



PT SUPER ENERGY TBK.

# EXTRAORDINARY GMS

Jakarta, 21 December 2020



# **AGENDAS OF THE EGMS**

# AGENDAS OF EGMS

1. Approval to appoint Director and Commissioners of the Company;
2. Approval and ratification of the Company's existing debt refinancing plan since December 2016, which currently amounts to ±Rp306,000,000,000.00 (approximately three hundred and six billion Rupiah) as disclosed in the prospectus when the Company first conducted an initial public offering of shares and listed in the Indonesia Stock Exchange on 5 October 2018.;
3. Approval to grant authorization to Board of Directors of the Company to add the Company's business activities with Indonesian Standard Business Classification (KBLI) code 06202, 19211 and 35101 in Article 3 of the Company's Articles of Association regarding the Company's Purposes and Objectives in accordance with the 2017 KBLI based on the Regulation of the Head of the Indonesian Central Agency of Statistics Number 19 of 2017 regarding Amendments to the Regulation of the Head of the Indonesian Central Agency of Statistics Number 95 of 2015 regarding KBLI; and
4. Approval of other matters related to the implementation of the EGMS, e.g.:
  - a. Grant authorization to the Board of Directors of the Company to adopt the resolutions for this EGMS in a deed of statement of resolutions of the meeting, submission to the relevant authorities, make reports, providing information and performs necessary legal actions with regards to any decision of the EGMS in order to comply with the applicable laws, without exception; and
  - b. Approving the date of effectiveness of all resolution decided and agreed in this EGMS is effective as of the closing of the EGMS.



# FIRST AGENDA OF EGMS

**Approval to Appoint Director and Commissioners of the  
Company**



# FIRST AGENDA OF EGMS

- In relation with the death of Mr. Erie Suhaeri, the Company proposed in the Meeting to appoint Mr. Sammy Lalamentik as Independent Commissioner for the period until 28 June 2023.
- In addition, in connection with the letter to the Company from Tokyo Gas Asia Pte. Ltd. as the holder of 33,4% of the Company's shares regarding the proposed appointment of Director and Commissioners, it is proposed at the Meeting to appoint Mr. Keisuke Ito as the Company's Director and Mr. Yo Endo as the Company's Commissioner for a term of 5 years until 21 December 2025.
- A brief history of the candidates for the Board of Commissioners and the Board of Directors has been submitted on the Company's website ([www.superenergy.co.id](http://www.superenergy.co.id)).

# COMPANY MANAGEMENT

The new composition of the Company's Management, then becomes as follows:

BOARD OF COMMISSIONERS		
President Commissioners	:	RHEZAR. R. SUSANTO
Commissioners	:	RULIFF R. S. SUSANTO
Commissioners	:	YO ENDO
Independent Commissioners	:	SAMMY LALAMENTIK

BOARD OF DIRECTORS		
President Directors	:	AGUSTUS SANI NUGROHO
Directors	:	IWAN GOGO B. P. PANJAITAN
Directors	:	ANDREAS SUGIHARDJO TJENDANA
Directors	:	KEISUKE ITO



# SECOND AGENDA OF EGMS

**Approval and ratification of the Company's existing debt refinancing plan since December 2016, which currently amounts to ±Rp306,000,000,000.00 (approximately three hundred and six billion Rupiah) as disclosed in the prospectus when the Company first conducted an initial public offering of shares and listed in the Indonesia Stock Exchange on 5 October 2018.**



# SECOND AGENDA OF EGMS

- Previously, the Company has debts to United Orient Capital Pte. Ltd. (“**UOC**”) since 14 December 2016 based on the Mezzanine Loan Agreement and its amendments where the Company’s loan is novated to PT Gasuma Federal Indonesia as the new debtor based on Novation Agreement dated 4 January 2017, which initially amounted to USD23.000.000, as described in the prospectus when the Company has its first IPO and was listed in the Indonesia Stock Exchange since 5 October 2018.
- The amount of debt has decreased in accordance with the installments that have been made and extended by PT Perusahaan Pengelola Aset (Persero) (“**PPA**”) on 6 December 2019 based on the Working Capital Loan Facility Agreement and its amendments, as the creditor of the debt.
- The debt to PPA has been refinanced by the Company by issuing Medium Term Notes amounting to Rp306.000.000.000,00 on 30 November 2020 in order to obtain cheaper financing (lower interest rates) and a longer term.
- In the future, the Company intends to refinance the debt in order to obtain better financing for the Company.



# SECOND AGENDA OF EGMS

- The Company proposes in the Meeting to ratify the debt of the Company's subsidiary, PT Gasuma Federal Indonesia to PPA based on the Working Capital Loan Facility Granting Agreement dated 6 December 2019 along with the amendments which have been refinanced with the issuance of Medium Term Notes by the Company in the amount of IDR306.000.000.000,00 on 30 November 2020.
- The Company proposes in the Meeting to approve the Company's plan to refinance the Company's debt in order to obtain better financing for the Company in the future.



# **THIRD AGENDA OF EGMS**

**Approval to grant authorization to Board of Directors of the Company to add the Company's business activities with Indonesian Standard Business Classification (KBLI) code 06202, 19211 and 35101 in Article 3 of the Company's Articles of Association regarding the Company's Purposes and Objectives in accordance with the 2017 KBLI based on the Regulation of the Head of the Indonesian Central Agency of Statistics Number 19 of 2017 regarding Amendments to the Regulation of the Head of the Indonesian Central Agency of Statistics Number 95 of 2015 regarding KBLI**



# THIRD AGENDA OF EGMS

- The Company intends to add more business fields that are in line with the existing business activities, especially in the renewable energy sector.
- Code of KBLI that the Company wish to add are:

<b>06202</b>	<b>GEOTHERMAL POWER ENTERPRISES</b> This group includes the search and drilling of geothermal power. This includes other activities related to the exploitation of geothermal energy to the place where it is used and activities to convert geothermal energy into electricity.
<b>19211</b>	<b>MANUFACTURE OF FUEL FROM PURIFICATION AND OIL REFINING</b> This group includes petroleum purification and refining businesses that produce fuels such as Avigas, Avtutr, Gasoline, Kerosene or Kerosine Oil, Diesel Oil, Fuel Oil or Gasoline, Solvent, including LPG from petroleum refining.
<b>35101</b>	<b>POWER PLANT</b> This group includes electricity generation and operation of generating facilities that produce electrical energy, which comes from various energy sources, such as hydropower, gas and renewable energy, solar power, wind, ocean currents, geothermal energy, nuclear power, hydrogen and others.

# THIRD AGENDA OF EGMS

- Therefore the Company proposes in the Meeting to approve granting authorization to Board of Directors of the Company to add the Company's business activities with Indonesian Standard Business Classification (KBLI) code 06202, 19211 and 35101 in Article 3 of the Company's Articles of Association regarding the Company's Purposes and Objectives in accordance with the 2017 KBLI based on the Regulation of the Head of the Indonesian Central Agency of Statistics Number 19 of 2017 regarding Amendments to the Regulation of the Head of the Indonesian Central Agency of Statistics Number 95 of 2015 regarding KBLI.



# **FOURTH AGENDA OF EGMS**

**Approval of other matters related to the implementation of  
the EGMS**



# FOURTH AGENDA OF EGMS

Referring to the resolutions of the Meeting as decided in the First to Third Agenda, it is proposed to give approval on matters relating to the EGMS, e.g.:

- a. Grant authorization to the Board of Directors of the Company to adopt the resolutions for this EGMS in a deed of statement of resolutions of the meeting, submission to the relevant authorities, make reports, providing information and performs necessary legal actions with regards to any decision of the EGMS in order to comply with the applicable laws, without exception; and
- b. Approving the date of effectiveness of all resolution decided and agreed in this EGMS is effective as of the closing of the EGMS.



**THANK YOU**