# ANNOUNCEMENT OF IMPLEMENTATION PLAN OF BONUS SHARE DISTRIBUTION PT IMPACK PRATAMA INDUSTRI TBK

THIS INFORMATION DISCLOSURE WAS MADE AND AIMED IN COMPLIANCE WITH REGULATION OF THE FINANCIAL SERVICES AUTHORITY ("OJK") NUMBER 27/POJK.04/2020 DATED 23 APRIL 2020 CONCERNING BONUS SHARES ("POJK NO. 27/2020").



#### PT IMPACK PRATAMA INDUSTRI TBK

#### Line of Business:

Manufacturer and distributor of building materials and plastic goods, as well as real estate through investments in Subsidiaries

#### **Head Office:**

Altira Office Tower Floor 38 Altira Business Park
Jl. Yos Sudarso No. 85, Sunter Jaya, Tanjung Priok
North Jakarta 14350
Telp. (021) 2188 2000 Faks. (021) 2188 2003

Email: corporate.secretary@impack-pratama.com

Website: www.impack-pratama.com

APPROVAL FOR THE DISTRIBUTION OF THE BONUS SHARE WILL BE CONDUCTED AT AN EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS ("EGMS") WHICH IS PUBLISHED ON THE COMPANY'S WEBSITE WWW.IMPACK-PRATAMA.COM, SARANA INTEGRATED ELECTRONIC REPORTING OF ISSUERS AND PUBLIC COMPANIES (OJK-IDX E-REPORTING) AND THE ELECTRONIC GENERAL MEETING SYSTEM SERVICES (EASY KSEI).



#### I. IMPORTANT DATES RELATED TO THE DISTRIBUTION OF BONUS SHARE

With reference to the Financial Services Authority Regulation No.27/POJK.04/2020 dated 22 April 2020 concerning Bonus Shares ("POJK No. 27/2020"), together with this the Company's Directors plan to distribute bonus shares on 6 July 2023 which comes from the capitalization of Share Agio, which will be distributed to all shareholders of the Company in proportion to the number of shareholdings in the Company.

The following are important dates related to the Distribution of Bonus Shares:

NO	INFORMATION	DATE
1.	Notification of EGMS Agenda to OJK	17 April 2023
2.	Announcement of EGMS	2 May 2023
3.	EGMS Recording Date	16 May 2023
4.	EGMS Invitation	17 May 2023
5.	Implementation of EGMS	8 June 2023
6.	Announcement of Summary of Minutes of EGMS Results	9 June 2023
7.	Announcement of the Exchange concerning the schedule for the distribution of Bonus Shares	9 June 2023
8.	Recording date of those entitled to receive Bonus Shares	20 June 2023
9.	Application for listing of additional shares originating from Bonus Shares	27 June 2023
10.	Distribution of Bonus Shares	6 July 2023
11.	Submission of the results of the audit report on the distribution of Bonus Shares that have been examined by a Public Accountant	20 July 2023

#### **II. GENERAL**

#### A. BRIEF HISTORY OF THE COMPANY

The company was founded in Jakarta under the name PT Impack Pratama Industries Co. Ltd based on Deed of Establishment No. 55, dated January 26, 1981, made before Abdul Latief, Notary in Jakarta. The deed was approved by the Minister of Justice of the Republic of Indonesia based on Decree No. Y.A.5/179/4 dated 26 August 1981. The Company's Articles of Association have been amended several times, most recently by the Deed of Statement of Meeting Resolutions No. 170 dated 29 June 2020 which was received and recorded by the Minister of Law and Human Rights through his letter No. AHU-AH.01.03-0309067 dated 27 July 2020 concerning Acceptance of Notification of Amendments to the Company's Articles of Association and contained in the Register of Companies No. AHU-0121057.AH.01.11 of 2020 dated 27 July 2020, relating to the Deed of Statement of



Meeting Resolutions No. 146 dated 17 November 2022 which was received and recorded by the Minister of Law and Human Rights through his letter No. AHU-AH.01.03-0314529 dated 17 November 2022 concerning Acceptance of Notification of Amendments to the Company's Articles of Association and contained in the Company Register No. AHU-0231329.AH.01.11 Year 2022 November 17, 2022.

#### **B. CAPITAL STRUCTURE**

Based on the Register of Shareholders issued by PT Sharestar Indonesia as the Company's Securities Administration Bureau, it is known that the Company's shareholders as of December 31, 2022 are:

		Nominal Value of IDR 10 per share	
	Number of	Total Nominal (Rp)	Persentase
	Shares		
Authorized capital	17.000.000.000	170.000.000.000	
Issued & Paid-up Capital			
PT Harimas Tunggal Perkasa	2.148.419.500	21.484.195.000	43,55
PT Tunggal Jaya Investama	2.161.352.954	21.613.529.540	43,81
Haryanto Tjiptodihardjo	56.478.000	564.780.000	1,14
Public (less than 5%)	567.249.546	5.672.495.460	11,50
Total	4.933.500.000	49.335.000.000	100,00
Shares in Portfolio	12.066.500.000	120.665.000.000	

## C. SUPERVISION AND MANAGEMENT

Based on the Deed of Statement of Meeting Resolutions No. 50 dated 8 June 2022 which was received and recorded by the Minister of Law and Human Rights through his letter No. AHU-AH.01.09-0022713 dated 16 June 2022 concerning Receipt of Notification of Company Data Changes and contained in Company Register No. AHU-0113140.AH.01.11.TAHUN 2022 dated 16 June 2022, the composition of the Company's Board of Directors and Board of Commissioners is as follows:

#### **Board of Commissioners:**

President Commissioner : Handojo Tjiptodihardjo

Commissioner : Lindawati

Independent Commissioner : Kelvin Choon Jhen Lee

#### **Board of Directors:**

President Director : Haryanto Tjiptodihardjo Director : David Herman Liasdanu

Director : Janto Salim

Director : Lisan

Director : Sugiarto Romeli
Director : Wira Yuwana
Director : Phillip Tjipto



#### D. SUMMARY OF IMPORTANT FINANCIAL DATA OF THE COMPANY

Consolidated Financial Statements for the financial year ended on December 31, 2022 and December 31, 2021 which have been audited by the Gani Sigiro & Handayani Public Accounting Firm.

#### Consolidated Statement of Financial Position

Description	2022	2021*)
Total Assets	3.435.476	2.858.166
Total Liabilities	1.210.746	1.169.804
Total Equity	2.224.730	1.688.362
Total Liabilities& Equity	3.435.476	2.858.166

<sup>\*)</sup> Restated

# **Consolidated Statement of Profit or Loss and Other Comprehensive Income**

Description	2022	2021*)
Net Revenue	2.808.699	2.227.367
Cost of Revenue	(1.829.933)	(1.427.552)
Gross profit	978.765	799.815
Profit before tax	414.206	254.900
Tax expense	(101.704)	(66.288)
Net Income for the Year	312.502	188.612
Current Year's Other Comprehensive	5.559	22.750
Income After Tax		
Total Comprehensive Income for the	318.061	211.362
Year		
Profit for the Year Attributable to:		
Parent Entity Owner	307.415	192.070
Non-controlling interests	5.087	(3.458)
Comprehensive Income for the Year		
Attributable to:		
Parent Entity Owner	312.899	213.679
Non-controlling interests	5.162	(2.318)
Basic Earnings Per Share	63,43	39,74

<sup>\*)</sup> Restated



#### **III. BONUS SHARE DISTRIBUTION PLAN**

The Company plans to propose to the Shareholders through the Extraordinary General Meeting of Shareholders which will be held on 8 June 2023 to carry out the distribution of Bonus Shares through the capitalization of Share Agio which is recorded as of 31 December 2022.

#### A. BACKGROUND OF THE BONUS SHARE DISTRIBUTION PLAN

As regulated in POJK No. 27/2020 concerning Bonus Shares, the distribution of Bonus Shares must comply with the following rules:

- 1. Companies that will distribute Bonus Shares must submit information regarding the distribution of Bonus Shares to the Financial Services Authority no later than the EGMS notification.
- 2. Information regarding the distribution of Bonus Shares must be announced to the public no later than the announcement of the EGMS.
- 3. The number of shares distributed for Bonus Shares which are not Share Dividends is determined based on the nominal value of the shares.
- 4. The company that will carry out the distribution of Bonus Shares must include the origin of the Bonus Shares in the latest annual financial report that has been audited by a Public Accountant.
- 5. The Company is required to distribute the Bonus Shares to the entitled shareholders no later than 30 (thirty) days after the announcement of the summary of the minutes of the Extraordinary General Meeting of Shareholders which decides the distribution of the Bonus Shares.
- 6. The company is required to submit to the Financial Services Authority a report on the distribution of bonus shares that has been examined by a public accountant. The report is submitted no later than 14 (fourteen) days after the distribution of the Bonus Shares.

#### **B. BENEFITS OF BONUS SHARE DISTRIBUTION**

The implementation of the distribution of Bonus Shares aims to strengthen the Company's capital structure and increase the number of outstanding Company shares. In addition, the Company's efforts to make adjustments to paid-in capital as required by laws and regulations.

## IV. INFORMATION CONCERNING THE BONUS SHARE DISTRIBUTION PLAN

At the Company's Extraordinary General Meeting of Shareholders which will be held on June 8, 2023, the Company proposes to distribute Bonus Shares with the following details:



	31 December 2022		Duice new	
Description	Recorded Amount (Rp)	Shared amount (Rp)	Price per share (Rp)	Ratio Plan
Bonus Shares originating from Share Agio Capitalization as of December 31, 2022	499.673.447.818	493.350.000.000	10	1:10

#### A. TOTAL AGIO OF THE COMPANY'S SHARE AS OF DECEMBER 31, 2022

In accordance with the Consolidated Financial Statements for the years ended December 31, 2022 and 2021 which have been audited by the Public Accounting Firm Gani Sigiro & Handayani with a fair opinion in all material respects according to Report Number 00075/2.0959/AU.1/04/ 0266-3/1/III/2023 dated 29 March 2023, the amount of Share Agio as of 31 December 2022 was IDR 499,673,447,818

#### B. TOTAL AGIO SHARES PROPOSED TO DISTRIBUTE AS BONUS SHARES

In accordance with Article 11 POJK No. 27/2020, the distribution of Bonus Shares must include the origin of the Bonus Shares in the latest annual financial report that has been audited by a Public Accountant. Based on the 2022 Financial Report, it is known that the Company has a Share Agio of IDR 499,673,447,818.

Thus, the Board of Directors will propose to distribute Bonus Shares originating from the capitalization of Share Agio in the amount of IDR 493,350,000,000.

#### C. RATIO OF THE DISTRIBUTION OF BONUS SHARES FROM SHARES AGIO

Considering the nominal value of the Company's shares of IDR 10 per share, it will be proposed to issue Bonus Shares originating from the Capitalization of Share Agio to be issued with the ratio that each holder of 1 (one) old share will receive 10 (ten) bonus shares and the bonus shares will be converted into new shares to be issued from the portfolio of shares in the Company.

Thus, if the proposal for the distribution of Bonus Shares originating from Agio Shares as of December 31, 2022 obtains approval from the EGMS, then 1 (one) of the Company's shares recorded on the date of determining the List of Shareholders entitled to Bonus Shares (recording date), will receive 10 (ten) Bonus Shares on the Bonus Shares distribution date.

#### D. BASIS FOR DETERMINING THE PRICE OF BONUS SHARES FROM AGIO SHARES

The price fixing basis used as the basis for the distribution of Bonus Shares refers to the provisions in Article 9 of POJK No. 27/2020 which states that the number of shares



distributed in the context of Bonus Shares which are not stock dividends is determined based on the nominal value of the shares.

Taking into account the current nominal value of the Company's shares, and the maximum amount of Share Agio to be capitalized as well as the estimated share ratio, the number of new shares to be issued from the portfolio as Bonus Shares originating from the proposed capitalization of Share Agio is 49,335,000,000 ordinary shares with a nominal value of face value of IDR 493,350,000,000.

# E. EFFECT OF BONUS SHARE DISTRIBUTION ON COMPANY, SHAREHOLDERS INVESTMENT VALUE AND COMPANY SHARE PRICE

- 1. Distribution of Bonus Shares originating from the capitalization of Share Agio is not a Share Dividend, so the distribution of Bonus Shares is not an indication of the Company's ability to generate profits.
- 2. Distribution of Bonus Shares is carried out proportionally to all shareholders of the Company in accordance with their ownership, as well as the investment of the Company's shareholders both before and after the distribution of Bonus Shares is the same.
- 3. Issuance of Bonus Shares originating from the capitalization of the Company's Agio Shares will be issued using the nominal value of the Company's shares of IDR 10 (ten rupiah) per share, thus after the date of determining the List of Shareholders (recording date) entitled to Bonus Shares, the market price per unit share Companies on the Indonesia Stock Exchange can be affected in proportion to the bonus shares distribution ratio.
- 4. With the distribution of the Bonus Shares, the number of the Company's shares on the market will increase followed by an adjustment to the Company's share price after the distribution of the Bonus Shares, thus it is hoped that the distribution of the Company's shares will be more evenly distributed in the community and the Company's shares will become more liquid and better reflect the Company's performance.

#### V. TAX TREATMENT OF THE BONUS SHARES

Tax on bonus shares will be treated in accordance with applicable tax provisions in Indonesia.

# VI. PROCEDURE AND PROCEDURES FOR THE DISTRIBUTION OF BONUS SHARE

In the EGMS approving the proposal for the distribution of Bonus Shares originating from the capitalization of the Agio Shares, the implementation of the distribution of bonus shares will be carried out with the following procedures and procedures:

#### A. ELIGIBLE SHAREHOLDERS

Shareholders who are entitled to receive Bonus Shares are shareholders who are registered in the Company's Register of Shareholders on 20 June 2023 (Recording Date).

#### B. RASIO PEMBAGIAN SAHAM BONUS B. BONUS SHARE DISTRIBUTION RATIO



Every ownership of 1 (one) share by a shareholder recorded on June 20, 2023 (Recording Date) will receive 10 (ten) Bonus Shares from Share Agio. Bonus Shares are Named Ordinary Shares that will be issued from the Company's share portfolio with a nominal value of IDR 10 per share.

# C. ROUNDING

If the Shareholders receive Bonus Shares in fractional form (does not reach one share), they will be rounded down, either for fractions that are more or less than half (> 0.5 or <0.5), and such fractions will not be issued.

#### D. DISTRIBUTION OF BONUS SHARES

- 1. For Shareholders whose shares are included in collective custody PT Kustodian Sentral Efek Indonesia (KSEI), Bonus Shares will be distributed through securities accounts in sub accounts in the name of Shareholders on July 6, 2023.
- 2. For Shareholders whose shares are still in script form, Shareholders can take Bonus Shares from 6 July 2023 through the Company's Securities Administration Bureau, namely:

Securities Administration Bureau
PT Sharestar Indonesia
Address:
SOPO DEL Office Tower
Tower B Lantai 18
Jl. Mega Kuningan Barat III, Lot 10.1-6
Kawasan Mega Kuningan
Jakarta Selatan

By bringing the following documents:

For individuals:

Original identity card (KTP) that is still valid.
 If authorized, you must bring the original power of attorney signed on a stamp duty by attaching a copy of the attorney's valid proof of identity and bring the original valid proof of identity belonging to the attorney.

For Legal Entities:

- Copy of Deed of Articles of Association
- Copy of Deed of Last Management Composition

#### VII. EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

To comply with the provisions in the Company's Articles of Association and POJK 27/2020, the Company has informed the plan for the distribution of Bonus Shares originating from the capitalization of Share Agio to the Financial Services Authority through a notification letter



regarding the Plan for an Extraordinary General Meeting of Shareholders as stated in Letter Number 23/IP-CORSEC /IV/2023 April 17, 2023.

In accordance with the provisions of the applicable laws and regulations, the implementation of the distribution of Bonus Shares as disclosed in this Disclosure of Information will require approval from the Company's shareholders at the Company's EGMS which will be held on:

Day/Date : Thursday, 8 June 2023 Time : 10.30 WIB - finished

Venue : Banking Hall – south side of Altira Office Tower Jl. Yos Sudarso Kav. 85

#### With one of the meeting agendas:

Approval of the increase in the issued and paid-up capital of the Company followed by the issuance of new shares taken from the Company's portfolio through Bonus Shares originating from the capitalization of Agio Shares as of December 31, 2022 while taking into account the provisions based on POJK No. 27/2020.

The announcement of the EGMS was published on the Integrated Electronic Reporting Facility website for Issuers and Public Companies (OJK-IDX e-reporting) on 2 May 2023 and the Invitation for the EGMS will be published on 17 May 2023.

Shareholders whose shares are in KSEI's collective custody and intending to attend the EGMS can register themselves through stock exchange members or custodian banks holding securities accounts at KSEI to obtain a Written Confirmation for the EGMS (KTUR).

The EGMS quorum is more than 1/2 (one half) of all shares issued and fully paid up by the Company and must be approved by more than 1/2 (one half) of the Shareholders who vote legally at the EGMS.

#### **VIII. STATEMENT OF THE BOARD OF COMMISSIONERS AND DIRECTORS**

The Board of Commissioners and the Board of Directors of the Company both individually and jointly, are fully responsible for the completeness and correctness of the information presented in this Disclosure of Information and confirm that they have conducted sufficient research and examination and to the extent that is known and believed to confirm that the information contained in This Disclosure of Information is true and there is nothing hidden or not disclosed that could make or cause material information or facts in this announcement to be untrue and/or misleading.

#### VIII. ADDITIONAL INFORMATION

If the Company's Shareholders require further information, they can contact the Company every working day Monday to Friday from 09.00 to 15.00 WIB, to the address below:



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Altira Business Park
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Website: www.impack-pratama.com

Jakarta, 2 May 2023

PT Impack Pratama Industri Tbk

Board of Directors