

# SHARES REGISTRATION PROCEDURES AT KSEI

## 1. Shares Registration

- a. Issuers that wish to issue Shares must first visit the Electronic Securities Registration System (SPEK) website at: **<https://spek.ksei.co.id>**.
- b. Issuers should log-in to the SPEK system and submit a Securities Registration Application. Issuers that do not have a SPEK account must first register for an account through the Registration menu as an Issuer.
- c. Prospective Issuers must apply for a Shares registration application through the SPEK system's Registration menu by selecting the Securities Application sub-menu and then appoint the party that shall register the Securities at KSEI.
- d. A Guide to the Electronic Securities Registration System can be obtained at the SPEK homepage.
- e. If necessary, PT KSEI can send an invitation to prospective Issuers for a meeting with relevant PT KSEI parties regarding the registration of Shares at KSEI.

## 2. Required Documents

Prospective Issuers are required to upload the following supporting documents into the SPEK system:

- a. A copy of a valid Articles of Association/Articles of Association Amendment which include stipulations on Collective Custody,
- b. A copy of the Ministry of Justice and Human Rights Decree regarding the Approval of the Issuer's Articles of Association Amendment,
- c. A copy of the latest Deed on the Company's Structure of Management and Commissioners,
- d. A copy of the Ministry of Justice and Human Rights Report Letter on the Company's Restructuring of Management,
- e. A copy of the Tax Identification Number (NPWP) Card,
- f. A copy of a valid Letter of Domicile (SKD),
- g. A copy of the Identification Card of Authorized Persons/Agents in relation to any submitted Power of Attorney,
- h. A copy of the Documents on the Legal Relationship between the Issuer and the Securities Administration Bureau (BAE).

After registering the Securities in the SPEK System, it is mandatory for securities registration applicants to submit hardcopies which have been signed by the Issuer's authorized officials of the following documents:

- a. Securities Registration Form,
- b. Securities Registration Application Letter,
- c. Power of Attorney Agreement with the BAE or Power Attorney by the Issuer with BAE to conduct Securities Administration through Collective Custody,

- d. Power of Attorney, which are normally granted to the Corporate Secretary or other related officials.
- e. Specimen of Signature (in relation to the Power of Attorney) and Specimen of the Company's Seal.

The documents above can be downloaded through the SPEK System after the Securities Registration Applicant has finalized the securities registration process. All of the hardcopies above, except for the Securities Registration Form, must be printed on paper that have the Issuer's company headers.

All of the documents must be submitted to PT KSEI attn: Custodian Services Division (Securities Management Unit) during operational hours as noted at KSEI's website.

If the required document hardcopies are not submitted within six months after the securities are registered through SPEK, the registration shall automatically be considered overdue and Issuers must restart the securities registration process.

### **3. Signing of Agreements**

As basis of the Shares registration at KSEI, prospective Issuers and KSEI shall sign a Equity Securities Registration Agreement. The Equity Securities Registration Agreement shall use a standardized format prepared by KSEI and shall not accommodate any feedback for changes.

The signing of the Equity Securities Registration Agreement with KSEI shall be done separately through circular signing.

The Equity Securities Registration Agreement shall be finalized and signed by KSEI on the same day of the Securities Registration Date of Approval in SPEK. Issuers can sign the agreements on a separate date within one month after the registration's approval date in SPEK. From the Issuer's side, the Agreement shall be signed by an official in the A Group classification.

If the Equity Securities Registration Agreement has not been registered at KSEI within six months of the signing, the agreement shall be considered null and void. If the agreement is registered after that time period at KSEI, then a new agreement must be drafted.

### **4. Short-Form Prospectus**

Prospective Issuers must submit a draft of the final Short-Form Prospectus to KSEI no later than one working day before the Short-Form Prospectus is published in the mass media. This will provide time for KSEI to prepare an announcement of the Shares' issuance plan which will be sent out to KSEI Account Holders (Securities Companies and Custodian Banks) on the following day or at the same date that the Short-Form Prospectus shall be published in the Mass Media. In addition, information on the date, mass media outlet name, and page number where the Short-Form Prospectus will be published must also be submitted to KSEI.

## **5. Shares Registration in KSEI's System (C-BEST)**

KSEI shall register the Shares into C-BEST after the Shares Code has been issued by the Stock Exchange where the Shares are listed, and after the Issuer completes the Distribution Registration process in the SPEK system, as well as submitting the Distribution Registration Form and supporting distribution documents to KSEI at least two working days before the Date of Distribution.

If the Issuers are also issuing Warrants along with the Shares issuance, then the Issuer must provide the information on Warrant Issuance in SPEK's Distribution Registration and include it in the Distribution Registration Form to be submitted to KSEI.

If the Issuer issues additional shares through a Preemptive Rights Limited Public Offering, then it must fill-in a Distribution Registration Form (see attached Registration Distribution Form template) and submit it to KSEI by no later than two working days after the General Meeting of Shareholders is held and with two final prospectus printouts included.

## **6. Allotment**

The Allotment procedures shall be conducted based on stipulations agreed by the Issuer, BAE and the Underwriter. If the Issuer appoints a BAE in its Shares administration, then the recapitulation data of the allotment results will be submitted to the BAE in a format that is specified by each BAE.

## **7. Shares Distribution**

The Issuer/BAE will distribute the Shares electronically through C-BEST to each Securities Account or Securities Sub-Account that are entitled to the allotment.

The electronic distribution of the Shares shall be done on the same day as the Issuer's scheduled Date of Distribution based on the recapitulation data of the allotment results and after the Distribution Registration in SPEK has been validated by KSEI.

The Shares distribution shall be delivered down to the Securities Sub-Account level. Therefore, it is expected for Issuers to request KSEI Account Holders beforehand to open access to Securities Sub-Accounts on behalf of the Shares buyers (prospective Shares holders) at KSEI before the Date of Distribution.

## **8. Prospectus**

A single copy of the final Prospectus of the Shares that are registered at KSEI must be submitted by the Issuer to KSEI after the Prospectus have been printed out. The final Prospectus must include the following data on the Shares: Total amount of shares and nominal value, which shall become reference for the input of the Shares' data within C-BEST.

## 9. Fees

The Issuers must pay the following fees for Shares registration at KSEI:

- a. **Joining Fee**  
The Issuer is charged with a single fee of Rp15,000,000 (fifteen million rupiahs) for every first Securities registration at KSEI (including both Equity and Debt Securities). Issuers which have registered their Securities at KSEI shall not be charged again.
- b. **Annual Fee**  
An annual fee of Rp10,000,000 (ten million rupiahs) shall be charged for every Shares series based on the total number of the issued Shares Codes. For the first year, the Annual Fee shall be calculated *pro rata* based on the Shares' Date of Distribution in C-BEST. For the following years, the annual fee shall be charged fully at the start of each year (early January) as long as the Shares are registered at KSEI.

Value Added Tax (VAT) and other tax obligations are not included in all of the fees above. All existing tax obligations must be paid by the Issuer no later than 15 calendar days before the date that the full invoice is received by the Issuer from KSEI. A penalty fee of 0.5% of the total invoice amount shall be incurred for each day of delay.

## 10. Issuers Area Facility

Issuers can monitor the ownerships and transfers of Shares registered at KSEI at all times through the Issuer Area Facility provided by KSEI. This facility can be accessed online by the Issuer at the following website: <https://online.ksei.co.id/>

To use this facility, Issuers must first register by filling the Issuer Area Registration Form (see attachment) that must be submitted at the same time as the Shares Distribution Registration Form, which is no later than two working days before the Date of Distribution.

General requirements for the use the Issuer Area Facility, include:

- a. A PC with a minimum system requirement of:
  - i. Intel Pentium
  - ii. 32 MB of RAM
- b. Access to the Internet.

Access to the Issuer Area Facility shall be effectively available for the Issuer within one working day after the Date of Distribution.

**Note:**

Issuers that have already registered and have access to KSEI's Issuer Area Facility through the issuance of other securities do not need to fill-in another Issuer Area Registration Form. Access to the new securities shall be automatically available within one working day after the Date of Distribution.