# EXPLANATION OF AGENDA THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS PT UNILEVER INDONESIA Tbk

In connection to the Extraordinary General Meeting of Shareholders of PT Unilever Indonesia Tbk ("Company") event that planned to be held on Thursday, 28<sup>th</sup> July 2022 ("Meeting"), the Company has announced in:

- PT Kustodian Sentral Efek Indonesia (KSEI) website (https://www.ksei.co.id) and/or platform eASY.KSEI (https://akses.ksei.co.id/)
- PT Bursa Efek Indonesia (IDX) website ( https://idx.co.id/)
- Company's website (www.unilever.co.id)

Furthermore, considering the following matters:

- Articles of Association of the Company;
- Regulation of The Financial Services Authority (Otoritas Jasa Keuangan, "OJK") of The Republic of Indonesia Number 15/POJK.04/2020 On the Planning and Implementation of General Meetings of Shareholders of Public Companies;
- OJK Regulation No. 16/POJK.04/2020 on the Implementation of the Electronic General Meeting of Shareholders.
- ASEAN Corporate Governance Scorecard issued by ASEAN Capital Market Forum related to the right of Shareholders and principle of disclosure and transparency,

the Company hereby would like to convey the Agenda of the Meeting as follows:

## First Agenda

Approval on the proposed change in the composition of the Board of Directors and the Board of Commissioners of the Company.

## 1. Background

It is proposed to the Meeting to accept the resignation of Mr. Hemant Bakshi as President Commissioner of the Company and Mr. Rizki Raksanugraha as Director of the Company. The Company proposed to appoint Mr. Sanjiv Mehta as the new President Commissioner.

With reference to: (i) the provisions of Article 3, Article 4 and Article 7, Article 21 and Article 23 of POJK No. 33/POJK.04/2014 concerning the Board of Directors and Board of Commissioners of Issuers or Public Companies and (ii) Article 19 and Article 22 of the Company's Articles of Association which stipulates that member of the Board of Directors and the Board of Commissioners are appointed and dismissed by the Meeting.

# 2. Explanation

Appointment proposal of a new Member of Commissioner of the Company will be carried out with refer to the provisions of:

- (i) Article 3, Article 4, Article 7, Article 21 and Article 23 of POJK No. 33/POJK.04/2014 regarding the Board of Directors and Board of Commissioners of the Issuer of Public Company; and
- (ii) Article 19 and Article 22 of the Article of Association of the Company.

The Company in accordance with the recommendations of the Company's Nomination and Remuneration Committee will propose to the Meeting to approve the resignation of Mr. Hemant Bakshi as President Commissioner of the Company and Mr. Rizki Raksanugraha as the Director of the Company, and to appoint

Mr. Sanjiv Mehta as new President Commissioner of the Company. Mr. Sanjiv Mehta's full profile can be seen on the Company's website <a href="https://www.unilever.co.id/">https://www.unilever.co.id/</a>

## Second Agenda

Approval on the proposed changes of several provisions in the Pension Fund regulation of Dana Pensiun Manfaat Pasti Unilever Indonesia and Dana Pensiun Iuran Pasti Unilever Indonesia.

## 1. Background

The second agenda will discuss the proposed changes of several provisions in the Pension Fund provisions regulation of Dana Pensiun Manfaat Pasti Unilever Indonesia ("**DPMP**") and Dana Pensiun Iuran Pasti Unilever Indonesia ("**DPIP**") according to the Statement of the Founders of DPMP and DPIP.

## 2. Explanation

In this Agenda, the Company will propose to the Meeting in regard to the following matters:

- a. Changes in several provisions in the DPMP and DPIP Pension Fund Regulations based on the Statement of the Founders of DPMP and DPIP and based on the provisions of Article 9 paragraph (4) of Government Regulation No. 76 of 1992 concerning Employer Pension Funds.
- b. The changes referred to in point (a) above include, among others:
  - adjustment of the DPMP and DPIP Pension Fund Regulations to be in line with the development and changes in pension fund regulations, as well as so that flexibility in pension benefit payments can be carried out in accordance with applicable laws and regulations;
  - Changes in the provisions regarding the definition of basic salary and special allowance for DPMP and DPIP pension fund participants in accordance with the provisions of the applicable laws and regulations;
  - Adjustment of the definition of participation for participants of the DPMP and DPIP pension funds;
     and any other changes that may be deemed necessary.
- c. Granting authority, with the right of substitution, to the Board of Directors of the Company to act on behalf of the Founders of DPMP and DPIP and conduct all necessary matters in order to carry out the matters stated in the Statement of the Founders of DPMP and DPIP and its amendments as deemed necessary and obtaining approval or ratification of the Ministry of Finance of the Republic of Indonesia related to the aforementioned matters.

## **Additional Information:**

In addition to the explanations and data related to the above matters, please refer to the data and documents that we have provided, which are as follows:

## Important link:

Profile / Curriculum Vitae of The Candidate Member of Board of Commissioner	https://www.unilever.co.id/investor- relations/shareholder-information/agm-and-
	egm-related-news.html
	https://www.unilever.co.id/investor-
Power of Attorney to attend the Meeting	relations/shareholder-information/agm-and-
	egm-related-news.html
	https://www.unilever.co.id/investor-
Procedural Rules of the Meeting	relations/shareholder-information/agm-and-
	egm-related-news.html

	https://www.unilever.co.id/investor-
Meeting Agenda	relations/shareholder-information/agm-and-
	egm-related-news.html

**Meeting Location:** 



Company's Head Office Grha Unilever, Green Office Park Kav. 3 Jalan BSD Boulevard Barat, BSD City - Tangerang 15345

#### **Schedule of Shuttle Bus:**

Pick Up Point			Time	Remarks
Morning Session				
1.	Rawabuntu – Grha Unilever	ELF	8:15	At the front of STIKBA, approximately 20m to the
		ELF	8:30	nearest gas station
Afternoon Session				
2.	Grha Unilever - Rawabuntu	ELF	11:30	At the front of Grha Unilever – East Lobby head
		ELF	11:45	to Rawa Buntu Station

As a preventive measure and prevention of the spread of the COVID-19 outbreak, and taking into account the government's directive to impose social restrictions, the Company strongly urges shareholders to: (i) attend and vote electronically via KSEI's Electronic General Meeting System facility ("eASY.KSEI") provided by KSEI or authorize whether through eASY.KSEI or conventional proxy (which form can be downloaded from the above link) to the independent party(ies) appointed by the Company, namely the Company's Securities Administration Bureau, PT Sharestar Indonesia ("BAE").

In case a proxy is given conventionally, the original power of attorney that has been completed with a photocopy of ID card or other ID from the authorizer should be sent to BAE which is located at SOPO DEL Office Tower & Lifestyle Tower B Lantai 18, Jl. Mega Kuningan Barat III, Lot 10.1-6, Kawasan Mega Kuningan, Jakarta Selatan 12950, Telp. 61 21 50815211, E-mail: <a href="mailto:Sharestar.indonesia@gmail.com">Sharestar.indonesia@gmail.com</a> ("BAE Office"), no later than 3 (three) business days before the Meeting is held, i.e., 25<sup>th</sup> July 2022 at the latest at 16.00 WIB.

Please refer to the announcement of the Notice of the Meeting and the Procedural Rules of Meeting for further information on the provisions of attendance in the Meeting and the granting of power of attorney (both electronically and conventionally).

Tangerang, 6<sup>th</sup> July 2022 PT Unilever Indonesia Tbk Board of Directors