



**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  
Kelurahan Gandaria Selatan, Kecamatan Cilandak, Jakarta Selatan, 12420  
Phone: 021 - 29125500 / 021 - 29125600  
E-mail: josedima99@gmail.com  
jose@josedima99.com

COPY

**DEED**

Date: 7<sup>th</sup> June 2023

Number: 14

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

A true and correct translation from its original text in Indonesian into English by  
**Dra. Lanny Setjahasada**  
a sworn & authorized translator by Decision No. 527/1995 of the Governor of DKI Jakarta.  
Address: Jl. Duri Kencana Barat No.5, Jakarta 11510 Phone No.: 5652560 / 0811-9575-86



e-mail: lannysetja@yahoo.com

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

Number: 14.

On this day, Wednesday, the seventh day of June two thousand and twenty-three (7-6-2023), at 11.30 (thirty minutes past eleven) 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 liability company to be specified hereunder, residing in [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 liability company incorporated by and under the law of Republic of Indonesia, domiciled in South Jakarta and addressed at Treasury Tower 69<sup>th</sup> Floor, District 8, SCBD Lot 28, Kelurahan Senayan, Kecamatan Kebayoran Baru, South Jakarta Administrative City, DKI Jakarta Province 12190, 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);

- 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 the time replaced me, the Notary Public, which obtained (i) approval of the Minister of Law and Human Rights of Republic of Indonesia according to Decision Letter Number AHU-0000594.AH.01.02.TAHUN 2023, 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.01.03-0001642, both are dated the 5<sup>th</sup> (fifth) day of January 2023 (two thousand and twenty-three).



-the last amendment to the articles of association and composition of shareholders of the Company are as contained in deed dated the 13<sup>th</sup> (thirteenth) day of March 2023 (two thousand and twenty-three) Number 61, drawn up before me, the Notary Public which obtained the receipt of notification on amendment to the articles of association of the Minister of Law and Human Rights of Republic of Indonesia according to letter dated the 13<sup>th</sup> (thirteenth) day of March 2023 (two thousand and twenty-three) Number AHU-AH.01.03-0038997;

-the last composition of the Company's Board of Directors and Board of Commissioners are contained 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";

-which, at the time of this shareholders' resolution was signed, consisted of:

a. PT MERDEKA ENERGI NUSANTARA, a limited liability 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 52,870,000,000 (fifty-two billion eight hundred seventy million six hundred and thirty thousand) shares in the Company;

b. PT PRIMA PUNCAK MULIA, a limited liability 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] [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 liability 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] [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] [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] [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] [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;



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- i. Mr. AGUS SUPERIADI, born in [REDACTED] on the [REDACTED]  
[REDACTED], Private Individual, residing in [REDACTED]  
[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];  
[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 16<sup>th</sup> (sixteenth) day of January 2023 (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 Liability 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.  
-whereas in the Shareholders' Resolution have been made the following decisions:



To delegate and give authority with substitution right, either in part or in whole, to the Company's Board of Commissioners to carry out the shareholders' resolution, including to determine the amount of total increase of the Company's subscribed and paid-up capital resulted from the implementation of issuance of new shares in the frame of the Company's Shares Initial Public Offering, the number of shares purchased in the Company's Shares Initial Public Offering, and the composition of shares ownership in the Company after the Company's Shares Initial Public Offering has been carried out and to restate them in the form of notarial deed.

-With regard to the above decision, members of the Company's Board of Commissioners, consisting of:

1. Mr. WINATO KARTONO;

-in this matter as the Company's President Commissioner;

2. Mr. MICHAEL W.P. SOERYADJAYA, born in [REDACTED] on the [REDACTED] [REDACTED], Private Individual, residing in [REDACTED] [REDACTED], holder of Resident ID Card Number [REDACTED], Indonesian Citizen;

-in this matter as the Company's Commissioner;

3. Mr. Insinyur HASAN FAWZI, born in [REDACTED] on the [REDACTED] [REDACTED], Private Individual, residing in [REDACTED] [REDACTED] [REDACTED] holder of Resident ID Card Number [REDACTED] Indonesian Citizen;

-in this matter as the Company's Independent Commissioner;

-Whereas those members of the Board of Commissioners represent all members of the Board of Commissioners who, until then, are of 3 (three) members;

-The Company's Board of Commissioners has made decisions without holding the Company's Board of Commissioners' Meeting, one and another as evident from the Circular Resolution In Lieu of Board of Commissioners' Meeting of PT MERDEKA BATTERY MATERIALS, dated the 7<sup>th</sup> (seventh) day of June 2023 (two thousand and twenty-three), made privately, duly affixed with stamp-duty, which true photocopy of its original is attached to this deed original ("Board of Commissioners' Resolution");



-Therefore according to the provisions of the Company's articles of association, the Board of Commissioners' Resolution shall be valid and binding;

-Whereas in the Board of Commissioners' Resolution, the Company's Board of Directors has been given authority with substitution right to state the Company's Board of Commissioners' Resolution in a Notarial deed.

Now therefore the appearer acting as specified and by using the power of authority states that the Company's shareholders have made the following decisions.

1. To approve to increase the Company's subscribed capital and paid-up capital with regard to the implementation of the Company's Initial Public Offering from originally 96,445,420,000 (ninety-six billion four hundred forty-five million four hundred and twenty thousand) shares with the total nominal value of Rp9,644,542,000,000.00 (nine trillion six hundred forty-four billion five hundred and forty-two million Rupiah) to 107,995,419,900 (one hundred seven billion nine hundred ninety-five million four hundred nineteen thousand and nine hundred) shares, or with the total nominal value of Rp10,799,541,990,000.00 (ten trillion seven hundred ninety-nine billion five hundred forty-one million nine hundred and ninety thousand Rupiah);
2. To approve the amendment to Article 4 paragraph 2 of the Company's Articles of Association, henceforth to become as specified hereunder;
3. To approve to restate the shareholders composition to become as specified hereunder.

Therefore, based on the above decisions, the provisions of Article 4 paragraph 2 of the Company's Articles of Association and the composition of the Company's shareholders shall become as follows:

1. The provision of Article 4 paragraph 2 of the Company's Articles of Association shall become as follows:
  - 4.2. Of the authorized capital, have been subscribed and paid-up fully to the Company 30.86% (thirty point eight six percent) or 107,995,419,900 (one hundred seven billion nine hundred ninety-five million four hundred nineteen thousand and nine hundred) shares, or with the total nominal value of Rp10,799,541,990,000.00 (ten trillion seven hundred ninety-nine billion five hundred forty-one million nine hundred and ninety thousand Rupiah) by the shareholders who have taken part of the shares with the details and share nominal values specified before the closing hereof.



II. The composition of the Company's shareholders shall become as follows:

Public, of 107,995,419,900 (one hundred seven billion nine hundred ninety-five million four hundred nineteen thousand and nine hundred) shares with the total nominal value of Rp10,799,541,990,000.00 (ten trillion seven hundred ninety-nine billion five hundred forty-one million nine hundred and ninety thousand Rupiah)

-Thus, all are in total of 107,995,419,900 (one hundred seven billion nine hundred ninety-five million four hundred nineteen thousand and nine hundred) shares, or with the total nominal value of Rp10,799,541,990,000.00 (ten trillion seven hundred ninety-nine billion five hundred forty-one million nine hundred and ninety thousand Rupiah);

-Further, the appearer states hereby 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 NALHIA 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 ATHALIA SAPUTRA, 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.)

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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.

Address: Jl. Duri Kencana Barat No.5, Jakarta 11510 Phone No.: 5652560 / 0811-9575-86

e-mail: lannysetja@yahoo.com