



**CODE OF CONDUCT OF
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS (“AGMS”) OF
PT DAYA INTIGUNA YASA Tbk (“Company”)**

11 JUNE 2026

I. General Provisions

1. AGMS will be chaired by a Commissioner of the Company that has been approved by the Board of Commissioner of the Company (“**Chairman**”) and conducted in Indonesian as the primary language of instruction, except for the certain session and Q&A session that can also be conducted in both Indonesian and English.
2. Shareholders entitled to attend the AGMS are the shareholders of the Company whose names are registered in the Register of Shareholders of the Company and/or the shareholders of the Company in sub securities accounts at PT Kustodian Sentral Efek Indonesia (“**KSEI**”) on 19 May 2026 at the close of stock trading closure on the Indonesian Stock Exchange until 4.00 PM Western Indonesian Time (“**Eligible Shareholders**”).
3. Eligible Shareholders may participate in the AGMS through one of the following mechanisms:
 - a. physical attendance at the AGMS, provided that physical attendance shall be limited to a maximum of 50 (fifty) Eligible Shareholders or their proxies (first-come, first-served basis), due to venue capacity limitations;
 - b. granting a proxy to another party, either through an electronic power of attorney via the KSEI Electronic General Meeting System (“**eASY.KSEI**”) (<https://akses.ksei.co.id/>) or by way of a written power of attorney; or
 - c. electronic attendance at the AGMS through the eASY.KSEI facility(<https://akses.ksei.co.id/>).
4. During the AGMS, Eligible Shareholders or their proxies who are in physical attendance at the AGMS shall maintain order throughout the proceedings by refraining from using mobile telephones or other electronic devices within and/or around the AGMS venue, and shall ensure that all mobile telephones are set to silent mode.
5. To ensure that the AGMS is conducted in an orderly, efficient, and timely manner, Eligible Shareholders or their proxies who will be in physical attendance at the AGMS are respectfully requested to arrive from 11.30 AM Western Indonesian Time for registration purposes. Registration will close at 1.00 PM Western Indonesian Time or earlier if the number of Eligible Shareholders or their proxies present within the AGMS venue has reached the maximum capacity of 50 (fifty) persons.
6. Agenda of the AGMS:
 - (1) Approval on the Company’s annual report for the financial year of 2025 which has been reviewed by the Board of Commissioners, including the approval of the consolidated financial statements of the Company and its subsidiaries as of and for the year ended on 31 December 2025, which has been audited by public accounting firm of Siddharta Widjaja & Rekan (member of KPMG International Limited) and executed on 12 March 2026 and granting a full release and discharge (*acquitt et de charge*) to all members of the Board of Directors (“**BOD**”) and the Board of Commissioners (“**BOC**”) of the Company for their management and supervisory duty carried out throughout the financial year ended on 31 December 2025, provided that those actions are clearly reflected in the Company’s annual report for the financial year of 2025 and audited consolidated financial statements of the Company and its subsidiaries as of and for the year ended on 31 December 2025.
 - (2) Approval on the use of the Company’s net profit for the financial year ended on 31 December 2025.
 - (3) Approval on determination of the salaries and benefits of the BOD and determination of the honorarium and/or benefits of the BOC for the financial year of 2026.
 - (4) Approval of the appointment of a Public Accounting Firm and a Public Accountant to audit the Consolidated Financial Statements of the Company and its Subsidiaries for the financial year of 2026.



- (5) Report on the realization of the use of proceeds resulting from the initial public offering of the Company.
 - (6) Approval of amendments and/or adjustments to the Company's Articles of Association.
 - (7) Approval of the change in the composition and structure of the Company's Board of Commissioners.
7. Pursuant to the provisions of the Company's Articles of Association and the prevailing laws and regulations, the quorum requirements and resolutions for the AGMS shall be as follows:
- a. Agenda No. 1, 2, 3, 4, and 7
Pursuant to Article 13 paragraph (1) of the Company's Articles of Association, the AGMS may be convened if attended by shareholders or their proxies representing more than 1/2 (one-half) of the total valid voting rights. Resolutions of the AGMS shall be valid if approved by more than 1/2 (one-half) of the total valid votes cast at the AGMS.
 - b. Agenda No. 5
Not applicable, as this agenda item is for reporting purposes only and does not require any resolution of the AGMS.
 - c. Agenda Item No. 6
Pursuant to Article 15 paragraph (1) of the Company's Articles of Association, the AGMS may be convened if attended by shareholders or their proxies representing more than 2/3 (two-thirds) of the total valid voting rights. Resolutions of the AGMS shall be valid if approved by more than 2/3 (two-thirds) of the total valid votes cast at the AGMS.
8. All of the AGMS' agenda will be discussed sequentially in accordance with the invitation of the AGMS, and each agenda item shall be followed by a question-and-answer session and the adoption of resolutions.
9. If any Shareholder or their proxies arrives after the registration has been closed and the attendance of Shareholders has been counted for quorum determination purposes, such Shareholder or proxy shall nevertheless be permitted to attend the AGMS, but shall not be entitled to raise any questions and/or provide any comments, and their votes shall not be counted in the voting process.
10. All information, including images, audio, explanations, and/or any other information in whatsoever form presented and displayed during the AGMS ("**AGMS Information**"), shall be confidential and remain the property of the Company. Eligible Shareholders or their proxies are prohibited from: (i) making any audio, image, and/or video recordings during the AGMS using any device whatsoever, including mobile telephones, cameras, and/or other recording devices; (ii) capturing, sharing, and/or disseminating the AGMS Information to any party; and/or (iii) using the AGMS Information in any manner that may be detrimental to the Company. The Company reserves the right to take legal action and/or any other measures deemed necessary in respect of any violation of the foregoing provisions.
11. All matters discussed and resolved at the AGMS shall be recorded in the Minutes of the AGMS, which shall be drawn up in the form of a Notarial Deed in accordance with the provisions of the Company's Articles of Association and the prevailing laws and regulations.

II. Questions or Comments Procedures

1. Only Eligible Shareholders or their proxies who are present in a timely manner and have completed the registration process prior to the opening of the AGMS shall be entitled to submit questions and/or provide comments.
2. Upon the completion of the presentation and discussion of each agenda of the AGMS, the Chairman will give the opportunity to the Eligible Shareholders or their proxies to raise questions and/or comments. Each question-and-answer session will accommodate a maximum 3 (three) questions and/or comments from the Eligible Shareholders or their proxies.



3. Eligible Shareholders or their proxies may submit questions subject to the following provisions:
 - a. each Eligible Shareholder or their proxies shall have 1 (one) opportunity to submit questions and/or provide comments during each question-and-answer session for each agenda item of the AGMS;
 - b. Eligible Shareholders or their proxies who are in physical attendance at the AGMS and intend to submit questions and/or comments shall do so in writing by completing the form accessible through scanning the QR Code provided by the Company and distributed to AGMS participants at the AGMS venue; and
 - c. Eligible Shareholders or their proxies attending through the eASY.KSEI facility who intend to submit questions and/or comments shall do so electronically by using the chat feature in the 'Opinion Statement Field' available on the E-meeting Hall screen of the eASY.KSEI facility. Questions and/or comments may only be submitted while the AGMS implementation status displayed in the 'General Meeting Flow Text' column shows "Discussion started for agenda item".
 - d. The mechanism for conducting discussions for each agenda item of the AGMS shall be determined in writing through the E-meeting Hall screen of the eASY.KSEI facility.
4. Only questions and/or comments directly related to the agenda item of the AGMS currently under discussion may be submitted and addressed. The Chairman, based on his opinion, is entitled and reserves the right to refuse to answer or provide no responses towards questions and comments that are unrelated directly to the agenda.
5. Due to time limitations, the questions can be chosen by the Chairman or a Party appointed by the Chairman. Each agenda item will have 1 (one) question and answer session and each session will accommodate a maximum of 3 (three) questions and/or comments from the shareholders or their proxies. Furthermore, the questions or comments chosen will be read by the Notary or Legal Consultant appointed by the Chairman to assist the Chairman.
6. The Chairman of the AGMS, members of the Board of Directors, or any other parties present at the AGMS (including the Company's advisors) as appointed by the Chairman of the AGMS may provide answers and/or responses to the questions and/or comments submitted.

III. Resolution Procedures

1. The resolutions will be made by way of deliberation to reach consensus. In the event that a consensus is not reached, the resolutions will be made by way of voting.
2. Only Eligible Shareholders or their duly authorised proxies shall be entitled to cast votes in the adoption of resolutions.
3. During the voting, the votes cast by a shareholder shall apply to all shares owned by such shareholder and the shareholder is not entitled to provide power of attorney to more than one proxy for part of their shares with different votes.
4. Physical voting shall be conducted in accordance with the following procedures:
 - a. Eligible Shareholders or their proxies those who cast dissenting votes and/or abstain votes shall be requested to raise their hands and submit the voting card, duly completed in full, to the AGMS officers, to be counted by the Notary;
 - b. Eligible Shareholders or their proxies who do not raise their hands shall be deemed to have voted in favour of the proposed resolution; and
 - c. In general, voting shall be conducted openly by completing the voting and will be done openly by filling out the Voting Card, however for votes requiring confidentiality or on the request of a Shareholder, the voting may be conducted by unsigned secret ballot.
5. Electronic voting shall be conducted in accordance with the following procedures:
 - a. for Eligible Shareholders who grant proxy through the e-Proxy facility, the voting process shall be carried out in accordance with the applicable terms and procedures of the eASY.KSEI facility, and accordingly such shareholders shall not be required to cast their votes again during the resolution-taking process at the AGMS;

- b. resolutions of the AGMS shall be adopted based on the tabulation of votes submitted through the e-Proxy via eASY.KSEI facility (<https://akses.ksei.co.id>) and votes cast physically during the voting process:
- 1) the electronic voting process shall take place through the eASY.KSEI facility under the E-meeting Hall menu and the Live Broadcasting sub-menu;
 - 2) Eligible Shareholders attending in person or their proxies who have not cast their votes on a particular agenda item of the AGMS shall be provided with the opportunity to submit their voting choices during the voting period through the E-meeting Hall screen of the eASY.KSEI facility opened by the Company. During the electronic voting process, the status '*Voting for agenda item has started*' shall appear in the '*General Meeting Flow Text*' column. If an Eligible Shareholders or their proxies fails to submit a voting choice for a particular agenda item of the AGMS before the status in the '*General Meeting Flow Text*' column changes to '*Voting for agenda item has ended*', such shareholder or proxy shall be deemed to have abstained from voting on the relevant agenda item of the AGMS; and
 - 3) the voting time during the electronic voting process shall constitute the standard period determined by the eASY.KSEI facility. The Company, in this case the Chairman of the AGMS or any party appointed by the Chairman of the AGMS, may determine the policy regarding the duration of live electronic voting for each agenda item of the AGMS (provided that the maximum voting period shall be 5 (five) minutes for each agenda item of the AGMS).
5. The Notary and the Company's Share Registrar shall conduct the final tabulation of votes based on both the physical voting process and the electronic voting process at the AGMS, and report the results thereof to the Chairman of the AGMS.
4. Pursuant to Article 47 of OJK Regulation No. 15/POJK.04/2020 concerning the Planning and Conduct of General Meetings of Shareholders of Public Companies and Article 13 paragraph (9) of the Company's Articles of Association, Eligible Shareholders or their proxies with valid voting rights who are present at the AGMS but do not vote (abstain) are considered to vote the same as the majority vote of the shareholders who cast the vote.
5. The proxy authorised by an Eligible Shareholder to cast an abstention vote or a vote against a proposed resolution who, during the resolution-taking process, fails to raise his/her hand to indicate such abstention or dissenting vote, shall be deemed to have approved the proposed resolution.
6. In determining the quorum of AGMS, the shares of Shareholders represented by members of the Board of Directors, members of the Board of Commissioners, or employees of the Company acting as proxies shall remain counted towards the attendance quorum. However, in the voting process, such parties in their capacity as proxies shall not be entitled to cast votes.

IV. Others Provision

1. The Company does not provide a printed copy of the Annual Report, AGMS Materials, food, beverages, and souvenirs. The Annual Report and other AGMS materials can be accessed on the Company's website (<https://corporate-id.mrdiy.com/informasi-investor>).
2. In the event that there are any provisions relating to the conduct of the AGMS which are not and/or insufficiently regulated under the Company's Articles of Association and/or these Code of Conduct, the Chairman of the AGMS shall be entitled to make any decisions and/or take any actions deemed necessary to maintain and ensure the orderly conduct of the AGMS.