

**INFORMATION DISCLOSURE TO SHAREHOLDERS OF  
PT SEJAHTERARAYA ANUGRAHJAYA TBK  
IN THE CONTEXT OF CAPITAL INCREASE WITHOUT PRE-EMPTIVE RIGHTS**

THIS INFORMATION DISCLOSURE IS IMPORTANT TO BE CONSIDERED BY THE COMPANY'S SHAREHOLDERS TO MAKE DECISIONS IN CONNECTION WITH THE COMPANY'S PLAN TO INCREASE CAPITAL WITHOUT PRE-EMPTIVE RIGHTS ( "PMTHMETD") TO FULFILL THE PROVISIONS OF OTORITAS JASA KEUANGAN ("OJK") REGULATION NO. 32/POJK.04/2015 REGARDING CAPITAL INCREASE OF PUBLIC COMPANIES BY PROVIDING PRE-EMPTIVE RIGHTS AS AMENDED BY OJK OJK REGULATION NO. 14/POJK.04/2019 REGARDING THE AMENDMENT OF OJK REGULATION NO. 32/POJK.04/2015 REGARDING CAPITAL INCREASE OF PUBLIC COMPANIES BY PROVIDING PRE-EMPTIVE RIGHTS.

IF YOU HAVE ANY DIFFICULTY IN UNDERSTANDING THE INFORMATION CONTAINED IN THIS DISCLOSURE OR ARE IN DOUBT AS TO HOW TO MAKE A DECISION, YOU SHOULD CONSULT A COMPETENT PERSON OR PROFESSIONAL ADVISOR.



**PT SEJAHTERARAYA ANUGRAHJAYA TBK**

**Business activities:**

Private Hospital Activities

**Domiciled in Kota Tangerang, Indonesia**

**Headquarters:**

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## DEFINITIONS AND ABBREVIATIONS

IDX	: Indonesia Stock Exchange.
HPIL	: High Pro Investment Limited.
OJK	: The Indonesian Financial Services Authority ( <i>Otoritas Jasa Keuangan</i> ) which has the functions, duties and powers of regulation, supervision, examination and investigation as stipulated in Law No. 21 of 2011 on the Otoritas Jasa Keuangan, as amended by Law No. 4 of 2023 on Development and Strengthening of Financial Services Sector.
KKS	: PT Karya Kharisma Sentosa, a limited liability company established under and subject to the laws of the Republic of Indonesia, which 99.99% of its shares are owned by the Company.
Company Financial Report	: The Company's consolidated financial statements audited by Public Accounting Firm Amir Abadi Jusuf, Aryanto, Mawar & Rekan for the period ended 31 December 2023.
Mayapada Hospital Bandung	: Mayapada Hospital is located at Jl. Terusan Buah Batu No.5, Batununggal, Bandung Kidul District, Bandung City, West Java.
Mayapada Hospital South Jakarta	: Mayapada Hospital is located at Jl. Lebak Bulus I Kav. 29, West Cilandak, Cilandak District, South Jakarta.
Mayapada Hospital Kuningan	: Mayapada Hospital is located at Jl. H. R. Rasuna Said Blok C Kav.17, Karet Kuningan, Setiabudi District, South Jakarta.
Mayapada Hospital Surabaya	: Mayapada Hospital is located at Jl. Mayjen Sungkono No.16-20, Pakis, Sawahan District, Surabaya City, East Java.
MOLHR	: Minister of Law and Human Rights (formerly known as Minister of Justice of the Republic of Indonesia, Minister of Justice and Human Rights of the Republic of Indonesia, or Minister of Law and Legislation of the Republic of Indonesia).
NKM	: PT Nirmala Kencana Mas, a limited liability company established under and subject to the laws of the Republic of Indonesia, which 99.81% of its shares are owned by the Company.
NSK	: PT Nusa Sejahtera Kharisma, a limited liability company established under and subject to the laws of the Republic of Indonesia, which 99.99% of its shares are owned by the Company.
Regulation 32/2015	: OJK Regulation No. 32/POJK.04/2015 regarding Capital Increase of Public Companies with Pre-emptive Rights as amended by Regulation 14/2019.
Regulation 14/2019	: OJK Regulation No. 14/POJK.04/2019 regarding amendments to Regulation 32/2015.
Regulation 15/2020	: OJK Regulation No. 15/POJK.04/2020 dated 21 April 2020 concerning the Plan for Holding the General Meeting of Shareholders of Public Companies.

Company/SRAJ	: PT Sejahteraraya Anugrahjaya Tbk.
Shareholder Loan Agreement	: Series A Loan Agreement, Series B Loan Agreement, Series C Loan Agreement, Series D Loan Agreement, Series E Loan Agreement and Series F Loan Agreement.
Series A Loan Agreement	: Loan Agreement regarding Loan Facility dated 6 June 2012 jo. Addendum dated 1 April 2013 jo. Addendum of Loan Agreement No. 08/2015 dated 1 June 2015 jo. Addendum to Loan Agreement No. 6/2016 dated 6 June 2016 between SCIC (as the lender) and the Company (as the loan recipient), all privately made and dully stamped.
Series B Loan Agreement	: Loan Agreement on Series B Loan Facility dated 20 June 2016 jo. Addendum dated 2 January 2018 between SCIC (as the lender) and the Company (as the borrower), all privately made and dully stamped.
Series C Loan Agreement	: Loan Agreement on Series C Loan Facility dated 7 April 2017 between SCIC (as lender) and the Company (as borrower), privately made and dully stamped.
Series D Loan Agreement	: Loan Agreement on Series D Loan Facility dated 21 April 2017 jo. Addendum dated 22 April 2019 between SCIC (as the lender) and the Company (as the borrower), privately made and dully stamped.
Series E Loan Agreement	: Loan Agreement on Series E Loan Facility dated 6 September 2017 between SCIC (as lender) and the Company (as borrower), privately made and dully stamped.
Series F Loan Agreement	: Loan Agreement on Loan Facility No. 009/MHG-SRAJ/PKS/IX/2021 dated 21 September 21 between SCIC (as lender) and the Company (as borrower), privately made and dully stamped.
PMTHMETD	: Capital Increase without Pre-emptive Rights in accordance with the provisions of Regulation 32/2015.
GMS	: General Meeting of Shareholders.
Independent GMS	: GMS attended by independent shareholders of the Company in accordance with the provisions of Regulation 15/2020.
SAS	: PT Sejahtera Abadi Solusi, a limited liability company established under and subject to the laws of the Republic of Indonesia, which 99.99% of its shares are owned by the Company.
SCIC	: PT Surya Cipta Inti Cemerlang.
SIS	: PT Sejahtera Inti Sentosa, a limited liability company established under and subject to the laws of the Republic of Indonesia, which is 99.99% owned by the Company.

## INTRODUCTION

This Information Disclosure is made so that shareholders can obtain complete information regarding the PMTHMETD as regulated in Regulation 32/2015. Based on the prevailing laws and regulations, including Regulation 32/2015, as well as the Company's articles of association, the PMTHMETD must first obtain approval from the Company's independent shareholders.

In accordance with the provisions of Regulation 32/2015, the Company submits this Information Disclosure with the intention of providing clear information regarding the PMTHMETD so that the Company's independent shareholders can give their approval at the Company's Independent GMS which is planned to be held on 12 August 2024.

The PMTHMETD will be conducted in accordance with the provisions of the Company's articles of association and prevailing laws and regulations.

## INFORMATION ON CAPITAL INCREASE WITHOUT PRE-EMPTIVE RIGHTS

### A. Reason and Purpose of PMTHMETD

In order to invite strategic investors who are interested in investing their capital in the Company to provide added value to the Company's performance, the Company plans to carry out PMTHMETD in accordance with Article 3 letter b and Article 8C of Regulation 32/2015. In addition, the Company also intends to improve its financial performance by making payments-repayment of the Company's debt to SCIC based on the Company's Shareholders Agreement, as will be described in more detail in this Information Disclosure.

The PMTHMETD is expected to help the development of the Company's business through the construction of several projects such as the expansion of Mayapada Hospital South Jakarta and also the construction of new hospitals such as Mayapada Apollo Batam International Hospital in Batam and Mayapada Hospital Surabaya 2. The PMTHMETD is also expected to improve the Company's capital structure and ease the Company's financial burden, so it is considered the best choice for the Company and all shareholders of the Company. The Company plans to issue up to 1,200,070,544 new shares through the PMTHMETD, which represents up to 10% of the Company's issued and paid-up capital as of the date of this Information Disclosure.

In connection with the above and in accordance with Article 8A of Regulation 32/2015, in conducting PMTHMETD, the Company must first obtain the approval of independent shareholders. The Company plans to hold an Independent GMS on 12 August 2024 and therefore the Company delivers the information as stated in this Information Disclosure so that all independent shareholders of the Company are fully informed about the PMTHMETD plan and approve the plan at the Independent GMS.

### B. Proposed Use of Proceeds from PMTHMETD

Depending on the amount of funds that the Company can obtain from the PMTHMETD, after deducting the costs related to PMTHMETD, the Company plans to use the proceeds from the PMTHMETD for the following purposes:

1. Supporting the funding needs of the Company's future hospital project development, among others:
  - a. The expansion of Mayapada Hospital South Jakarta project with the addition of 100 beds, which is planned to start operating in the second quarter of 2026;
  - b. Development of the Mayapada Apollo Batam International Hospital project with a capacity of 200-250 beds, which is planned to commence operations in 2026; and
  - c. Land purchase and initial construction of the Mayapada Hospital Surabaya 2 project, which is planned to start operating in 2027.
2. Repayment of the Company's debt to SCIC based on the Company's Shareholder Loan Agreement. The history of the Company's Shareholders Agreement is described below:

No.	Loan Agreement	Parties to the Agreement	Description of the Loan Agreement	Outstanding Amount as of the date of this Information Disclosure	Use of Proceeds of the Loan Funds
1.	Series A Loan Agreement	<b>Lenders:</b> SCIC  <b>Borrower:</b> Company	a. <b>Maximum Loan Amount:</b> Rp300,000,000,000  b. <b>Term of Loan:</b> There is no specific term. Repayment of the loan facility will be made at any time in accordance with the Company's financial capabilities.  c. <b>Interest Rate:</b> No interest charged.	Rp294,084,399,800	Financing the construction of Mayapada Hospital South Jakarta by NKM.  The Company disbursed funds from the series A Loan Agreement to NKM through a loan with a maximum loan amount of Rp400,000,000,000 based on the Loan Agreement dated 6 June 2012 as last amended by Addendum to Loan Agreement No. 01/2020 dated 21 December 2020 (" <b>Company-NKM Agreement</b> ").  As of the date of this Information Disclosure, the outstanding principal amount of NKM to the Company under the Company-NKM Agreement amounted to Rp2,236,166,484.
2.	Series B Loan Agreement	<b>Lenders:</b> SCIC  <b>Borrower:</b> Company	a. <b>Maximum Loan Amount:</b> Rp400,000,000,000  b. <b>Term of Loan:</b> There is no specific term. Repayment of the loan facility will be made at any time in accordance with the Company's ability.  c. <b>Interest Rate:</b> No interest charged.	Rp271,010,319,878	Purchase of land and construction cost for the expansion of Mayapada Hospital Surabaya by SAS.  The Company disbursed funds from the series B Loan Agreement to SAS through a loan with a maximum loan amount of Rp 200,000,000,000 based on the Loan Agreement dated 20 June 2016, as lastly amended by Addendum III dated 20 June 2019 (" <b>Company-SAS Agreement</b> ").  As of the date of this Information Disclosure, the outstanding principal amount of SAS to the Company based on the Company-SAS Agreement is Rp177,434,494,329.
3.	Series C Loan Agreement	<b>Lenders:</b> SCIC  <b>Borrower:</b> Company	a. <b>Maximum Loan Amount:</b> Rp150,000,000,000  b. <b>Term of Loan:</b> There is no specific term. Repayment of the loan facility will be made at any time in accordance with the Company's ability.  c. <b>Interest Rate:</b> No interest charged.	Rp150,013,333,342	Purchase of land located in Jakarta Garden City, Jl. Raya Cakung Cilincing KM 0.5, East Jakarta for the purpose of construction of Mayapada hospital by KKS.  The Company disbursed funds from the Series C Loan Agreement to KKS through a loan with a maximum loan amount of Rp150,000,000,000 based on Loan Agreement No. 001/PT-SRAJ/PP/IV-2017 dated 7 April 2017, as amended by Addendum to Loan Agreement dated 2 January 2018 (" <b>Company-KKS Agreement</b> ").  As of the date of this Information Disclosure, the outstanding principal amount of KKS to the Company based on the Company-KKS Agreement is Rp2,000,050,008.
4.	Series D Loan Agreement	<b>Lenders:</b> SCIC  <b>Borrower:</b> Company	a. <b>Maximum Loan Amount:</b> Rp400,000,000,000  b. <b>Term of Loan:</b> There is no specific term. Repayment of the loan facility will be made at any time in accordance with the Company's ability.  c. <b>Interest Rate:</b> No interest charged.	Rp224,240,097,580	Lease payments, building renovations and purchase of <i>medical equipment</i> for the expansion of Mayapada Hospital Kuningan by SIS.  The Company disbursed funds from the Series D Loan Agreement to SIS through a loan with a maximum loan amount of Rp400,000,000,000 based on Loan Agreement No. 002/PT-SRAJ/PP/IV-2017 dated 21 April 2017 as last amended by Addendum II of the Loan Agreement dated 22 April 2019 (" <b>Company-SIS Agreement 1</b> ").

No.	Loan Agreement	Parties to the Agreement	Description of the Loan Agreement	Outstanding Amount as of the date of this Information Disclosure	Use of Proceeds of the Loan Funds
					As at the date of this Information Disclosure, there is no outstanding principal amount owed by SIS to the Company under the Company-SIS 1 Agreement.
5.	Series E Loan Agreement	<b>Lenders:</b> SCIC  <b>Borrower:</b> Company	a. <b>Maximum Loan Amount:</b> Rp125,000,000,000  b. <b>Timeframe:</b> There is no specific term. Repayment of the loan facility will be made at any time in accordance with the Company's ability.  c. <b>Interest Rate:</b> No interest charged.	Rp119,400,238,407	Purchase of a plot of land for the purpose of expansion of Mayapada Hospital Bandung by NSK.  The Company disbursed funds from the Series E Loan Agreement to NSK through a loan with a maximum loan amount of Rp125,000,000,000 based on Loan Agreement No. 003/PT-SRAJ/PP/IX-2017 dated 6 September 2017, as last amended by Addendum II of the Loan Agreement dated 9 September 2019 (" <b>Company-NSK Agreement</b> ").  As at the date of this Information Disclosure, there is no outstanding principal amount owed by NSK to the Company under the Company-NSK Agreement.
6.	Series F Loan Agreement	<b>Lenders:</b> SCIC  <b>Borrower:</b> Company	a. <b>Maximum Loan Amount:</b> Rp450,000,000,000  b. <b>Term:</b> 3 months from the date of the Series F Loan Agreement. If the Company is unable to repay the loan, the term of the Series F Loan Agreement will be extended automatically.  c. <b>Interest Rate:</b> No interest charged.	Rp445,000,000,000	Repayment of the Company and NKM loans to PT Bank Negara Indonesia (Persero) Tbk (" <b>Bank BNI</b> ") based on:  (i) Deed of Credit Agreement No. 18 dated 9 June 2020, between Bank BNI as creditor and the Company as debtor; (ii) Deed of Credit No. 30 dated 28 July 2020, between Bank BNI as creditor and SIS as debtor; (iii) Deed of Credit No. 31 dated 28 July 2020, between Bank BNI as creditor and SIS as debtor;  all of which made before Wenda Taurusita Amidjaja S.H., Notary in Jakarta.  The Company disbursed part of the funds from the Series F Loan Agreement to SIS through a loan with a maximum loan amount of Rp255,000,000,000 based on Loan Agreement No. 009/MHG-SRAJ/PKS/IX/2021 dated 30 September 2021 (" <b>Company-SIS Agreement 2</b> "). As of the date of this Information Disclosure, there is no outstanding principal amount owed by SIS to the Company under the Company-SIS Agreement 2.

Affiliation relationship between the Company and SCIC:

- (i) **Control Relationship:** SCIC is the controlling shareholder of the Company.
- (ii) **Management or Supervisory Relationship:**

No.	Name	Title	
		Company	SCIC
1.	Grace Dewi Riady	President Director	Commissioner
2.	Jane Dewi Tahir	Director	-
3.	Jon Lie Sarpin	Director	-
4.	Jonathan Tahir	President Commissioner	Director

No.	Name	Title	
		Company	SCIC
5.	H.R. Agung Laksono (H. Raden Agung Laksono)	Commissioner	-
6.	Daniel Tjen (Major General Ret. Daniel Tjen)	Commissioner	-
7.	drg. Melanie Hendriaty, S.Ms.	Independent Commissioner	-
8.	Dr. A. Indrajana Soediono	Independent Commissioner	-

The Company hereby informs that the realization of the proposed use of funds (including the allocation of proceeds from the implementation of PMTHMETD) mentioned is remain subject to changes depending on the priority of the Company's funding needs at the time of PMTHMETD and the amount of funds that can be received by the Company from the implementation of PMTHMETD.

### C. PMTHMETD Exercise Price

In accordance with Number V.1.1 of the Amendment to Regulation No. I-A regarding the Listing of Shares and Equity Securities Other than Shares Issued by Listed Companies (Attachment to the Decree of the IDX Board of Directors No. KEP-00101/BEI/12-2021 dated 21 December 2021), the exercise price of PMTHMETD shares is at least 90% of the average closing price of 25 consecutive trading days in the regular market before the date of application for listing of additional shares resulting from the PMTHMETD.

### D. Capital Structure and Composition of the Company's Share Ownership Before and After the Implementation of PMTHMETD

The following table shows the Company's capital structure before and after the PMTHMETD.

The Company's capital structure prior to the PMTHMETD is based on Deed of Meeting Resolution No. 54 dated 22 September 2020, made before Recky Francky Limpele, S.H., M.Kn., Notary in Jakarta Pusat which has been notified to the MOLHR based on Notification Receipt of Amendment to the Company's Articles of Association No. AHU-AH.01.03-0391164 dated 25 September 2020 ("**Deed 54/2020**"), Deed of Meeting Resolution No. 40 dated 18 February 2021, made before Recky Francky Limpele, S.H., M.Kn., Notary in Jakarta Pusat which has been approved by the MOLHR based on Letter of Approval of Amendments to the Company's Articles of Association No. AHU-0010445.AH.01.02 of 2021 dated 18 February 2021 ("**Deed 40/2021**") and the Company's Register of Shareholders of June 2024 issued by Ficomindo Buana Registrar as the Company's Securities Administration Bureau.

Shareholder Structure	Before PMTHMETD Implementation			After PMTHMETD Implementation		
	Nominal value Rp100 per share			Nominal value Rp100 per share		
	Number of Shares	Nominal Value (Rp)	(%)	Number of Shares	Nominal Value (Rp)	(%)
<b>Authorized Capital</b>	<b>48,000,000,000</b>	<b>4,800,000,000,000</b>	-	<b>48,000,000,000</b>	<b>4,800,000,000,000</b>	-
<b>Issued and Paid-up Capital</b>						
SCIC	7,199,214,743	719,921,474,300	59,99	7,199,214,743	719,921,474,300	54,54
HPIL	2,179,993,002	217,999,300,200	18,17	2,179,993,002	217,999,300,200	16,51
Wing Harvest Ltd	1,275,665,754	127,566,575,400	10,63	1,275,665,754	127,566,575,400	9,66
Dato'Sri Prof. DR Tahir MBA	2,500,000	250,000,000	0,02	2,500,000	250,000,000	0,02
Jane Dewi Tahir	50,000,000	5,000,000,000	0,42	50,000,000	5,000,000,000	0,38
Jonathan Tahir	58,252,800	5,825,280,000	0,49	58,252,800	5,825,280,000	0,44
Community	1,235,079,146	123,507,914,600	10,28	1,235,079,146	123,507,914,600	9,36
Investor	-	-	-	1,200,070,544	120,007,054,400	9,09
<b>Total</b>	<b>12,000,705,445</b>	<b>1,200,070,544,500</b>	<b>100,00</b>	<b>13,200,775,989</b>	<b>1,320,077,598,900</b>	<b>100,00</b>
<b>Shares in Portepel</b>	<b>35,999,294,555</b>	<b>3,599,929,455,500</b>	-	<b>34,799,224,011</b>	<b>3,479,922,401,100</b>	-

The shares to be issued in connection with the implementation of PMTHMETD have the same rights, position and degree in all respects as the fully paid-up shares in the Company, including the right to dividends and the right to vote in the GMS and other corporate actions to be carried out by the Company. All shares resulting from the PMTHMETD will be new shares that will be issued from the Company's portfolio and will be listed on the IDX.

#### E. Estimated Schedule of PMTHMETD

The implementation of PMTHMETD will be carried out after obtaining the approval of independent shareholders in the Independent GMS which will be held on 12 August 2024. In accordance with the provisions of Regulation 32/2015 and taking into account the Company's capital needs, the PMTHMETD can be implemented no later than 2 years from the date of obtaining the Independent GMS approval for the PMTHMETD.

#### F. Impact of PMTHMETD on the Company's Shareholders

As a result of the issuance of new shares through PMTHMETD, the number of shares issued by the Company will increase. Furthermore, as a result of the increase in the number of shares issued by the Company in the PMTHMETD, the percentage of share ownership of each shareholder of the Company will decrease (dilution) by a maximum of 9.09%, where the dilution calculation is stated in the table of Capital Structure and Composition of Share Ownership of the Company Before and After the Implementation of PMTHMETD above.

Basically, other than the decrease (dilution) as described above, the PMTHMETD does not result in any other impact on the shareholders of the Company.

#### G. Description of Prospective Investor

As of the date of this Information Disclosure, there is no definitive prospective investor who will take part in the new shares to be issued by the Company in the framework of this PMTHMETD.

#### H. Management Discussion and Analysis of the Company's Financial Condition Before and After PMTHMETD

In general, the PMTHMETD plan will directly impact the capital structure and liquidity of the Company's shares. In connection with the PMTHMETD, the Company's total equity and total cash and cash equivalents will increase with the proceeds from the PMTHMETD.

The pro forma analysis and discussion of the Company's financial condition set out below has been prepared using the following assumptions:

- Closing share price on 28 June 2024: Rp2,290 (two thousand two hundred ninety Rupiah).
- The number of new shares of the Company is assumed to be 1,200,070,544 shares (one billion two hundred million seventy thousand five hundred forty-four shares).

Financial Position (unless otherwise specified, in millions Rupiah)	Prior to the PMTHMETD based on the Company's Financial Statements	After PMTHMETD Implementation
Total current assets	998,249	3,746,411
<b>Total assets</b>	<b>5,606,291</b>	<b>8,354,453</b>
Total liabilities	3,748,834	3,748,834
<b>Total equity</b>	<b>1,857,457</b>	<b>4,605,619</b>
<b>Total liabilities and equity</b>	<b>5,606,291</b>	<b>8,354,453</b>
<b>Financial ratios</b>		
Total liabilities / Total equity (X)	2,0	0,8
Total liabilities / Total assets (X)	0,7	0,4



Financial Position (unless otherwise specified, in millions Rupiah)	Prior to the PMTHMETD based on the Company's Financial Statements	After PMTHMETD Implementation
Total current assets / Total current liabilities (X)	0,5	1,8

## INFORMATION ABOUT THE COMPANY

### A. Brief History of the Company

The Company was established under the name of Sejahtera Raya Anugrah as evident in the Deed of Limited Liability Company Sejahtera Raya Anugrah No. 210 dated May 20, 1991 and then changed its name to Sejahteraraya Anugrahjaya based on the Deed of Amendment of Sejahteraraya Anugrahjaya No. 200, dated December 11, 1992, both of which were made before Misahardi Wilamarta, S.H., Notary in Jakarta, and has been ratified by Decree of the Minister of Justice of the Republic of Indonesia No. C2-3786.HT.01.01.Th.93 dated May 26, 1993, which has been registered in the register at the Central Jakarta District Court Office on October 25, 1994 under No. 2072/1994, and announced in the State Gazette of the Republic of Indonesia No. 104 dated December 31, 1994, Supplement No. 10967.

The latest amendment to the Company's Articles of Association is as set forth in the Deed of Minutes of Extraordinary General Meeting of Shareholders No. 98 dated 17 December 2021 made by Buntario Tigris, S.H., Notary in Central Jakarta ("**Deed 98/2021**"). Deed 98/2021 (i) has been notified to the MOLHR based on Notification Receipt of Amendment to the Company's Articles of Association No. AHU-0001071.AH.01.02.Tahun 2022 dated 6 January 2022, (ii) has been notified to the MOLHR based on Notification Receipt of Amendment to Company's Data No. AH.01.03-0009900 dated 6 January 2022, and (iii) registered in the Register of Companies at MOLHR under No. AHU-0002982.AH.01.11.Tahun 2022 dated 6 January 2022. Based on Deed 98/2021, the Company's shareholders have approved, among others (i) changes in the composition of the Company's management and (ii) adjustments regarding the Company's purpose and objectives and business activities with the Central Bureau of Statistics Regulation Number 2 of 2020 concerning Indonesian Standard Industrial Classification.

Based on the resolution of the Company's GMS held on 21 June 2024 as set forth in Letter No. 055/CN/NOT/VI/2024 dated 21 June 2024 issued by Buntario Tigris, S.H., Notary in Central Jakarta ("**Notary Letter**"), the shareholders of the Company have approved the amendment to the provisions of Article 34 of the Company's articles of association in relation to the provisions of the Board of Commissioners Meeting. Up to the date of this Information Disclosure, this decision is still in the process of preparation of a deed to be subsequently reported to the MOLHR.

### B. Capital Structure and Shareholding

As of the date of this Information Disclosure, the Company's capital structure and share ownership composition are based on Deed 54/2020, Deed 41/2021 and the Company's Shareholders Register of June 2024 issued by Ficomindo Buana Registrar as the Company's Securities Administration Bureau, as follows:

Description	Nominal value Rp100 per share		
	Number of Shares	Nominal Value (Rp)	(%)
<b>Authorized Capital</b>	<b>48,000,000,000</b>	<b>4,800,000,000,000</b>	-
SCIC	7,199,214,743	719,921,474,300	59,99
HPIL	2,179,993,002	217,999,300,200	18,17
Wing Harvest Ltd	1,275,665,754	127,566,575,400	10,63
Dato'Sri Prof. DR Tahir MBA	2,500,000	250,000,000	0,02
Jane Dewi Tahir	50,000,000	5,000,000,000	0,42
Jonathan Tahir	58,252,800	5,825,280,000	0,49

Description	Nominal value Rp100 per share		
	Number of Shares	Nominal Value (Rp)	(%)
Community	1,235,079,146	123,507,914,600	10,28
<b>Total</b>	<b>12,000,705,445</b>	<b>1,200,070,544,500</b>	<b>100,00</b>
<b>Shares in Portepel</b>	<b>35,999,294,555</b>	<b>3,599,929,455,500</b>	-

### C. Composition of Management and Supervisory

Based on the resolution of the Company's GMS held on 21 June 2024 as set forth in a Notarial Certificate, the composition of the Company's Board of Directors and Board of Commissioners as of the date of this Information Disclosure is as follows:

#### Board of Commissioners

President Commissioner : Jonathan Tahir  
 Commissioner : H.R. Agung Laksono (H. Raden Agung Laksono)  
 Commissioner : Daniel Tjen (Major General Ret. Daniel Tjen)  
 Independent Commissioner : drg. Melanie Hendriaty, S.Ms)  
 Independent Commissioner : Dr. A. Indrajana Soediono

#### Board of Directors

President Director : Grace Dewi Riady  
 Director : Jane Dewi Tahir  
 Director : Jon Lie Sarpin

Up to the date of this Information Disclosure, the resolution of the GMS on 21 June 2024 is still in the process of preparation of deed to be subsequently reported to the MOLHR.

### D. Business Activities

The main business activity of the Company at the time of this Information Disclosure is private hospital activities where the Company, among others, can carry out health care activities and physical treatment, both for outpatient care and hospitalization (opname), which is carried out by private general hospitals, private maternity homes, private special hospitals.

## GENERAL MEETING OF INDEPENDENT SHAREHOLDERS

To obtain approval from independent shareholders for the proposed PMTHMETD as required under Regulation 32/2015, the Company will hold an Independent GMS on Monday, 12 August 2024.

The quorum requirement of the Independent GMS to approve the PMTHMETD as required under Article 8A Regulation 32/2015 is as follows:

- GMS is valid and may adopt valid and binding resolutions if attended by more than 1/2 (one-half) of the total number of shares with valid voting rights owned by independent shareholders and shareholders who are not affiliated with the Company, members of the board of directors, members of the board of commissioners, substantial shareholders, or controllers.
- GMS resolutions are valid if approved by more than 1/2 (one-half) of the total number of shares with valid voting rights owned by independent shareholders and shareholders who are not affiliated with the Company, members of the board of directors, members of the board of commissioners, substantial shareholders, or controllers.

3. In the event that the attendance quorum at the first GMS is not achieved, the second GMS can be held if the GMS is attended by more than 1/2 (one-half) of the total number of shares with valid voting rights owned by independent shareholders and shareholders who are not affiliated with the Company, members of the board of directors, members of the board of commissioners, substantial shareholders, or controllers.
4. The resolution of the second GMS shall be valid if approved by more than 1/2 (one-half) of the total number of shares with valid voting rights owned by independent shareholders and shareholders who are not affiliated parties of the Company, members of the board of directors, members of the board of commissioners, substantial shareholders, or controllers present at the GMS.
5. In the event that the attendance quorum at the second GMS is not achieved, the third GMS may be held provided that the third GMS is valid and entitled to adopt resolutions if attended by independent shareholders and shareholders who are not affiliated parties of the Company, members of the Board of Directors, members of the Board of Commissioners, substantial shareholders, or controllers of shares with valid voting rights in the attendance quorum determined by [ojk-OJK](#) at the request of the Company.
6. Resolutions of the third GMS are valid if approved by independent shareholders and shareholders who are not affiliated parties of the Company, members of the board of directors, members of the board of commissioners, substantial shareholders, or controllers representing more than 50% (fifty percent) of the shares owned by independent shareholders and shareholders who are not affiliated parties of the Company, members of the board of directors, members of the board of commissioners, substantial shareholders, or controllers who attend the GMS.

The announcement and invitation of the GMS were announced on the Company's website, IDX website and eASY.KSEI website on 4 July 2024 and 19 July 2024, respectively.

#### **STATEMENT OF THE COMPANY'S BOARD OF DIRECTORS AND BOARD OF COMMISSIONERS**

This Information Disclosure and the opinions expressed in this Information Disclosure are fair and correct. The Board of Commissioners and Board of Directors of the Company after conducting a reasonable assessment, confirm that there are no important and relevant facts that are not stated which may cause the information or material facts in this Information Disclosure to be untrue and/or misleading.

#### **ADDITIONAL INFORMATION**

Shareholders who wish to obtain other information in connection with the PMTHMETD, may contact the Company on business days, by showing proof of share ownership and identity card through the following address:

**PT Sejahteraraya Anugrahjaya Tbk**  
Honoris Raya Kav. 6  
Modern City (Modernland)  
Kota Tangerang 15117 - Indonesia  
Phone: (021) 557 81888, Email: [corporate.secretary@mayapadahospital.com](mailto:corporate.secretary@mayapadahospital.com)  
Up. Corporate Secretary