



PT BAYAN RESOURCES Tbk (“Perseroan”)

**SUMMON
ELECTRONIC ANNUAL GENERAL MEETING OF SHAREHOLDERS**

The Board of Directors of PT Bayan Resources Tbk (“Perseroan”) domiciled in South Jakarta hereby invite the Company Shareholders to attend Electronic Annual General Meeting of Shareholders (“**Annual GMS**”) which will be held on:

Day / Date : **Wednesday / 18 May 2022**
Time : **14.00 WIB – Finish**
Venue : **Office 8 Building, 37th Floor. Sudirman Central Business District (SCBD) Lot. 28, Jl. Jenderal Sudirman Kav. 52-53 (Jl. Senopati Raya 8B) Kebayoran Baru, Jakarta Selatan 12190.**

Hereinafter rereferred to as “**Meeting**”, with the following meeting agenda:

1. Approval of the Annual Report and Ratification of the Company's Consolidated Financial Statements for the 2021 Fiscal Year.

Explanation:

Based on Article 69 paragraph 1 of the Law of the Republic of Indonesia Number 40 of 2007 concerning Limited Liability Companies (UUPT) and Article 9 Paragraph 4 letter a jo. Article 20 paragraph 5 of the Company's Articles of Association, the Annual Report needs to be approved by the General Meeting of Shareholders and the Company's Financial Statements require ratification of the General Meeting of Shareholders.

2. Approval on the Determination of the Use of Net Profit for 2021 Fiscal Year.

Explanation:

Based on Article 71 paragraph 1 of the Company Law and Article 9 Paragraph 4 letter b in conjunction with Article 20 paragraph 5 of the Company's Articles of Association, the determination of the use of net profit is decided at the General Meeting of Shareholders.

3. Approval for the determination of the remuneration package for the Company's Board of Commissioners and Directors for 2022.

Explanation:

Based on Article 96 paragraph 1 and Article 113 of the Company Law, the determination of salaries and/or allowances for the Board of Directors and the Board of Commissioners is determined by the General Meeting of Shareholders.

4. Approval of Appointment of Public Accountant and/or Public Accountant Firm Registered with the Financial Services Authority (OJK) to audit the Company's Financial Statements for 2022 Fiscal Year.

Explanation:

In order to comply with the Financial Services Authority Regulations, the Company is required to submit audited and/or unaudited Financial Statements to the Financial Services Authority (OJK) and the Indonesia Stock Exchange on a regular basis. The audited financial statements must be carried out by an Independent Public Accountant registered with the OJK with the aim of obtaining a fairness opinion on the Company's Financial Statements and approval of the General Meeting of Shareholders is required.

5. Approval of Changes in the composition of the Company's Board of Directors.

Explanation:

Based on Article 14 of the Company's Articles of Association in conjunction with OJK Regulation No.33/POJK.04/2014, the appointment, dismissal, and/or replacement, including the resignation of each member of the Board of Directors is decided at the General Meeting of Shareholders.

6. Approval of Amendment to Article 3 of the Articles of Association regarding the Purpose and Objectives and Business Activities of the Company, in connection with the obligation to adjust the aims and objectives and business activities in accordance with the 2020 Indonesian Standard Classification of Business Fields (KBLI).

Explanation:

Based on Article 19 paragraph 1 of the Company Law and Article 12 of the Company's Articles of Association, changes to the provisions or contents of the Articles of Association are determined by the General Meeting of Shareholders.

Notes:

1. The summons for this Meeting is to comply with the provisions of Article 10 of the Company's Articles of Association and Article 17 of POJK Number 15/POJK.04/2020, concerning the Plan and Conduct of the General Meeting of Shareholders of a Public Company.
2. This summon is valid as an official summons for the Electronic Annual GMS as mentioned above and the Company does not send a special invitation to each of the Shareholders of the Company. This summons can be viewed on the Indonesia Stock Exchange website, eASY.KSEI Application provided by PT Kustodian Sentral Efek Indonesia and the Company's website, namely www.bayan.com.sg.
3. Those who are entitled to attend or be represented by proxy in the Meeting mentioned above are the shareholders whose names are recorded in the Register of Shareholders of the Company on April 25, 2022 until 16.15 WIB.
4. The presence of shareholders at the Meeting can be done by the following mechanism:
 - a. Shareholders or their proxies are physically present at the Meeting.
 - b. Shareholders or their proxies attend the Meeting electronically through eASY.KSEI (e-proxy and e-vote).

5. Shareholders who are physically present must pay attention to the following:
 - a. Shareholders or their legal proxies who will physically attend the Meeting must bring and show their Identity Card (KTP) or other legal and valid identification and submit a copy to the registration officer from both the authorizer and the proxies before entering the meeting room.
 - b. Shareholders of the Company in the form of a legal entity who are physically present are required to submit a photocopy of the latest Articles of Association as well as a notarial deed regarding the appointment of members of the board of commissioners and directors or management who are still in office at the Meeting, to the registration officer before entering the meeting room. Shareholders whose addresses are registered outside the Republic of Indonesia, their power of attorney must be legalized by a notary/local authorized official and by the local Embassy/Representative of the Republic of Indonesia.
 - c. Shareholders or their legal proxies who will physically attend the Meeting must provide the results of the PCR swab test dated 17 or 18 May, 2022 which issued by the Hospital to the Company's officers before entering the meeting room, and are willing to follow and pass the security and health protocols that will be enforced strictly, as follows:
 - Mandatory to wear a mask while in the building area where the Meeting is being held and during the Meeting.
 - Mandatory to follow medical examination procedures (including body temperature checks, etc.) to be carried out by the Company and the management of the building where the Meeting is being held.
 - At the time of registration, must submit a health declaration form containing health and travel information. The health declaration form can be downloaded at the link: <https://www.bayan.com.sg/undang-rups> (Indonesian) or <https://www.bayan.com.sg/gms-invitation> (English).
 - Mandatory to implement a Physical distancing policy in accordance with the direction of the Company and the management of the building where the Meeting is being held.
 - Must leave the building where the Meeting is being held immediately after the Meeting is done.
 - d. Shareholders or proxies who are not healthy (especially having/feeling symptoms of being infected with Covid-19 (such as cough, fever, and/or flu, etc.)) are not allowed to attend the Meeting.
 - e. The Company has the right to restrict any shareholder or any of their proxy from attending or being in the meeting room and/or the building where the Meeting is being held in the event that the shareholder or their proxy do not comply with the safety and health protocols as described above.
 - f. The Company will announce again if there are changes and/or additional information in line with the latest conditions and developments regarding the handling and control to prevent the spread of Covid-19.
6. In connection with point 5 above and the prevention of transmission/contagion of Covid-19 and with regard to the provisions of the prevailing laws and regulations regarding:
 - Enforcement of Restrictions on Community Activities in the context of Accelerating the Handling of Corona Virus Disease 2019;
 - Provisions of POJK No. 16/POJK.04/2020 concerning the Electronic General Meeting of Shareholders of Public Companies; and
 - Letter of OJK No. S-124/D.04/2020 dated April 24, 2020 regarding Certain Conditions in the Conduct of the General Meeting of Shareholders of a Public Company Electronically, which stated that with the determination of a health emergency, the Public Company may conduct an Electronic General Meeting of Shareholders without physically carry out the GMS.

The Company urges the Shareholders to attend the Meeting electronically and/or grant proxy of attendance and vote through the eASY.KSEI application provided by PT Kustodian Sentral Efek Indonesia (KSEI) as a mechanism for granting the authority (e-proxy) and voting (e-vote) electronically that has been approved by the Financial Services Authority (OJK) in the process of conducting the GMS.

7. Shareholders who are unable to attend the Meeting may be represented by their proxies by providing power of attorney and voting electronically through eASY.KSEI (e-proxy and e-vote).
8. The deadline for submitting a declaration of presence electronically or proxy electronically (e-proxy) and voting electronically in the eASY.KSEI application is no later than May 17, 2022 before 12.00 WIB.
9. For shareholders who will attend or provide power of attorney electronically to the Meeting through the eASY.KSEI application, is required to pay attention to the information regarding the mechanism of electronic power of attorney in the process of holding the Meeting provided by KSEI which can be seen on the website <https://access.ksei.co.id/>. In connection with Letter KSEI-4012/DIR/0521 dated May 31, 2021, regarding the Implementation of the e-Proxy Module and e-Voting Module on the eASY.KSEI Application and the Impressions of the General Meeting of Shareholders, KSEI has provided an e-GMS platform for the electronic meeting because the Company can hold the Meeting electronically where the shareholders of the Company can attend the Meeting electronically through the eASY.KSEI application with the link <https://access.ksei.co.id/egken> provided by KSEI.
10. Materials to be discussed at the Annual GMS can be electronically downloaded from the Company's website www.bayan.com.sg.
11. Members of the Board of Directors, Members of the Board of Commissioners and Employees of the Company may act as proxies for shareholders at the Meeting, but the votes they cast as proxies at the Meeting are not counted in the voting.
12. The Company does not provide any consumption and souvenirs to shareholders and their proxies who are physically present at the Meeting.
13. The Company strongly urges all shareholders (i) individuals with Indonesian citizenship, (ii) individuals with foreign nationality and (iii) in the form of legal entities (Indonesian and foreign) to provide power of attorney electronically to an independent party appointed by the Company to represent shareholders. to attend and vote at the Meeting. The independent party appointed by the Company is PT Raya Saham Registra. Guidelines for granting power of attorney electronically to PT Raya Saham Registra via E-Proxy can be accessed via the following link: <https://www.bayan.com.sg/undang-rups> (Indonesian) or <https://www.bayan.com.sg/gms-invitation> (English).

Jakarta, 26 April 2022
PT BAYAN RESOURCES Tbk.
Board of Directors