



PENJELASAN MENGENAI AGENDA RAPAT UMUM PEMEGANG SAHAM LUAR BIASA

PT WIR ASIA TBK (“Perseroan”)

Sehubungan dengan rencana pelaksanaan Rapat Umum Pemegang Saham Luar Biasa PT WIR ASIA Tbk (“Perseroan”) pada hari **Jumat, 6 Desember 2024** (“Rapat”), Perseroan telah mengumumkan melalui antara lain:

- Situs web PT Kustodian Sentral Efek Indonesia (“KSEI”) (<https://www.ksei.co.id/publications/corporat-e-action-schedules/meeting-announcement>) dan/atau eASY.KSEI (<https://akses.ksei.co.id>)
- Situs web PT Bursa Efek Indonesia (“BEI”) (<https://idx.co.id/>)
- Situs web Perseroan (<https://wir.group/id/rups-2024/>)

Selanjutnya dengan memperhatikan, antara lain:

- Anggaran Dasar Perseroan;
- Peraturan Otoritas Jasa Keuangan Nomor 15/POJK.04/2020 tentang Rencana dan Penyelenggaraan Rapat Umum Pemegang Saham Perusahaan Terbuka (“POJK 15/2020”); dan
- Peraturan Otoritas Jasa Keuangan Nomor 16/POJK.04/2020 tentang Pelaksanaan Rapat Umum Pemegang Saham Perusahaan Terbuka Secara Elektronik (“POJK 16/2020”).

Dengan ini Perseroan menyampaikan penjelasan untuk agenda Rapat sebagai berikut:

MATA ACARA PERTAMA

Persetujuan atas Perubahan Susunan Dewan Komisaris Perseroan.

1. Latar Belakang

- Surat pengunduran diri dari Bapak Jimmy Halim selaku Komisaris Perseroan.
- Peraturan Otoritas Jasa Keuangan Nomor 33/POJK.04/2014 tanggal 8 Desember 2014 tentang Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik (“POJK 33/2014”).

EXPLANATION OF THE AGENDA EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

PT WIR ASIA TBK (the “Company”)

In connection with the planned Extraordinary General Meeting of Shareholders of PT WIR ASIA Tbk (the “Company”) on Friday, December 6, 2024 (the “Meeting”), the Company has announced, among other things:

- PT Kustodian Sentral Efek Indonesia (“KSEI”) website (<https://www.ksei.co.id/publications/corporat-e-action-schedules/meeting-announcement>) and/or platform eASY.KSEI (<https://akses.ksei.co.id>)
- PT Bursa Efek Indonesia (“IDX”) website (<https://idx.co.id/>)
- Company’s website (<https://wir.group/en/rups-2024/>)

Furthermore, taking into consideration, among others:

- *The Articles of Association of the Company;*
- *The Financial Services Authority Regulation Number 15/POJK.04/2020 concerning the Plan and Implementation of General Meeting of Shareholders of Public Companies (“POJK 15/2020”); and*
- *The Financial Services Authority Regulation Number 16/POJK.04/2020 concerning the Implementation of the Electronic General Meeting of Shareholders (“POJK 16/2020”).*

The Company hereby provides explanations for the Meeting Agenda as follows:

FIRST AGENDA

Approval of Changes to the Composition of the Company’s Board of Commissioners

1. Background

- *Letter of resignation from Mr. Jimmy Halim as Commissioner of the Company.*
- *The Financial Services Authority Number 33/POJK.04/2014 dated December 8, 2014, regarding the Board of Directors and Board of Commissioners of Issuers or Public Companies (“POJK 33/2014”).*



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- Pasal 21 ayat 9 Anggaran Dasar Perseroan bahwa Perseroan wajib menyelenggarakan RUPS untuk memutuskan permohonan pengunduran diri anggota Dewan Komisaris dalam jangka waktu paling lambat 90 (sembilan puluh) hari setelah diterimanya surat pengunduran diri,
- Perubahan susunan Dewan Komisaris Perseroan berlaku sejak tanggal yang ditentukan dalam Rapat pada saat ditutupnya Rapat.

2. Penjelasan

Mata acara rapat ini dilakukan dalam rangka memenuhi ketentuan POJK 33/2014 tanggal 8 Desember 2014 tentang Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik, dan Pasal 21 ayat 9 Anggaran Dasar Perseroan bahwa Perseroan wajib menyelenggarakan RUPS untuk memutuskan permohonan pengunduran diri anggota Dewan Komisaris dalam jangka waktu paling lambat 90 (sembilan puluh) hari setelah diterimanya surat pengunduran diri, oleh karena itu Perseroan meminta persetujuan Pemegang Saham untuk perubahan susunan Dewan Komisaris Perseroan.

KETERANGAN LAIN-LAIN:

Sebagai tambahan penjelasan dan data terkait dengan paparan sebagaimana tersebut di atas, silakan merujuk pada data-data dan dokumen-dokumen yang telah kami sediakan sebagai berikut:

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- Article 21 paragraph 9 of the Company's Articles of Association states that the Company must hold a GMS to decide on the resignation of a member of the Board of Commissioners no later than 90 (ninety) days after the receipt of the resignation letter,
- Changes in the composition of the Company's Board of Commissioners are effective as of the date determined in the Meeting at the closing of the Meeting.

2. Explanation

This meeting agenda is conducted in order to comply with the provisions of POJK 33/2014 dated December 8, 2014 concerning the Board of Directors and Board of Commissioners of Issuers or Public Companies, and Article 21 paragraph 9 of the Company's Articles of Association that the Company must hold a GMS to decide on the request for resignation of a member of the Board of Commissioners within a period of no later than 90 (ninety) days after receipt of the resignation letter, therefore the Company requests Shareholder approval for changes in the composition of the Board of Commissioners of the Company.

ADDITIONAL INFORMATION:

As an additional explanations and related data regarding the presentation as mentioned above, please refer to the data and documents that we have provided as follows:

Daftar Tautan Penting / Important Link	
Surat Kuasa Menghadiri Rapat <i>Power of Attorney to Attend the Meeting</i>	(https://wir.group/id/rups-2024/)
Tata Tertib Rapat <i>Code of Conducts of the Meeting</i>	



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Perseroan sangat menghimbau kepada Pemegang Saham dan kuasanya untuk hadir secara elektronik dengan cara:

- (i) hadir dan memberikan suara secara elektronik melalui fasilitas *Electronic General Meeting System KSEI* ("eASY.KSEI") yang disediakan oleh KSEI; atau
- (ii) memberikan kuasa, baik secara elektronik ("e-proxy") melalui fasilitas eASY.KSEI maupun konvensional (formulir dapat diunduh pada link berikut: <https://wir.group/id/rups-2024/>) kepada pihak independen yang ditunjuk oleh Perseroan, yaitu perwakilan Biro Administrasi Efek Perseroan, PT Ficomindo Buana Registrar.

Dalam hal kuasa diberikan secara konvensional, Surat Kuasa asli yang telah dilengkapi disertai fotokopi KTP atau tanda pengenal lain dari pemberi kuasa harap dikirimkan kepada Perseroan yang beralamat kantor di Sequis Tower, Lantai 9, Sudirman Central Business District (SCBD), Jl. Jenderal Sudirman Kav. 71 Jakarta 12190, Telp. 021-50808151 e-mail: corsec@wirglobal.com, paling lambat 1 (satu) hari kerja sebelum Rapat diadakan pada hari **Kamis, 5 Desember 2024**, selambatnya pukul 16.00 WIB.

Pemegang Saham dan kuasanya, kami persilakan untuk dapat melihat kembali Pemanggilan Rapat dan Tata Tertib Rapat untuk informasi lebih lanjut mengenai ketentuan kehadiran dalam Rapat dan pemberian surat kuasa (baik secara fisik maupun elektronik).

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The Company strongly encourages Shareholders and their proxies to attend electronically by:

- (i) attend and vote electronically through KSEI's Electronic General Meeting System facility ("eASY.KSEI") provided by KSEI; or*
- (ii) granting a power of attorney, either electronically ("e-proxy") through eASY.KSEI facility or conventionally (forms can be downloaded at the following link: <https://wir.group/id/rups-2024/>) to the independent party appointed by the Company, namely the representative of the Company's Securities Administration Bureau, PT Ficomindo Buana Registrar.*

*In the case of conventional proxy granting, the original Letter of Power of Attorney that has been completed with a photocopy of the ID card or other ID from the authorizer should be sent to the Company, which is located at Sequis Tower, 9th Floor, Sudirman Central Business District (SCBD), Jl. Jenderal Sudirman Kav. 71 Jakarta 12190, Telp. 021-50808151 e-mail: corsec@wirglobal.com, no later than 1 (one) business day before the Meeting to be held on **Thursday, December 5, 2024**, at the latest at 16.00 Western Indonesia Time.*

Shareholders and their proxies, we invite you to review the Invitation to the Meeting and the Code of Conducts of the Meeting for further information regarding the provisions for attending the Meeting and proxy issuance (both physically and electronically).