



Number : SE.01.00/A.CORSEC.00007/2025  
Attachment(s) : 1 (one) file

8 January 2025

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 Sukukholders of the Wijaya Karya Shelf Registration Sukuk Mudharabah I Phase I Year 2020**

Dear Sir/Madam,

PT Wijaya Karya (Persero) Tbk. ("**Company**") hereby wishes to inform you the results of the General Meeting of Sukukholders of the Wijaya Karya Shelf Registration Sukuk Mudharabah I Phase I Year 2020 which was held on Monday, 6 January 2025. Please find the attached cover note prepared by the notary Humberg Lie, S.H., S.E., M.Kn Number 002/KET-N/I/2025 dated 6 January 2025.

We thank you for your kind attention.

Corporate Secretary

  
PT WIJAYA KARYA (Persero) Tbk.

**Mahendra Vijaya**  
Corporate Secretary

**DISCLAIMER:**

This Document is a translation of an official document issued by the respective party. If there are discrepancies between the Bahasa Indonesia and English document, the Bahasa Indonesia document shall prevail.

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

Raya Pluit Selatan 103, Jakarta 14450

Telp. (021) – 66697171, 66697272, 66697315-6

Fax. (021) – 6678527

Email : humberg@humberglie.com

---

Number : 002/KET-N/I/2025  
Subject : Notary Cover Note  
Date : 6 January 2025

I, the undersigned:

**HUMBERG LIE, SH, SE, MKn**  
Notary in Jakarta Utara

hereby declare that on:

Day/Date : Monday, 6 January 2025  
Venue : WIKA Tower 2  
Jalan D.I Panjaitan Kavling 9-10, Jakarta Timur, Indonesia

the Second General Meeting Sukukholders of the Wijaya Karya Shelf Registration Sukuk Mudharabah I Phase I Year 2020 (“**Second RUPSU**”) was convened.

PT Bank Mega Tbk as the Trustee has convened the General Meeting Sukukholders of the Wijaya Karya Shelf Registration Sukuk Mudharabah I Phase I Year 2020 (“**First RUPSU**”) on 17 December 2024. The RUPSU did not meet the attendance quorum as specified in Article 10 section 10.6 subsection a of the Trustee Agreement for the Wijaya Karya Shelf Registration Sukuk Mudharabah I Phase I Year 2020, Deed No. 36 dated 22 September 2020, made before Ir. Nanette Cahyanie Handari Adi Warsito, S.H., a Notary in Jakarta, and its amendments (“**Trustee Agreement**”). The First RUPSU was therefore unable to be convened.

According to Article 10 section 10.6 subsection b of the Trustee Agreement, , which states that in the event the RUPSU is unable to be convened, a Second RUPSU must be held.

The invitation to the Second RUPSU was announced in Harian Terbit newspaper on 30 December 2024.

The Second RUPSU Agenda was as follows:

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 to waive the financial covenants of PT Wijaya Karya (Persero) Tbk

**DISCLAIMER:**

This Document is a translation of an official document issued by the respective party. If there are discrepancies between the Bahasa Indonesia and English document, the Bahasa Indonesia document shall prevail.

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.

The Second RUPSU was attended by holders and/or their valid proxies of the Wijaya Karya Shelf Registration Sukuk Mudharabah I Phase I Year 2020 (“**Sukukholders**”) of the Wijaya Karya Shelf Registration Sukuk Mudharabah I Phase I Year 2020 (“**Sukuk**”), holding in aggregate **Rp269,600,000,000** (two hundred sixty-nine billion six hundred million Rupiah), or **269,600,000,000** (two hundred sixty-nine billion six hundred million) votes, or **85.32%** (eighty-five point three two percent) of the outstanding Sukuk (including Sukuk held by Affiliated Companies arising due to capital ownership or investment by the Government, but excluding Sukuk held by the Company and/or its Affiliates) with an aggregate sum of **Rp316,000,000,000 (three hundred sixteen billion Rupiah)**. Therefore, the Second RUPSU has met the attendance quorum as specified in Article 10 section 10.6 subsection a of the Trustee Agreement. Accordingly, the Second RUPSU is valid and is entitled to adopt legal and binding resolutions for Sukukholders.

The Second RUPSU convened at 14.14 WIB (Western Indonesia Time).

The resolution of the Second RUPSU was adopted by means of voting, as follows:

- a. The total valid votes presented at the Second RUPSU were **269,600,000,000** (two hundred sixty-nine billion six hundred million) votes, or representing Sukukholders holding an aggregate sum of **Rp269,600,000,000** (two hundred sixty-nine billion six hundred million Rupiah).
- b. The First Alternative proposal, delivered and presented by PT Wijaya Karya (Persero) Tbk, as the Issuer to the Sukukholders in the Second RUPSU on 6 January 2025, is as follows:
  - There were no abstention votes.
  - The total negative votes rejecting the proposal presented by PT Wijaya Karya (Persero) Tbk. as the Issuer were 125,000,000,000 (one hundred twenty-five billion) votes, or representing Sukukholders holding an aggregate sum of Rp125,000,000,000 (one hundred twenty-five billion Rupiah).
  - The total affirmative votes approving the proposal presented by PT Wijaya Karya (Persero) Tbk. as the Issuer were 144,600,000,000 (one hundred forty-four billion six hundred million) votes, or representing Sukukholders holding an aggregate sum of Rp144,600,000,000 (one hundred forty-four billion six hundred million Rupiah) or 53.64% (fifty-three point six four percent).

**DISCLAIMER:**

This Document is a translation of an official document issued by the respective party. If there are discrepancies between the Bahasa Indonesia and English document, the Bahasa Indonesia document shall prevail.

- c. The Second Alternative proposal, delivered and presented by PT Wijaya Karya (Persero) Tbk, as the Issuer to the Sukukholders in the Second RUPSU on 6 January 2025, is as follows:
- There were no abstention votes.
  - The total negative votes were 144,600,000,000 (one hundred forty-four billion six hundred million) votes, or representing Sukukholders holding an aggregate sum of Rp144,600,000,000 (one hundred forty-four billion six hundred million Rupiah).
  - The total affirmative votes were 125,000,000,000 (one hundred twenty-five billion) votes, or representing Sukukholders holding an aggregate sum of Rp125,000,000,000 (one hundred twenty-five billion Rupiah) or 46.36% (forty-six point three six percent).

The voting results in the Second RUPSU did not reach the threshold as stated in Article 10 Section 10.6 subsection b of the Trustee Agreement and its amendments, which states that a resolution can only be adopted if approved by at least  $\frac{3}{4}$  (three quarters) votes or 75% (seventy-five percent) of the outstanding Sukuk attending a general meeting. The Second RUPSU was therefore unable to adopt any valid resolutions.

The Second RUPSU was adjourned at 14.51 WIB.

The Resolutions of this RUPSU is stated in the Deed of the Meeting Number 2 dated on this day, Monday, 6 January 2025 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**

**DISCLAIMER:**

This Document is a translation of an official document issued by the respective party. If there are discrepancies between the Bahasa Indonesia and English document, the Bahasa Indonesia document shall prevail.