



# PT. ESTIKA TATA TIARA Tbk.

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## CORRECTION OF THE INVITATION TO THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF PT ESTIKA TATA TIARA TBK

Referring to the Postponement Announcement for the Extraordinary General Meeting of Shareholders of PT Estika Tata Tiara Tbk (the "**Company**") which has been announced on 14 March 2024, the Company is not yet able to hold an Extraordinary General Meeting of Shareholders ("**Meeting**") before the Company fulfills the obligation to make changes and/or additional information on the Information Disclosure in connection with the Company's plan to take over (acquire) shares with a material value which is an affiliate transaction in accordance with the Financial Services Authority Letter No. S-61/PM.023/2024 dated 29 February 2024 regarding Change of and/or Additional Information on the Proposed Material Transaction and Affiliated Transaction of PT Estika Tata Tiara Tbk.

The Board of Directors of the Company hereby announces the correction for the invitation to the Meeting, which was previously planned to be held on Friday, 15 March 2024, and has been announced on 7 February 2024 and 22 February 2024. The Meeting will be held on:

Day, date : Kamis, 28 Maret 2024  
Time : 10.00 Western Indonesian Time  
Location : at Lucy in the Sky - SCBD, Jakarta

With the same Meeting Agendas as follows :

1. Independent shareholders' approval for the Company's business development through an acquisition transaction of 99% (ninety-nine percent) of shares issued by each of PT Fajar Jaya Anugerah, PT Sinar Wijaya Utama and PT Sukses International Anugerah Pratama (each referred to as a "**Target Company**"), which is a Material Transaction and Affiliated Transaction as referred to in the Financial Services Authority Regulation No. 17/POJK.04/2020 on Material Transactions and Change in Business Activity ("**POJK No. 17/2020**") and the Financial Services Authority Regulation No. 42/POJK.04/2020 on Affiliate Transactions and Conflict of Interest Transactions ("**POJK No. 42/2020**").

### Explanation

*For the Company's business development, the Company is planning to acquire 99% (ninety-nine percent) of the shares issued by each of the Target Company from the selling shareholders, among others Hj. Diana Dewi, SE, Aldi Imam Wibowo and Dimas Wibowo, who are the Company's ultimate beneficial owner and the ultimate beneficial owner's children, with a material transaction value (hereinafter referred to as the "**Proposed Transaction**").*

*The Proposed Transaction is a material transaction as stipulated in POJK No. 17/2020 which contains an affiliate transaction as referred to in POJK No. 42/2020. Therefore, based on Article 14 of POJK No. 17/2020 and Article 4 paragraph (1) letter d number 1 of POJK No. 42/2020, the Proposed Transaction requires the approval of the Company's independent shareholders.*

2. Approval to grant full power and authority with substitution rights to the Company's Board of Directors to adjust the composition of the Company's shareholders recorded in the database of the Online General Legal Administration System at the Ministry of Law and Human Rights of the Republic of Indonesia



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in accordance with the Company's Shareholders Register dated 30 January 2024 recorded by PT Adimitra Jasa Korpora as the Company's Securities Administration Bureau.

### Explanation

*With the acquisition of the Company by Asia Agri International Pte. Ltd. as the Company's controlling shareholder and Hj. Diana Dewi, SE, as the Company's ultimate beneficial owner, as announced in the Company's Material Information or Fact Report No. B017-Corpsec/ETT-BEEF/III/2023 dated 2 March 2023 and the Company's Material Information or Fact Report No. B-345/DIR/ETT-BEEF/X/2023 dated 18 October 2023, there has been a change in the Company's data with regard to the composition and share ownership of the Company's shareholders.*

*In connection with the above, the Company needs to obtain approval from the general meeting of shareholders to make changes to the Company's data in the database of the Online General Legal Administration System at the Ministry of Law and Human Rights of the Republic of Indonesia in accordance with the Company's Shareholders Register dated 30 January 2024 issued by PT Adimitra Jasa Korpora as the Company's Securities Administration Bureau.*

*Henceforth, the composition of the Company's shareholders is as follows:*

- a. **ASIA AGRI INTERNATIONAL Pte. Ltd.**, in the amount of **4,963,609,524** (four billion nine hundred sixty-three million six hundred nine thousand five hundred twenty-four) shares with a total nominal value of **Rp356,405,470,032** (three hundred fifty-six billion four hundred five million four hundred seventy thousand thirty-two Rupiah);
  - b. **EDIE**, in the amount of **637,500,000** (six hundred thirty-seven million five hundred thousand) shares with a total nominal value of **Rp43,350,000,000** (forty-three billion three hundred and fifty million Rupiah); and
  - c. **PUBLIC**, in the amount of **1,430,261,895** (one billion four hundred thirty million two hundred sixty-one thousand eight hundred ninety-five) shares with a total nominal value of **Rp138,675,789,500** (one hundred thirty-eight billion six hundred seventy-five million seven hundred eighty-nine thousand five hundred Rupiah),
- *The total number of shares is **7,031,371,419** (seven billion thirty-one million three hundred seventy-one thousand four hundred nineteen) shares with a total nominal value of **Rp538,431,259,532** (five hundred thirty-eight billion four hundred thirty-one million two hundred fifty-nine thousand five hundred thirty-two Rupiah).*
3. Approval to encumber as debt collateral a part of the Company's assets which constitute more than 50% (fifty percent) of the Company's total net assets in 1 (one) transaction and grant power and authority with substitution rights to the Company's Board of Directors to carry out all actions in connection with the provision of such debt collateral, including but not limited to making or requesting to be made and signing all deeds, letters and documents required and to appear before authorized parties/officials, including notaries.

### Explanation

*The Company plans to obtain a loan directly from a commercial bank in Indonesia. To secure the repayment of such loan, the Company will provide collateral to the bank in the form of assets with a*



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value exceeding 50% (fifty percent) of the Company's net assets in (one) or more transactions, whether related to each other or not. Thus, in accordance with the provisions of Article 15 paragraph

10 of the Company's articles of association and Article 102 paragraph (1) of Law No. 40 of 2007 concerning Limited Liability Companies, the Company must obtain Meeting approval in advance.

#### 4. Approval for changes in the composition of the Company's Commissioners and Directors

##### Explanation

*In accordance with the Company's articles of association and the Financial Services Authority Regulation No. 33/POJK.04/2014 on the Board of Directors and Board of Commissioners of Issuers or Public Companies, the appointment, dismissal, and/or replacement of members of the Board of Commissioners and Board of Directors shall be carried out with the approval of the general meeting of shareholders.*

This Invitation Correction only changes the provision regarding the date of the Meeting. There is no change to the other information with regard to this Meeting, thus such other information remains in accordance with the provisions in the Meeting invitation announced on 22 February 2024.

Jakarta, 14 Maret 2024  
**PT Estika Tata Tiara Tbk**  
Board of Directors