



**PROCEDURES OF
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
PT VALE INDONESIA TBK**

PT Vale Indonesia Tbk ("**Company**") is holding an Extraordinary General Meeting of Shareholders ("**Meeting**") on:

Day : Tuesday
Date : 31 August 2021
Time : 09.00 WIB – finish

Considering the recent situation of Covid-19 pandemic in Jakarta, the Meeting is held electronically through the Electronic General Meeting System at <https://easy.ksei.co.id/egken> ("**eASY.KSEI**") provided by PT Kustodian Sentral Efek Indonesia ("**KSEI**") without any physical attendance of the shareholders and/or its proxy, by adhering to Financial Services Authority ("**OJK**") Regulation Number 15/POJK.04/2020 regarding Plans and Organizing of a General Meetings of Shareholders of Public Companies ("**POJK 15**") and OJK Regulation Number 16/POJK.04/2020 regarding Electronic General Meeting of Shareholders of Public Companies in conjunction with OJK Letter No. S-30/D.04/2021 dated March 2nd, 2021 regarding Confirmation, Extension or Revocation of Relaxation Policy related to Corona Virus Disease 2019 Pandemic.

LANGUAGE

This Meeting will be conducted in Bahasa Indonesia and the English translation will be simultaneously projected in the screen.

CHAIR OF THE MEETING

In accordance with Article 37 paragraph (1) POJK 15 and Article 23 paragraph (1) of the Articles of Association of the Company, the Meeting will be chaired by a member of the Board of Commissioners appointed by the Board of Commissioners. Therefore, pursuant to the resolutions of the Board of Commissioners adopted at a meeting on August 16th, 2019, Mr. Rudiantara as the Independent Commissioner shall chair the Meeting ("**Chair of the Meeting**").

MEETING PARTICIPANTS

1. Shareholders who are entitled to attend or to be represented by proxy at the Meeting and cast a vote in the Meeting are shareholders who are registered in the Company's Register of Shareholders as of 4:15 P.M. Western Indonesia Time on July 30th, 2021 or who are registered in the Register of Shareholders issued by KSEI at the market closing on July 30th, 2021.

2. Meeting participants who are not shareholders and/or proxy of shareholders are invited guests who are present based on the invitation of the Company's Board of Directors and have not right to express their opinions, questions, including voting in the Meeting.

ATTENDANCE QUORUM

1. In accordance with the provisions of the Company's Articles of Association, the Meeting will be lawful and may be conducted if it is attended by shareholders and/or their authorized proxies who jointly represent 1/2 (one-half) of total issued shares of the Company with valid voting rights.
2. If the Shareholders or their authorized proxies cast their vote through e-voting prior to the Meeting in accordance with the prevailing laws and regulations, thus the shareholders or their authorized proxies will be considered as present at the Meeting.
3. Shareholders and/or their authorized proxies can only register 1 (one) time through eASY.KSEI application and is entitled to watch the Meeting through the AKSes.KSEI facility application (<https://access.ksei.co.id/>) by selecting *Tayangan RUPS*.

QUESTIONS AND ANSWERS

1. Chair of the Meeting shall give the opportunity to the shareholders and/or their authorized proxies to ask questions and/or give opinions limited to matters related to agenda item of the Meeting and to be delivered briefly and straight to the point.
2. Shareholders and/or their proxies participating electronically in the Meeting via eASY.KSEI application can ask questions and/or give opinions via chat room in 'Electronic Option' column available in the E-meeting Hall screen provided in the eASY KSEI application, by mentioning their full name and number of share ownership. Questions and/or opinions can be submitted as long as the General Meeting Flow Text column status is 'discussion started for agenda item'.
3. Q&A features (e.g., raise hand) provided in the Zoom webinar will be deactivated, so that the questions and/or opinions can only be submitted through eASY.KSEI application.
4. For the efficient of time, questions and answers session shall be limited to maximum of 2 (two) questions.
5. The Chairman of the Meeting may ask members of the Board of Directors and/or any relevant party to respond and/or provide further explanation to questions from Shareholders or their proxies.

RESOLUTIONS AND VOTING PROCEDURES

1. Meeting's resolutions will be adopted on the basis of consensus.
2. Each share shall give a right to its owner to issue 1 (one) vote.
3. In accordance with the provision of the Articles of Association, resolutions will be adopted if it is approved by more than 1/2 (one-half) of the total votes validly casted in the Meeting.
4. Shareholder who gives a blank vote (abstain) shall be considered to cast the same vote as the majority vote casted at the Meeting. Further, pursuant to Article 11 paragraph (6) of POJK 16, shareholders with lawful voting rights present electronically in the Meeting but not

casting their vote or cast an “Abstain” vote, will be considered present at the Meeting and pass the same vote as the majority shareholders who cast their vote and counted as the majority vote of shareholders.

5. The voting duration is a maximum of 5 minutes.
6. Voting results for the agenda item of the Meeting will be read out by the Public Notary after the completion of the presentation and voting of agenda item of the Meeting.

ELECTRONIC VOTING

1. Shareholders and/or their proxies who have registered through eASY.KSEI application will receive a link through the registered email which has been registered by the Shareholders and/or their proxies to go to the electronic voting platform.
2. Shareholders and/or their proxies can access the voting platform electronically and cast their voting rights on that platform starting from August 2nd, 2021 until the opening of agenda item.
3. Shareholders and/or their proxies can vote for agenda item of the Meeting which requires the approval of the Meeting by selecting "AGREE", "NOT APPROVE", or "ABSTAIN" in the available column.
4. Following discussion of agenda of the Meeting, Chair of the Meeting will provide sufficient time for shareholders and/or their proxies to exercise and cast their vote.
5. The procedure for voting electronically can be seen on the Company's website or KSEI website.
6. At the end of the voting session, the Notary will convey the voting result to the Meeting.

TAYANGAN RUPS

1. Shareholders registered in eASY.KSEI within the pre-determined time limit could watch the Meeting through Zoom Webinar by accessing eASY.KSEI menu, Tayangan RUPS submenu available in AKSes facility (<https://akses.ksei.co.id/>).
2. Tayangan RUPS has maximum capacity of up to 500 (five hundred) participants on first come first serve basis.
3. Shareholders who could not watch the Meeting through Tayangan RUPS shall be considered to lawfully attend the Meeting electronically, its share ownership and vote are also calculated in the Meeting, to the extent the shareholders have declared their attendance in eASY.KSEI.
4. Shareholders watching the Meeting through Tayangan RUPS, but do not declare their attendance in eASY.KSEI, shall not be calculated in the attendance quorum of the Meeting.

Other matters which have not been stipulated herein shall be further determined by the Chair of the Meeting by adhering the Articles of Association and the prevailing laws and regulations.