



**RINGKASAN RISALAH
RAPAT UMUM PEMEGANG SAHAM TAHUNAN TAHUN BUKU 2023
PT JHONLIN AGRO RAYA Tbk,**

Direksi PT JHONLIN AGRO RAYA Tbk (untuk selanjutnya disebut "Perseroan") berkedudukan di Kabupaten Tanah Bumbu, dengan ini memberitahukan bahwa telah diselenggarakan Rapat Umum Pemegang Saham Tahunan Tahun Buku 2023 (untuk selanjutnya disebut "Rapat") pada :

Hari , Tanggal : Selasa, 25 Juni 2024
Waktu : 10.21 WITA s/d 10.56 WITA
Tempat : Ruang Rapat Jhonlin Tower Jl. Kodeco Km 1, Desa Gunung Antasari,
Kec. Simpang Empat, Kabupaten Tanah Bumbu, Provinsi Kalimantan Selatan

Rapat dipimpin oleh seorang yang ditunjuk oleh Dewan Komisaris Perseroan yaitu Bapak Usman Aji Purnomo selaku Komisaris Independen Perseroan dan dihadiri oleh anggota Dewan Komisaris dan Direksi Perseroan sebagai berikut :

Dewan Komisaris :

-Komisaris Independen : Bapak Usman Aji Purnomo;

Direksi :

-Direktur Utama : Bapak Ir. Indra Irawan;
-Direktur Keuangan : Bapak Temmy Iskandar;

serta Pemegang Saham dan Kuasa Wakil Pemegang Saham baik yang hadir secara fisik maupun secara elektronik melalui Electronic General Meeting System Kustodian Sentral Efek Indonesia (untuk selanjutnya disebut "eASY.KSEI") yang seluruhnya mewakili 8.191.678.850 saham dengan suara yang sah atau sama dengan 88,74% dari 9.230.665.050 saham yang merupakan seluruh saham yang telah ditempatkan dan dikeluarkan Perseroan sampai dengan tanggal hari Rapat, dengan memperhatikan Daftar Pemegang Saham Perseroan per tanggal 31 Mei 2024 sampai dengan pukul 16.00 WIB.

Mata Acara Rapat :

Rapat diselenggarakan dengan Mata Acara sebagai berikut :

1. Persetujuan Laporan Direksi dan Laporan Tugas Pengawasan Dewan Komisaris mengenai keadaan jalannya usaha Perseroan untuk tahun buku yang berakhir pada tanggal 31 Desember 2023;





2. Persetujuan Laporan Tahunan dan Pengesahan Laporan Keuangan Audit Perseroan untuk tahun buku yang berakhir pada tanggal 31 Desember 2023 serta memberikan pembebasan tanggung jawab sepenuhnya (acquitt et de charge) kepada Dewan Komisaris dan Direksi Perseroan atas tindakan pengawasan dan pengurusan yang mereka lakukan dalam tahun buku yang berakhir pada tanggal 31 Desember 2023.
3. Pemberian Kuasa kepada Dewan Komisaris untuk menunjuk Akuntan Publik yang akan mengaudit buku-buku Perseroan untuk tahun buku 2024 dan menetapkan jumlah honorarium Akuntan Publik tersebut dan persyaratan lainnya.
4. Laporan dan pertanggungjawaban Realisasi Dana Hasil Penawaran Umum.

Kesempatan Tanya Jawab

Dalam setiap Mata Acara Rapat tersebut telah diberikan kesempatan kepada Pemegang Saham dan Kuasa Pemegang Saham Perseroan yang hadir secara fisik maupun secara elektronik untuk mengajukan pertanyaan dan/atau pendapat. Pada Mata Acara Rapat Pertama sampai dengan Keempat dari Rapat, tidak terdapat Pemegang Saham dan Kuasa Pemegang Saham yang mengajukan pertanyaan dan/atau pendapat.

Mekanisme Pengambilan Keputusan

Mekanisme Pengambilan Keputusan dalam Rapat dilakukan secara musyawarah untuk mufakat sesuai Pasal 40 Peraturan Otoritas Jasa Keuangan Republik Indonesia Nomor 15/POJK.04/2020 Tentang Rencana dan Penyelenggaraan Rapat Umum Pemegang Saham Perusahaan Terbuka (POJK No. 15/POJK.04/2020. Dalam hal musyawarah untuk mufakat tidak tercapai, maka keputusan diambil melalui pemungutan suara. Mekanisme pemungutan suara dilakukan secara terbuka dihitung dari suara yang dikeluarkan secara sah dari Rapat dan melalui eAsy.KSEI.

Pihak Independen Penghitung Suara

Perseroan telah menunjuk pihak independent yaitu Notaris Gaby Siantori, SH, MH dan PT Adimitra Jasa Korpora dalam melakukan perhitungan suara dan/atau memvalidasi suara Pemegang Saham atau kuasanya.

Keputusan Rapat

Pelaksanaan Rapat berikut Keputusan setiap Mata Acara Rapat telah dituangkan dalam akta Berita Acara Rapat Umum Pemegang Saham Tahunan PT JHONLIN AGRO RAYA Tbk, tanggal 25 Juni 2024 , nomor **23**, yang minuta aktanya dibuat oleh Notaris Gaby Siantori, SH, MH, yang pada pokoknya memutuskan sebagai berikut :

Dalam Mata Acara Rapat Pertama :

Diperoleh hasil perhitungan suara sebagai berikut :





HASIL	TIDAK SETUJU	ABSTAIN	SETUJU
Jumlah Saham	0	0	8.191.678.850
Persentase	0	0	100%

Dengan demikian :

Rapat dengan suara terbanyak yaitu 8.191.678.850 Saham atau merupakan 100 % dari jumlah seluruh suara yang dikeluarkan dalam Rapat memutuskan :

- Menyetujui dan Menerima baik Laporan Tahunan Direksi mengenai keadaan dan jalannya usaha Perseroan, untuk Tahun Buku yang berakhir pada tanggal 31 Desember 2023;
- Menerima baik dan menyetujui laporan atas kinerja Dewan Komisaris untuk tahun buku 2023;

Dalam Mata Acara Rapat Kedua :

Diperoleh hasil perhitungan suara sebagai berikut :

HASIL	TIDAK SETUJU	ABSTAIN	SETUJU
Jumlah Saham	0	0	8.191.678.850
Persentase	0	0	100 %

Dengan demikian :

Rapat dengan suara terbanyak yaitu 8.191.678.850 saham atau merupakan 100 % dari jumlah seluruh suara yang dikeluarkan dalam Rapat memutuskan :

- Menyetujui dan mengesahkan Neraca dan Perhitungan Laba/Rugi Perseroan untuk Tahun Buku yang berakhir pada tanggal 31 Desember 2023 (Laporan Keuangan Perseroan) yang telah diaudit oleh Kantor Akuntan Publik Kanaka Puradiredja, Suhartono (member of Nexia International) dengan pendapat : Wajar Tanpa Pengecualian
- Menyetujui memberikan pelunasan dan pembebasan tanggung jawab (Acquit et de Charge) sepenuhnya kepada para anggota Direksi dan Dewan Komisaris Perseroan atas tindakan pengurusan dan pengawasan yang telah dijalankan, sejauh tindakan tersebut tercermin dalam laporan tahunan dan perhitungan tahunan Perseroan untuk tahun buku yang berakhir pada tanggal 31 Desember 2023.

Dalam Mata Acara Rapat Ketiga :

Diperoleh hasil perhitungan suara sebagai berikut :

HASIL	TIDAK SETUJU	ABSTAIN	SETUJU
Jumlah Saham	0	0	8.191.678.850
Persentase	0	0	100 %





Dengan demikian :

Rapat dengan suara terbanyak yaitu 8.191.678.850 saham atau merupakan 100 % dari jumlah seluruh suara yang dikeluarkan dalam Rapat memutuskan :

Menyetujui memberi wewenang kepada Dewan Komisaris Perseroan atas dasar rekomendasi dari Komite Audit untuk :

- menunjuk KAP dan menetapkan kondisi dan persyaratan penunjukannya jika KAP yang telah ditunjuk tersebut tidak dapat melaksanakan atau melanjutkan tugasnya karena sebab apapun, termasuk alasan hukum dan peraturan perundang-undangan di bidang pasar modal atau tidak tercapai kata sepakat mengenai besaran jasa audit.
- memberi kewenangan kepada Dewan Komisaris untuk menetapkan honorarium atau besaran imbalan jasa audit dan persyaratan penunjukan

Dalam Mata Acara Rapat Keempat :

Diperoleh hasil perhitungan suara sebagai berikut :

HASIL	TIDAK SETUJU	ABSTAIN	SETUJU
Jumlah Saham	0	0	8.191.678.850
Persentase	0	0	100%

Dengan demikian :

Rapat dengan suara terbanyak yaitu 8.191.678.850 saham atau merupakan 100 % dari jumlah seluruh suara yang dikeluarkan dalam Rapat memutuskan :

Menyetujui dan Menerima Laporan atas Penggunaan Dana Hasil Penawaran Umum Perdana Saham (Initial Public Offering) Perseroan sampai dengan tanggal 31 Desember 2023.

Batulicin, 25 Juni 2024

PT JHONLIN AGRO RAYA Tbk

DIREKSI





CALLING ANNUAL GENERAL MEETING OF SHAREHOLDERS FOR THE FISCAL YEAR 2023

The Board of Directors of the Company hereby invites the shareholders of the Company to attend the Annual General Meeting of Shareholders for the Fiscal Year 2023 hereinafter referred to as the "Meeting" which will be held on:

Day/Date : Tuesday, June 25th 2024
Waktu : 09.00 WIB/10.00 WITA – Finished
Tempat : Jhonlin Tower Meeting Room Jl. Kodeco km. 1, Gunung Antasari Village, District. Simpang Empat, Tanah Bumbu, South Kalimantan.

Meeting Agenda :

1. Approval of the Board of Directors' Report and the Board of Commissioners' Supervisory Duty Report regarding the state of the Company's business operations for the financial year ending December 31, 2023;
2. Approval of the Company's Annual Report and Ratification of the Company's Audited Financial Statements for the financial year ending on December 31, 2022 as well as granting full release of responsibility (acquitted de charge) to the Board of Commissioners and Board of Directors of the Company for their supervisory and management actions during the financial year ended on December 31, 2023.
3. Granting power of attorney to the Board of Commissioners to appoint a Public Accountant who will audit the Company's books for the 2024 financial year and determine the amount of the Public Accountant's honorarium and other requirements.
4. Report and accountability of the Realization of Funds from the Public Offering.

Explanation of the AGMS Agenda:

- Meeting Agenda 1-3 The AGMS is an agenda that is routinely held at the Company's AGMS in accordance with the provisions of the Company's Articles of Association, Law no. 40 of 2007 concerning Limited Liability Companies and POJK No. 15/POJK.04/2020 concerning the Plan and Implementation of the General Meeting of Shareholders of a Public Company.

- The 4th Meeting Agenda in accordance with the Financial Services Authority Regulations, the Company is required to report accountability for the realization of the use of proceeds from the Public Offering.

Notes:

1. The Company does not send special invitations to shareholders, because this summons is valid as an official invitation. This summons can also be seen on the Company's website <https://www.ptjar.com/Rups-RupsIb> and the eASY.KSEI application.
2. Materials related to the agenda of the Meeting are available at the Company's office from the date of the Invitation on Monday, 03 June 2023 until the Meeting is held on Tuesday, 25 June 2024, according to the Company's information above.
3. Each shareholder who is entitled to attend the Meeting is a shareholder whose name is registered in the Company's Register of Shareholders at the close of Stock Exchange trading hours on Friday, May 31, 2024.
4. The participation of shareholders in the Meeting can be done by the following mechanism:
 - a. physically present at the Meeting; or
 - b. attend the Meeting electronically through the eASY.KSEI application.





5. Shareholders who can attend directly electronically as mentioned in point 4 letter b are local individual shareholders whose shares are kept in KSEI's collective custody.
6. To use the eASY.KSEI application, shareholders can access the eASY.KSEI menu, eASY.KSEI Login submenu located in the Access facility (<https://akses.ksei.co.id/>).
7. Before determining participation in the Meeting, shareholders must read the provisions conveyed through this summons as well as other provisions related to the implementation of the Meeting based on the authority determined by each Company. Other provisions can be seen through the attachment of the document on the 'Meeting Info' feature on the eASY.KSEI application and/or the invitation to the Meeting found on the related Company's website. The Company has the right to determine other requirements in connection with the participation of shareholders or their proxies who will be physically present at the Meeting.
8. Shareholders who will physically attend the Meeting or shareholders who will exercise their voting rights through the eASY.KSEI application, can inform their attendance or appoint their proxies, and/or submit their vote in the eASY.KSEI application.
9. The deadline for submitting a declaration of attendance or power of attorney and vote in the eASY.KSEI application is 12.00 WIB on 1 (one) working day before the date of the Meeting or June 25th, 2024.
10. Before entering the Meeting room, shareholders or their proxies who are physically present at the Meeting are required to fill out the attendance register by showing proof of original identity.
11. Shareholders who will attend or provide power of attorney electronically to the Meeting through the eASY.KSEI application must pay attention to the following:
 - a. Mechanism of Shareholders Attendance via **e-GMS**
 - i. For Shareholders who will attend the Meeting using the e-RUPS and e-Voting modules on the eASY.KSEI application, they must register on D-1 of the Meeting or June 24th, 2024 via www.akses.ksei.co.id;
 - ii. Shareholders and Attorneys receive e-mail notifications 1 day before the GMS or June 24th 2024 via webinar;
 - iii. Shareholders and Proxy are required to have an account in **AKSes** to be able to access the Meeting link;
 - iv. The webinar link can be reached through **AKSes Web** and **AKSes Mobile**;
 - v. On D-Day or June 25, 2024 Shareholders who will attend the Meeting using the e-RUPS and e-Voting modules must carry out electronic self-registration at eASY.KSEI via www.akses.ksei.co.id
 - b. Registration Process
 - i. Local individual type shareholders who have not provided a declaration of presence or power of attorney in the **eASY.KSEI** application until the deadline in point 9 and wish to attend the Meeting electronically are required to register attendance in the **eASY.KSEI** application on the date of the Meeting until the electronic registration period for the Meeting closed by the Company.
 - ii. Local individual type shareholders who have given a declaration of attendance but have not cast a minimum vote for 1 (one) Meeting agenda in the **eASY.KSEI** application until the





- deadline in point 9 and wish to attend the Meeting electronically are required to register attendance in the **eASY.KSEI** on the date of the Meeting until the registration period of the Meeting is electronically closed by the Company.
- iii. Shareholders who have given power of attorney to the recipient of the proxy provided by the Company (Independent Representative) or Individual Representative but the shareholder has not cast a minimum vote for 1 (one) Meeting agenda in the **eASY.KSEI** application until the deadline in point 9, the recipient the proxy representing the shareholders must register attendance in the **eASY.KSEI** application on the date of the Meeting until the electronic registration period for the Meeting is closed by the Company.
 - iv. Shareholders who have given power of attorney to the participant/Intermediary proxy (Custodian Bank or Securities Company) and have cast their vote in the **eASY.KSEI** application up to the time limit in point 9, then the representative of the proxy who has been registered in the **eASY.KSEI** application is required to perform attendance registration in the **eASY.KSEI** application on the date of the Meeting until the registration period of the Meeting is electronically closed by the Company.
 - v. Shareholders who have given a declaration of attendance or given power of attorney to the proxy provided by the Company (Independent Representative) or Individual Representative and have cast a minimum of 1 (one) or all of the Meeting agenda items in the **eASY.KSEI** application no later than the maximum limit time in point 9, the shareholders or proxies do not need to register attendance electronically in the **eASY.KSEI** application on the date of the Meeting. Share ownership will be automatically calculated as a quorum of attendance and the votes that have been cast will be automatically taken into account in the voting of the Meeting.
 - vi. Any delay or failure in the electronic registration process as referred to in numbers i – iv for any reason will result in the shareholders or their proxies being unable to attend the Meeting electronically, and their share ownership will not be counted as a quorum for attendance at the Meeting.
- c. Process for submitting Questions and/or Opinions Electronically
- i. Shareholders or proxies have 3 (three) opportunities to submit questions and/or opinions at each discussion session per meeting agenda. Questions and/or opinions per Meeting agenda can be submitted in writing by the shareholders or proxies by using the chat feature in the 'Electronic Opinions' column available on the E-Meeting Hall screen in the **eASY.KSEI** application. Giving questions and/or opinions can be done as long as the status of the Meeting in the 'General Meeting Flow Text' column is "Discussion started for agenda item no. []".
 - ii. Determination of the mechanism for conducting discussions per meeting agenda in writing through the E-Meeting Hall screen in the **eASY.KSEI** application is the authority of each Company and this will be stated by the Company in the Rules of Conduct for Meetings through the **eASY.KSEI** application.
 - iii. For the proxies who attend electronically and will submit questions and/or opinions of their shareholders during the discussion session per agenda of the Meeting, they are required to write down the names of the shareholders and the size of their share ownership followed by related questions or opinions.
- d. Voting Process
- i. The electronic voting process takes place in the **eASY.KSEI** application on the E-Meeting Hall menu, Live Broadcasting sub menu.
 - ii. Shareholders who are present alone or are represented by their proxies but have not cast their votes in the agenda of the Meeting as referred to in point 11 letter a number i – iii, then the shareholders or their proxies have the opportunity to





- iii. submit their vote during the voting period via the E-screen. The Meeting Hall in the **eASY.KSEI** application was opened by the Company. When the electronic voting period per meeting agenda begins, the system automatically runs the voting time by counting down a maximum of 5 (five) minutes. During the electronic voting process, the status of "Voting for agenda item no [] has started" will be seen in the 'General Meeting Flow Text' column. If the shareholders or their proxies do not vote for a particular meeting agenda until the status of the meeting as shown in the 'General Meeting Flow Text' column changes to "Voting for agenda item no [] has ended", it will be considered as voting Abstain for the agenda of the meeting concerned.
 - iii. Voting time during the electronic voting process is the standard time set in the **eASY.KSEI** application. Each Company may determine the time policy for direct voting electronically per agenda of the Meeting (with a maximum time of 5 (five) minutes per agenda of the Meeting) and this will be stated in the Rules of Conduct for the Meeting through the **eASY.KSEI** application.
- e. Live Streaming of Meeting
- i. Shareholders or their proxies who have been registered in the **eASY.KSEI** application no later than the deadline in point 9 can witness the ongoing Meeting through the Zoom webinar by accessing the **eASY.KSEI** menu, the GMS Impressions submenu located at the AKSes facility (<https://akses.ksei.co.id/>).
 - ii. The GMS broadcast has a capacity of up to 500 participants, where the attendance of each participant will be determined on a first come first serve basis. Shareholders or their proxies who do not have the opportunity to witness the implementation of the Meeting through the GMS Impressions are still considered valid to be present electronically and share ownership and voting choices are taken into account at the Meeting, as long as they have been registered in the **eASY.KSEI** application as stipulated in point 11 letter a number i – v.
 - iii. Shareholders or their proxies who only witnessed the implementation of the Meeting through the GMS Impressions but are not registered are present electronically on the **eASY.KSEI** application in accordance with the provisions in point 11 letter a number i – v, then the presence of the shareholder or proxies is considered invalid and will not included in the calculation of the meeting attendance quorum.
 - iv. Shareholders or their proxies who witness the implementation of the Meeting through the GMS Impressions have a raise hand feature that can be used to ask questions and/or opinions during the discussion session per agenda of the Meeting.If the Company allows by activating the allow to talk feature, then shareholders or their proxies can submit questions and/or opinions by speaking directly. The determination of the mechanism for conducting discussions per meeting agenda using the allow to talk feature contained in the GMS is the authority of each Company in the Rules of Conduct for the Meeting through the **eASY.KSEI** application.
 - v. To get the best experience in using the **eASY.KSEI** application and/or GMS Impressions, shareholders or their proxies are advised to use the Mozilla Firefox browser.

Tanah Bumbu Regency, June 03rd 2024
PT JHONLIN AGRO RAYA Tbk
BOARD OF DIRECTORS

