



**NOTARIS**  
**DESMAN, S.H., M.Hum.**

S.K. Menteri Kehakiman & Hak Asasi Manusia Republik Indonesia  
Nomor C-1185/HT.03.02-Th. 2002

Jl. Muara Karang Raya No.10, Jakarta 14450  
Telp. (021) 663 0328 (hunting), Fax. (021) 662 2143



**D. Mekanisme Pengambilan Keputusan Rapat**

Untuk setiap mata acara Rapat, setelah dilakukan uraian dan penjelasan, para pemegang saham diberikan kesempatan untuk mengajukan pertanyaan atau memberikan tanggapan/pendapat. Setelah tidak ada lagi pertanyaan, tanggapan/pendapat dari para pemegang saham, maka Rapat dilanjutkan dengan pengambilan keputusan yang dilakukan berdasarkan pemungutan suara dengan menggunakan kartu suara maupun melalui media elektronik mengingat terdapat suara abstain dan suara tidak setuju dari para pemegang saham.

**E. Pengajuan Pertanyaan dan Tanggapan dalam Setiap Mata Acara Rapat**

Dalam Rapat terdapat 1 (satu) orang pemegang saham yang mengajukan pertanyaan pada mata acara Rapat pertama.

**F. Hasil Pemungutan Suara untuk Setiap Mata Acara Rapat**

Seluruh keputusan mata acara Rapat diambil melalui pemungutan suara, dengan hasil sebagai berikut:

	Tidak Setuju	Abstain	Setuju	Total Suara Setuju
Mata Acara 1	4.350.300	213.780.400	5.732.829.100	5.946.609.500 (99,927%)
Mata Acara 2	4.384.800	213.780.300	5.732.794.700	5.946.575.000 (99,926%)
Mata Acara 3	4.350.300	213.780.300	5.732.829.200	5.946.609.500 (99,927%)

**G. Hasil Keputusan Rapat**

**-Rapat Umum Pemegang Saham Tahunan memutuskan:**

**• Mata Acara Pertama:**

1. Memberikan persetujuan atas Laporan Tahunan dan Pengesahan Perhitungan Tahunan Perseroan untuk tahun buku yang berakhir pada tanggal 31 Desember 2025.
2. Menyetujui dan mengesahkan Neraca dan Pengesahan Perhitungan Tahunan Perseroan untuk tahun buku yang berakhir pada tanggal 31 Desember 2025 yang memuat Laporan Keuangan tahun buku yang berakhir pada tanggal 31 Desember 2025 yang telah diaudit oleh Kantor Akuntan Publik SABAR & REKAN sebagaimana diuraikan dalam Laporan 00034/2.0923/AU.1/01/0005-1/1/III/2026 tanggal 06 Maret 2026 dengan pendapat wajar dalam semua hal yang material.
3. Dengan diterimanya dengan baik Laporan Keuangan serta disetujuinya Laporan Tahunan dan Pengesahan Perhitungan Tahunan Perseroan untuk tahun buku 2025, maka sesuai dengan ketentuan Pasal 19 ayat 4 Anggaran Dasar Perseroan, diberikan pembebasan tanggung jawab sepenuhnya kepada para anggota Direksi atas tindakan pengurusan dan kepada para anggota Dewan Komisaris atas tindakan pengawasan yang telah mereka lakukan selama tahun buku 2025

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(Acquit et de charge) sejauh tindakan-tindakan tersebut tercermin dalam Laporan Keuangan dan Perhitungan Tahunan Perseroan.

- **Mata Acara Kedua**  
Memberikan persetujuan atas penetapan besarnya jumlah remunerasi untuk seluruh anggota Direksi dan Dewan Komisaris Perseroan yang secara keseluruhan adalah sebesar Rp5.000.000.000,- (lima miliar rupiah) (*sebelum dipotong pajak*) sampai akhir tahun 2026.
- **Mata Acara Ketiga**  
Memberikan wewenang kepada Dewan Komisaris Perseroan untuk menunjuk Akuntan Publik Independen yang terdaftar di Otoritas Jasa Keuangan untuk mengaudit Laporan Keuangan Perseroan untuk tahun buku yang berakhir pada tanggal 31 Desember 2026 dan memberikan wewenang kepada Direksi Perseroan untuk menetapkan honorarium serta persyaratan penunjukan lainnya.

-Bahwa risalah hasil keputusan Rapat sebagaimana diuraikan di atas, tercantum dalam Akta Berita Acara Rapat Umum Pemegang Saham Tahunan nomor 08 tertanggal 2 April 2026, yang minuta aktanya dibuat oleh saya, Notaris.

Demikian surat keterangan ini dibuat, untuk dapat dipergunakan sebagaimana mestinya.

Jakarta, 2 April 2026  
Notaris di Jakarta Utara

  
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**DESMAN, S.H., M.Hum.**

S.K. Menteri Kehakiman & Hak Asasi Manusia Republik Indonesia  
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**To Whom It May Concern**

Number: 099.IV/N/2026

The undersigned below:

**DESMAN, S.H., M.Hum.**  
Notary in North Jakarta

Hereby informs:

-Whereas PT ANDIRA AGRO Tbk, seated in East Jakarta (the "Company") has held the Annual General Meeting of Shareholders (hereinafter will be referred to as the "Meeting")

**A. Implementation of the Meeting**

Day/Date : Thursday, April 2, 2026  
Venue : Meta Epsi Building, 2<sup>nd</sup> Floor  
Jl. Mayjend. Donald Isaac Panjaitan Kaveling 2  
Rawa Bunga, Jatinegara, East Jakarta 13350  
Time : 09.24 to 10.03 Western Indonesian Time

**Agenda :**

1. Acceptance of the Annual Report of the Company including the ratification of Balance Sheet and Profit (Loss) of the Company for the fiscal year ended on December 31, 2025;
2. Determination of the remuneration of all members of the Board of Commissioners and Board of Directors of the Company;
3. Appointment of the Public Accountant that will do the audit of the Company's Financial Statements for the fiscal year ended on December 31, 2026.

**B. The Attendance of the Board of Commissioners and the Board of Directors**

The Meeting was attended by the Board of Commissioners and the Board of Directors:

**THE BOARD OF COMMISSIONERS :**

Independent Commissioner : ANDRE HANDHIKA TESSAPUTRA THE

**THE BOARD OF DIRECTORS :**

President Director : FRANCIS INDARTO

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**C. The Number of Shareholders Attended at the Meeting**

The Meeting was attended by the shareholders and/or the proxies representing 5.950.959.800 shares which are 63,647% of the total shares with the valid voting rights issued by the Company.

**D. Mechanism of the Decision Making on the Meeting**

For each of the Meeting's agenda, after giving descriptions and explanations, the shareholders were given the opportunity to raise questions, give feedbacks/opinions. Once there were no more questions, feedbacks/opinions from the shareholders, the Meeting continued with resolutions adopted by voting using either ballot cards or through electronic media considering there was abstaining and dissenting votes from the shareholders.

**E. Questions And Feedback Raised in Each of the Meeting's Agenda**

At the Meeting there was 1 (one) shareholder who asked a question on the first Meeting agenda.

**F. The Voting Result of Each of the Meeting's Agenda**

The Meeting 's resolutions were taken through voting under following results:

	Dissenting Votes	Abstaining Votes	Affirmative Votes	Total Affirmative Votes
Agenda 1	4.350.300	213.780.400	5.732.829.100	5.946.609.500 (99,927%)
Agenda 2	4.384.800	213.780.300	5.732.794.700	5.946.575.000 (99,926%)
Agenda 3	4.350.300	213.780.300	5.732.829.200	5.946.609.500 (99,927%)

**G. Resolutions of the Meeting**

**-The Meeting decided:**

**• The First Agenda**

1. Approved the Company's Annual Report and Ratification of the Company's Annual Accounts for the fiscal year ended Desember 31, 2025.
2. Approved and ratified the Company's Balance Sheet and Annual Account's Ratification for the fiscal year ended on December 31, 2025 which includes the Financial Statements for the fiscal year ended on December 31, 2025 which have been audited by the Public Accounting Firm SABAR & PARTNER as described in Report 00034/2.0923/AU.1/01/0005-1/1/III/2026 dated March 6, 2026 with a fair opinion in all material matters.

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3. With the acceptance of the Financial Report and approval of the Annual Report and Ratification of the Company's Annual Accounts for the 2025 financial year, in accordance with the provisions of Article 19 paragraph 4 of the Company's Articles of Association, full release of responsibility is granted to the members of the Board of Directors for management actions and to the members of the Board of Commissioners for supervisory actions they have carried out during the 2025 financial year (Acquit et de charge) to the extent that these actions are reflected in the Company's Financial Report and Company's Annual Accounts.

• **The Second Agenda**

Approved the determination of remuneration to all members of the Board of Directors and Board of Commissioners of the Company at total amount of Rp5.000.000.000,- (five billions rupiah) (before tax deduction) up to the end of the year 2026.

• **The Third Agenda**

To give authorization to the Company's Board of Commissioner to appoint the Independent Public Accountant that registered at the Financial Services Authority to audit the Company's Financial Statements for the fiscal year ended December 31, 2026 and to authorize the Board of Directors to determine the fee and other terms related to the appointment.

-Whereas the resolutions of the Meeting as above summarized, stated in the Deed of the Company's Annual General Meeting of Shareholders number 08 dated April 2, 2026, which minutes of the Meeting made by me, Notary.

This letter is issued to be used as appropriate.

Jakarta, April 2, 2026

Notaris in North Jakarta



DESMAN, S.H., M.Hum.