

PEMANGGILAN
RAPAT UMUM PEMEGANG SAHAM TAHUNAN
PT ADHI COMMUTER PROPERTI Tbk.

Direksi PT Adhi Commuter Properti Tbk. Berkedudukan di Jakarta Selatan dengan ini mengundang para Pemegang Saham Perseroan untuk menghadiri Rapat Umum Pemegang Saham Tahunan ("Rapat") yang akan diselenggarakan pada :

Hari/tanggal: Jumat, 17 Mei 2024

Waktu : 14.00 – Selesai

**Tempat : Hotel Grandhika Iskandarsyah Jakarta
Jl. Iskandarsyah Raya No. 65 Jakarta 12160**

Perseroan telah melakukan Pengumuman Pemberitahuan Rapat pada tanggal **5 April 2024** yang telah dimuat pada situs web Bursa Efek Indonesia, situs web Perseroan, dan situs web Kustodian Sentral Efek Indonesia (KSEI). Dengan Mata Acara Rapat sebagai berikut :

1. Persetujuan Laporan Tahunan termasuk Pengesahan Laporan Keuangan dan Laporan Tugas Pengawasan Dewan Komisaris Tahun Buku 2023;

Penjelasan :

Sesuai ketentuan: (i) Pasal 18 ayat (9) Anggaran Dasar Perseroan dan (ii) Pasal 69 ayat (1) Undang-Undang No. 40 Tahun 2007 tentang Perseroan Terbatas ("UUPT") sebagaimana telah diubah dengan Peraturan Pemerintah Pengganti Undan-Undang No. 2 Tahun 2022 tentang Cipta Kerja sebagaimana telah ditetapkan menjadi Undang-Undang berdsarkan Undang-Undang No. 6 Tahun 2023 tentang Penetapan Peraturan Pemerintah Pengganti Undang-Undang No. 2 Tahun 2022 tentang Cipta Kerja menjadi Undang-Undang ("UU Cipta Kerja").

Laporan Tahunan, termasuk pengesahan laporan keuangan serta laporan tugas pengawasan Dewan Komisaris harus mendapatkan persetujuan dari Rapat Umum Pemegang Saham Perseroan ("RUPS").

2. Penetapan Penggunaan Laba Bersih Perseroan Tahun Buku 2023;

Penjelasan :

Sesuai ketentuan: (i) Pasal 26 ayat (1) Anggaran Dasar Perseroan dan (ii) Pasal 71 UUPT, Penggunaan Laba Bersih Perseroan diputuskan dalam RUPS.

3. Penetapan Gaji/Honorarium, Fasilitas dan Tunjangan Lainnya serta Tantiem/Insentif Kerja/Insentif Khusus bagi Anggota Direksi dan Anggota Dewan Komisaris;

Penjelasan :

Sesuai ketentuan: (i) Pasal 11 ayat (19) dan Pasal 14 ayat (30) Anggaran Dasar Perseroan dan (ii) Pasal 96 dan Pasal 113 UUPT Gaji/honorarium dan tunjangan/fasilitas termasuk tantieme anggota Direksi dan Dewan Komisaris ditetapkan oleh RUPS.

4. Penunjukan Kantor Akuntan Publik untuk melakukan Audit Laporan Keuangan Perseroan Tahun Buku 2024

Penjelasan :

Sesuai ketentuan: (i) Pasal 21 ayat (2) Anggaran Dasar Perseroan dan (ii) Pasal 13 ayat (1) POJK No. 13/POJK.03/2017 tentang Penggunaan Jasa Akuntan Publik dan Kantor Akuntan Publik Dalam Kegiatan Jasa Keuangan, dalam RUPS Tahunan ditetapkan Akuntan Publik dan Kantor Akuntan Publik untuk mengaudit Laporan Keuangan tahun berjalan Perseroan dengan mempertimbangkan usulan Dewan Komisaris.

5. Laporan Pertanggungjawaban Realisasi Penggunaan Dana Hasil Penawaran Umum

Penjelasan :

Mata Acara ini guna memenuhi ketentuan dalam Pasal 6 POJK No.30/POJK.04/2015 tentang Laporan Realisasi Penggunaan Dana Hasil Penawaran Umum

6. Ratifikasi terhadap penyetoran saham oleh para pemegang saham pendiri Perseroan;

Penjelasan :

Sesuai surat dari Otoritas Jasa keuangan (OJK) No.: S-3071/PM.02/2023 tanggal 27 Oktober 2023, terdapat permintaan OJK agar dilakukan ratifikasi terhadap Akta Pendirian Perseroan No.: 103 tanggal 9 Maret 2018.

7. Perubahan Susunan Pengurus Perseroan

Penjelasan :

Sesuai ketentuan Pasal 11 ayat 10 dan Pasal 14 ayat 12 Anggaran Dasar Perseroan, anggota Direksi dan Dewan Komisaris diangkat dan diberhentikan oleh RUPS.

Catatan:

1. Perseroan tidak mengirimkan undangan tersendiri kepada para Pemegang Saham Perseroan karena iklan Panggilan ini dianggap sebagai undangan resmi sesuai ketentuan Pasal 82 ayat (2) UUPT.
2. Pemegang Saham yang berhak hadir dan memberikan suara dalam Rapat adalah Pemegang Saham Perseroan yang namanya tercatat dalam Daftar Pemegang Saham Perseroan pada tanggal 24 April 2024 sampai dengan pukul 16.00 Waktu Indonesia Barat dan atau bagi Pemegang Saham yang sahamnya dimasukkan dalam Penitipan Kolektif di PT Kustodian Sentral Efek Indonesia (KSEI) adalah pemegang sub-rekening efek pada penutupan perdagangan di Bursa Efek pada tanggal 24 April 2024.
3. Bagi pemegang saham yang sahamnya dimasukkan dalam penitipan kolektif PT Kustodian Sentral Efek Indonesia (KSEI), Konfirmasi Tertulis untuk Rapat (KTUR) dapat diperoleh di Bank Kustodian di mana pemegang saham membuka rekening efeknya.
4. Perseroan sangat menghimbau seluruh Pemegang Saham untuk menghadiri Rapat dengan memberikan kuasa melalui e-proxy yang disediakan oleh PT Kustodian Sentral Efek Indonesia (KSEI) bagi Pemegang Saham tanpa warkat (scriptless) yang sahamnya berada dalam penitipan kolektif KSEI.
5. Dengan mengacu kepada POJK Nomor 15/POJK.04/2020 tentang Rencana dan Penyelenggaraan Rapat Umum Pemegang Saham Perusahaan Terbuka, Perseroan memberikan kesempatan kepada setiap Pemegang Saham yang memutuskan tidak dapat hadir Rapat, dapat memberikan kuasa secara elektronik melalui eASY.KSEI sebagaimana dirinci dibawah ini maupun secara tertulis kepada Pihak Independen. Kuasa tertulis dimaksud diberikan kepada penerima kuasa yang telah memenuhi ketentuan Pasal 85 UUPT.
6. Prosedur pemberian kuasa dan tata cara penyelenggaraan rapat sebagai berikut :
 - a. Para pemegang saham dapat memberikan kuasa melalui aplikasi eASY.KSEI (<https://akses.ksei.co.id>) sesuai dengan ketentuan Keputusan Direksi KSEI No. KEP-0016/DIR/KSEI/0420 tentang Pemberlakuan Fasilitas Electronic General Meeting System KSEI (eASY.KSEI) sebagai Mekanisme Pemberian Kuasa secara Elektronik dalam Proses Penyelenggaraan RUPS bagi Penerbit Efek yang merupakan Perusahaan Terbuka dan Sahamnya Disimpan dalam Penitipan Kolektif KSEI.
 - b. Pemegang Saham dapat mengunduh formulir Surat Kuasa di situs web Perseroan (<https://adcp.co.id/investor/keterbukaan-informasi>) yang dapat diisi dan dikirimkan dengan subject "Surat Kuasa RUPS" melalui email:

adcp@adcp.co.id & corsec@adcp.co.id

- c. Asli Surat kuasa wajib diterima oleh Direksi Perseroan di kantor Perseroan, beralamat di Jalan Penganten Ali No.88, Ciracas Jakarta Timur, atau Biro Administrasi Efek ("BAE") Perseroan PT DATINDO ENTRYCOM beralamat di Jl. Hayam Wuruk No.28, Jakarta 10210.
 - d. Tindakan preventif ini tidak menghalangi bagi pemegang saham yang berkenan hadir langsung dalam Rapat, namun dengan tetap memperhatikan pembatasan yang mungkin diterapkan sesuai dengan protokol Pemerintah yang diimplementasikan oleh pengelola hotel/gedung atau otoritas setempat.
7. Apabila Pemegang Saham tetap bermaksud menghadiri Rapat secara fisik, mohon untuk mematuhi prosedur sebagai berikut:
 - a. Pemegang Saham (atau kuasanya) yang akan menghadiri Rapat diminta dengan hormat untuk membawa dan menyerahkan fotokopi Kartu Tanda Penduduk (KTP) atau tanda pengenalan lainnya kepada petugas pendaftaran Perseroan, sebelum memasuki ruang Rapat.
 - b. Bagi pemegang saham Perseroan seperti perseroan terbatas, koperasi, yayasan atau dana pensiun dan badan hukum lainnya agar membawa fotokopi dari Anggaran Dasarnya yang lengkap beserta akta susunan anggota Direksi dan Dewan Komisaris dan/atau pengurus yang terakhir.
 - c. Pemegang Saham (atau kuasanya) wajib menggunakan masker selama berada di area tempat Rapat. ditetapkan Perseroan.
 8. Perseroan menyediakan bahan Rapat sejak tanggal Panggilan Rapat sampai dengan Rapat diselenggarakan melalui situs web Perseroan dan eASY.KSEI.
 9. Untuk mempermudah pengaturan dan tertibnya Rapat, pemegang saham atau kuasanya dimohon untuk hadir di tempat Rapat, 60 (enam puluh) menit sebelum Rapat dimulai.

Jakarta, 25 April 2024

Direksi

INVITATION

ANNUAL GENERAL MEETING OF SHAREHOLDERS

PT ADHI COMMUTER PROPERTI Tbk.

The Board of Directors of PT Adhi Commuter Properti Tbk. domiciled in South Jakarta hereby invites the Shareholders of the Company to attend the Annual General Meeting of Shareholders ('Meeting') which will be held on :

Day/Date. : Friday, 17 May 2024

Venue : 14.00 – Finish

**Tempat : Hotel Grandhika Iskandarsyah Jakarta
Jl. Iskandarsyah Raya No. 65 Jakarta 12160**

The Company has made an Announcement of Notice of Meeting on 5 April 2024 which has been published on the Indonesia Stock Exchange website, the Company's website, and the Indonesia Central Securities Depository (KSEI) website. With the following Meeting Agenda:

1. Approval of the Annual Report including Ratification of Financial Statements and Board of Commissioners Oversight Report for the Financial Year 2023;

Explanation:

In accordance with the provisions of: (i) Article 18 paragraph (9) of the Company's Articles of Association and (ii) Article 69 paragraph (1) of Law No. 40 of 2007 on Limited Liability Companies ('Company Law') as amended by Government Regulation in Lieu of Law No. 2 of 2022 on Job Creation as stipulated into Law by Law No. 6 of 2023 on the Stipulation of Government Regulation in Lieu of Law No. 2 of 2022 on Job Creation into Law ('Job Creation Law').

The Annual Report, including the ratification of the financial statements as well as the supervisory duty report of the Board of Commissioners must be approved by the Company's General Meeting of Shareholders ('GMS').

2. Determination on the utilisation of the Company's net profit for the financial year 2023;

Explanation:

In accordance with: (i) Article 26 paragraph (1) of the Company's Articles of Association and (ii) Article 71 of the Company Law, the Utilisation of the Company's Net Profit shall be decided in the GMS.

3. Determination of Salary/Honorarium, Facilities and Other Benefits and Tantiem/Work Incentive/Special Incentive for Board Members;

Explanation:

In accordance with the provisions of: (i) Article 11 paragraph (19) and Article 14 paragraph (30) of the

Company's Articles of Association and (ii) Article 96 and Article 113 of the Company Law Salaries/honorarium and allowances/facilities including tantieme for members of the Board of Directors and Board of Commissioners are determined by the GMS.

4. Appointment of Public Accountant Firm to audit the Company's Financial Statements for the Financial Year 2024;

Penjelasan :

In accordance with: (i) Article 21 paragraph (2) of the Company's Articles of Association and (ii) Article 13 paragraph (1) of POJK No. 13/POJK.03/2017 concerning the Use of Public Accountant Services and Public Accounting Firm in Financial Services Activities, the Annual GMS shall determine the Public Accountant and Public Accounting Firm to audit the Company's current year Financial Statements by considering the proposal of the Board of Commissioners.

5. Accountability Report on the Realisation of the Use of Public Offering Proceeds;

Explanation:

This Agenda is to comply with the provisions of Article 6 POJK No.30/POJK.04/2015 regarding the Report on the Realisation of the Use of Public Offering Proceeds.

6. Ratification of the deposit of shares by the founding shareholders of the Company;

Explanation:

In accordance with the letter from the Financial Services Authority (OJK) No.: S-3071/PM.02/2023 dated 27 October 2023, there is a request from OJK to ratify the Company's Deed of Establishment No. 103 dated 9 March 2018: 103 dated 9 March 2018.

7. Changes in the composition of the Company's Management

Explanation:

In accordance with Article 11 paragraph 10 and Article 14 paragraph 12 of the Company's Articles of Association, members of the Board of Directors and Board of Commissioners are appointed and dismissed by the GMS.

Notes:

1. The Company does not send a separate invitation to the Shareholders of the Company because this Invitation advertisement is considered an official invitation in accordance with the provisions of Article 82 paragraph (2) of the Company Law.
2. Shareholders who are entitled to attend and vote at the Meeting are Shareholders of the Company whose names are registered in the Register of Shareholders of the Company on 24 April 2024 until 16.00 Western Indonesian Time and or for Shareholders whose shares are placed in Collective Custody at PT Kustodian Sentral Efek Indonesia (KSEI) are holders of securities sub-accounts at the close of trading at the Stock Exchange on 24 April 2024.
3. For shareholders whose shares are placed in the collective custody of PT Kustodian Sentral Efek Indonesia (KSEI), Written Confirmation for Meetings (KTUR) can be obtained at the Custodian Bank where the shareholders open their securities account.
4. The Company strongly encourages all Shareholders to attend the Meeting by authorising through e-proxy provided by PT Kustodian Sentral Efek Indonesia (KSEI) for scriptless Shareholders whose shares are in the collective custody of KSEI.
5. With reference to POJK Number 15/POJK.04/2020 concerning Planning and Organising General Meetings of Shareholders of Public Companies, the Company provides an opportunity for each Shareholder who decides not to attend the Meeting, can provide power of attorney electronically through eASY.KSEI as detailed below or in writing to an Independent Party. The written power of attorney is given to the recipient of the power of attorney who has fulfilled the provisions of Article 85 of the Company Law.
6. The procedure for granting power of attorney and the procedure for holding the meeting are as follows:
 - a. Shareholders may grant power of attorney through the eASY.KSEI application (<https://akses.ksei.co.id>) in accordance with the provisions of the Decree of the Board of Directors of KSEI No. KEP- 0016/DIR/KSEI/0420 concerning the Application of the KSEI Electronic General Meeting System Facility (eASY.KSEI) as an Electronic Power of Attorney Mechanism in the Process of Holding GMS for Securities Issuers which are Public Companies and whose Shares are Stored in the Collective Custody of KSEI.
 - b. Shareholders can download the Power of Attorney form on the Company's website (<https://adcp.co.id/investor/keterbukaan-informasi>) which can be filled in and sent with the subject 'GMS Power of Attorney' via email: adcp@adcp.co.id & corsec@adcp.co.id
 - c. The original Power of Attorney must be received by the Board of Directors of the Company at the office of the Company, located at Jalan Penganten Ali No.88, Ciracas East Jakarta, or the Company's Securities Administration Bureau ('BAE') PT DATINDO ENTRYCOM located at Jl. Hayam Wuruk No.28, Jakarta 10210.
 - d. This preventive measure does not preclude shareholders who wish to attend the Meeting in person, but with due regard to restrictions that may be applied in accordance with Government protocols implemented by hotel/building managers or local authorities.
7. If Shareholders still intend to physically attend the Meeting, please comply with the following procedures:
 - a. Shareholders (or their proxies) who will attend the Meeting are kindly requested to bring and submit a photocopy of their National Identity Card (KTP) or other identification to the Company's registration officer, before entering the Meeting room.
 - b. Shareholders of companies such as limited liability companies, cooperatives, foundations or pension funds and other legal entities should bring a photocopy of their complete Articles of Association along with the deed of the composition of the members of the Board of Directors and Board of Commissioners and/or the latest management.
 - c. Shareholders (or their proxies) are required to wear masks while in the area where the Meeting is held. determined by the Company.
8. The Company provides the Meeting materials from the date of the Meeting Invitation until the Meeting is held through the Company's website and eASY.KSEI.
9. To facilitate the arrangement and orderliness of the Meeting, shareholders or their proxies are requested to be present at the Meeting venue, 60 (sixty) minutes before the Meeting begins.

Jakarta, 25 April 2024

Board of Directors