



**MERDEKA  
BATTERY**  
MATERIALS

**PT Merdeka Battery Materials Tbk**

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**PEMANGGILAN KEPADA PARA PEMEGANG SAHAM  
RAPAT UMUM PEMEGANG SAHAM TAHUNAN**

**PT MERDEKA BATTERY MATERIALS TBK  
("Perseroan")**

Dengan ini, Direksi Perseroan mengundang para pemegang saham Perseroan untuk menghadiri Rapat Umum Pemegang Saham Tahunan ("**RUPST**") Perseroan yang akan diselenggarakan secara daring pada:

**Hari, Tanggal** : Selasa, 10 Juni 2025  
**Waktu** : 10.00 WIB s/d selesai  
**Tempat** : Mengakses fasilitas *Electronic General Meeting System* KSEI ("**eASY.KSEI**") dalam tautan <https://akses.ksei.co.id/> yang disediakan oleh PT Kustodian Sentral Efek Indonesia ("**KSEI**")

RUPST dilaksanakan secara elektronik sesuai Peraturan Otoritas Jasa Keuangan ("**POJK**") Nomor 15/POJK.04/2020 tentang Rencana dan Penyelenggaraan Rapat Umum Pemegang Saham Perusahaan Terbuka ("**POJK 15/2020**") dan POJK Nomor 16/POJK.04/2020 tentang Pelaksanaan Rapat Umum Pemegang Saham Perusahaan Terbuka Secara Elektronik. Pimpinan RUPST, Notaris, dan Lembaga Profesi Penunjang telah berkoordinasi dalam rangka pelaksanaan RUPST secara elektronik di tempat kedudukan Perseroan, yaitu Treasury Tower, Lantai 69, District 8 SCBD Lot 28 Jl. Jenderal Sudirman Kav. 52-53, Senayan, Kebayoran Baru, Jakarta Selatan 12190, DKI Jakarta, Indonesia.

**Mata acara RUPST adalah sebagai berikut:**

1. Persetujuan laporan tahunan Perseroan tahun buku 2024 yang telah ditelaah oleh Dewan Komisaris, termasuk pengesahan laporan keuangan konsolidasian Perseroan dan entitas anak untuk tahun buku yang berakhir pada 31 Desember 2024 yang telah diaudit oleh kantor akuntan publik Tanubrata Sutanto Fahmi Bambang & Rekan (Anggota Firma BDO International) dan telah ditandatangani pada 28 Maret 2025, persetujuan laporan pengawasan Dewan Komisaris Perseroan untuk tahun buku 2024 serta pemberian pelunasan dan pembebasan tanggung jawab sepenuhnya (*acquit et de charge*) kepada seluruh anggota

**INVITATION TO THE SHAREHOLDERS  
ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**PT MERDEKA BATTERY MATERIALS TBK  
(the "Company")**

The Board of Directors of the Company hereby invite the shareholders of the Company to attend the Annual General Meeting of Shareholders ("**AGMS**") of the Company which will be convened online on:

**Day, Date** : Selasa, 10 June 2025  
**Time** : 10.00 AM Western Indonesian Time - finish  
**Place** : Accessing the facility of KSEI Electronic General Meeting System ("**eASY.KSEI**") at <https://akses.ksei.co.id/> provided by PT Kustodian Sentral Efek Indonesia ("**KSEI**")

The AGMS was held electronically in accordance with the Otoritas Jasa Keuangan Regulation ("**POJK**") Number 15/POJK.04/2020 on the Planning and Organization of General Meeting of Shareholders by Public Companies ("**POJK 15/2020**") and POJK Number 16/POJK.04/2020 on the Implementation of Electronic General Meeting of the Shareholders by Public Companies. The Chairperson of the AGMS, Notary, and Supporting Professional Institution, have coordinated to conduct the AGMS electronically in Company's domicile, Treasury Tower, 69th Floor, District 8 SCBD Lot 28 Jl. Jenderal Sudirman Kav. 52-53, Senayan, Kebayoran Baru, Jakarta Selatan 12190, DKI Jakarta, Indonesia.

**The agenda of the AGMS is as follows:**

1. Approval of the Company's annual report for the financial year of 2024 which has been reviewed by the Board of Commissioners, including the ratification of the consolidated financial statements of the Company and its subsidiaries for the financial year which ended on 31 December 2024, which has been audited by public accounting firm of Tanubrata, Sutanto, Fahmi, Bambang & Partners (Member of BDO International Firm) and was executed on 28 March 2025, ratification of the Company's Board of Commissioners' supervisory report for the financial year of 2024 as well as granting full release and



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Direksi dan Dewan Komisaris Perseroan atas tindakan pengurusan dan pengawasan yang dilakukan dalam tahun buku yang berakhir pada tanggal 31 Desember 2024, sejauh tercermin dalam laporan tahunan Perseroan tahun buku 2024 dan laporan keuangan konsolidasian Perseroan dan entitas anak untuk tahun buku yang berakhir pada tanggal 31 Desember 2024;

discharge (*acquit et de charge*) to all members of the Board of Directors and the Board of Commissioners of the Company for their management and supervisory duty carried out throughout the financial year which ended on 31 December 2024, so long as those actions are clearly stated under the Company's annual report for the financial year of 2024 and consolidated financial statements of the Company and its subsidiaries for the financial year which ended on 31 December 2024;

**Penjelasan:**

Perseroan akan memberikan penjelasan kepada para pemegang saham Perseroan atau kuasanya mengenai pelaksanaan kegiatan usaha Perseroan untuk tahun buku yang berakhir pada tanggal 31 Desember 2024 dan keadaan keuangan Perseroan sebagaimana tercantum dalam laporan keuangan konsolidasian Perseroan dan entitas anak untuk tahun buku yang berakhir pada tanggal 31 Desember 2024 sesuai dengan ketentuan Pasal 11 ayat (4) dan Pasal 23 ayat (5) Anggaran Dasar Perseroan serta Pasal 66 juncto Pasal 69 Undang-Undang Nomor 40 Tahun 2007 tentang Perseroan Terbatas sebagaimana diubah dari waktu ke waktu ("UUPT"). Lebih lanjut, sejalan dengan Pasal 11 ayat (6) Anggaran Dasar Perseroan, persetujuan laporan tahunan dan pengesahan laporan keuangan oleh RUPST berarti memberikan pelunasan dan pembebasan tanggung jawab sepenuhnya (*acquit et de charge*) kepada para anggota Direksi dan Dewan Komisaris Perseroan atas pengurusan dan pengawasan yang telah dijalankan dalam tahun buku 2024, sejauh tindakan tersebut tercermin jelas dalam laporan tahunan dan laporan keuangan;

**Explanation:**

The Company will provide an explanation to the shareholders or their proxies regarding the implementation of the Company's business activities for the financial year which ended on 31 December 2024 and the financial situation of the Company as stipulated in the financial statements of the Company for the financial year which ended on 31 December 2024 in accordance with the provisions of Article 11 paragraph (4) and Article 23 paragraph (5) of the Articles of Association of the Company as well as Article 66 juncto Article 69 of Law Number 40 of 2007 on the Limited Liability Company as amended from time to time ("**Companies Law**"). Further, in accordance with Article 11 paragraph (6) of the Articles of Association of the Company, the approval of annual report and ratification of financial statements by the AGMS means granting full release and discharge (*acquit et de charge*) to all members of the Board of Directors and the Board of Commissioners for their management and supervisory duty carried out throughout the financial year of 2024, so long as those actions are clearly stated under the annual report and financial statements;

2. Persetujuan atas penetapan penggunaan laba bersih Perseroan untuk tahun buku yang berakhir pada tanggal 31 Desember 2024;

2. Approval on the determination of the use of the Company's net profit for the financial year which ended on 31 December 2024;

**Penjelasan:**

Mata acara RUPST ini dilakukan dalam rangka memenuhi ketentuan Pasal 11 ayat (4) dan Pasal 24 ayat (1) Anggaran Dasar Perseroan serta ketentuan Pasal 70 dan Pasal 71 UUPT terkait penggunaan laba bersih Perseroan untuk tahun buku yang berakhir pada 31 Desember 2024;

**Explanation:**

This agenda of the AGMS is conducted in order to fulfill the provisions of Article 11 paragraph (4) and Article 24 paragraph (1) of the Articles of Association of the Company as well as the Articles 70 and 71 of the Companies Law in relation to the use of the Company's net profit for the financial year which ended on 31 December 2024;

3. Persetujuan atas penunjukan akuntan publik dan/atau kantor akuntan publik yang akan melakukan audit laporan keuangan

3. Approval on the appointment of a public accountant and/or public accounting firm to audit the consolidated financial statements of



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konsolidasian Perseroan dan entitas anak untuk tahun buku yang berakhir pada tanggal 31 Desember 2025;

**Penjelasan:**

Mata acara RUPST ini dilakukan dalam rangka memenuhi ketentuan Pasal 11 ayat (4) Anggaran Dasar Perseroan, Pasal 3 POJK Nomor 9 Tahun 2023 tentang Penggunaan Jasa Akuntan Publik dan Kantor Akuntan Publik dalam Kegiatan Jasa Keuangan, Pasal 59 POJK 15/2020, serta ketentuan Pasal 68 UUPST;

4. Penetapan gaji dan tunjangan serta fasilitas lainnya bagi anggota Direksi dan Dewan Komisaris Perseroan untuk tahun buku 2025;

**Penjelasan:**

Mata acara RUPST ini dilakukan dalam rangka memenuhi ketentuan Pasal 17 ayat (15) dan 20 ayat (8) Anggaran Dasar Perseroan serta Pasal 96 dan 113 UUPST terkait penentuan gaji serta tunjangan untuk Direksi dan Dewan Komisaris Perseroan tahun buku 2025;

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

**Penjelasan:**

Mata Acara RUPST ini dilakukan dalam rangka memenuhi ketentuan Pasal 3 ayat (1) juncto Pasal 8 POJK Nomor 33/POJK.04/2014 tentang Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik serta Pasal 17 ayat (2) dan (9) Anggaran Dasar Perseroan, sehubungan dengan permohonan pengunduran diri Bapak Jason Laurence Greive dari jabatannya sebagai Wakil Presiden Direktur Perseroan yang surat pengunduran dirinya telah diterima Perseroan pada 29 April 2025 dan telah diumumkan Perseroan melalui situs web Bursa Efek Indonesia pada 30 April 2025;

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the Company and its subsidiaries for the financial year which ended on 31 December 2025;

**Explanation:**

This agenda of the AGMS is conducted in order to fulfill the provisions of Article 11 paragraph (4) of the Articles of Association of the Company, Article 3 of POJK Number 9 of 2023 concerning the Use of Public Accounting Services and Public Accounting Firms in Financial Services Activities, Article 59 of POJK 15/2020 and Article 68 of the Companies Law;

4. Determination of the salary and allowances as well as other facilities for members of the Board of Directors and Board of Commissioners of the Company for the financial year of 2025;

**Explanation:**

This agenda of the AGMS is conducted in order to fulfill the provisions of Article 17 paragraph (15) and Article 20 paragraph (8) of the Articles of Association of the Company and Articles 96 and 113 of the Companies Law related to the determination of remuneration for the Board of Directors and Board of Commissioners for the financial year of 2025;

5. Approval of changes to the composition of the Board of Directors and/or the Board of Commissioners of the Company;

**Explanation:**

This AGMS Agenda is conducted in order to fulfill the provisions of Article 3 paragraph (1) juncto Article 8 of POJK Number 33/POJK.04/2014 on Directors and Board of Commissioners of Issuers or Public Companies and Article 17 paragraph (2) and (9) of the Company's Articles of Association, in relation to the resignation of Mr. Jason Laurence Greive from his position as Vice President Director of the Company, the resignation letter of which was received by the Company on 29 April 2025 and has been announced on the Indonesia Stock Exchange website on 30 April 2025;



6. Penyampaian laporan realisasi penggunaan dana hasil Penawaran Umum Perdana Saham Perseroan, Penawaran Umum Obligasi I Merdeka Battery Materials Tahun 2024, Penawaran Umum Obligasi II Merdeka Battery Materials Tahun 2024, serta Penawaran Umum Obligasi III Merdeka Battery Materials Tahun 2025.
6. *Submission of reports on the realization of the use of proceeds from the Company's Initial Public Offering, Merdeka Battery Materials Bonds I Year 2024, Merdeka Battery Materials Bonds II Year 2024, and Merdeka Battery Materials Bonds III Year 2025.*

**Penjelasan:**

Mata acara RUPST ini dilaksanakan dalam rangka memenuhi ketentuan pada Pasal 6 ayat (1) dan (2) POJK Nomor 30/POJK.04/2015 tentang Laporan Realisasi Penggunaan Dana Hasil Penawaran Umum, di mana Perseroan berencana untuk menyampaikan realisasi penggunaan dana hasil penawaran umum yang telah direalisasikan. Mata acara ini tidak memerlukan persetujuan pemegang saham Perseroan.

**Explanation:**

This AGMS agenda is carried out in order to comply with the provisions in Article 6 paragraph (1) and (2) of POJK Number 30/POJK.04/2015 concerning the Report on the Realization of the Use of Proceeds from Public Offering, where the Company plans to submit the realization of the use of proceeds from the public offering that has been realized. This agenda does not require approval from the Company's shareholders.

**Catatan:**

1. Pengumuman RUPST telah diumumkan oleh Perseroan pada tanggal 4 Mei 2025.
2. Perseroan tidak akan mengirimkan undangan tersendiri kepada masing-masing para pemegang saham Perseroan, sehingga pemanggilan ini merupakan undangan resmi bagi para pemegang saham Perseroan.
3. Pemegang saham yang berhak hadir dalam RUPST, adalah pemegang saham Perseroan yang namanya tercatat dalam Daftar Pemegang Saham Perseroan dan/atau pemilik saham Perseroan pada sub rekening efek di **KSEI** pada penutupan perdagangan saham di Bursa Efek Indonesia pada **16 Mei 2025**.
4. Bahan yang terkait RUPST telah tersedia dan dapat diakses melalui situs resmi Perseroan di <https://merdekabattery.com/id> dan eASY.KSEI pada link [easy.ksei.co.id](http://easy.ksei.co.id), sejak tanggal pemanggilan sampai dengan tanggal RUPST. Salinan dokumen fisik dapat diberikan kepada pemegang saham atas permintaan tertulis kepada Sekretaris Perusahaan.
5. Kuasa Kehadiran:
  - (a) Perseroan menyiapkan 2 (dua) jenis kuasa kepada Pemegang Saham Individual, yaitu (i) Surat Kuasa Elektronik (e-Proxy) yang dapat diakses secara elektronik di platform eASY.KSEI melalui [www.ksei.co.id](http://www.ksei.co.id) dan (ii) Surat Kuasa

**Note:**

1. The AGMS announcement was published by the Company on 4 May 2025.
2. The Company will not send a separate invitation to each shareholder of the Company, thus this invitation shall be the official invitation for the shareholders of the Company.
3. Shareholders entitled to attend the AGMS, are the shareholders of the Company whose names are registered in the Register of Shareholders of the Company and/or the shareholders of the Company in sub-securities accounts at **KSEI** at the close of stock trading closure on the Indonesian Stock Exchange on **16 May 2025**.
4. Materials related to the AGMS are available and accessible through the Company's official website at <https://merdekabattery.com/en> and eASY.KSEI on [easy.ksei.co.id](http://easy.ksei.co.id), as of the date of the invitation until the date of the AGMS. Copies of physical documents may be provided to shareholders upon written request to the Corporate Secretary.
5. Power of Attorney for Attendance:
  - (a) The Company prepares 2 (two) types of power of attorney for the Individual Shareholders namely (i) Electronic Power of Attorney (e-Proxy) which can be accessed electronically on the eASY.KSEI platform



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Konvensional.

- (i) e-Proxy melalui eASY.KSEI – suatu sistem pemberian kuasa yang disediakan oleh KSEI untuk memfasilitasi dan mengintegrasikan Surat Kuasa dari pemegang saham tanpa warkat yang sahamnya berada dalam Penitipan Kolektif KSEI kepada kuasanya secara elektronik. Penerima kuasa yang tersedia di eASY.KSEI adalah pihak independen yang ditunjuk oleh Perseroan. Informasi mengenai penerima kuasa independen yang ditunjuk Perseroan dapat diperoleh melalui platform eASY.KSEI melalui [www.ksei.co.id](http://www.ksei.co.id). Pemberian kuasa secara elektronik/e-Proxy wajib tunduk pada prosedur, syarat dan ketentuan yang ditetapkan oleh KSEI. Sesuai dengan ketentuan POJK 15/2020, pemberian kuasa tersebut harus dilakukan paling lambat 1 (satu) hari kerja sebelum penyelenggaraan RUPST.
- (ii) Surat Kuasa Konvensional – formulir yang mencakup pemilihan suara. Surat Kuasa yang telah dilengkapi dan ditandatangani oleh pemegang saham berikut dengan dokumen pendukungnya wajib disampaikan kepada Perseroan paling lambat pada tanggal 4 Juni 2025 pukul 15.00 Waktu Indonesia Barat melalui *e-mail* ke [corsec@merdekabattery.com](mailto:corsec@merdekabattery.com) atau disampaikan kepada PT Datindo Entrycom, Biro Administrasi Efek Perseroan pada alamat Jl. Hayam Wuruk No. 28, Jakarta 10210, Indonesia.

Formulir surat kuasa dan informasi mengenai penerima kuasa independen yang ditunjuk Perseroan dapat diperoleh melalui:

- (i) situs web Perseroan <https://merdekabattery.com/id> atau
  - (ii) dapat menghubungi Sekretaris Perusahaan Perseroan melalui *e-mail* [corsec@merdekabattery.com](mailto:corsec@merdekabattery.com) atau
  - (iii) PT Datindo Entrycom, Biro Administrasi Efek Perseroan pada alamat Jl. Hayam Wuruk No. 28, Jakarta 10210, Indonesia.
- (b) Hanya Surat Kuasa yang tervalidasi sebagaimana yang diberikan oleh pemegang saham Perseroan yang berhak hadir dengan Surat Kuasa dalam RUPST dan akan dihitung sebagai kuorum untuk pengambilan

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through [www.ksei.co.id](http://www.ksei.co.id) and (ii) Conventional Power of Attorney.

- (i) e-Proxy through eASY.KSEI – a power of attorney provided by KSEI to facilitate and integrate Proxy from scrippless shareholders whose shares are held in KSEI Collective Custody to their proxies electronically. The attorney who is available at eASY.KSEI is an independent party appointed by the Company. Information regarding the independent proxies appointed by the Company can be accessed in eASY.KSEI platform through [www.ksei.co.id](http://www.ksei.co.id). The e-Proxy will be subject to the procedures, terms and conditions as set out by KSEI. In accordance with the POJK 15/2020, the power of attorney shall be granted no later than 1 (one) business day before the holding of the AGMS.
- (ii) Conventional Power of Attorney – the form of which included voting. The Power of Attorney that has been completed and signed by the shareholders along with the supporting documents must be submitted to the Company no later than 4 June 2025 at 3 PM Western Indonesia Time through email at [corsec@merdekabattery.com](mailto:corsec@merdekabattery.com) or submitted to PT Datindo Entrycom, the Company's Shares Registrar at Jl. Hayam Wuruk No. 28, Jakarta 10210, Indonesia.

Form of power of attorney and information regarding the independent proxies appointed by the Company can be obtained through:

- (i) the Company's website at <https://merdekabattery.com/en> or
  - (ii) by contacting the Company's Corporate Secretary by email at [corsec@merdekabattery.com](mailto:corsec@merdekabattery.com) or
  - (iii) PT Datindo Entrycom, the Company's Shares Registrar at Jl. Hayam Wuruk No. 28, Jakarta 10210, Indonesia.
- (b) Only the Power of Attorneys that are validated as granted by the shareholders of the Company are entitled to attend with a Power of Attorney at the AGMS and will be counted as a quorum for the meeting



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resolution.

6. Untuk mempermudah pengaturan dan tertibnya RUPST, pemegang saham atau kuasa-kuasanya yang sah dimohon dengan hormat telah hadir pada eASY.KSEI sesuai dengan waktu RUPST.
6. In order to facilitate the arrangement and orderliness of the AGMS, shareholders or their legal proxies are kindly requested to attend at the eASY.KSEI in accordance with the AGMS time.

Jakarta, 19 Mei 2025  
**PT Merdeka Battery Materials Tbk**  
Direksi

Jakarta, 19 May 2025  
**PT Merdeka Battery Materials Tbk**  
The Board of Directors