26, 2025
Time : At 2:30 PM WITA - until finished
Location : *Travellers Hotel Phinisi, Jalan Lamaddukelleng Buntu Number 59, Kunjung Mae Village, Mariso District, Makassar City, South Sulawesi 90113*

The meeting will discuss and make decisions on the agenda items for the Annual General Meeting of Shareholders (AGMS) as follows:

a. The agenda items for the Annual General Meeting of Shareholders (AGMS) are as follows:

1. Approval and ratification of the Company's Annual Report, including the company's activities report, as well as the granting of full discharge and release of liability (acquit et de charge) to the Board of Directors and the Board of Commissioners for the management and supervision carried out during the 2024 fiscal year;

   Explanation:

   – Based on the provisions of Article 21 paragraph (3) of the Deed of the Extraordinary General Meeting of Shareholders of PT. HENSEL DAVEST INDONESIA dated February 25, 2019, Number 32, made by FATHIAH HELMI, S.H., Notary in Jakarta (hereinafter referred to as the Company's Articles of Association) in conjunction with Article 69 of the Indonesian Law No. 40 of 2007 concerning Limited Liability Companies (hereinafter referred to as the Company Law), which stipulates that the approval of the annual report, including the ratification of the annual financial statements and the supervisory report of the Board of Commissioners, as well as the decision on the use of profits, shall be determined by the General Meeting of Shareholders (GMS).

2. Appointment of a public accounting firm to audit the Company's Financial Statements for the 2025 fiscal year, or delegation to the Board of Commissioners to set the criteria and appoint the public accounting firm to audit the Company's Financial Statements for the 2025 fiscal year, as well as granting authority to the Board of Directors to determine the amount of the honorarium and other terms for the appointed public accounting firm;

   Explanation:

   – Based on the provisions of Article 11 paragraph (7) letter c of the Company's Articles of Association in conjunction with Article 21 paragraph (6) of the Company's Articles of Association in conjunction with Article 68 of the Company Law in conjunction with Article 59 of the Financial Services Authority Regulation of the Republic of Indonesia Number 15/POJK.04/2020 regarding the Plan and Implementation of the General Meeting of Shareholders of Public Companies (hereinafter referred to as POJK RI Number 15/POJK.04/2020) in conjunction with Article 13 paragraph (1) of the Financial Services Authority Regulation Number 13/POJK.03/2017 regarding the Use of Public Accountant Services and Public Accounting Firms in Financial Services Activities, which stipulates that the Board of Directors must submit the Company's financial statements to the Public Accountant appointed by the GMS for examination, and the Board of Directors must prepare the annual report in accordance with applicable laws and regulations and make it available at the Company's office for inspection by shareholders starting from the date of the notice of the Annual GMS.

3. Grant authority to the Board of Commissioners to determine the remuneration for the members of the Board of Directors and the Board of Commissioners of the Company for the 2025 fiscal year, in accordance with the recommendations of the Nomination and Remuneration Committee; and

   Explanation:

   – Based on the provisions of Article 15 paragraph (17) of the Company's Articles of Association in conjunction with Article 18 paragraph (19) of the Company's Articles of Association in conjunction with Article 96 of the Company Law in conjunction with Article 113 of the Company Law, which stipulates that the salary, service fees, and other allowances (if any) for the members of the Board of Directors are determined by the GMS, and this authority may be delegated by the GMS to the Board of Commissioners. The honorarium and other allowances for the members of the Board of Commissioners are determined by the GMS.

4. Changes to the composition of the Board of Directors and the Board of Commissioners of PT. Hensel Davest Indonesia, Tbk

   Explanation:

   – Based on the provisions of Article 8 paragraph (1) and paragraph (4) letter b in conjunction with Article 9 in conjunction with Article 10 of the Regulation of the Minister of Law and Human Rights of the Republic of Indonesia Number 21 of 2021 concerning the Requirements and Procedures for the Registration of Establishment, Changes, and Dissolution of Limited Liability Companies, which stipulates that changes to the Company's data, including changes to the names and positions of members of the Board of Directors and/or Board of Commissioners, must be registered and notified electronically through the Legal Entity Administration System of the Directorate General of General Legal Administration of the Ministry of Law and Human Rights of the Republic of Indonesia and must be determined through the General Meeting of Shareholders.

Note:

1. The Company does not send special invitations to the shareholders, as this notice serves as the official invitation for the shareholders to attend the meeting. This notice can also be viewed on the Company's website at https://www.hdi.co.id/id/rupst and on the eASY.KSEI application.

2. Shareholders of the Company who are entitled to attend or be represented and have the right to vote in the Meeting are those whose names are listed in the Company's Shareholder Register and/or the owners of the Company's shares in the securities account records at the Central Securities Depository of PT. Kustodian Sentral Efek Indonesia at the close of stock trading on Tuesday, June 3, 2025, until 4:00 PM WIB.
3. The participation of eligible shareholders of the Company in the Meeting can be done through the following mechanism:
   a. Attend the Meeting in person, or;
   b. Attend the Meeting electronically through the eASY.KSEI application (https://akses.ksei.co.id/); or
   c. Be represented by another party by granting power of attorney electronically through the eASY.KSEI application (https://akses.ksei.co.id/) or by providing a written power of attorney.
4. Shareholders of the Company or the authorized representatives of the shareholders who will attend the Meeting or shareholders who will exercise their voting rights through the eASY.KSEI application can inform their attendance, appoint their proxy, and cast their votes via the eASY.KSEI application at the link https://akses.ksei.co.id/.
5. The Company will provide materials related to the agenda items of the Meeting at the Company's office and they can also be accessed on the Company's website from the date of the meeting notice, Wednesday, June 4, 2025, until the Meeting is held on Thursday, June 26, 2025, in accordance with the information mentioned above.
6. Shareholders of the Company attending the Meeting in person are required to observe and comply with the following procedures:
   a. Register at the registration desk/guest reception by presenting an identification card/Identity Card (E-KTP) and signing the attendance form provided by the Shareholder Registrar Bureau PT. Adimitra Jasa Korpora, along with the original power of attorney (for those acting as proxies of the Company's Shareholders), and submit a photocopy of the identification card/Identity Card (E-KTP) to the registration officer, both for the principal and the proxy, before entering the meeting room.
   b. Before entering the meeting room, shareholders of the Company in the form of a legal entity attending in person are required to submit to the registration officer a photocopy of the company's deed of establishment and/or the latest deed of amendment of the Limited Liability Company, as well as the deed of amendment regarding the appointment of the members of the Board of Directors and Board of Commissioners and/or management who are still in office at the time of the Meeting.
7. To facilitate the arrangement and ensure the orderliness of the Meeting, shareholders of the Company or their proxies attending in person are kindly requested to arrive and be in the meeting room no later than 60 (sixty) minutes before the Meeting starts.

Makassar, June 4, 2025
PT. Hensel Davest Indonesia, Tbk
The Board of Directors