



**NOTICE OF CONVOCAATION TO THE SHAREHOLDERS
FOR THE 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 : Friday, 21 June 2024
Time : 10 AM Western Indonesian Time - finish
Location of the AGMS : Accessing the eASY.KSEI Electronic General Meeting System facility ("eASY.KSEI") through the link <https://akses.ksei.co.id/> provided by PT Kustodian Sentral Efek Indonesia (KSEI)
Date of Register of Shareholders who are entitled to attend the AGMS (Recording Date) : 29 May 2024

The agenda of the AGMS are as follows:

1. Approval of the Company's annual report for the financial year of 2023 and ratification of the consolidated financial statements of the Company and its subsidiaries for the financial year which ended on 31 December 2023:
 - 1.1 Approval of the Company's annual report for the financial year of 2023 which has been reviewed by the Board of Commissioners of the Company;
 - 1.2 Approval of the Board of Commissioners' supervisory report;
 - 1.3 Ratification of the consolidated financial statements of the Company and its subsidiaries for the financial year which ended on 31 December 2023 which has been audited by the public accounting firm of Tanubrata Sutanto Fahmi Bambang & Partners (Member of BDO International Firm); and
 - 1.4 Granting full release and discharge of responsibility (*acquit et de charge*) of members of the Board of Directors and the Board of Commissioners of the Company for the financial year of 2023

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 2023 and the Company's financial condition as stated in the consolidated financial statements of the Company and its subsidiaries for the financial year which ended on 31 December 2023 in accordance with the provisions as stipulated in Article 69 paragraph (1) of Law No. 40 of 2007 concerning Limited Liability Companies as amended from time to time ("Company Law"), as well as the provisions stipulated in Article 11 of the Company's Articles of Association. Furthermore, in line with the provisions stipulated in Article 11 paragraph (6) of the Company's Articles of Association, approval of the annual report and ratification of the financial statements by the AGMS means granting full release and discharge of responsibility (*acquit et de charge*) to members of the Board of Directors and Board of Commissioners of the Company for the management and supervision carried out in the financial year of 2023, as long as these actions are clearly reflected in the annual report and financial statements. The Company has uploaded the 2023 Annual Report on the Indonesia Stock Exchange website and will upload it on the Company's website at www.merdekabattery.com.*

2. Approval on the determination of the use of the Company's net profit for the financial year which ended on 31 December 2023

Explanation: *This Agenda of the AGMS is conducted to fulfil the provisions of Articles 70 and 71 of the Companies Law and provisions of Article 11 paragraph (4) point c and Article 24 paragraph (1) of the Articles of Association of the Company in relation to the use of the Company's net profit for the financial year which ended on 31 December 2023.*



3. Approval on the appointment of a public accountant and/or public accounting firm to audit the consolidated financial statements of the Company and its subsidiaries for the financial year which ended on 31 December 2024

Explanation: *This Agenda of the AGMS is conducted to fulfil the provisions of Article 11 paragraph (4) of the Articles of Association of the Company, Article 68 paragraph (1) letter c of the Companies Law and Article 59 of the Financial Services Authority/Otoritas Jasa Keuangan ("OJK") Regulation No. 15/POJK. 04/2020 on Plan and Implementation of General Meeting of Shareholders of Public Companies.*

4. Determination of salaries 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 2024

Explanation: *This Agenda of the AGMS is conducted to fulfil the provisions of Articles 96 and 113 of the Companies Law and Article 17 paragraph (15) and Article 20 paragraph (8) of the Articles of Association of the Company related to the determination of remuneration for the Board of Directors and Board of Commissioners for the financial year of 2024.*

5. Submission of report on the realization of the use of funds from the Company's Initial Public Offering of Shares in 2023 and the Company's Public Offering of Bonds I in 2024

Explanation: *This Agenda of the AGMS is conducted to fulfil the provisions in Article 6 paragraphs (1) and (2) of OJK Regulation No. 30/POJK.04/2015 concerning Realization Report on the Use of Proceeds from a Public Offering, whereby the Company plans to convey the actual use of proceeds from a public offering that has been realized. This agenda item does not require the approval of the shareholders of the Company.*

6. Approval of changes to Article 4 paragraph (1) of the Company's articles of association regarding the Company's authorized capital

Explanation: *This Agenda of the AGMS is conducted to amend the Company's Articles of Association in connection with the Company's capital increase by granting Pre-emptive Rights to the Company's shareholders through the Limited Public Offering I mechanism, in which the Company intends to increase the Company's authorized capital by amending Article 4 paragraph (1) of the Company's Articles of Association.*

7. Approval of the Company's plan to increase capital by granting pre-emptive rights through the mechanism of Capital Increase by Providing Pre-emptive Rights to the shareholders of Company I ("PMHMETD I")

Explanation: *This Agenda of the AGMS is conducted to fulfil the provisions of Article 4 paragraph (3) of the Company's Articles of Association and OJK Regulation No. 32/POJK.04/2015 concerning Increasing Public Company Capital by Providing Pre-emptive Rights as amended by OJK Regulation no. 14/POJK.04/2019 where PMHMETD will amend Article 4 paragraph (2) of the Company's Articles of Association.*

8. Affirmation of the status of the Company as a domestic investment company

Explanation: *This Agenda of the AGMS is conducted to affirm the status of the Company as a domestic investment company. Affirmation of this status does not constitute an amendment to the Articles of Association of the Company.*

Note:

1. The announcement for the AGMS has been conducted by the Company on 15 May 2023.
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 PT Kustodian Sentral Efek Indonesia (“KSEI”) at the closing day of stock trading closure on the Indonesian Stock Exchange on 29 May 2023.
4. Materials related to the AGMS are available and accessible through the Company's official website at www.merdekabattery.com and eASY.KSEI on 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:

As preventive measures against the spread of Corona Virus Disease (COVID-19), the Company hereby suggest to the shareholders to not physically attend the AGMS and provide a power of attorney for the attendance and voting to its independent proxy appointed by the Company, by referring to the following provisions:

The Company prepares 2 (two) types of power of attorney to the individual shareholders namely (i) Electronic Power of Attorney (e-Proxy) which can be accessed electronically on the eASY.KSEI platform through 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 scripless 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. The e-Proxy will be subject to the procedures, terms and conditions as set out by KSEI. In accordance with the OJK Regulation No. 15/POJK.04/2020 regarding the Planning and Holding of General Meeting of Shareholders of Public Companies, 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 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 14 June 2024 at 3 PM Western Indonesia Time through email at corsec@merdekabattery.com or submitted directly to PT Datindo Entrycom, the Shares Registrar appointed by the Company addressed 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 the Company's website at www.merdekabattery.com or by contacting the Company's Corporate Secretary of the Company by email at corsec@merdekabattery.com or to PT Datindo Entrycom, the Company's Shares Registrar at Jl. Hayam Wuruk No. 28, Jakarta 10210, Indonesia.

Only a validated Power of Attorney as provided 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 resolution.

6. The Company does not hold the AGMS physically and urges shareholders to attend the AGMS electronically using the KSEI system using the eASY.KSEI application. To use the eASY.KSEI application, Shareholders can access the eASY.KSEI menu, eASY.KSEI Login submenu located in the AKSes facility (<https://akses.ksei.co.id/>).



**MERDEKA
BATTERY**
MATERIALS

PT Merdeka Battery Materials Tbk

Treasury Tower 69th Floor
District 8 SCBD Lot. 28
Jl. Jenderal Sudirman Kav. 52-53
South Jakarta 12190, Indonesia

T +62.21.3952 5581
F +62.21.3952 5582
E investor.relations@merdekabattery.com
www.merdekabattery.com

7. Shareholders who intend to exercise their voting rights via the eASY.KSEI application, can cast their vote through the eASY.KSEI application. The deadline for providing power of attorney and votes in the eASY.KSEI application is at 12.00 WIB, 1 (one) working day before the AGMS date.

8. The Notary, assisted by the Company's Securities Administration Bureau, will examine and count the votes for each AGMS Agenda in each resolution of the AGMS.

Jakarta, 30 May 2024
PT MERDEKA BATTERY MATERIALS TBK
Board of Directors