



**CONVOCAATION**  
**EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**AND**  
**INDEPENDENT GENERAL MEETING OF SHAREHOLDERS**  
**PT YELOOO INTEGRA DATANET Tbk (the "Company")**

The Board of Directors, hereby calls the Shareholders of the Company ("Shareholders") to attend the Extraordinary General Meeting of Shareholders ("EGMS") and the General Meeting of Independent Shareholders ("Independent GMS") of the Company, both of which are referred to as "Meetings" to be held on:

Day / date : **Thursday, July 20, 2023**  
Time : **13.30 WIB – End**  
Venue : **Axa Tower, 42nd Floor, Jl. Prof. Dr. Satrio, Kav.18  
Karet Kuningan, Setiabudi, South Jakarta-12940**

**The agenda of the EGMS is as follows:**

1. Approval of an increase in authorized capital, issued capital and paid-up capital of the Company through Capital Increase by Exercising Preemptive Rights II ("PMHMETD II") in order to issue Preemptive Rights ("HMETD"), including approval of amendments to Article 4 of the Company's Articles of Association in connection with the increase in capital in the framework of PMHMETD II and granting power and authority to the Board of Directors of the Company with the right of substitution to carry out all necessary actions related to PMHMETD II;

Explanation :

The Company plans to increase its Authorized Capital from the previous Rp257,200,000,000 (two hundred fifty-seven billion two hundred million Rupiah) to Rp6,000,000,000,000 (six trillion Rupiah). The Company will pay attention to the amount of paid-up and fully issued capital after the implementation of PMHMETD II will not exceed the Company's Authorized Capital.

2. Approval for the Expansion of New Series Shares, namely Series B with a nominal value of Rp. 50,- (fifty Rupiah) per share;

Explanation :

In connection with PMHMETD II to be implemented by the Company and considering that the Company's current Share Price is below the current nominal value of Rp100 (one hundred Rupiah), the Company intends to issue shares with a new nominal value of Rp50 (fifty Rupiah). The issuance of shares with the new nominal value will always meet the requirements and comply with article 4 POJK 31/POJK.04/2017 concerning the Issuance of Shares with Different Nominal Values, namely:

- a. shares of the same classification with different par values have the same and equal rights and positions; and
- b. shares with the old par value cannot be converted into shares with the new par value.

3. Approval of the issuance of shares in deposits (portfolio) of the Company in connection with the implementation of PMHMETD II and granting power and authority to the Board of Directors of the Company with the right of substitution, to take all actions deemed necessary and good related to the implementation of the issuance of shares in deposits (portfolio) in connection with the implementation of PMHMETD II as mentioned above;

Explanation :

In connection with the implementation plan of PMHMETD II, the Company intends to offer a maximum of 30,604,390,480 (thirty billion six hundred four million three hundred ninety thousand four hundred eighty) ordinary shares on behalf of Series B ("New Shares"), with a nominal value of Rp50,- (fifty Rupiah) each share representing a maximum of 88.52% (eighty-eight point five two percent) of the issued and fully paid-up capital after PMHMETD II with The price of Preemptive Rights is Rp50,- (fifty Rupiah) so that the total implementation of PMHMETD II is a maximum of Rp1,530,219,524,000,- (one trillion five hundred thirty billion two hundred nineteen million five hundred twenty four thousand Rupiah).

**The agenda of the Independent GMS is as follows:**

Approval of the conversion of debt into shares by PT Artalindo Semesta Nusantara ("ASN") as the controlling shareholder of the Company and also as a Standby Buyer in PMHMETD II, in the form of ASN receivables to the Company of a maximum of Rp737,116,800,000 (seven hundred thirty-seven billion one hundred sixteen million eight hundred thousand Rupiah), which is a material transaction in accordance with the provisions of POJK No. 17/POJK.04/2020 of 2020 concerning Material Transactions and Changes in Business Activities ("POJK No. 17/2020") and affiliate transactions and conflict of interest transactions in accordance with the provisions of POJK No. 42/POJK.04/2020 of 2020 concerning Affiliate Transactions and Conflict of Interest ("POJK No. 42/2020").

**Explanation:**

In connection with the planned use of funds in PMHMETD II for debt repayment, the Company will use a maximum of IDR 737,116,800,000 (seven hundred thirty-seven billion one hundred sixteen million eight hundred thousand Rupiah) to pay off debts to PT Artalindo Semesta Nusantara ("ASN") based on the agreement between the Company and ASN dated May 30, 2023 as already in the addendum based on Addendum I of the agreement dated August 29, 2022 and Addendum II dated March 31, 2023 (hereinafter referred to as "Debt Conversion") either by converting debt into shares or by payment using PMHMETD II proceeds of a maximum of 14,742,336,000 (fourteen billion seven hundred forty-two million three hundred thirty-six thousand) Series B ordinary shares ("New Shares") with a nominal value of IDR 50 (fifty Rupiah) with an exercise price of Preemptive Rights of IDR 50 (fifty Rupiah). The conversion of the Debt will be subject to approval from the Independent GMS first.

**Note:**

1. In connection with the holding of the Meeting, the Company does not send a separate invitation to each of the Shareholders of the Company, so this Invitation is an official invitation for the Shareholders of the Company. This invitation can also be seen on the <https://www.passpod.com/id/investor-relations> page ("Company Website"), the application for the electronic GMS or eASY.KSEI provided by PT Kustodian Sentral Efek Indonesia ("KSEI") which can be accessed through the KSEI website at the link <https://access.ksei.co.id> ("eASY.KSEI"), and the PT Bursa Efek Indonesia ("IDX") website page.
2. The meeting will be held with reference to the Financial Services Authority ("OJK") Regulation No.15/POJK.04/2020 concerning the Plan and Organizing of the General Meeting of Shareholders of a Public Company ("POJK 15/2020"), OJK Regulation No. 16/POJK.04/2020 concerning the Electronic Implementation of the General Meeting of Shareholders of Public Companies ("POJK 16/2020") and OJK Letter No. S-124/D.04/2020 dated April 24, 2020 regarding Certain Conditions in the Implementation of the General Meeting of Shareholders of a Publicly Listed Company Electronically ("SE-OJK 124/2020") and the Company's Articles of Association;
3. Those who are entitled to attend or be represented at the Meeting are:
  - a) for the Company's shares that are not in collective custody, only Shareholders whose names are legally registered in the Company's Shareholders Register on June 27, 2023 at the latest until 16.00 WIB at PT Ficomindo Buana Registra, Securities Administration Bureau (BAE) The Company is domiciled in Jakarta and having its address at Jl. Kyai Caringin, No.2A, RT11 RW4, Kel. Cideng, Kec. Gambir, Central Jakarta-10150;
  - b) for shares held in collective custody at KSEI or at a Custodian Bank ("BK") or at a Securities Company ("PE"), only Shareholders whose names are recorded in the Register of Account Holders at KSEI or BK or PE on the date June 27, 2023 at the latest until 16.00 WIB. Shareholders whose shares are in collective custody intending to attend the Meeting, are required to register themselves through a member of the stock exchange or the custodian bank of the securities account holder at KSEI to obtain a Written Confirmation for the Meeting ("KTUR");
4. Shareholders whose shares are in collective custody intending to attend the Meeting are required to register themselves through a member of the stock exchange or the custodian bank of the securities account holder at KSEI to obtain a Written Confirmation for the Meeting ("KTUR");
5. Shareholders or their legal proxies who will attend the EGMS and/or Independent GMS are respectfully requested to bring and submit a photocopy of the Collective Shares Certificate and a photocopy of their Identity Card ("KTP") or other valid personal identification to the Registrar before entering the room. Meeting. Especially for Shareholders in collective custody are required to bring KTUR and show it to the Registrar before entering the Meeting room;
6. Shareholders who are unable to attend the Meeting may be represented by their legal proxies by bringing the original valid power of attorney with the content and form as determined by the Board of Directors of the Company and by attaching a photocopy of ID card or other valid identification from the Shareholders of the Company as the proxy. as well as power of attorney;
7. Shareholders of the Company in the form of legal entities such as limited liability companies, cooperatives, foundations or pension funds are required to bring a photocopy of the latest and complete articles of association as well as ratification of the deed of establishment and approval of the latest amendments to their articles of association from the Ministry of Law and Human Rights of the Republic of Indonesia as follows the last composition of the board of directors;
8. As an effort to prevent and/or spread Covid-19, in accordance with the direction of the Government and in order to comply with the health protocols for the prevention and/or spread of Covid-19, the Meeting will be held under the following conditions:
  - a) Referring to POJK No. 16/2020, the Company limits the number of Shareholders or their legal proxies who will be physically present and can enter the Meeting room, which is based on the order of attendance of the Shareholders or their legal proxies (first come first served) with due observance of the protocol. implemented by the building manager at the location of the Meeting;
  - b) In this regard, the Company recommends to all scripless Shareholders whose shares are in the collective custody of KSEI and intend to attend the Meeting:
    - i. In order to authorize the presence of a legal proxy electronically or by e-proxy, through eASY.KSEI;
    - ii. In view of the limitation on the number of Shareholders or their proxies who are physically present and can enter the Meeting room, the Company has appointed the BAE (PT Ficomindo Buana Regsitra) as an independent party to be the legal proxy who can be elected by the Shareholders through eASY.KSEI ;
    - iii. Power of Attorney based on e-Proxy is submitted through eASY.KSEI no later than July 18, 2023 at 12.00 WIB.
  - c) For Shareholders whose shares are not in collective custody, the Company provides a power of attorney form which can be downloaded through the Company's Website ("Power of Attorney"). In view of the limitation on the number of Shareholders or their legal proxies who are physically present and can enter the Meeting room, the Company recommends that the Shareholders give their power of attorney to the Registrar as an independent party appointed by the Company to be the recipient of the proxy. The original

Power of Attorney which has been completed and signed by the Shareholders along with the supporting documents must be submitted to the Registrar no later than 18 July, 2023 at 12.00 WIB;

d) Shareholders or their legal proxies who are physically present and can enter the Meeting room are required to follow and comply with the provisions of the Covid-19 preventive health protocol guidelines;

e) If at any time there is a change in the policy of the Government or the competent authority that causes the Meeting to be canceled or postponed, then this is entirely beyond the power and authority of the Company. If this happens, the meeting will be arranged later in accordance with the applicable regulations.

9. Members of the Board of Directors, members of the Board of Commissioners and employees of the Company may act as proxies of the Shareholders at the Meeting, but the votes they cast as proxies at the Meeting are not counted in the voting;
10. Meeting materials can be downloaded directly on the Company's Website from the date of this Invitation to the Meeting until the meeting is convened;
11. The Company does not provide food/drinks/signs of gratitude/gifts/souvenirs to shareholders at the Meeting;
12. The rules for conducting the Meeting can be accessed through the Company's Website. With the submission of the Rules of Conduct, the Shareholders or their proxies are deemed to have understood and will comply during the implementation of the Meeting;
13. To ensure a smooth and orderly Meeting, Shareholders or their legal proxies are respectfully requested to be present at the Meeting venue 30 (thirty) minutes before the Meeting begins.

This is so that the Shareholders understand it.

Jakarta, June 28, 2023

**PT Yelooo Integra Datanet Tbk**

**Boards Of Director**