

Bahan Rapat

Meeting Material

Rapat Umum Pemegang Saham Tahunan

Annual General Meeting of Shareholders

PT Mitrabahtera Segara Sejati Tbk.

28 April 2021



RAPAT UMUM PEMEGANG SAHAM TAHUNAN

ANNUAL GENERAL MEETING OF SHAREHOLDERS



Rapat Umum Pemegang Saham Tahunan (“**Rapat**”) PT Mitrabahtera Segara Sejati Tbk . (“**Perseroan**”) akan diselenggarakan pada:

Hari/Tanggal : Rabu, 28 April 2021
Pukul : 10.00 WIB - selesai
Tempat : Graha Mitra
Jl. Jend. Gatot Subroto Kav. 21,
Karet Semanggi – Setia Budi
Jakarta Selatan, 12930.

*Annual General Meeting of Shareholders (“**Meeting**”) PT Mitrabahtera Segara Sejati Tbk . (“**Company**”) will be held on:*

*Day/date : Wednesday, 28 April 2021
Time : 10.00 AM - finish
Venue : Graha Mitra
Jl. Jend. Gatot Subroto Kav. 21,
Karet Semanggi – Setia Budi
Jakarta Selatan, 12930.*

MATA ACARA RAPAT UMUM PEMEGANG SAHAM TAHUNAN

AGENDA OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS



MATA ACARA PERTAMA

Persetujuan laporan tahunan Perseroan, laporan pertanggungjawaban Direksi dan laporan tugas pengawasan Dewan Komisaris Perseroan untuk tahun buku yang berakhir pada tanggal 31 Desember 2020;

Penjelasan: Berdasarkan ketentuan Pasal 21 ayat 3 anggaran dasar Perseroan dan Pasal 69 dan 78 Undang-undang No. 40 Tahun 2007 (“UUPT”), laporan tahunan Perseroan, laporan pertanggungjawaban Direksi Perseroan dan laporan tugas pengawasan Dewan Komisaris Perseroan harus mendapatkan persetujuan Rapat. Oleh karenanya, Perseroan mengajukan mata acara dimaksud.

FIRST AGENDA

Approval of annual report of the Company, statement of accountability of the Board of Directors of the Company and the supervisory of the Board of Commissioners of the Company for the financial year ended on 31 December 2020;

*Description: Based on Article 21 paragraph 3 of the articles of associations of the Company and Articles 69 and 78 of Law No. 40 of 2007 on Limited Liability Companies (“**Company Law**”), annual report of the Company, statement of accountability of the Board of Directors of the Company and the supervisory of the Board of the Commissioners of the Company must obtain an approval from the Meeting. Therefore, the Company has proposed the above agenda.*



MATA ACARA RAPAT UMUM PEMEGANG SAHAM TAHUNAN

AGENDA OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS



MATA ACARA KEDUA

Pengesahan laporan keuangan Perseroan yang memuat neraca dan perhitungan laba rugi Perseroan untuk Tahun Buku yang berakhir pada tanggal 31 Desember 2020;

Penjelasan: Berdasarkan ketentuan Pasal 21 ayat 3 anggaran dasar Perseroan dan Pasal 69 UUPT. Laporan Keuangan yang memuat Neraca dan Perhitungan Laba Rugi Perseroan untuk Tahun Buku yang berakhir 31 Desember 2020 harus mendapatkan pengesahan dari Rapat. Oleh karenanya, Perseroan mengajukan mata acara dimaksud.

SECOND AGENDA

Approval of the financial statement of the Company which includes balance sheet and profit and loss of the Company for the financial year ended on 31 December 2020;

Description: Based on Article 21 paragraph 3 of the articles of associations of the Company and Article 69 Company Law, the financial statement which includes balance sheet and profit and loss of the Company for the year ended on 31 December 2020 must obtain approval from the Meeting. Therefore, the Company has proposed the above agenda.

MATA ACARA RAPAT UMUM PEMEGANG SAHAM TAHUNAN

AGENDA OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS



MATA ACARA KETIGA

Persetujuan penggunaan laba bersih Perseroan untuk tahun buku yang berakhir pada tanggal 31 Desember 2020;

Penjelasan: Berdasarkan ketentuan Pasal 22 ayat 1 anggaran dasar Perseroan dan Pasal 70 dan 71 UUPT, penggunaan laba bersih Perseroan untuk tahun buku yang berakhir tanggal 31 Desember 2020, harus mendapatkan persetujuan dari Rapat. Oleh karenanya, Perseroan mengajukan mata acara dimaksud.

THIRD AGENDA

Approval on the use of net profits of the Company for the financial year ended on 31 December 2020;

Description: Based on Article 22 paragraph 1 articles of associations of the Company and articles 70 and 71 Company Law, the use of the Company's net profits for the financial year ended on 31 December 2020 must obtain approval from the Meeting. Therefore, the Company has proposed the above agenda.



MATA ACARA RAPAT UMUM PEMEGANG SAHAM TAHUNAN

AGENDA OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS



MATA ACARA KEEMPAT

Penunjukan serta penetapan akuntan publik untuk melakukan audit atas laporan keuangan Perseroan untuk tahun buku yang berakhir pada tanggal 31 Desember 2021;

Penjelasan: Berdasarkan ketentuan Pasal 11 ayat 5 huruf c anggaran dasar Perseroan, penunjukan akuntan publik untuk melakukan audit atas laporan keuangan Perseroan untuk tahun buku yang berakhir tanggal 31 Desember 2021 ditetapkan dalam Rapat. Oleh karenanya, Perseroan mengajukan mata acara dimaksud.

FOURTH AGENDA

Appointment of the public accountant to conduct an audit for the Company's financial statement for the financial year ended on 31 December 2021;

Description: Based on Article 11 paragraph 5 point C of the articles of associations of the Company, the appointment of the public accountant to conduct an audit for the Company's financial statement for the financial year ended on 31 December 2021 set forth in the Meeting. Therefore, the Company has proposed the above agenda.

MATA ACARA RAPAT UMUM PEMEGANG SAHAM TAHUNAN

AGENDA OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS

MATA ACARA KELIMA

Persetujuan perubahan susunan anggota Dewan Komisaris dan/ atau Direksi Perseroan;

Penjelasan: Berdasarkan ketentuan Pasal 15 dan 18 anggaran dasar Perseroan, terdapat rencana perubahan susunan anggota Dewan Komisaris dan Direksi Perseroan, sehingga perubahan tersebut harus mendapatkan persetujuan dari Rapat. Oleh karenanya, Perseroan mengajukan mata acara dimaksud.

FIFTH AGENDA

Approval of amendment to the composition the members of Board of Commissioners and/or Board of Directors of the Company;

Description: Based on Articles 15 and 18 of the Company's articles of associations, there is a plan to change the composition of the members of the Board of Commissioners and the Board of Directors of the Company, so such changes must be approved by the Meeting. Therefore, the Company has proposed the above agenda.



MATA ACARA RAPAT UMUM PEMEGANG SAHAM TAHUNAN

AGENDA OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS



MATA ACARA KEENAM

Penentuan besaran remunerasi bagi anggota Dewan Komisaris dan Direksi Perseroan untuk Tahun 2021; dan

Penjelasan: Berdasarkan ketentuan Pasal 15 ayat 14 dan Pasal 18 ayat 12 anggaran dasar Perseroan serta Pasal 96 ayat 1 dan Pasal 113 UUP, penentuan remunerasi bagi anggota Dewan Komisaris dan Direksi Perseroan untuk Tahun 2021 harus memerlukan persetujuan Rapat. Oleh karenanya, Perseroan mengajukan mata acara dimaksud.

SIXTH AGENDA

Determination of the remuneration of the members of the Board of Commissioners and the Board of Directors of the Company for year 2021; and

Description: Based on Article 15 paragraph 14 and Article 18 paragraph 12 of associations of the Company and Article 96 paragraph 1 and Article 113 Company Law, the determination of remuneration for members of the Company's Board of Commissioners and Directors for 2021 must obtain an approval of a Meeting. Therefore, the Company has proposed the above agenda.

MATA ACARA RAPAT UMUM PEMEGANG SAHAM TAHUNAN

AGENDA OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS



MATA ACARA KETUJUH

Perubahan beberapa ketentuan pasal dalam Anggaran Dasar Perseroan untuk disesuaikan antara lain dengan ketentuan Peraturan Otoritas Jasa Keuangan Nomor 15/POJK.04/2020 tentang Rencana dan Penyelenggaraan Rapat Umum Pemegang Saham Perusahaan Terbuka (“**POJK No. 15/2020**”).

Penjelasan: Mata acara ini untuk memenuhi ketentuan Pasal 57 juncto Pasal 61 POJK 15/2020, di mana Perseroan wajib untuk menyesuaikan anggaran dasarnya dengan ketentuan POJK No.15/2020 dalam waktu paling lambat 18 bulan. Oleh karena itu, Perseroan hendak meminta persetujuan RUPST untuk melakukan perubahan beberapa ketentuan anggaran dasar Perseroan untuk disesuaikan antara lain dengan POJK No. 15/2020.

SEVENTH AGENDA

*Amendment several provisions in the Company’s Article of Association to be in line with the Regulation of Financial Service Authority No. 15/POJK.04/2020 regarding the Plan and Implementation of General Meeting of Shareholders of Publicly Listed Company (“**POJK No.15/2020**”).*

Description: This agenda is to fulfill the provisions governed under Article 57 in conjunction with Article 61 of POJK No.15/2020, where the Company is required to adjust its articles of association to be aligned with POJK No.15/2020 within 18 months at the latest. Accordingly, the Company intends to seek approval of the Meeting to amend certain provisions under its articles of association to be adjusted with POJK No.15/2020.





PT Mitrabahtera Segara Sejati Tbk.
Menara Karya, 12th Floor
Jl. H.R. Rasuna Said Block X-5
Kav. 1 - 2, Kuningan
Jakarta 12950, Indonesia

Tel.: (62-21) 57944755, 57944766
Fax.: (62-21) 57944767, 57944768

www.mbss.co.id

