



PANGGILAN
RAPAT UMUM PEMEGANG SAHAM TAHUNAN
PT ASTRA OTOPARTS Tbk.
("Perseroan")

Direksi Perseroan dengan ini mengundang para pemegang saham Perseroan, untuk menghadiri Rapat Umum Pemegang Saham Tahunan ("Rapat") yang akan diselenggarakan pada :

Hari/tanggal : Selasa, 9 Juni 2020
Waktu : 10.00 WIB s/d 11.00 WIB
Tempat : Auditorium Lantai 3, PT Astra Otoparts Tbk.
Jalan Pegangsaan Dua KM 2,2, Kelapa Gading, Jakarta Utara

Dengan agenda Rapat sebagai berikut :

1. **Persetujuan Laporan Tahunan, termasuk pengesahan Laporan Tugas Pengawasan Dewan Komisaris Perseroan, serta pengesahan Laporan Keuangan Konsolidasian Perseroan untuk tahun buku 2019;**
2. **Penetapan Penggunaan Laba Bersih Perseroan tahun buku 2019;**
3. **Penetapan gaji dan/atau tunjangan anggota Direksi serta honorarium anggota Dewan Komisaris Perseroan;**
4. **Penunjukan kantor akuntan publik untuk melakukan audit terhadap Laporan Keuangan Perseroan tahun buku 2020.**

Dengan Penjelasan Agenda Rapat ke-1, 2, 3 dan 4 merupakan agenda yang rutin diadakan dalam RUPS Tahunan Perseroan. Hal ini sesuai dengan ketentuan Anggaran Dasar Perseroan dan Undang-undang No. 40 tahun 2007 tentang Perseroan Terbatas.

Catatan:

1. Perseroan tidak mengirimkan undangan tersendiri kepada Pemegang Saham, karena iklan Pemanggilan ini sudah merupakan undangan resmi.
2. Untuk memperlancar pengaturan dan tertibnya Rapat, pemegang saham atau kuasanya dimohon dengan hormat untuk hadir paling lambat pukul 09:00 WIB.
3. Pemegang Saham atau kuasanya yang akan menghadiri Rapat diminta untuk menyerahkan fotocopy KTP atau tanda pengenal lain yang sah kepada petugas pendaftaran sebelum memasuki ruang Rapat. Bagi Pemegang Saham yang berbentuk Badan Hukum, agar membawa fotocopy dari anggaran dasarnya yang terakhir serta akta pengangkatan anggota Direksi dan Dewan Komisaris atau pengurus terakhir. Khusus untuk Pemegang Saham dalam Penitipan Kolektif PT Kustodian Sentral Efek Indonesia ("KSEI") diminta untuk memperlihatkan Konfirmasi Tertulis untuk Rapat ("KTUR") kepada petugas pendaftaran sebelum memasuki ruang Rapat. Dalam hal Pemegang Saham tidak dapat memperlihatkan KTUR, maka Pemegang Saham tetap dapat menghadiri Rapat sepanjang namanya tercatat dalam Daftar Pemegang Saham dan membawa identitas diri yang dapat diverifikasi sesuai ketentuan yang berlaku.
4. Yang berhak hadir atau diwakili dalam Rapat adalah para pemegang saham yang nama-namanya tercatat dalam Daftar Pemegang Saham tanggal 15 Mei 2020 sampai dengan pukul 16.00 WIB.
5. Dengan mengedepankan prinsip kehati-hatian dan kewaspadaan terhadap perkembangan kondisi terkini terkait pandemi Corona Virus Disease (Covid-19) dan mematuhi ketentuan yang terdapat pada Peraturan Pemerintah No. 21 Tahun 2020 tentang Pembatasan Sosial Berskala Besar Dalam Rangka Percepatan Penanganan Corona Virus Disease (Covid-19) serta peraturan terkait lainnya, Perseroan dengan ini sangat menghimbau kepada Pemegang Saham untuk menguasai kehadirannya melalui pemberian kuasa dengan ketentuan sebagai berikut:
Perseroan menyiapkan 2 (dua) jenis kuasa kepada Pemegang Saham yaitu Surat Kuasa Konvensional yang dapat diperoleh selama jam kerja di Biro Administrasi Efek Perseroan, PT Raya Saham Registra, melalui email rsrbae@registra.co.id, nomor telepon: (+6221) 2525666, nomor faksimili: (+6221) 2525028; atau Corporate Legal Perseroan, melalui email corp.legal@component.astra.co.id atau melalui e-Proxy yang dapat diakses secara elektronik di platform eASY.KSEI melalui www.ksei.co.id.
 - a. Surat Kuasa Konvensional – formulir surat kuasa yang mencakup pemilihan suara serta pertanyaan atas setiap mata acara Rapat. Surat Kuasa yang telah dilengkapi dan ditanda tangani oleh Pemegang Saham berikut dengan dokumen pendukungnya disampaikan kepada Perseroan paling lambat pada tanggal 8 Juni 2020 pukul 12.00 WIB melalui email ke rsrbae@registra.co.id dan semua asli Surat Kuasa yang sudah ditandatangani harus sudah diterima oleh Biro Administrasi Efek Perseroan, atau Kantor Perseroan tersebut di atas selambat-lambatnya tanggal 8 Juni 2020 pukul 12.00 WIB.
 - b. E-Proxy melalui eASY.KSEI – suatu sistem pemberian kuasa yang disediakan oleh KSEI untuk memfasilitasi dan mengintegrasikan surat kuasa dari Pemegang Saham tanpa warkat yang sahamnya berada dalam Penitipan Kolektif KSEI kepada kuasanya secara elektronik. Penerima Kuasa yang tersedia di eASY.KSEI adalah pihak independen yang ditunjuk oleh Perseroan. Informasi mengenai penerima kuasa independen yang ditunjuk Perseroan dapat diperoleh melalui situs web Perseroan, yaitu www.astra-otoparts.com. Pemberian kuasa ini dilakukan paling lambat 1 (satu) hari kerja sebelum tanggal penyelenggaraan Rapat yakni tanggal 8 Juni 2020.
 - c) Terkait dengan himbuan pemerintah Republik Indonesia dan Otoritas Jasa Keuangan mengenai pencegahan penyebaran virus Covid-19, Rapat akan diadakan seefisien mungkin tanpa mengurangi keabsahan pelaksanaan Rapat dengan tetap memperhatikan peraturan perundang-undangan yang berlaku. Pemegang saham dihimbau agar memberikan kuasa kepada BAE Perseroan, yaitu PT Raya Saham Registra.
6. Bahan Rapat tersedia di kantor Perseroan terhitung sejak tanggal pemanggilan ini sampai dengan hari Selasa, 9 Juni 2020 pukul 09:00 WIB, yang dapat diperoleh dari Perseroan pada jam kerja dan atas permintaan tertulis dari pemegang saham Perseroan melalui email corp.legal@component.astra.co.id. Laporan Tahunan Perseroan tersedia di website Perseroan (<https://www.astra-otoparts.com>). Para Pemegang Saham yang berhak hadir, berhak menyampaikan pertanyaan atas mata acara Rapat tersebut, dan pertanyaan nya akan disampaikan dalam Rapat oleh Penerima Kuasa serta dicatat dalam Akta Risalah Rapat yang disusun

oleh Notaris. Jawaban atas pertanyaan tersebut akan disampaikan melalui email Pemegang Saham paling lambat 3 (tiga) hari setelah Rapat.

7. Notaris dibantu dengan Biro Administrasi Efek, akan melakukan pengecekan dan perhitungan suara untuk setiap mata acara Rapat dalam setiap pengambilan keputusan Rapat atas mata acara tersebut, berdasarkan surat kuasa yang telah disampaikan oleh Pemegang Saham sebagaimana dimaksud dalam butir 5) diatas.
8. Tindakan preventif ini tidak menghalangi bagi Pemegang Saham yang berkenan hadir langsung pada penyelenggaraan Rapat, namun dengan tetap memperhatikan pembatasan yang mungkin diterapkan sesuai dengan Protokol Pemerintah yang diimplementasikan oleh Pengelola Gedung atau Otoritas Setempat.

PENCEGAHAN PENYEBARAN VIRUS COVID-19

Sesuai dengan peraturan yang berlaku* dan sebagai langkah pencegahan penyebaran risiko penularan virus Covid-19:

1. Himbauan Pemegang Saham Memberikan Kuasa kepada RSR
Perseroan menghimbau kepada seluruh pemegang saham untuk memberikan kuasa kepada pihak independen yang ditunjuk oleh Perseroan untuk mewakili pemegang saham untuk hadir dan memberikan suara dalam Rapat. Pihak independen yang ditunjuk adalah biro administrasi efek Perseroan, PT Raya Saham Registra ("RSR").

Panduan pemberian kuasa kepada RSR melalui E-Proxy adalah sebagai berikut:

A. Bagi pemegang saham individu berkewarganegaraan Indonesia

1. Pemegang saham yang ingin memberikan kuasa harus telah memiliki Nomor Single Investor Identification (Nomor SID). Pengecekan Nomor SID dapat dilakukan dengan menghubungi perusahaan efek atau bank kustodian masing-masing pemegang saham
 2. Melakukan register dan login ke <https://akses.ksei.co.id>
 3. Pilih link EasyKSEI untuk masuk ke dalam sistem eASY.KSEI
 4. Pilih menu '**Operations for Shareholders**'
 5. Pada bagian General Meetings, pilih Issuer PT Astra Otoparts Tbk. - Rapat Umum Pemegang Saham Tahunan 2020
 6. Pada bagian '**Select Attendance Type**', pilih 'my authorized representative will attend'
 7. Pilih '**independent representative**', lalu pilih nama representative yang tercantum dalam kolom terkait
 8. Pilih tombol '**next**' untuk memberikan suara dan Pemegang Saham akan diarahkan ke laman 'Vote Preference Declaration'
 9. Pilih salah satu "**Accept**", "**Reject**", atau "**Abstain**" untuk setiap mata acara
 10. Pilih '**save**' untuk menyimpan input suara yang telah dilakukan
- Panduan pemberian kuasa di atas beserta penjelasannya dapat diakses melalui web Perseroan www.astra-otoparts.com.

Pemegang saham dapat memberikan kuasa kehadiran dan pemberian suara melalui E-Proxy di atas selambat-lambatnya Senin, 8 Juni 2020.

- B. Bagi pemegang saham (i) individu berkewarganegaraan asing dan (ii) berbentuk badan hukum (Indonesia dan asing):
Pemegang saham dihimbau untuk memberikan kuasa melalui perusahaan efek atau bank kustodian masing-masing pemegang saham, untuk kemudian perusahaan efek atau bank kustodian tersebut memberikan E-Proxy kepada RSR.

2. Bagi pemegang saham atau kuasanya yang akan tetap hadir secara fisik dalam Rapat wajib mengikuti dan lulus protokol keamanan dan kesehatan yang akan diberlakukan secara ketat, sebagai berikut:
 - (i) wajib menggunakan masker;
 - (ii) wajib mengikuti prosedur pemeriksaan kesehatan (seperti pemeriksaan suhu tubuh, dsb.), baik yang akan dilakukan oleh Perseroan maupun manajemen gedung penyelenggaraan Rapat;
 - (iii) pada saat pendaftaran, wajib menyerahkan formulir deklarasi kesehatan yang memuat informasi kesehatan dan perjalanan. Formulir dapat diunduh pada www.astra-otoparts.com;
 - (iv) wajib menerapkan kebijakan physical distancing sesuai arahan Perseroan dan manajemen gedung tempat penyelenggaraan Rapat.
3. Pemegang saham atau kuasanya yang tidak sehat (khususnya memiliki/merasakan gejala terinfeksi Covid-19 (seperti batuk, demam, atau flu, dsb) tidak diperkenankan menghadiri Rapat.
4. Perseroan berhak dan berwenang untuk melarang pemegang saham atau kuasanya untuk menghadiri atau berada dalam ruang Rapat dalam hal pemegang saham atau kuasanya tidak memenuhi protokol keamanan dan kesehatan sebagaimana dijelaskan di atas.
5. Sejalan dengan upaya pencegahan penyebaran Covid-19, Perseroan tidak menyediakan konsumsi dan souvenir kepada pemegang saham dan kuasa pemegang saham yang hadir secara fisik dalam Rapat.
6. Perseroan akan mengumumkan kembali apabila terdapat perubahan dan/atau penambahan informasi dengan mengacu pada kondisi dan perkembangan terkini mengenai penanganan dan pengendalian untuk mencegah penyebaran Covid-19.

* Peraturan Pemerintah Pengganti Undang-Undang Republik Indonesia No. 1 Tahun 2020 tentang Kebijakan Keuangan Negara dan Stabilitas Sistem Keuangan Untuk Penanganan Pandemi Corona Virus Disease 2019 (Covid-19) dan/atau Dalam Rangka Menghadapi Ancaman Yang Membahayakan Perekonomian Nasional dan/atau Stabilitas Sistem Keuangan, (ii) Peraturan Menteri Kesehatan Republik Indonesia No. 9 Tahun 2020 tentang Pedoman Pembatasan Sosial Berskala Besar Dalam Rangka Percepatan Penanganan Corona Virus Disease 2019 (Covid-19), (iii) Peraturan Gubernur Nomor 33 Tahun 2020 tentang Pelaksanaan Pembatasan Sosial Berskala Besar Dalam Penanganan Corona Virus Disease 2019 (Covid-19) di Provinsi Daerah Khusus Ibukota Jakarta.



**NOTICE OF
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS
PT. ASTRA OTOPARTS Tbk
("Company")**

The Board of Directors of the Company invites the shareholders of the Company, to attend the Annual General Meeting of Shareholders (the "Meeting"), which will be convened on :

Day/Date : Tuesday, 9th June 2020
Time : 10.00 WIB up to 11.00 WIB
Venue : Auditorium 3rd Floor, PT Astra Otoparts Tbk.
Jalan Pegangsaan Dua KM 2,2, Kelapa Gading, Jakarta Utara

With the agenda of the Meeting as follows:

1. **Approval of the Annual Report, including the ratification of the Report of Supervisory Duty of the Board of Commissioners of the Company, as well as the ratification of Financial Statement of the Company for the Financial Year 2019;**
2. **Determination on the appropriation of the Company's Net Profit for the Financial Year 2019;**
3. **Determination of the salary and remuneration of the Board of Directors of the Company as well as determination of the honorarium and/or remuneration of the Company's Board of Commissioners of the Company;**
4. **Appointment of the public accountant to audit the Financial Statement of the Company for the Financial Year 2020;**

With the explanation of the agenda of the Meeting 1st, 2nd, 3rd and 4th are the agenda that regularly held in the Annual General Meeting of the Shareholders of the Company. This is in accordance with the Article of Association of the Company and the Law No. 40 of 2007 on Limited Liability Company.

Notes:

1. The Company does not send an individual invitation to the Shareholders, since this notice serves as the official invitation.
2. To expedite the arrangement and orderliness of the Meeting, shareholders or their proxies are kindly requested to be present no later than 09:00 WIB.
3. The Shareholders or their proxies who attend the Meeting are asked to deliver the copy of the KTP or other valid identity to the registry officials prior entering the Meeting room. For the legal entity Shareholder, asked to carry the copy of the updated Articles of Association and the deed of appointment of the current members of the Board of Directors and Board of Commissioners or other officials. Particularly for the Shareholders whose shares are deposited at the Collective Depository of PT Kustodian Sentral Efek Indonesia ("KSEI"), are asked to show their Written Confirmation to attend the Meeting ("KTUR") to the registry officials prior entering the Meeting room. In the case of Shareholder does not show KTUR, then the Shareholder still be able to attend the Meeting as long as its name is listed in the Shareholders Register of the Company and carries its personal identity that verifiable according to applicable regulations.
4. Those who entitles attends or represents in the Meeting are the shareholders whose name are listed in Shareholders Register of the Company dated 15th May, 2020 up to 16.00 WIB.
5. By prioritizing the precautionary principle towards the current conditions related to the Corona Virus Disease pandemic (Covid-19) and complying with the provisions subject to Government Regulation No. 21 of 2020 concerning Large-Scale Social Restrictions in the Context of Accelerating Handling of Corona Virus Disease (Covid-19) and other related regulations, the Company hereby strongly urges Shareholders to authorize their presence through granting power of attorney with the following provisions:
The Company provides 2 (two) types of power of attorney to Shareholders, among others Conventional Power of Attorney which can be obtained during working hours at the Company's Securities Administration Bureau, PT Raya Saham Registra, via email rsrbae@registra.co.id, telephone number: (+6221) 2525666, facsimile number: (+6221) 2525028; or the Company's Corporate Legal, via email corp.legal@component.astra.co.id or through e-proxy which can be accessed electronically on the eASY.KSEI platform through www.ksei.co.id.
 - a. Conventional Power of Attorney - form of power of attorney which includes voting as well as questions on each agenda item. The Power of Attorney that has been completed and signed by the Shareholders together with the supporting documents is submitted to the Company no later than 8th June 2020 at 12.00 WIB via email to rsrbae@registra.co.id and all original Power of Attorneys that have been signed must have been received by The Company's Securities Administration Bureau, or Office of the Company referred to at the latest on 8th June 2020 at 12.00 WIB.
 - b. E-Proxy through eASY.KSEI - a power of attorney system provided by KSEI to facilitate and integrate power of attorney from scrippless Shareholders whose shares are in KSEI Collective Custody to their proxies electronically. The Power of Attorney who is available at eASY.KSEI is an independent party appointed by the Company. Information regarding the recipients of independent powers appointed by the Company can be obtained through the Company's website, www.astra-otoparts.com. This power of attorney is implemented no later than 1 (one) working day prior to the date of the Meeting, which is 8th June 2020.
 - c. In connection with the appeal of the government of the Republic of Indonesia and the Financial Services Authority regarding the prevention of the spread of the Covid-19 virus, the Meeting will be held as efficiently as possible without reducing the validity of the implementation of the Meeting while still observing the applicable laws and regulations. Shareholders are encouraged to provide power of attorney to the Company's Registrar, PT Raya Saham Registra.
6. Meeting materials are available at the Company's office as of the date of this notice until Tuesday, 9th June 2020 at 09:00 WIB, which can be obtained from the Company during business hours and upon written request from the Company's shareholders via email to corp.legal@component.astra.co.id. The Company's Annual Report is available on the Company's website (<https://www.astra-otoparts.com>). Shareholders who are entitled to attend, are entitled to submit questions regarding the agenda of the Meeting, and their questions will be submitted at the Meeting by the Recipient of Power of Attorney and recorded in the

Deed of Meeting Minutes drawn up by a Notary. Answers to these questions will be submitted via Shareholders' email no later than 3 (three) days after the Meeting.

7. The notary, assisted by the Securities Administration Bureau, will conduct checks and vote counts for each agenda item in each meeting decision making over the agenda, based on the power of attorney that has been submitted by the Shareholders as referred to in point 5) above.
8. This preventive action does not prevent Shareholders who are willing to be present directly at the holding of the Meeting, but with due regard to restrictions that may be applied in accordance with the Government Protocol implemented by the Building Manager or the Local Authority

PREVENTION ON THE SPREAD OF VIRUS COVID-19

In accordance with applicable regulations * and as a precautionary measure to spread the risk of Covid-19 virus transmission:

1. Appeal for Shareholders to Gives Power of Attorney to RSR
The Company appeal to all shareholders to gives power of attorney to independent party which appointed by the Company to represent the shareholders to attend and vote at the Meeting. The appointed independent party is the Company's securities administration bureau, PT Raya Saham Registra ("**RSR**").

Guidelines for authorization to RSR through E-Proxy are as follows:

A. For individual shareholders of Indonesian citizens

1. Shareholders who intend to authorize must have a Single Investor Identification Number (SID Number). Checking the SID Number can be done by contacting the securities company or custodian bank of each shareholder.
2. Register and login to <https://akses.ksei.co.id>
3. Select the EasyKSEI link to enter the eASY.KSEI system
4. Select the '**Operations for Shareholders**' menu
5. In the General Meetings section, select Issuer PT Astra Otoparts Tbk. - 2020 Annual General Meeting of Shareholders
6. In the '**Select Attendance Type**' section, select '**my authorized representative will attend**'
7. Select '**independent representative**', then choose the name of the representative listed in the relevant column
8. Select the '**next**' button to vote and Shareholders will be directed to the '**Vote Preference Declaration**' page
9. Choose one of the "**Accept**", "**Reject**", or "**Abstain**" for each agenda item
10. Select '**save**' to save the voice input that has been done

The power of attorney guide above and its explanation can be accessed through the Company's website www.astra-otoparts.com.

Shareholders can authorize the presence and voting via E-Proxy above no later than Monday, 8th June 2020.

B. For shareholders (i) foreign citizens and (ii) legal entities (Indonesian and foreign):

Shareholders are encouraged to provide power of attorney through securities companies or custodian banks of each shareholder, for later the securities companies or custodian banks provide E-Proxies to RSR.

2. Shareholders or their proxies who will remain physically present at the Meeting must follow and pass the security and health protocol which will be strictly enforced, as follows:
 - (i) must wear a mask;
 - (ii) must follow health inspection procedures (such as body temperature checks, etc.), both of which will be carried out by the Company and the management of the building where the meeting is held;
 - (iii) at the time of registration, must submit a health declaration form containing health and travel information. Forms can be downloaded at www.astra-otoparts.com;
 - (iv) must implement a physical distancing policy in accordance with the direction of the Company and the management of the building where the meeting is held.
3. Unhealthy shareholders or their proxies (especially having / feeling symptoms of being infected with Covid-19 (such as coughing, fever, or flu, etc.) are not permitted to attend the Meeting.
4. The Company has the right and authority to prohibit shareholders or their proxies from attending or being in the Meeting room in the event that the shareholders or their proxies do not meet the security and health protocol as described above.
5. In line with the efforts to prevent the spread of Covid-19, the Company does not provide consumption and souvenirs to shareholders and the power of attorney shareholders who are physically present at the Meeting.
6. The Company will re-announce if there are changes and / or additional information with reference to the latest conditions and developments regarding the handling and control to prevent the spread of Covid-19.

* Government Regulation in Lieu of Law of the Republic of Indonesia No. 1 of 2020 concerning State Financial Policy and Financial System Stability for Handling Corona Virus Disease 2019 (Covid-19) and / or In Order to Face Threats that Harm National Economy and / or Financial System Stability, (ii) Regulation of the Minister of Health of the Republic of Indonesia No . 9 of 2020 concerning Guidelines for Large-Scale Social Restrictions in the Framework of Accelerating Handling of Corona Virus Disease 2019 (Covid-19), (iii) Governor Regulation Number 33 of 2020 concerning Implementation of Large-Scale Social Restrictions in Handling Corona Virus Disease 2019 (Covid-19) in Province of Special Capital Region of Jakarta.

Jakarta, 18th May 2020
The Board of Directors of the Company