

**PROCEDURE OF
GENERAL MEETING OF SHAREHOLDER
("MEETING")**

PT Toba Pulp Lestari Tbk

Thursday

23 February 2023

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1. Chairman of the Meeting: The meeting will be chaired by the President Commissioner of the Company or any other parties as referred in Article 10 of Company's Articles of Association;
 2. Meeting are held in Indonesian language;
 3. Shareholders whose are registered in Company's Shareholders Registration as stated in "Invitation" are those who have the right to vote and/or submit questions and/or opinions in the Meeting;
 4. **Mechanism of Shareholders' Participation in Meeting:** carried out with the following below:
 - a. Shareholders attending the Meeting;
 - i. By electronic:
Shareholder attend the Meeting through webinar that can be accessed in the link <https://akses.ksei.co.id>. During the Meeting, Shareholder are required to comply all the Company's Policy regarding the requirement for participation in Meeting through webinar, therefore Company has the right to evaluate and determine whether the Shareholders can continue to participate the Meeting through webinar;
 - ii. By non-electronic:
Shareholders attend physically;
 - b. Shareholders can be represent by their proxies as follow:
 - i. By electronic (e-Proxy):
Give attorney to independent representative provided by Company or other proxies, after that use their voting rights granted through eASY.KSEI's application based on regulatation governed by KSEI;
 - ii. By non-electronic:
 - By valid Power of Attorney as determined by Board of Director, that can be downloaded in Company's website;
 - The Power of Attorney should have been received by Company at least on 20 February 2023, by enclosing the copy of KTP and/or the latest article of association and composition of management;

5. **Health Protocol:** For Shareholders and/or their proxies that attend the Meeting physically, will be implemented Health Protocol based on applicable regulation, as follow:
 - a. At the registration, Shareholders and/or their proxies must showing proof of complete vaccination (vaccine 1, vaccine 2 and vaccine booster) to the Registration Officer. If Shareholders and/or their proxies cannot show the proof of complete vaccination above, the Shareholders and/or their proxies must showing the original negative results of throat swab test (PCR/swab test) no later than 2 (two) days before the Meeting, with the cost borne by each Shareholders and/or their proxies. If Shareholders and/or their proxies also cannot show the original negative results of throat swab test (PCR/swab test), they are not allowed to enter the Meeting room;
 - b. Using medical / surgical mask while in Meeting room ;
 - c. Shareholders and/or their proxies who are sick without symptoms or showing symptoms such as but not limited to cough, flu, fever and others, are not allowed to enter the Meeting room;
 - d. Detecting and monitoring body temperature and oxygen saturation to ensure Shareholders or their proxies do not have a body temperature above normal (more than 37.3 ° C) and oxygen saturation is not below than 94%;
 - e. At the registration, it is mandatory to submit a health declaration form containing health information that can be downloaded in Company's website;
 - f. Company will evaluate and detemine whether the Shareholders or their proxies are safely and may enter the Meeting room;
 - g. Maintain the distance (physical distancing) while in Meeting room, both before, at the time, and after the Meeting, and immediately leaving the Meeting area after the Meeting finished;
 - h. Not allowed to eat and drink in the Meeting room;
 - i. Utilizing hand sanitizer that already provided both in or around the Meeting room (including before or after the Meeting);
 - j. Due to health and safety of all parties, Company may prohibit Shareholders and/or their proxies for being in the Meeting room if Shareholders and/or their proxies do not meet the Health Protocol as required.
6. Each 1 (one) share represent 1 (one) vote;
7. Shareholders who have more than 1 (one) share only vote 1 (one) time that is calculated according to the number of shares that they owned;
8. If deemed necessary, the Chairman of Meeting may open a session of Question and Answer before the voting takes place;
9. **Procedure of Question and Answer Session:**
 - a. Question and Answer session held in 1 (one) session;
 - b. Questions and/or opinions submitted only related to the matter discussed in the Meeting agenda, beside that, questions and/or opinions submitted will not be responded for the orderliness of the Meeting;
 - c. Prosedur Tanya Jawab:
Shareholders submit the questions or suggestion related to Meeting agenda by using the Question Form and send it by email: Hendry_yap@tobapulp.com at least 3 days prior to Meeting date i.e on 20 February 2023. At the Meeting, Company will respond the question and suggestion relevant to the agenda that were submitted and received before that above date;
 - d. Question Form can be download in Company's Website;

- e. The Meeting's Chairman can directly answer the questions or be directed to be answered by other Commissioners and/or Board of Director's Member and/or Supporting Institutions, such as: Notary, Auditor and Legal Consultant.

10. Voting Procedure:

- a. Voting is conducted verbally, unless voting about personally is conducted by closed letter, unless the Meeting's Chairman determines other without any objection from the Shareholders;
 - b. Voting Procedure:
 - i. By electronic:
Shareholders can use their voting rights and determine their choice through eASY.KSEI's application that can be accessed in the link <https://akses.ksei.co.id>;
 - ii. By non-electronic:
Shareholders who are reject or abstain requested to raise their hand and fill down the Voting Form that can be downloaded in Company's website by fill down their name, number of shares, and that their option;
 - c. The Notary calculate the votes and announces the vote result ;
 - d. The Meeting's Chairman determine whether the agenda is approved or not in accordance with the vote result;
 - e. Every decision that has been taken is valid and binding;
11. During the Meeting, the Meeting's participant are requested to turn off their HP or put it into silent mode while in the Meeting room;
12. All the material related to the Meeting such as Power of Attorney Form, Question Form, Voting Form, Health Declaration Form and all other Meeting material, do not provided again because it can be obtained and downloaded in Company's website;
13. If there is any matters related to the Meeting that have not and/or are not sufficiently arranged in this Meeting's procedure, the Meeting's Chairman have the right to take the necessary actions for the orderliness of the Meeting;
14. This Meeting's procedure can be obtained and downloaded in Company's website, so do not provided and be read again at the Meeting;
15. Company will announce if there is any changes and/or additional information related to this Meeting's procedure with reference to latest condition and development both regarding integrated handling and control to prevent the spread of Covid-19 or other related condition;