

**CODE OF CONDUCT OF
THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS (“Meeting”)
PT GOTO GOJEK TOKOPEDIA Tbk (“Company”)
JUNE 18, 2025**

1. The Meeting will be chaired by the President Commissioner or in the case that the President Commissioner is not available, by any commissioner of the Company approved by the Board of Commissioner (“**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 English.
2. During the Meeting, the use of cell phones and other electronic devices is not permitted inside the meeting room and/or around the meeting room, to avoid interrupting the Meeting. The Meeting participants are required to put Your phone in a silent mode. Also the Meeting participants are prohibited from recording the Meeting through any electronic devices such as from Your phone, camera and/ or video recorder.
3. The shareholders of the Company can participate in the Meeting through the following mechanisms:
 - a. physical attendance at the Meeting, with a limitation up to 100 shareholders or shareholders’ proxies on a first come first serve basis; or
 - b. represented by other parties by granting electronic power of attorney through the Electronic General Meeting System of PT Kustodian Sentral Efek Indonesia or KSEI (eASY.KSEI) platform (<https://akses.ksei.co.id/>) or granting conventional power of attorney; or
 - c. electronic attendance at the Meeting through the eASY.KSEI platform (<https://akses.ksei.co.id/>).

Due to the limited capacity of the space, the Company limits the physical attendance for up to 100 shareholders or their proxies (on a first come first served basis).

4. The shareholders of the Company who are entitled to attend or represented in the Meeting are the shareholders of the Company whose names are validly registered in the Register of Shareholders of the Company and/or the shareholders of the Company in sub securities accounts at KSEI on May 26, 2025 at the close of stock trading closure on the Indonesian Stock Exchange.
5. Agenda of the Meeting
 - 1) Approval of the change of the IPO proceeds.
 - 2) Approval on the resignation of Mr. Garibaldi Thohir as Commissioner of the Company.
 - 3) Approval on the resignation of Ms. Nila Marita Indreswari as Director of the Company.
 - 4) Approval on the resignation of Mr. Thomas Kristian Husted as Vice President Director of the Company.
 - 5) Approval on the resignation of Mr. Pablo Malay as Director of the Company.

- 6) Approval on the appointment of Mr. Pablo Malay as a Commissioner of the Company.
 - 7) Approval on the appointment of Mr. Sudhanshu Raheja as a Director of the Company.
 - 8) Approval on the appointment of Mrs. R.A. Koesoemohadiani as a Director of the Company.
 - 9) Approval on the appointment of Mr. Wuzhen (William) Xiong as a Director of the Company.
 - 10) Approval on the appointment of Mrs. Monica Lynn Mulyanto as a Director of the Company.
 - 11) Approval on the appointment of Mr. Ade Mulyana as a Director of the Company.
 - 12) Approval of the assignment of duties and authorities of Mrs. Catherine Hindra Sutjahyo from previously a Director of the Company to become a Vice President Director of the Company.
 - 13) Approval of the transfer of shares resulting from the buyback through the implementation of a share ownership program by employees and/or the Board of Directors and Board of Commissioners ("**ESOP/MSOP**").
 - 14) Approval of the Company's shares buyback plan in accordance with POJK 29/2023 ("**2025 - 2026 Shares Buyback**").
 - 15) Approval for the cancellation of capital increase without preemptive rights up to a maximum of 10% (ten percent) of the Company's issued and paid-up capital.
6. All of the Meeting's agenda items will be discussed in sequence based on the Meeting's notice.
 7. After the Meeting's agenda items have been discussed, the shareholders or their proxies are allowed to raise questions and/or comments relating directly to the Meeting's agenda being discussed.

Procedures of Q&A:

- a. Only the shareholders and their lawful proxies, who arrive on time and register before the Meeting starts, may submit questions and/or comments;
- b. In each Meeting agenda item, the Chairman will give the opportunity to the shareholders or their proxies to raise questions and/or comments in writing via electronic system provided by the Company or KSEI system. Each question-and-answer session will accommodate a maximum of 3 (three) questions and/or comments from the shareholders or their proxies;
- c. Shareholders or their lawful proxy may raise a question in writing via electronic system provided by the Company or KSEI system in accordance with the following terms and procedures:
 - i. Each shareholder or their lawful proxy has 1 (one) opportunity to raise a question and/or their opinion in each session per Meeting agenda item.

- ii. Shareholders or their proxies who physically attend the Meeting and would like to raise questions and/or make comments, may raise a question in writing by filing in the form that can be found by scanning the QR code and to be provided by the Company at the Meeting location.
 - iii. The shareholder or their lawful proxy who attend the Meeting through eASY.KSEI platform, and would like to raise questions and/or make comments, must submit through the chat feature on the 'Electronic Opinions' columns that is available in the E-meeting Hall of the eASY.KSEI platform. The question and/or opinion can be raised as long as the status of the Meeting under the 'General Meeting Flow Text' is "Discussion started for agenda item".
 - iv. The mechanism for each discussion of each agenda item in writing is available in the E-meeting Hall interface of the eASY.KSEI platform.
 - v. Questions or opinions that are raised must be in direct connection with the agenda item being discussed. The Chairman, based on his opinion, is entitled and reserves the right to refuse to answer or provide no responses towards questions and opinions that are unrelated directly to the agenda.
 - vi. Because of 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 opinions from the shareholders or their proxies. Furthermore, the questions or opinions chosen will be read by the Notary or Legal Consultant appointed by the Chairman to assist the Chairman.
 - vii. The Chairman or one of the members of the Board of Directors or other parties who are present (including advisors of the Company) as appointed by the Chairman may answer or respond to the questions and/or opinions being raised during the Meeting related directly to the agenda item being discussed.
- d. For shareholders who are unable to access through eASY.KSEI platform and shareholders who own scrip shares who attend the Meeting via Zoom bit.ly/RUPSLBGoToJuni2025 can only watch the Meeting proceeding and unable to (i) raise any comment or question via online through eASY.KSEI platform and Zoom; or (ii) conduct online voting through eASY.KSEI platform and Zoom.

8. Resolutions:

- a. 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.
- b. If voting is conducted physically, the shareholders or their proxies who intend to vote against, or cast an abstention vote will be asked to raise his/her hand and hand over the Voting Card to the officer appointed by the Company to collect the Voting Card.
- c. The Chairman will request the Notary and Share Registrar to count the votes and announce the results. Generally, the voting will be done openly by filling out the Voting Card, however for votes needing confidentiality or on the request of a Shareholder, the voting can be done in secret without being signed.

- d. If the voting is done electronically, it will be done in the following manner:
- i. For Shareholders that give power of attorney through an e-Proxy, the voting process from the Shareholder will be conducted in accordance with the terms and procedures applicable provided in the eASY.KSEI platform, therefore during voting in the Meeting there is no need to issue a vote.
 - ii. Resolutions of the Meeting taken based on voting that has been issued through e-Proxy through the eASY.KSEI platform in the <https://akses.ksei.co.id> and physically with the process of voting:
 - (1) The Voting process done electronically will be done through the eASY.KSEI application on the E-meeting Hall menu, sub menu Live Broadcasting.
 - (2) Present shareholders or their lawful proxy that have yet to vote on the agenda will have the opportunity to vote as long as the voting period in the E-meeting Hall in the eASY.KSEI application is still open by the Company. Throughout the process of voting, the status "Voting for agenda item has started" will be visible on the "General Meeting Flow Text" column. If the shareholder or the lawful proxy does not vote on an agenda item up until the status of "General Meeting Flow Text" has changed to "Voting for Agenda item has ended", an abstention vote will be considered.
 - (3) The voting time for the process of voting electronically is a standard set by the eASY.KSEI application. The Company, in this case the Chairman or a Party appointed by the Chairman, can implement a policy for direct voting electronically per agenda item in the Meeting (with a maximum of 5 (five) minutes per agenda item). Only the Shareholder or their lawful proxy can vote.
 - (4) After the counting of the votes and reporting by the Notary, the Chairman will announce the result of the vote.
- e. Only the shareholders or their lawful proxies are entitled to participate in the voting.

9. Attendance and Meeting Resolution Quorum:

a. Agenda Item No. 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, 12, 13, and 15

Based on Article 13 paragraph (1) of the Company's Articles of Association, the Meeting can be convened if the Meeting is attended by more than 1/2 (half) of the total shareholder or its lawful proxy with valid voting rights. A resolution taken by the Meeting is lawful if approved by more than 1/2 (half) of the total voting rights present in the Meeting. To approve these Agenda, the ratio of voting rights for Series B shares is 30 voting rights for each Series B share.

b. Agenda Item No. 14

Pursuant to Article 15 paragraph (1) of the Company's Articles of Association, the Meeting can be convened if the Meeting is attended by shareholders or their proxies representing at least 2/3 (two-thirds) of the total valid voting rights. A resolution taken by the Meeting is lawful if approved by more than 2/3 (two-thirds) of the total valid voting rights present in the Meeting. To approve this Agenda, the ratio of voting rights for Series B shares is 30 voting rights for each Series B share.

10. 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.
11. If there are any shareholders or their proxies who arrive after the registration is closed and the attendance of the shareholders has been counted to determine the quorum, those shareholders or their proxies are permitted to participate in the Meeting, but are not allowed to raise questions and their votes will not be counted in the voting.
12. The proxy who is authorized by the shareholder to vote abstain or against, but during the voting session by the Chairman, does not raise his/her hand to vote abstain or against, will therefore be deemed to have approved the proposed agenda item.
13. In determining the quorum of Meeting, the shares of shareholders represented by members of the Board of Directors, members of the Board of Commissioners and employees of the Company are counted but not entitled to cast votes during the voting. Meanwhile, members of the Board of Directors and members of the Board of Commissioners who are also Series B shareholders of the Company who attend and represent other Series B shareholders at the Meeting, apart from being counted in the quorum, are also entitled to cast votes at the Meeting.
14. The shareholders with valid voting rights who are present at the Meeting but do not vote (abstain) are considered to vote the same as the majority vote of the shareholders who cast the vote in accordance with Article 47 of POJK 15 and Article 13 paragraph (9) of the Articles of Association of the Company.
15. All material discussed and decided in the Meeting must be recorded in the Minutes of Meeting that is prepared in accordance with the Articles of Association of the Company and the prevailing laws and regulations.
16. For matters related to this Meeting which are not sufficiently and/or are not regulated in the Articles of Association of the Company and/or In this code of conduct, the Chairman of the Meeting is entitled to resolve such matters and/or to take any actions deemed necessary to keep and ensure the Meeting runs smoothly.

Jakarta, May 2025
Board of Directors of the Company