



**INVITATION OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS AND THE
GENERAL MEETING OF INDEPENDENT SHAREHOLDERS
PT UNILEVER INDONESIA Tbk
(the "Company")**

To comply with Article 17 of The Financial Services Authority (*Otoritas Jasa Keuangan* or "**OJK**") Regulation No. 15/POJK.04/2020 on the Plan and Implementation of the General Meeting of Shareholders of Public Companies and Article 13.11 of the Articles of Association of the Company, the Board of Directors of the Company hereby convey this invitation to the Shareholders of the Company to attend the Extraordinary General Meeting of Shareholders ("**EGMS**") and General Meeting of Independent Shareholders ("**GMIS**") (together, the "**Meeting**") which will be held on:

Day / Date : Tuesday, 14 January 2025
Venue : Ballroom Hotel Mulia Senayan Jakarta
Jalan Asia Afrika, Senayan, Jakarta 10270, Indonesia
Time : EGMS 14.00 Western Indonesia Time
GMIS immediately after the EGMS is concluded

The Agenda of the EGMS:

1. Approval of the proposed changes to the composition of the Board of Directors of the Company;
2. Approval of the proposed change of remuneration of the Board of Directors of the Company for the financial year of 2025; and
3. Approval of the Company's plan to carry out the sale of its ice cream business (the "**Transaction**") to PT The Magnum Ice Cream Indonesia (the "**Purchaser**") which is a Material Transaction as stipulated under OJK Regulation No. 17/POJK.04/2020 on Material Transactions and Changes in Business Activities ("**POJK 17/2020**")

Explanation:

1. With respect to agenda item (1) of the EGMS, the Meeting will discuss the plan to change the composition of the Board of Directors of the Company in connection with the resignation of Mrs. Hernie Raharja, Mr. Ainul Yaqin, and Mr. Vivek Agarwal from their position as respectively the Director of the Company, as well as the proposed appointment of Mr. Alejandro Meinardo Santos Concha, Mrs. Vandana Suri, and Mr. Neeraj Lal, each as the new Director of the Company.
2. The second item on the agenda of the Meeting is the agenda proposed to the Meeting related to the proposed change in the determination of remuneration for members of the Company's Board of Director for the financial year ending on 31 December 2025.
3. With respect to agenda item (3) of the EGMS, the Transaction value constitutes 204% of the Company's equity value of IDR 3,436,080,000,000 (three trillion four hundred thirty-six

billion eighty million Rupiah) based on the Company's financial statements as of 30 September 2024 which has been audited by the Registered Public Accountants of Siddharta Widjaja & Rekan (member of KPMG network). Therefore, the Transaction constitutes a Material Transaction as regulated in POJK 17/2020 that requires the approval of the Shareholders through the Company's EGMS. Further information regarding the Transaction is set out in the Company's Information Disclosure dated 6 December 2024, which has been prepared by the Company based on POJK 17/2020 which can be accessed through the Company's website (<https://www.unilever.co.id/files/public-disclosure-information-of-material-transaction.pdf>).

The Agenda of the GMIS:

Approval of the Company's plan to carry out the Transaction with the Purchaser, which has an affiliate relationship with the Company within the meaning of OJK Regulation No. 42/POJK.04/2020 on Affiliate Transactions and Conflict of Interest Transactions ("**POJK 42/2020**"), where the ultimate holding company of the Company and the Purchaser is the same party, namely Unilever PLC.

Explanation:

The Company executed a Business Transfer Agreement (the "**BTA**") on 22 November 2024 with the Purchaser in connection with the Transaction.

On the date of signing the BTA, the Purchaser had an affiliate relationship with the Company within the meaning of POJK 42/2020 where the ultimate holding company of the Company and the Purchaser is the same party, namely Unilever PLC. However, at the time of implementation and completion of the Transaction, the Purchaser will no longer have an affiliate relationship with the Company within the meaning of POJK 42/2020. The Company, therefore, in applying prudential principles and in the interests of good corporate governance as well as POJK 42/2020, is seeking approval on the Transaction from the Company's Independent Shareholders at the GMIS.

Further and detailed explanation of the agenda of this Meeting can be accessed through the Company's website: <https://www.unilever.co.id/en/investors/shareholder-information/agms-egms-information/>.

General Provisions:

1. The Company will not provide separate individual invitation to each Shareholder of the Company, this invitation is served as an official invitation. This invitation can also be seen on, among others, the Company's website (www.unilever.co.id), PT Bursa Efek Indonesia (IDX)'s website (<https://idx.co.id/>) and PT Kustodian Sentral Efek Indonesia ("**KSEI**")'s website (<https://www.ksei.co.id/>) and/or eASY.KSEI platform (<https://akses.ksei.co.id/>).
2. The Shareholders of the Company who are entitled to attend or represented in the Meeting are the Shareholders of the Company whose names are validly recorded in the Register of Shareholders of the Company on 20 December 2024 at 16.00 Western Indonesia Time ("**Authorized Shareholders**") or their authorized proxies.
3. The Meeting's agenda material, namely the profile resume of prospective Directors who will be proposed at the Meeting, the Rules of Meeting and other documents related to the

implementation of the Meeting are available and can be accessed and downloaded through the Company's website <https://www.unilever.co.id/unilever-indonesia/investor-relations/shareholder-information/agm-and-egm-related-news/> and/or eASY.KSEI platform (<https://akses.ksei.co.id/>) until the date of the Meeting. The Company does not provide Meeting material in the form of hard copy at the Meeting.

4. In connection to the implementation of the Meeting through eASY.KSEI as referred above, the Shareholders can participate in the Meeting through the following mechanism:
 - (a) electronically attend the Meeting through the eASY.KSEI application (<https://akses.ksei.co.id/>);
 - (b) represented by another party by giving power of attorney electronically through the eASY.KSEI application (<https://akses.ksei.co.id/>) or by giving power of attorney conventionally; or
 - (c) physically attend the Meeting.
5. The Shareholders can participate in the Meeting either electronically as described in item 4 letter (a) above, or by granting electronic proxy (e-Proxy) through the eASY.KSEI application as referred to in item 9 letter (a) below, with due observance of the following:
 - (a) the Company's Shareholders that can use the eASY.KSEI application are Shareholders whose shares are kept in the collective custody of KSEI;
 - (b) Company's Shareholders must first register for the KSEI Securities Ownership Reference facility ("**AKSes KSEI**"). For the Shareholders that have not been registered, please register through the eASY.KSEI's website (<https://akses.ksei.co.id/>);
 - (c) to use the eASY.KSEI application, the Shareholders can go to the eASY.KSEI menu, then click the eASY.KSEI Login sub-menu found on the AKSes facility (<https://akses.ksei.co.id/>).

The manual for registration, usage, as well as further explanation of eASY.KSEI (e-Proxy and e-Voting) can be obtained from the eASY.KSEI's website (<https://akses.ksei.co.id/>).

6. The Company's Shareholders or their proxies that will electronically attend the Meeting through the eASY.KSEI application as referred to in item 4 letters (a) and (b) above, should consider the following provisions:
 - (a) the Company's Shareholders can declare their electronic attendance until 13 January 2025, 12.00 Western Indonesia Time ("**Time Frame for Attendance Declaration**"), and can cast or change their votes through eASY.KSEI from the date of this Meeting invitation until the Time Frame for Attendance Declaration.
 - (b) For the followings:
 - (i) the Company's Shareholders that have not declared their electronic attendance until the Time Frame for Attendance Declaration;
 - (ii) the Company's Shareholders that have declared their electronic attendance but have not cast their votes until the Time Frame for Attendance Declaration;
 - (iii) the Individual Representatives and the Independent Party appointed by the Company (i.e., PT Sharestar Indonesia as the Company's Securities Administration Bureau ("**BAE**") that have received powers of attorney from the Company's shareholders but the Shareholders have not casted their votes until the Time Frame for Attendance Declaration;
 - (iv) the KSEI Participants/Intermediaries (Custodian Banks or Securities Companies) that have received powers of attorney from the Company's Shareholders that have casted their votes through the eASY.KSEI application;

must register through the eASY.KSEI application on the date of the Meeting from 11.30 Western Indonesia Time until 13.30 Western Indonesia Time.

- (c) Any delay or failure to complete the electronic attendance registration process for any reason will result in the shareholders or their proxies not being permitted to electronically attend the Meeting and their share ownership will not be counted in the attendance quorum.
- 7. The Company's Shareholders holding the Company's share in script form can grant power through a power of attorney available on the Company's website: <https://www.unilever.co.id/>.
- 8. The Company's Shareholders or their proxies that will physically attend the Meeting (**with the maximum capacity of 600 people**) as referred to in item 4 letter (c) above are kindly requested to provide the registration officer with the original copy of the Written Confirmation to Attend the Meeting (*Konfirmasi Tertulis Untuk Rapat – "KTUR"*) and the original copy of their Identity Card (*Kartu Tanda Penduduk – "KTP"*) or any other identity card before entering the Meeting room. The representative of the Company's corporate Shareholders, in addition to providing the original copy of the KTUR and the original copy of their KTP or any other identity card, must also provide a copy of the latest Articles of Association and the deed containing the latest composition of the management of the Company they represent. Please also be aware to the Additional Notes set out at the end of this invitation.
- 9. Any Shareholder of the Company may be represented by a proxy:
 - (a) by granting the power of attorney electronically (e-Proxy) through the eASY.KSEI application, provided further that such shareholder is required to submit the power of attorney and vote, change the proxy and/or decide on the vote to cast on the Meeting agenda items, or revoke the power of attorney, all electronically through eASY.KSEI from the date of this Meeting invitation until the Time Frame for Attendance Declaration; or
 - (b) by using a conventional power of attorney in the form as provided on the Company's website (<https://www.unilever.co.id/>), subject to the following provisions:
 - (i) any member of the Board of Directors, the Board of Commissioners, and any employee of the Company may act as a proxy for the Shareholders in the Meeting, but any vote they cast as a proxy will not be counted in the voting;
 - (ii) no Shareholder of the Company may grant power to more than one proxy for any part of his/her shares with different votes;
 - (iii) if the power of attorney as described in this item 9 letter (b) is signed outside the territory of the Republic of Indonesia, such power attorney must be legalized by the local Public Notary and by the local official representative office of the government of the Republic of Indonesia;
 - (iv) the Shareholders may grant power of attorney conventionally to independent party appointed by the Company namely the Securities Administration Bureau representative, PT Sharestar Indonesia ("**BAE**"); and
 - (v) the form of power of attorney can be downloaded from the Company's website and the completed power of attorney must be delivered to the BAE, having its office at SOPO DEL Office Tower & Lifestyle Tower B Lantai 18, Jl. Mega Kuningan Barat III, Lot 10.1-6, Kawasan Mega Kuningan, Jakarta Selatan 12950, Telp. 021-50815211 ("**BAE Office**"), on any business day from the date of the Meeting

Invitation until at the latest 3 (three) working days before the Meeting is held, i.e., on 9 January 2025 until 16.00 Western Indonesia Time.

10. The Company's Shareholders or their proxies can view the ongoing Meeting through a Zoom webinar by accessing the eASY.KSEI menu and the *Tayangan RUPS* (GMS Video Streaming) sub-menu on the AKSes facility (<https://akses.ksei.co.id/>), subject to the following:
 - (a) The Company's Shareholders or their proxies have been registered on the eASY.KSEI application by no later than 13 January 2025 at 12.00 Western Indonesia Time.
 - (b) The GMS Video Streaming has a capacity of up to 500 participants, and the attendance of each participant will be determined on a first come first serve basis. The Company's Shareholders or their proxies that cannot view the Meeting through the GMS Video Streaming will still be considered as validly attending the Meeting electronically and their share ownership and votes will be taken into account in the Meeting as long as they have been registered on the eASY.KSEI application.
 - (c) The Company's Shareholders or their proxies that only view the ongoing Meeting through the GMS Video Streaming but whose electronic attendance are not duly registered on the eASY.KSEI application will not be considered as validly attending the Meeting electronically and therefore their attendance will not be counted in the attendance quorum for the Meeting.
 - (d) To get the best experience in using the eASY.KSEI application and/or the GMS Video Streaming, the Shareholders or their proxies are advised to use the Mozilla Firefox browser.
11. In relation to the agenda of the GMIS that requires the Independent Shareholders' approval, the Independent Shareholders are advised to fill in the Independent Declaration Form and sign it on a IDR10,000 stamp duty. The form can be downloaded from the Company's website at <https://www.unilever.co.id/en/investors/shareholder-information/agms-egms-information/>. For the Independent Shareholders that will attend electronically or grant electronic power of attorney (e-Proxy), they can download the form and submit it to the BAE Office as mentioned in item 9 letter (b) (v) above or via email at Ca@sharestar.co.id at the latest 3 (three) working days before the Meeting is held, i.e., on 9 January 2025 until 16.00 Western Indonesia Time. For the Independent shareholders (or their authorised proxy) that will attend physically, they must submit the form before the Meeting.

Additional Information:

- 1) Shareholders who have been present at the Meeting venue but are prohibited from attending or are unable to enter the Meeting room because of the reasons stated in this invitation can still exercise their rights by granting their power of attorney (to attend and cast their votes in each agenda item of the Meeting) to the independent party appointed by the Company (BAE Representative), by filling out and signing the Power of Attorney form provided by the Company at the Meeting site.
- 2) Considering the health and safety protocol and to facilitate the registration of the Shareholders' attendance, the Authorized Shareholders or their authorized representatives who will physically attend are kindly requested to present at the meeting venue at 13.30 Western Indonesia Time. To ensure that the Meeting is simple, concise and fast, the Meeting will start on time and the registration table will close at 13.30 Western

Indonesia Time or any other time if based on conditions, it is necessary to determine otherwise by the Meeting Committee. The Authorized Shareholders or their authorized proxies who are present after 13.30 Western Indonesia Time will not be permitted to attend the Meeting, and therefore cannot submit proposals and/or questions and cannot cast votes at the Meeting.

- 3) The Authorized Shareholders or their proxies are required to study the Meeting's material and the explanation of Meeting's agenda and the Rules of Meeting that are available in the Company's website. Power of attorney and other supporting documents can be downloaded through the Company's website <https://www.unilever.co.id/>. The Company does not provide Meeting's material in the form of hardcopy or softcopy in the form of flash disk.
- 4) If there is any emergency situation that makes it impossible for the Company to convene the Meeting physically, then the Company will hold the Meeting electronically without the presence of the Shareholders by giving prior notice to the Company's Shareholders.
- 5) Shareholders or their proxies who will attend the meeting physically are requested to register early no later than Monday, January 13, 2025 at 12:00 Western Indonesia Time via the following link: <https://forms.office.com/e/bKMsUuE1JR>
- 6) Questions or requests for other information related to the Meeting may be submitted/requested to the Company's email: unvr.indonesia@unilever.com and or BAE's email: sharestar.indonesia@gmail.com.

Tangerang, 23 December 2024
Board of Directors of the Company