



**MATERIALS OF
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS ("EGMS") OF
PT DUTA INTIDAYA TBK
("Company")**

Agenda of the EGMS to be held on 15 November 2019:

Approval of amendments to Article 3 of the Articles of Association of the Company concerning the objectives, purposes and business activities of the Company in order to align with the Indonesia Standard Industrial Classification updated in 2017.

Explanation:

Under this Agenda, the Company will propose to the shareholders at the EGMS to approve amendments to Article 3 of the Articles of Association of the Company ("**AOA**") concerning the objectives, purposes and business activities of the Company as required by the joint announcement dated 11 October 2018 published by the Ministry of Law and Human Rights of the Republic of Indonesia and the Coordinating Ministry for Economic Affairs of the Republic of Indonesia concerning the alignment of business activities and articles of association of Indonesian companies with the relevant description under the Indonesia Standard Industrial Classification updated in 2017 (*Klasifikasi Baku Lapangan Usaha Indonesia 2017*).

Proposed Amendment to AOA

To add the following paragraphs as paragraph 2 (iii) immediately after paragraph 2 (ii) of Article 3 in the AOA:

- “(iii) In connection with the business activities above, the Company carries out wholesale and retail trade via offline and/or online stores as follows:
- a. **Wholesale trade of pharmaceutical goods and medicines** including personal medicines.
 - b. **Retail trade of pharmaceutical goods sold in the pharmacy** which include pharmaceuticals and medicines which are in ready-made medicinal preparations (such

as in the form of tablets, capsules, ointments, powders, solvents, and parenteral solutions and suspensions) including vitamins and medicines for skin disease, eyes, teeth, ears, respiratory and digestive tracts, high blood pressure, hormonal disorders as well as health goods from rubber, condoms, breast milk suction devices, milk pacifiers, blood bags, and gloves for dissection.

- c. **Retail trade of pharmaceutical goods not sold in the pharmacy** which include ready-made pharmaceutical goods and medicinal preparations (such as in the form of tablets, capsules, ointments, powders, solvents, and parenteral solutions and suspensions) including vitamins and medicines for skin disease, eyes, teeth, ears, respiratory and digestive tracts, high blood pressure, hormonal disorders as well as health goods from rubber, condoms, breast milk suction devices, milk pacifiers, blood bags, and gloves for dissection (e.g. dispensary).
- d. **Wholesale trade of traditional medicines and herbs.**
- e. **Retail trade of traditional medicines** which include all kinds of herbs and traditional medicines whose ingredients derive from plants, animals or minerals and which are provided (such as) in the form of pills, capsules, powders and in liquids.
- f. **Wholesale trade of laboratory equipment, pharmaceutical, health and medical equipment.**
- g. **Retail trade of laboratory equipment, pharmaceutical, health and medical equipment** which include laboratory, pharmaceutical and health equipment, among others as well as various: (i) laboratory equipment made of glass (e.g. test tubes, measuring tubes, microscope slides, cuvettes, and serum/infusion bottles) and porcelain (e.g. chemical tubes, filter plates, mortar and pestle, and cups); and (ii) tools and equipment of the medical profession (e.g. surgical and dental instruments, medical electro apparatus, thermometers, and blood pressure measurement devices).
- h. **Wholesale trade of cosmetic products** including perfume, soap and powder.
- i. **Retail trade of cosmetic products** including: (i) make up (e.g. eye shadow, mascara, face cream, lipstick and lip liner); (ii) fragrance preparations (e.g. cologne, toilet water and perfume); hair preparations (e.g. shampoo, hair tonic and hair oil); (iii) nail preparations (e.g. base coat, nail polish, nail cream and cuticle remover); (iv) skin care preparations (e.g. baby oil, cleansing lotion, masks and foot cream); (v) preparations for body care (e.g. deodorant spray, deodorant creams and douches); (vi) shaving preparations (e.g. shaving soap and shaving cream); (vii) traditional cosmetics (e.g. powder, "mangir" and scrub); and (viii) other cosmetics including body powder, beauty cotton and baby powder.
- j. **Wholesale trade of sports equipment** including bicycles and their parts and accessories.
- k. **Wholesale trade of milk and dairy products.**

- l. **Wholesale trade of non-alcoholic and non-milk beverages** including fruit juice, juice, soft drinks, mineral water and others.
- m. **Retail trade of non-alcoholic drinks** that are not directly consumed on the premises, such as soft drinks (e.g. lemonade, soda water, passion fruit, bottled tea, mineral water and cutcherry rice) and coffee drinks.
- n. **Wholesale trade of sugar, chocolate and confectionery.**
- o. **Wholesale trade of various kinds of goods** not delineated in sub-paragraphs a., d., f., h., j., k., l. and n. hereinabove.
- p. **Retail trade of various kinds of goods** whose main ingredients are not food, beverages or tobacco and are not sold in department stores. These traded goods include clothing, household furniture, jewellery, children's toys and cosmetics, which are integrated under one store.
- q. **Retail trade of adult men's, women's, and children's shoes, sandals, and other footwear** (including sports shoes, and health slippers) made of leather, artificial leather, plastic, rubber, cloth or wood.
- r. **Retail trade of clothing complements**, such as scarves, veils, handkerchiefs, headbands, blades, caps, hats, ties, belts, gloves, socks, towels and blankets. This also includes the retail trade of shirt buttons, zippers and others similar complements.
- s. **Retail trade of aromatics/refreshers (essential oils)** which include ylang oil, citronella oil, eucalyptus oil, sandalwood oil, star anise oil, tengkawang oil, gandapura oil, castor oil, cardamom oil, nutmeg oil, delas oil and fragrant root oil.
- t. **Retail trade products that are not covered in sub-paragraphs b., c., e., g., i., and s.** hereinabove and includes gelatin and heat insulation materials, but excludes plastic and rubber, polish, camphor and herbal ingredients.

- u. **Retail trade of eye glasses**, which include various kinds of eyeglasses, such as sight and sunglasses, (hard and soft) contact lenses and eyeglasses frames.
- v. **Retail trade of kitchen equipment which includes glassware and kitchen utensils** such as plates, pisin, bowls, cups, teapots, spoons, forks, bowls, jars, baby milk bottles, pans, trays, buckets, flasks and jerry cans.
- w. **Retail trade via mail, telephone or internet orders for food commodities, beverages, tobacco, chemicals, pharmaceuticals, cosmetics and laboratory equipment.**
- x. **Retail trade via mail, telephone or internet orders for textile, clothing, footwear and personal goods.**
- y. **Retail trade via mail, telephone or internet orders for household goods and kitchen equipment.**
- z. **Retail trade via mail, telephone or internet orders for any combination of goods as delineated in sub-paragraphs w., x. and y.** hereinabove.
- aa. **Retail trade via mail, telephone or internet orders for other goods** not delineated in sub-paragraphs w., x. and y. hereinabove."

Revised Article 3 after the incorporation of the above Proposed Amendment to AOA

The revised Article 3 after the incorporation of the above Proposed Amendment will appear as follows:

OBJECTIVES, PURPOSES AND BUSINESS ACTIVITIES

Article 3

1. The objectives and purposes of the Company shall be to engage in business in the field of Trade.
2. To achieve the abovementioned objectives and purposes, the Company can conduct the following business activities:

(i) Main business activities:

- a. conduct business in the field of retailing and trading of health and beauty products, medicine, pharmacy goods, medical and wellness equipment, personal and skin care products, perfume and cosmetics, baby products and general merchandise in store and/or pharmacy;
- b. conduct business in the field of trading of food and beverages;
- c. acting as agent/representative, sole agent, distributor, purveyor, franchise and supplier of any type of traded goods, whether for its own calculation or other party calculation on a commission basis; and
- d. import any kind of goods related to the Company's business activities as mentioned above.

(ii) Supporting business activities:

- a. market and distribute domestically any type of goods in relation to the above main business activities of the Company; and
- b. engage in other activities which are required to support and/or related to the Company's business as mentioned above, including to conduct operational transactions with any third parties.

(iii) In connection with the business activities above, the Company carries out wholesale and retail trade via offline and/or online stores as follows:

- a. **Wholesale trade of pharmaceutical goods and medicines** including personal medicines.
- b. **Retail trade of pharmaceutical goods sold in the pharmacy** which include pharmaceuticals and medicines which are in ready-made medicinal preparations (such

as in the form of tablets, capsules, ointments, powders, solvents, and parenteral solutions and suspensions) including vitamins and medicines for skin disease, eyes, teeth, ears, respiratory and digestive tracts, high blood pressure, hormonal disorders as well as health goods from rubber, condoms, breast milk suction devices, milk pacifiers, blood bags, and gloves for dissection.

- c. **Retail trade of pharmaceutical goods not sold in the pharmacy** which include ready-made pharmaceutical goods and medicinal preparations (such as in the form of tablets, capsules, ointments, powders, solvents, and parenteral solutions and suspensions) including vitamins and medicines for skin disease, eyes, teeth, ears, respiratory and digestive tracts, high blood pressure, hormonal disorders as well as health goods from rubber, condoms, breast milk suction devices, milk pacifiers, blood bags, and gloves for dissection (e.g. dispensary).
- d. **Wholesale trade of traditional medicines and herbs.**
- e. **Retail trade of traditional medicines** which include all kinds of herbs and traditional medicines whose ingredients derive from plants, animals or minerals and which are provided (such as) in the form of pills, capsules, powders and in liquids.
- f. **Wholesale trade of laboratory equipment, pharmaceutical, health and medical equipment.**
- g. **Retail trade of laboratory equipment, pharmaceutical, health and medical equipment** which include laboratory, pharmaceutical and health equipment, among others as well as various: (i) laboratory equipment made of glass (e.g. test tubes, measuring tubes, microscope slides, cuvettes, and serum/infusion bottles) and porcelain (e.g. chemical tubes, filter plates, mortar and pestle, and cups); and (ii) tools and equipment of the medical profession (e.g. surgical and dental instruments, medical electro apparatus, thermometers, and blood pressure measurement devices).
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- i. **Retail trade of cosmetic products** including: (i) make up (e.g. eye shadow, mascara, face cream, lipstick and lip liner); (ii) fragrance preparations (e.g. cologne, toilet water and perfume); hair preparations (e.g. shampoo, hair tonic and hair oil); (iii) nail preparations (e.g. base coat, nail polish, nail cream and cuticle remover); (iv) skin care preparations (e.g. baby oil, cleansing lotion, masks and foot cream); (v) preparations for body care (e.g. deodorant spray, deodorant creams and douches); (vi) shaving preparations (e.g. shaving soap and shaving cream); (vii) traditional cosmetics (e.g. powder, "mangir" and scrub); and (viii) other cosmetics including body powder, beauty cotton and baby powder.
- j. **Wholesale trade of sports equipment** including bicycles and their parts and accessories.

- k. **Wholesale trade of milk and dairy products.**
- l. **Wholesale trade of non-alcoholic and non-milk beverages** including fruit juice, juice, soft drinks, mineral water and others.
- m. **Retail trade of non-alcoholic drinks** that are not directly consumed on the premises, such as soft drinks (e.g. lemonade, soda water, passion fruit, bottled tea, mineral water and cutcherry rice) and coffee drinks.
- n. **Wholesale trade of sugar, chocolate and confectionery.**
- o. **Wholesale trade of various kinds of goods** not delineated in sub-paragraphs a., d., f., h., j., k., l. and n. hereinabove.
- p. **Retail trade of various kinds of goods** whose main ingredients are not food, beverages or tobacco and are not sold in department stores. These traded goods include clothing, household furniture, jewellery, children's toys and cosmetics, which are integrated under one store.
- q. **Retail trade of adult men's, women's, and children's shoes, sandals, and other footwear** (including sports shoes, and health slippers) made of leather, artificial leather, plastic, rubber, cloth or wood.
- r. **Retail trade of clothing complements**, such as scarves, veils, handkerchiefs, headbands, blades, caps, hats, ties, belts, gloves, socks, towels and blankets. This also includes the retail trade of shirt buttons, zippers and others similar complements.
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- v. **Retail trade of kitchen equipment which includes glassware and kitchen utensils** such as plates, pisin, bowls, cups, teapots, spoons, forks, bowls, jars, baby milk bottles, pans, trays, buckets, flasks and jerry cans.
- w. **Retail trade via mail, telephone or internet orders for food commodities, beverages, tobacco, chemicals, pharmaceuticals, cosmetics and laboratory equipment.**
- x. **Retail trade via mail, telephone or internet orders for textile, clothing, footwear and personal goods.**
- y. **Retail trade via mail, telephone or internet orders for household goods and kitchen equipment.**
- z. **Retail trade via mail, telephone or internet orders for any combination of goods as delineated in sub-paragraphs w., x. and y.** hereinabove.
- aa. **Retail trade via mail, telephone or internet orders for other goods** not delineated in sub-paragraphs w., x. and y. hereinabove.

Jakarta, 24 October 2019
PT DUTA INTIDAYA TBK
BOARD OF DIRECTORS