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Attachment(s) : 1 (one) file

1 December 2023

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 Bondholders of the Wijaya  
Karya Shelf Registration Bond II Phase II Year 2022**

Dear Sir/Madam,

PT Wijaya Karya (Persero) Tbk. ("**Company**") hereby wishes to inform you the results of the General Meeting of Bondholders of the Wijaya Karya Shelf Registration Bond II Phase II Year 2022 which was held on Wednesday, 29 November 2023. Please find the attached cover note prepared by the notary Humberg Lie, S.H., S.E., M.Kn Number 009/KET-N/XI/2023 dated 29 November 2023.

We thank you for your kind attention.

Corporate Secretary

  
PT WIJAYA KARYA (Persero) Tbk.

**Mahendra Vijaya**

Corporate Secretary

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KANTOR NOTARIS & PPAT  
**HUMBERG LIE, SH, SE, MKn**

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Number : 009/KET-N/XI/2023  
Subject : Notary Cover Note  
Date : 29 November 2023

I, the undersigned:

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

Notary in Jakarta Utara

hereby declare that on:

Day/Date : Wednesday, 29 November 2023  
Venue : WIKA Tower 2 Ruang Serbaguna Lantai 17  
Jalan D.I Panjaitan Kavling 9-10, Jakarta Timur, Indonesia

the General Meeting of Bondholders of the Wijaya Karya Shelf Registration Bond II Phase II Year 2022 (“**RUPO**”) was convened.

The RUPO Agenda was as follows:

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 Wijaya Karya Shelf Registration Bond II Phase II Year 2022, Deed No. 48 dated 21 January 2022, made before Ir. Nanette Cahyanie Handari Adi Warsito, S.H., a Notary in Jakarta, and its amendments, for the annual consolidated financial statement for the period ending on 31 December 2023.

The RUPO was attended by holders and/or their valid proxies of the Wijaya Karya Shelf Registration Bond II Phase II Year 2022 (“**Bondholders**”) of the Wijaya Karya Shelf Registration Bond II Phase II Year 2022 (“**Bond**”), holding in aggregate **Rp1,365,000,000,000** (one trillion three hundred sixty-five billion Rupiah), or **1,365,000,000,000** (one trillion three hundred sixty-five billion) votes, or **89.45%** (ninety-three point four nine percent) of the outstanding Bonds (including Bonds held by Affiliated Companies arising due to capital ownership or investment by the Government, but excluding Bonds held by the Company and/or its Affiliates) from a Principal Amount of **Rp1,750,000,000,000 (one trillion seven hundred fifty billion Rupiah)** less Rp224,000,000,000 (two hundred twenty-four billion Rupiah) of the Bond held by Affiliated Companies or equal to **Rp1,526,000,000,000 (one trillion five hundred twenty-six billion Rupiah)**. Therefore, the RUPO has met the attendance quorum as specified in Article 10 section 10.5 of subsection 2 paragraph a of the Trustee Agreement for the Wijaya Karya Shelf Registration Bond II Phase II Year 2022, Deed No. 48 dated 21 January 2022, made before Ir.

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Nanette Cahyanie Handari Adi Warsito, S.H., a Notary in Jakarta, and its amendments (“**Trustee Agreement**”). Accordingly, the RUPO is valid and is entitled to adopt legal and binding resolutions for Bondholders.

The RUPO convened at 14.23 WIB (Western Indonesia Time).

The resolution of the RUPO was adopted by means of voting:

- Total valid votes present at the RUPO were 1,365,000,000,000 (one trillion three hundred sixty-five billion) votes, or representing Bondholders holding an aggregate sum of Rp1,365,000,000,000 (one trillion three hundred sixty-five billion Rupiah).
- There were no abstention votes.
- The total negative votes rejecting the proposal presented by PT Wijaya Karya (Persero) Tbk. as the Issuer in the RUPO on 29 November 2023 were 168,000,000,000 (one hundred sixty-eight billion) votes or representing Bondholders holding an aggregate sum of Rp168,000,000,000 (one hundred sixty-eight billion Rupiah).
- The total affirmative votes approving the proposal presented by PT Wijaya Karya (Persero) Tbk. as the Issuer in the RUPO on 29 November 2023 were 1,197,000,000,000 (one trillion one hundred ninety-seven billion) votes or representing Bondholders holding an aggregate sum of Rp1,197,000,000,000 (one trillion one hundred ninety-seven billion Rupiah) or 87.69% (eighty-seven point six nine percent).

Consequently, pursuant to the decision-making quorum in the RUPO, **Bondholders in the RUPO have approved the proposal presented by PT Wijaya Karya (Persero) Tbk. as the Issuer in the RUPO, as follows:**

- I. Approved 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, as follows:
  - a. to maintain Current Assets and Current Liabilities ratio of not less than 100% (one hundred percent)
  - b. to maintain interest bearing debt-to-equity ratio of not more than 3x (three times)
  - c. to maintain EBITDA to loan interest expense ratio of not less than 1.00x (one point zero times)for the annual consolidated financial statement of PT Wijaya Karya (Persero) Tbk. ending on 31 December 2023.
- II. In view of the results of the RUPO held on 29 November 2023, Bondholders approved to grant power and authority to PT Bank Mega Tbk. as the Trustee to: move and sign the amendments/addendum of the Trustee Agreement as well as its amendments and other related agreements (if any); to move the amendments and/or supplement the provisions contained in the Trustee Agreement; and to take any actions related thereto, including but not limited to appear before a Notary and sign the amendment/addendum of the agreements in order to carry out the resolution of the RUPO held on 29 November 2023.

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- III. The Bondholders and PT Wijaya Karya (Persero) Tbk. as the Issuer hereby ratify and unconditionally accept every action of the Trustee as an action by the Bondholders themselves. Therefore, the Bondholders and PT Wijaya Karya (Persero) Tbk. hereby expressly release PT Bank Mega Tbk. as Trustee, the Notary, and witnesses from any claims, indictment and/or civil or criminal lawsuits from any party, including but not limited to in connection with the administration and/or resolutions of the RUPO held on 29 November 2023.
- IV. In accordance with the provisions of Article 10 of the Trustee Agreement, all costs arising from convening the RUPO, including the costs of announcement, invitation, Notary, and other costs in connection with the administration and arrangement of the RUPO held on 29 November 2023, are borne by PT Wijaya Karya (Persero) Tbk. as the Issuer.

The RUPO was adjourned at 15.07 WIB.

The Resolutions of this RUPO is stated in the Deed of the Meeting Number 59 dated on this day, Wednesday, 29 November 2023 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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