



**JOSE DIMA SATRIA, S.H., M.Kn.**

**NOTARY PUBLIC IN JAKARTA**

Decision of Minister of Law and Human Rights of Republic of Indonesia  
No. AHU-029.AH.02.02 - Of 2012 Date: 20<sup>th</sup> April 2012  
Jalan Madrasah, Komplek Taman Gandaria Kav. 11A  
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COPY

**DEED**

Date: 20<sup>th</sup> February 2023

Number: 60

STATEMENT OF SHAREHOLDERS' RESOLUTION  
AMENDMENT TO ARTICLES OF ASSOCIATION  
**PT MERDEKA BATTERY MATERIALS Tbk**



30/2/24  
18

A true and correct translation from its original text in Indonesian into English by  
**Dra. Lanny Setjahusada**

a sworn & authorized translator by Decision No. 527/1995 of the Governor of DKI Jakarta.

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STATEMENT OF SHAREHOLDERS' RESOLUTION  
AMENDMENT TO ARTICLES OF ASSOCIATION  
PT MERDEKA BATTERY MATERIALS Tbk

Number: 60.

On this day, Monday, the twentieth day of February two thousand and twenty-three (20-2-2023), at 10.00 (ten) a.m., Western Indonesian Time, appeared before me, JOSE DIMA SATRIA, Bachelor of Law, Master of Notarial Law, Notary Public in South Jakarta Administrative City, in the presence of the witnesses whose names will be mentioned in the closing part hereof.

Mr. DEVIN ANTONIO RIDWAN, born in [REDACTED] on the [REDACTED] [REDACTED], President Director of the limited company to be specified hereunder, residing in [REDACTED] [REDACTED] [REDACTED], holder of Resident ID Card Number [REDACTED], Indonesian Citizen;

-The appearer first explained as follows:

-Whereas the shareholders of PT MERDEKA BATTERY MATERIALS Tbk, a limited company incorporated by and under the law of Republic of Indonesia, domiciled in South Jakarta and addressed at RDX Tower 16<sup>th</sup> Floor, Jalan Prof. Dr. Satrio Kavling E IV Number 06, Kelurahan Karet Kuningan, Kecamatan Setiabudi, which articles of association are as contained in deed dated the 20<sup>th</sup> (twentieth) day of August 2019 (two thousand and nineteen) Number 66, drawn up before DARMAWAN TJOA, Bachelor of Law, Bachelor of Economics, Notary Public in Jakarta, which obtained ratification of the Minister of Law and Human Rights of Republic of Indonesia according to decision letter Number AHU-0041804.AH.01.01.TAHUN 2019, dated the 22<sup>nd</sup> (twenty-second) day of August 2019 (two thousand and nineteen);

-the articles of association were amended several times, as evident in:

-deed dated the 17<sup>th</sup> (seventeenth) day of May 2022 (two thousand and twenty-two) Number 54, drawn up before DARMAWAN TJOA, Bachelor of Law, Bachelor of Economics, Notary Public in Jakarta, which obtained: (i) approval of the Minister of Law and Human Rights of Republic of Indonesia according to decision letter Number AHU-0033209.AH.01.02.TAHUN 2022, (ii) the receipt of notification on amendment to articles of association from the Minister of Law and Human Rights of Republic of



Indonesia according to letter Number AHU-AH.01.03-0237960, (iii) the receipt of notification on alteration to company's data from the Minister of Law and Human Rights of Republic of Indonesia Number AHU-AH.01.09-0012843, those three are dated the 17<sup>th</sup> (seventeenth) day of May 2022 (two thousand and twenty-two);

-deed dated the 16<sup>th</sup> (sixteenth) day of June 2022 (two thousand and twenty-two) Number 46, drawn up before DARMAWAN TJOA, Bachelor of Law, Bachelor of Economics, as specified, which obtained: (i) approval of the Minister of Law and Human Rights of Republic of Indonesia according to decision letter Number AHU-0041102.AH.01.02.TAHUN 2022, and (ii) the receipt of notification on amendment to articles of association from the Minister of Law and Human Rights of Republic of Indonesia according to letter Number AHU-AH.01.03-0251624, both are dated the 17<sup>th</sup> (seventeenth) day of June 2022 (two thousand and twenty-two);

-deed dated the 29<sup>th</sup> (twenty-ninth) day of June 2022 (two thousand and twenty-two) Number 90, drawn up before DARMAWAN TJOA, Bachelor of Law, Bachelor of Economics, as specified, which obtained the receipt of notification on amendment to articles of association from the Minister of Law and Human Rights of Republic of Indonesia according to letter dated the 30<sup>th</sup> (thirtieth) day of June 2022 (two thousand and twenty-two) Number AHU-AH.01.03-0258408;

-deed dated the 27<sup>th</sup> (twenty-seventh) day of December 2022 (two thousand and twenty-two) Number 178, drawn up before DARMAWAN TJOA, Bachelor of Law, Bachelor of Economics, Notary Public in Jakarta, as specified, which obtained the receipt of notification on amendment to articles of association from the Minister of Law and Human Rights of Republic of Indonesia according to letter Number AHU-AH.01.03-0496969 dated the 27<sup>th</sup> (twenty-seventh) day of December 2022 (two thousand and twenty-two);

-the last amendment to the articles of association and composition of shareholders of the Company are as contained in deed dated the 4<sup>th</sup> (fourth) day of January 2023 (two thousand and twenty-three) Number 7, drawn up before MUHAMMAD MUAZZIR, Bachelor of Law, Master of Notarial Law, at that time replaced me, the Notary Public, which obtained (i) the approval of the Minister of Law and Human Rights of Republic of Indonesia by Decision Letter Number AHU-000594.AH.01.02.Tahun 2023 and (ii) the receipt of notification on amendment to the articles of association from the Minister of Law and Human Rights of Republic of



Indonesia according to letter Number AHU-AH.01.03-0001642, both dated the 5<sup>th</sup> (fifth) day of January 2023 (two thousand and twenty-three);

-the composition of the Company's Board of Directors and Board of Commissioners is as evident in deed dated the 16<sup>th</sup> (sixteenth) day of January 2023 (two thousand and twenty-three) Number 54, drawn up before me, the Notary Public;

-hereinafter referred to as "Company";

-namely consisting of:

a. PT MERDEKA ENERGI NUSANTARA, a limited company incorporated by and under the law of Republic of Indonesia, domiciled in South Jakarta and addressed at Treasury Tower 67<sup>th</sup> floor, District 8 SCBD Lot 28, Jalan Jenderal Sudirman Kaveling 52-53, Senayan, Kebayoran Baru, South Jakarta 12190;

-as the valid owner and holder of 52,870,630,000 (fifty-two billion eight hundred seventy million six hundred and thirty thousand) shares in the Company;

b. PT PRIMA PUNCAK MULIA, a limited company incorporated by and under the law of Republic of Indonesia, domiciled in South Jakarta and addressed at Mayapada Tower 11<sup>th</sup> Floor, Jalan Jendral Sudirman Kavling 28, Kelurahan Karet, Kecamatan Setiabudi;

-as the valid owner and holder of 4,074,520,000 (four billion seventy-four million five hundred and twenty thousand) shares in the Company;

c. Mr. WINATO KARTONO, born in [REDACTED] on the [REDACTED], Private Individual, residing in [REDACTED], [REDACTED], holder of Resident ID Card Number [REDACTED], Indonesian Citizen;

-as the valid owner and holder of 6,796,280,000 (six billion seven hundred ninety-six million two hundred and eighty thousand) shares in the Company;

d. PT PRIMA LANGIT NUSANTARA, a limited company incorporated by and under the law of Republic of Indonesia, domiciled in South Jakarta and addressed at Mayapada Tower 11<sup>th</sup> Floor, Jl. Jend. Sudirman Kav. 28, Setiabudi, South Jakarta;

-as the valid owner and holder of 4,473,170,000 (four billion four hundred seventy-three million one hundred and seventy thousand) shares in the Company;



- e. Mr. HARDI WIJAYA LIONG, born in [REDACTED] on the [REDACTED]  
[REDACTED], Private Individual, residing in [REDACTED]  
[REDACTED],  
holder of Resident ID Card Number [REDACTED], Indonesian Citizen,  
-as the valid owner and holder of 2,912,690,000 (two billion nine hundred twelve million six hundred and ninety thousand) shares in the Company;
- f. Mr. GARIBALDI THOHIR, born in [REDACTED] on the [REDACTED]  
[REDACTED], Private Individual, residing in [REDACTED]  
[REDACTED], holder of Resident ID Card Number [REDACTED], Indonesian Citizen;  
-as the valid owner and holder of 11,967,190,000 (eleven billion nine hundred sixty-seven million one hundred and ninety thousand) shares in the Company;
- g. Mr. EDWIN SOERYADJAYA, born in [REDACTED] on the [REDACTED]  
[REDACTED], Private Individual, residing in [REDACTED]  
[REDACTED],  
holder of Resident ID Card Number [REDACTED], Indonesian Citizen;  
-as the valid owner and holder of 2,290,880,000 (two billion two hundred ninety million eight hundred and eighty thousand) shares in the Company;
- h. Mr. PHILIP SUWARDI PURNAMA, born in [REDACTED] on the [REDACTED]  
[REDACTED], Private Individual, residing in [REDACTED]  
[REDACTED],  
holder of Resident ID Card Number [REDACTED], Indonesian Citizen;  
-as the valid owner and holder of 2,598,120,000 (two billion five hundred ninety-eight million one hundred and twenty thousand) shares in the Company;
- i. Mr. AGUS SUPERIADI, born in [REDACTED] on the [REDACTED]  
[REDACTED], Private Individual, residing in [REDACTED]  
[REDACTED],  
holder of Resident ID Card Number [REDACTED], Indonesian Citizen;



-as the valid owner and holder of 232,880,000 (two hundred thirty-two million eight hundred and eighty thousand) shares in the Company;

j. Mrs. TRIFENA, born in [REDACTED] on the [REDACTED],  
[REDACTED], Private Individual, residing in [REDACTED],  
[REDACTED], holder of  
Resident ID Card Number [REDACTED], Indonesian Citizen;

-as the valid owner and holder of 80,000,000 (eighty million) shares in the Company;

-whereas the shareholders representing all shares subscribed and fully paid-up by the Company until then, namely 88,296,360,000 (eighty-eight billion two hundred ninety-six million three hundred and sixty thousand) shares in the Company, each share having the nominal value of Rp100.00 (one hundred Rupiah);

-have made decisions without holding the Company's General Meeting of Shareholders, one and another as evident from the SHAREHOLDERS' CIRCULAR RESOLUTION IN LIEU OF EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF PT MERDEKA BATTERY MATERIALS Tbk, last signed on the 20<sup>th</sup> (twentieth) day of February 2013 (two thousand and twenty-three), made privately, duly affixed with stamp-duty, which true photocopy of its original is attached to this deed original ("Shareholders' Resolution");

-therefore according to the provisions in Article 91 of Law Number 40 Of 2007 (two thousand and seven) on Limited Companies as amended from time to time, the Shareholders' Resolution shall be valid and binding;

-whereas in the Shareholders' Resolution, the Board of Directors was authorized with substitution right by the shareholders to state the Shareholders' Resolution in a Notarial deed.

Now therefore the appearer acting as specified and by using the power of such authority stated that according to the provisions in Article 91 of Law Number 40 Of 2007 (two thousand and seven) on Limited Companies, as amended from time to time, the Company's shareholders had made decisions by written approval as follows:

To respectfully dismiss (i) Mr. SHI HONGCHAO and (ii) Mr. JAMES TIMOTHY ARMSTRONG as 2 (two) members of the Company's old Board of Directors by giving discharge and acquittal during their management period (*acquitt et de*



charge) fully to them for the management and supervision actions taken as long as those are reflected in the Company's annual report and financial statement to be presented for approval in the Company's Annual General Meeting of Shareholders (except in case of actions of fraud, embezzlement and other criminal actions) ("Dismissal") and at once also to appoint 2 (two) new members of the Company's Board of Directors by the names Mr. JASON LAURENCE GREIVE and Mrs. TITIEN SUPENO ("Appointment"). Such dismissal and appointment shall be effective from the signing of this Shareholders' Resolution, without prejudice to the right of the General Meeting of Shareholders to dismiss them at any time, henceforth effective from the signing of this Shareholders' Resolution, the composition of members of the Company's Board of Directors shall become as follows:

BOARD OF DIRECTORS:

President Director : Mr. DEVIN ANTONIO RIDWAN;  
Vice President Director : Mr. JASON LAURENCE GREIVE;  
Director : Mrs. TITIEN SUPENO

Therefore, the two new members of the Board of Directors shall have the same term of office as the current members of the Company's Board of Directors and Board of Commissioners, namely the term of 5 (five) years effective from the 16<sup>th</sup> (sixteenth) day of January 2023 (two thousand and twenty-three) (the date of Deed Number 54 dated the 16<sup>th</sup> (sixteenth) day of January 2023 (two thousand and twenty-three), drawn up before me, the Notary Public) until the closing of the fifth annual general meeting of shareholders after the date of their appointment without prejudice to the right of the general meeting of shareholders to dismiss them at any time by observing the provisions of the applicable regulations and laws.

2. To approve and ratify the late deposit of capital made by (i) the founding shareholders in cash according to Deed Number 66 dated the 20<sup>th</sup> (twentieth) day of August 2019 (two thousand and nineteen), drawn up before DARMAWAN TJDA Bachelor of Law, Bachelor of Economics, Notary Public in Jakarta ("Deed of Incorporation") based on the Deed of Incorporation, and which, based on the Deed of Incorporation, for the first time have occurred the taking of part and depositing fully in cash through the Company's cashier by the founding shareholders and (ii) the Company's shareholders as contained in Deed Number



54 dated the 17<sup>th</sup> (seventeenth) day of May 2022 (two thousand and twenty-two) drawn-up before DARMAWAN TJOA, Bachelor of Law, Bachelor of Economics, Notary Public in Jakarta (Deed Number 54/2022).

3. To Approve the decision on the utilization of the Company's net profit of the fiscal year 2021 (two thousand and twenty-one) previously saved as the Company's retained earnings to be allocated in part into reserve funds of USD1,000 (one thousand American Dollars) as required based on the provisions of Articles 70 and 71 of UUPT (Law on Limited Companies) as amended from time to time and Article 25 of the Company's articles of association.
4. To amend the provision of Article 6 paragraph 6 of the Company's articles of association on Share Certificates, in which in the beginning it reads as follows:  
"6. Share certificates and share collective certificates shall be signed by a member of the Board of Directors competent to act for and on behalf of the Board of Directors and to represent the Company according to the Articles of Association, by observing the regulations and laws in capital market and the regulations of Stock Exchange where the Company's shares are listed"  
to become that to be specified hereunder.

Therefore, based on the above decisions, the provision of Article 6 paragraph 6 of the Articles of Association and the composition of the Company's Board of Directors and Board of Commissioners shall become as follows:

- I. The provision of Article 6 paragraph 6 of the Company's Articles of Association shall become as follows:  
6.6 The share certificates and share collective certificates shall be signed by a member of the Board of Directors and a member of the Board of Commissioners who are competent according to the Articles of Association, by observing the regulations in capital market and the regulations of Stock Exchange where the Company's shares are listed.
- II. The composition of the Company's Board of Directors and Board of Commissioners shall become as follows:

**BOARD OF DIRECTORS**

President Director : Mr. DEVIN ANTONIO RIDWAN;  
Vice President Director : Mr. JASON LAURENCE GREIVE, born in

██████████ on the ██████████  
██



[REDACTED], Private Individual, addressed at

[REDACTED]

[REDACTED]

[REDACTED] holder of

Australian Passport Number [REDACTED];

Australian Citizen;

Director

: Mrs. TITIEN SUPENO, born in [REDACTED] on the

[REDACTED]

[REDACTED], Private Individual,

residing in [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

holder of Resident ID Card Number

[REDACTED], Indonesian Citizen;

**BOARD OF COMMISSIONERS**

President Commissioner

: Mr. WINATO KARTONO;

Commissioner

: Mr. MICHAEL W.P. SOERYADJAYA, born in

[REDACTED] on the [REDACTED]

[REDACTED], Private

Individual, residing in [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED], holder of

Resident ID Card Number [REDACTED]

Indonesian Citizen;

Independent Commissioner

: Mr. Engineer HASAN FAWZI, born in

[REDACTED] on the [REDACTED]

[REDACTED]

Private Individual, residing in [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED], holder of Resident ID Card



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Number [REDACTED], Indonesian  
Citizen;

-Further, the appearer acting in the capacity as specified, stated that with regard to the resolution, gave authority to me, the Notary Public, to act collectively as well as individually, with substitution right, to notify regarding the amendment to the authorities, including but not limited to the Minister of Law and Human Rights of Republic of Indonesia, according to the provisions of applicable regulations and laws and for that purpose to appear if necessary, to make, ask to make and sign request letters, other deeds and papers, further to undertake anything useful or necessary to achieve that purpose, without exception, thus the appearer hereby states giving authority with substitution right to me, the Notary Public, to submit the request to the Ministry of Law and Human Rights of Republic of Indonesia for that requirement hereby states that:

1. The appearer hereby assures that all signatures found in the Shareholders' Resolution have been affixed by the authorized parties and he is fully responsible for the validity of the document signing.
2. He is ready to receive all kinds of sanction, including but not limited to criminal, civil and/or administrative sanctions according to the provisions of applicable regulations and laws;
3. By approving the above statement, it means he is ready to be fully responsible and hereby states being considered also signing the statement made by me, the Notary Public and hereby states that this Statement is a valid statement.

The appearer is known to me, the Notary Public.

IN WITNESS WHEREOF, THIS DEED

is drawn up as original and executed in South Jakarta, on the day and date specified in the beginning hereof, in the presence of:

1. Miss NADHEA KAMILIA, born in [REDACTED] on the [REDACTED]  
[REDACTED], Assistant to the Notary Public, residing  
in [REDACTED]  
[REDACTED]  
[REDACTED] holder of Resident ID Card Number [REDACTED],  
Indonesian Citizen;
2. Miss NABILA MAZAYA PUTRI, born in [REDACTED] on the [REDACTED]  
[REDACTED], Assistant to the Notary Public,



residing in [REDACTED]  
[REDACTED], holder of Resident ID Card Number  
[REDACTED], Indonesian Citizen, temporarily in [REDACTED].

-both are known to me, the Notary Public, as the witnesses.

After I, the Notary Public, have read out this deed to the appearer and the witnesses,  
this deed is signed by the appearer, the witnesses and me, the Notary Public.

Executed without alteration;

-This deed original has been duly signed.

-Provided for an authentic copy.

Notary Public in South Jakarta City,

(stamped & signed over duty-stamp)

(JOSE DIMA SATRIA, S.H., M.Kn.)

Copy of document from Company's website



A true and correct translation from its original text in Indonesian into English by

**Dra. Lanny Setjahusada**

a sworn & authorized translator by Decision No. 527/1995 of the Governor of DKI Jakarta.

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