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Attachment(s) : 1 (one) file

5 February 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 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 Sukukholders of the Wijaya Karya Shelf Registration Sukuk Mudharabah II Phase II Year 2022 which was held on Tuesday, 4 February 2025. Please find the attached cover note prepared by the notary Humberg Lie, S.H., S.E., M.Kn Number 002/KET-N/II/2025 dated 4 February 2025.

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 : 002/KET-N/II/2025  
Subject : Notary Cover Note  
Date : 4 February 2025

I, the undersigned:

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

hereby declare that on:

Day/Date : Tuesday, 4 February 2025  
Venue : WIKA Tower 2  
Jalan D.I Panjaitan Kavling 9-10, Jakarta Timur

the General Meeting Sukukholders of the Wijaya Karya Shelf Registration Sukuk Mudharabah II Phase II Year 2022 (“**RUPSU**”) was convened.

The 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 on the following:
  - a. Approval to amend and/or supplement Article 5 and other related articles of the Trustee Agreement and other agreements related to the Trustee Agreement (if any) on the principal payment date of Wijaya Karya Shelf Registration Sukuk Mudharabah II Phase II Year 2022 Series A and/or supplement of repayment provisions for Wijaya Karya Shelf Registration Sukuk Mudharabah II Phase II Year 2022 with a call option.
  - b. 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 audited annual consolidated financial statement for the period ended 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.

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The RUPSU was attended by holders and/or their valid proxies of the Wijaya Karya Shelf Registration Sukuk Mudharabah II Phase II Year 2022 (“**Sukukholders**”) of the Wijaya Karya Shelf Registration Sukuk Mudharabah II Phase II Year 2022 (“**Sukuk**”), holding in aggregate **Rp712,200,000,000** (seven hundred twelve billion two hundred million Rupiah), or **712,200,000,000** (seven hundred twelve billion two hundred million) votes, or **94.96%** (ninety-four point nine six 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 **Rp 750,000,000,000 (seven hundred fifty billion Rupiah)**. Therefore, the RUPSU has met the attendance quorum as specified in Article 10 section 10.5 number 2 of subsection a of the Trustee Agreement for the Wijaya Karya Shelf Registration Sukuk Mudharabah II Phase II Year 2022, Deed No. 51 dated 21 January 2022, made before Ir. Nanette Cahyanie Handari Adi Warsito, S.H., a Notary in Jakarta, and its amendments (“**Trustee Agreement**”). Accordingly, the RUPSU is valid and is entitled to adopt legal and binding resolutions for Sukukholders.

The RUPSU convened at 14.18 WIB (Western Indonesia Time).

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

- a. The total valid votes presented at the RUPSU were **712,200,000,000** (seven hundred twelve billion two hundred million) votes, or representing Sukukholders holding an aggregate sum of **Rp712,200,000,000** (seven hundred twelve billion two hundred million Rupiah).
- b. The First Alternative proposal presented by PT Wijaya Karya (Persero) Tbk, as the Issuer, to the Sukukholders in the RUPSU 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, delivered and presented on 4 February 2025, in the RUPSU were 504,200,000,000 (five hundred four billion two hundred million) votes, or representing Sukukholders holding an aggregate sum of Rp504,200,000,000 (five hundred four billion two hundred million Rupiah).
  - The total affirmative votes approving the proposal presented by PT Wijaya Karya (Persero) Tbk. as the Issuer, delivered and presented on 4 February 2025, in the RUPSU were 208,000,000,000 (two hundred eight billion) votes, or representing Sukukholders holding an aggregate sum of Rp208,000,000,000 (two hundred eight billion Rupiah) or 29.21% (twenty-nine point two one percent).
- c. The Second Alternative proposal presented by PT Wijaya Karya (Persero) Tbk, as the Issuer, to the Sukukholders in the RUPSU is as follows:
  - There were no abstention votes.
  - The total negative votes were 208,000,000,000 (two hundred eight billion) votes, or representing Sukukholders holding an aggregate sum of Rp208,000,000,000 (two hundred eight billion Rupiah).

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- The total affirmative votes were 504,200,000,000 (five hundred four billion two hundred million) votes, or representing Sukukholders holding an aggregate sum of Rp504,200,000,000 (five hundred four billion two hundred million Rupiah) or 70.79% (seventy point seven nine percent).

The voting results in the RUPSU did not reach the threshold as stated in Article 10 Section 10.5 number 2 of subsection a 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 RUPSU was therefore unable to adopt any valid resolutions.

The RUPSU was adjourned at 15.19 WIB.

The Resolutions of this RUPSU is stated in the Deed of the Meeting Number 5 dated on this day, Tuesday, 4 February 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**

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