**PEMANGGILAN**
**RAPAT UMUM PEMEGANG SAHAM LUAR BIASA**
**PT MARTINA BERTO Tbk**

Direksi PT Martina Berto Tbk (selanjutnya disebut "Perseroan") dengan ini mengundang para pemegang saham Perseroan untuk menghadiri Rapat Umum Pemegang Saham Luar Biasa ("RUPSLB" atau "Rapat") yang akan diselenggarakan pada:

**Hari / Tanggal** : Kamis, 17 Desember 2026
**Waktu** : Pukul 10.00 WIB – selesai
**Tempat** : Ruang Griya Cipta Wanita, PT Martina Berto Tbk, Jl. Pulo Kambing II No. 1, Kawasan Industri JIEP, Pulogadung, Jakarta Timur

Rapat akan diselenggarakan secara fisik dan secara elektronik melalui fasilitas Electronic General Meeting System KSEI ("eASY.KSEI") yang disediakan oleh PT Kustodian Sentral Efek Indonesia ("KSEI"), dengan memperhatikan Anggaran Dasar Perseroan, tata tertib Rapat, POJK 15/POJK.04/2020, serta POJK Nomor 14 Tahun 2025 dan ketentuan lain yang berlaku.

## A. MATA ACARA RUPSLB

1. **Persetujuan atas perubahan susunan anggota Direksi dan Dewan Komisaris Perseroan.**

### Penjelasan Mata Acara RUPSLB

Mata acara RUPSLB diajukan dalam rangka penyesuaian susunan anggota Direksi dan Dewan Komisaris Perseroan guna menjaga kesinambungan fungsi pengurusan dan pengawasan Perseroan, dengan memperhatikan kepentingan Perseroan, Anggaran Dasar, dan ketentuan yang berlaku. Daftar riwayat hidup calon anggota Dewan Komisaris tersedia sebagai dokumen tersendiri sejak tanggal Pemanggilan sampai dengan penyelenggaraan Rapat.

## B. CATATAN

1. Perseroan tidak mengirimkan undangan khusus kepada masing-masing pemegang saham. Pemanggilan ini merupakan undangan resmi kepada seluruh pemegang saham Perseroan untuk menghadiri Rapat.
2. Pemanggilan Rapat ini dapat diakses melalui situs web Perseroan, situs web Bursa Efek Indonesia, situs web penyedia e-RUPS, dan/atau aplikasi eASY.KSEI.
3. Bahan mata acara Rapat, termasuk penjelasan mata acara, tata tertib Rapat, dan daftar riwayat hidup calon anggota Dewan Komisaris dalam dokumen terpisah, dapat diakses dan diunduh melalui situs web Perseroan dan/atau eASY.KSEI sejak tanggal Pemanggilan sampai dengan penyelenggaraan Rapat.
4. Pemegang saham yang berhak hadir atau diwakili dengan surat kuasa yang sah dalam Rapat adalah:
   a. Bagi saham Perseroan yang tidak berada dalam penitipan kolektif: pemegang saham atau kuasanya yang namanya tercatat secara sah dalam Daftar Pemegang Saham Perseroan pada Selasa, 24 November 2026 sampai pukul 16.00 WIB di PT Adimitra Jasa Korpora selaku Biro Administrasi Efek Perseroan.
   b. Bagi saham dalam penitipan kolektif: pemegang saham atau kuasanya yang tercatat pada pemegang rekening atau bank kustodian di KSEI pada penutupan perdagangan saham di Bursa Efek Indonesia tanggal Selasa, 24 November 2026.
5. Pemegang saham dapat mengikuti Rapat melalui mekanisme:
   a. Hadir secara fisik di tempat Rapat.
   b. Hadir secara elektronik melalui aplikasi eASY.KSEI.
   c. Memberikan kuasa secara elektronik (e-Proxy) melalui aplikasi eASY.KSEI kepada penerima kuasa yang telah terdaftar dalam sistem, termasuk penerima kuasa independen yang ditunjuk Perseroan melalui Biro Administrasi Efek.
   d. Memberikan kuasa secara konvensional menggunakan formulir surat kuasa yang disediakan oleh Perseroan.
6. Pemegang saham yang dapat hadir secara elektronik melalui aplikasi eASY.KSEI adalah pemegang saham individu lokal yang sahamnya berada dalam penitipan kolektif KSEI, sesuai mekanisme dan ketentuan KSEI.
7. Untuk menggunakan aplikasi eASY.KSEI, pemegang saham dapat mengakses menu eASY.KSEI melalui fasilitas AKSes KSEI pada https://akses.ksei.co.id/. Pemegang saham wajib membaca dan mematuhi ketentuan penggunaan aplikasi, termasuk informasi dalam fitur "Meeting Info" dan tata tertib Rapat.
8. Pemegang saham yang hendak menyatakan kehadiran, memberikan kuasa elektronik, dan/atau menyampaikan pilihan suara sebelum Rapat melalui eASY.KSEI dapat melakukannya sejak tanggal Pemanggilan ini sampai dengan paling lambat pukul 12.00 WIB pada 1 (satu) hari kerja sebelum tanggal Rapat, yaitu Rabu, 16 Desember 2026, sesuai mekanisme KSEI.

9. Pemegang saham yang telah menyampaikan deklarasi kehadiran, kuasa elektronik, dan/atau pilihan suara melalui eASY.KSEI dapat melakukan perubahan sepanjang sesuai mekanisme dan batas waktu yang ditetapkan KSEI.
10. Selain melalui eASY.KSEI, pemegang saham dapat memberikan kuasa secara konvensional menggunakan formulir Perseroan. Untuk keperluan administrasi, formulir dan dokumen pendukung agar diterima paling lambat Senin, 14 Desember 2026, pada jam kerja, oleh PT Adimitra Jasa Korpora (BAE Perseroan), Kirana Boutique Office, Jl. Kirana Avenue III Blok F3 No. 5, Kelapa Gading, Jakarta Utara 14250. Batas tersebut merupakan ketentuan administrasi Perseroan.
11. Pemegang saham atau kuasanya yang menghadiri dan/atau memberi kuasa secara elektronik melalui eASY.KSEI wajib memperhatikan ketentuan berikut:
    a. Registrasi kehadiran: pemegang saham atau kuasanya wajib melakukan registrasi elektronik sesuai waktu dan mekanisme eASY.KSEI.
    b. Penyampaian pertanyaan atau pendapat: disampaikan secara tertulis melalui fitur yang tersedia dalam aplikasi eASY.KSEI pada sesi pembahasan mata acara Rapat.
    c. Pemungutan suara: pemegang saham atau kuasanya yang hadir secara elektronik dan belum memberikan pilihan suara sebelumnya dapat memberikan suara pada sesi pemungutan suara yang dibuka Perseroan.
    d. Tayangan RUPS: pemegang saham atau kuasanya yang telah terdaftar dapat mengikuti tayangan Rapat melalui fasilitas yang tersedia pada eASY.KSEI sesuai ketentuan teknis KSEI.
12. Pemegang saham atau kuasanya yang hadir secara fisik wajib melakukan registrasi pada daftar hadir sebelum memasuki ruang Rapat dengan memperlihatkan dokumen identitas asli yang berlaku serta menyerahkan dokumen sebagai berikut:
    a. Bagi pemegang saham orang perseorangan: fotokopi KTP atau paspor pemegang saham atau penerima kuasa, serta bukti kepemilikan saham apabila saham masih berbentuk warkat.
    b. Bagi pemegang saham berbentuk badan hukum atau badan lainnya: identitas pengurus atau penerima kuasa, anggaran dasar beserta perubahannya, bukti pengesahan yang relevan, dokumen susunan pengurus terakhir, serta bukti kepemilikan saham apabila masih berbentuk warkat.
13. Demi ketertiban Rapat, pemegang saham atau kuasanya yang akan hadir secara fisik dimohon telah berada di tempat Rapat paling lambat 30 (tiga puluh) menit sebelum Rapat dimulai.
14. Perseroan tidak menyediakan makanan/minuman, suvenir, maupun bahan Rapat dalam bentuk cetak. Bahan Rapat dapat diakses melalui situs web Perseroan dan/atau aplikasi eASY.KSEI.
15. Setiap 1 (satu) saham memberikan hak kepada pemiliknya untuk mengeluarkan 1 (satu) suara dalam Rapat, kecuali ditentukan lain oleh peraturan perundang-undangan yang berlaku.
16. Sesuai Pasal 41 ayat (1) POJK 15/POJK.04/2020, Rapat dapat dilangsungkan apabila lebih dari 1/2 (satu per dua) bagian dari jumlah seluruh saham dengan hak suara hadir atau diwakili, kecuali Anggaran Dasar Perseroan mensyaratkan kuorum lebih besar. Keputusan diupayakan melalui musyawarah untuk mufakat; apabila tidak tercapai, keputusan sah apabila disetujui lebih dari 1/2 (satu per dua) bagian dari seluruh saham dengan hak suara yang hadir dalam Rapat, kecuali Anggaran Dasar mensyaratkan persetujuan lebih besar.
17. Apabila terdapat perubahan dan/atau informasi tambahan terkait tata cara penyelenggaraan Rapat, Perseroan akan mengumumkannya kembali sesuai dengan ketentuan yang berlaku.
18. Apabila terdapat perbedaan penafsiran antara Pemanggilan dalam Bahasa Indonesia dan versi bahasa Inggris, versi Bahasa Indonesia yang berlaku.

Jakarta, 25 November 2026

**PT MARTINA BERTO Tbk**

**Direksi Perseroan**

**NOTICE**
**EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**
**PT MARTINA BERTO Tbk**

The Board of Directors of PT Martina Berto Tbk (hereinafter referred to as the "Company") hereby invites the shareholders of the Company to attend the Extraordinary General Meeting of Shareholders (the "EGMS" or the "Meeting"), which will be held on:

**Day / Date** : Thursday, 17 December 2026
**Time** : 10.00 a.m. Western Indonesia Time (WIB) until completion
**Venue** : Griya Cipta Wanita, PT Martina Berto Tbk, Jl. Pulo Kambing II No. 1, JIEP Industrial Estate, Pulogadung, East Jakarta

The Meeting will be held physically and electronically through the Electronic General Meeting System KSEI ("eASY.KSEI") provided by PT Kustodian Sentral Efek Indonesia ("KSEI"), with due observance of the Company's Articles of Association, the rules of conduct of the Meeting, OJK Regulation No. 15/POJK.04/2020, OJK Regulation No. 14 of 2025 and other prevailing regulations.

## A. AGENDA OF THE EGMS

1. **Approval of changes to the composition of the Company's Board of Directors and Board of Commissioners.**

### Explanation of the EGMS Agenda

This agenda item is proposed to adjust the composition of the Board of Directors and the Board of Commissioners in order to maintain the continuity of the Company's management and supervisory functions, with due observance of the Company's interests, Articles of Association and applicable laws and regulations. The curriculum vitae of the proposed member of the Board of Commissioners is made available as a separate document from the date of this Notice until the Meeting.

## B. NOTES

1. The Company will not send special invitations to each shareholder. This Notice constitutes an official invitation to all shareholders of the Company to attend the Meeting.
2. This Notice may be viewed through the Company's website, the website of the Indonesia Stock Exchange, the website of the e-GMS provider, and/or the eASY.KSEI application.
3. Meeting materials, including the explanation of the agenda, the rules of conduct and the curriculum vitae of the proposed member of the Board of Commissioners as a separate document, may be accessed and downloaded from the Company's website and/or eASY.KSEI from the date of this Notice until the Meeting.
4. Shareholders entitled to attend or be represented by a valid power of attorney at the Meeting are:
   a. For shares not held in collective custody: shareholders or their proxies whose names are duly recorded in the Company's Register of Shareholders on Tuesday, 24 November 2026 up to 16.00 WIB at PT Adimitra Jasa Korpora as the Company's Securities Administration Bureau.
   b. For shares held in collective custody: shareholders or their proxies recorded with KSEI account holders or custodian banks at the close of trading of shares on the Indonesia Stock Exchange on Tuesday, 24 November 2026.
5. Shareholders may participate in the Meeting through the following mechanisms:
   a. Attending the Meeting physically at the designated venue.
   b. Attending the Meeting electronically through the eASY.KSEI application.
   c. Granting an electronic proxy (e-Proxy) through the eASY.KSEI application to a proxy registered in the system, including an independent proxy appointed by the Company through its Securities Administration Bureau.
   d. Granting a conventional power of attorney using the proxy form provided by the Company.
6. Shareholders who may attend electronically through the eASY.KSEI application are local individual shareholders whose shares are deposited in KSEI collective custody, subject to the provisions and mechanisms stipulated by KSEI.
7. To use the eASY.KSEI application, shareholders may access the eASY.KSEI menu through the KSEI AKSes facility at https://akses.ksei.co.id/. Shareholders must read and observe the application's terms of use, including the "Meeting Info" feature and the Meeting rules of conduct.
8. Shareholders intending to declare attendance, grant electronic proxies and/or submit voting choices through eASY.KSEI prior to the Meeting may do so from the date of this Notice until no later than 12.00 noon WIB on 1

(one) business day prior to the Meeting, namely Wednesday, 16 December 2026, in accordance with the KSEI mechanisms.

9. Shareholders who have submitted attendance declarations, electronic proxies and/or voting choices through eASY.KSEI may amend them to the extent permitted under the mechanisms and deadlines stipulated by KSEI.
10. In addition to eASY.KSEI, shareholders may grant a conventional proxy using the Company's proxy form. For administrative purposes, the form and supporting documents should be received by Monday, 14 December 2026, during business hours, by PT Adimitra Jasa Korpora (the Company's Securities Administration Bureau), Kirana Boutique Office, Jl. Kirana Avenue III Blok F3 No. 5, Kelapa Gading, North Jakarta 14250. This deadline is an administrative requirement of the Company.
11. Shareholders or their proxies who attend and/or grant proxies electronically through eASY.KSEI shall observe the following:
    a. Attendance registration: shareholders or their proxies shall complete electronic registration in accordance with the applicable eASY.KSEI procedures and deadlines.
    b. Questions and/or opinions: may be submitted in writing through the feature provided in eASY.KSEI during the discussion of the relevant agenda item.
    c. Voting: shareholders or proxies attending electronically who have not submitted their voting choices before the Meeting may cast their votes when the voting session is opened by the Company.
    d. GMS broadcast: duly registered shareholders or proxies may view the Meeting through the relevant eASY.KSEI facility, subject to KSEI's technical provisions.
12. Shareholders or their proxies attending the Meeting physically must complete the attendance registration before entering the Meeting venue by presenting an original valid identity document and submitting the following documents:
    a. For individual shareholders: a photocopy of the ID card or passport of the shareholder or proxy, as well as evidence of share ownership if the shares are still in scrip form.
    b. For corporate shareholders or other entities: identification of the authorized management or proxy, articles of association and amendments, relevant approvals, the latest management appointment documents, and evidence of share ownership if the shares are still in scrip form.
13. For the orderliness of the Meeting, shareholders or their proxies attending physically are respectfully requested to arrive at the Meeting venue no later than 30 (thirty) minutes before the Meeting commences.
14. The Company will not provide food/beverages, souvenirs or printed Meeting materials. Meeting materials may be accessed through the Company's website and/or the eASY.KSEI application.
15. Each share grants its owner the right to cast 1 (one) vote at the Meeting, unless otherwise provided for under the applicable laws and regulations.
16. Pursuant to Article 41(1) of OJK Regulation No. 15/POJK.04/2020, the Meeting may be held if more than 1/2 (one half) of the total shares with voting rights are present or represented, unless the Articles of Association prescribe a higher quorum. Resolutions shall first be sought by deliberation to reach consensus; failing consensus, resolutions are valid if approved by more than 1/2 (one half) of the total voting shares present at the Meeting, unless the Articles of Association prescribe a higher approval threshold.
17. In the event of any change and/or additional information relating to the procedures for conducting the Meeting, the Company will re-announce such information in accordance with the applicable regulations.
18. In the event of any difference in interpretation between the Indonesian version and the English version of this Notice, the Indonesian version shall prevail.

Jakarta, 25 November 2026

**PT MARTINA BERTO Tbk**

**Board of Directors of the Company**

# SURAT KUASA / POWER OF ATTORNEY

## RUPSLB 17 DESEMBER 2026 / EGMS 17 DECEMBER 2026
## PT MARTINA BERTO Tbk

Yang bertanda tangan di bawah ini ("Pemberi Kuasa"):
*The undersigned (the "Principal"):*

**Nama /** *Name* : .....
**Alamat /** *Address* : .....
**NIK/No. Identitas /** *ID No.* : .....

Selaku pemegang saham yang namanya tercatat dalam Daftar Pemegang Saham Perseroan pada 24 November 2026, dengan ini memberikan kuasa kepada:
*As a shareholder recorded in the Company's Register of Shareholders on 24 November 2026, hereby grants authority to:*

**Nama /** *Name* : INDAH PUSPITA SARI
**Alamat /** *Address* : Kp. Pulo Jahe RT 009/RW 005, Kel. Jatinegara, Kec. Cakung, Jakarta Timur
**NIK /** *ID No.* : 3171036208890001
**Keterangan /** *Capacity* : Perwakilan PT Adimitra Jasa Korpora (BAE MBTO) / Representative of the Company's Securities Administration Bureau

### K H U S U S / S P E C I F I C A L L Y

Untuk mewakili Pemberi Kuasa dalam Rapat Umum Pemegang Saham Luar Biasa PT Martina Berto Tbk yang dilaksanakan pada Kamis, 17 Desember 2026 pukul 10.00 WIB – selesai, bertempat di Griya Cipta Wanita, PT Martina Berto Tbk, Jl. Pulo Kambing II No. 1, Kawasan Industri JIEP, Pulogadung, Jakarta Timur.
*To represent the Principal at the Extraordinary General Meeting of Shareholders of PT Martina Berto Tbk on Thursday, 17 December 2026 at 10:00 a.m. WIB until conclusion, at Griya Cipta Wanita, PT Martina Berto Tbk, Jl. Pulo Kambing II No. 1, JIEP Industrial Estate, Pulogadung, East Jakarta.*

Penerima Kuasa berwenang melakukan registrasi kehadiran, menghadiri Rapat, mengajukan pertanyaan atau pendapat apabila diperlukan, dan memberikan suara sesuai petunjuk Pemberi Kuasa untuk mata acara Rapat di bawah ini, dengan memperhatikan ketentuan Perseroan dan eASY.KSEI.
*The Proxy is authorised to register attendance, attend the Meeting, raise questions or opinions where necessary, and cast votes in accordance with the Principal's instructions on the Meeting agenda below, subject to the Company's procedures and eASY.KSEI requirements.*

Instruksi pemberian suara / pilih satu kolom:
*Voting instructions / select one option:*

| No. | MATA ACARA RUPSLB<br>*EGMS AGENDA* | SETUJU<br>*AGREE* | TIDAK SETUJU<br>*DISAGREE* | ABSTAIN |
|---|---|---|---|---|
| **1.** | Persetujuan atas perubahan susunan anggota Direksi dan Dewan Komisaris Perseroan.<br>*Approval of changes to the composition of the Company's Board of Directors and Board of Commissioners.* | ☐ | ☐ | ☐ |

Jumlah saham yang diwakili / Number of shares represented: ..... saham / shares

Pemberi Kuasa menyatakan telah membaca Pemanggilan RUPSLB yang diterbitkan tanggal 25 November 2026 dan memberikan instruksi suara di atas.
*The Principal confirms having read the EGMS Notice dated 25 November 2026 and provides the voting instructions set out above.*

Untuk pemberian kuasa secara elektronik (e-Proxy), penunjukan Penerima Kuasa dan instruksi suara dilakukan dan dicatat melalui aplikasi eASY.KSEI; formulir ini tidak menggantikan proses pemberian kuasa dalam sistem.
*For electronic proxy (e-Proxy), the appointment of the Proxy and voting instructions shall be made and recorded through eASY.KSEI; this form does not replace the authorisation process in the system.*

Dibuat di / Executed at ....., tanggal / date ..... 2026

**Pemberi Kuasa / Principal** | **Penerima Kuasa / Proxy**

**(.....)** | **(INDAH PUSPITA SARI)**

# DAFTAR RIWAYAT HIDUP

**CALON KOMISARIS UTAMA PT MARTINA BERTO Tbk**

## Dr. Kilala Tilaar

**Calon Komisaris Utama**



**Warga Negara Indonesia**

Lahir di Jakarta, 2 September 1980

Domisili: Jakarta Selatan, DKI Jakarta

### RIWAYAT PENUNJUKAN PADA PERSEROAN

Pertama kali diangkat sebagai Direktur Perseroan melalui RUPS tanggal 2 Oktober 2020, berdasarkan Akta Notaris Christina Dwi Utami, S.H., M.Hum., M.Kn., Nomor 15, dan diangkat kembali berdasarkan keputusan RUPS Tahunan tanggal 29 Juli 2022.

### PENDIDIKAN

**2023 |** Doktor Ilmu Manajemen, Universitas Padjadjaran, Bandung.

**2004–2005 |** Post Graduate Study (CSS), Management and Administration, Harvard University, Cambridge, Massachusetts.

**2003–2004 |** Master of Business Administration, konsentrasi Marketing, Suffolk University, Boston, Massachusetts.

**1999–2002 |** Bachelor of Science in Business Administration, jurusan Management dan minor International Business, Suffolk University, Boston, Massachusetts.

**2000 / 1999 |** Diploma English as a Second Language, Suffolk University (Mei 2000), dan Diploma English for International, Northeastern University (Mei 1999).

### PENGALAMAN PROFESIONAL

**2005–2006 |** Business Development Manager, Holding Martha Tilaar Group.

**2006–2010 |** General Manager, PT Cantika Puspa Pesona (pengelolaan Martha Tilaar SPA dan franchise).

**Sejak 2019 |** Direktur Utama, PT Cedefindo.

### RANGKAP JABATAN

Direktur Utama PT Tara Parama Semesta; Direktur Utama PT Cedefindo; dan Direktur Utama PT Creative Stylemandiri.

### KEPEMILIKAN SAHAM DI PERSEROAN

0,01% saham PT Martina Berto Tbk.

### HUBUNGAN AFILIASI

Memiliki hubungan keluarga dengan anggota Dewan Komisaris, sesama anggota Direksi, serta pemegang saham pengendali Perseroan.

# CURRICULUM VITAE

**PROPOSED PRESIDENT COMMISSIONER OF PT MARTINA BERTO Tbk**



## Dr. Kilala Tilaar

**Proposed President Commissioner**

**Indonesian Citizen**

Born in Jakarta, 2 September 1980

Domicile: South Jakarta, DKI Jakarta

### APPOINTMENT HISTORY IN THE COMPANY

First appointed as a Director of the Company at the General Meeting of Shareholders held on 2 October 2020, pursuant to Notarial Deed No. 15 drawn up by Christina Dwi Utami, S.H., M.Hum., M.Kn., and reappointed pursuant to the resolution of the Annual General Meeting of Shareholders held on 29 July 2022.

### EDUCATION

**2023 |** Doctorate in Management Science, Universitas Padjadjaran, Bandung.

**2004–2005 |** Post Graduate Study (CSS) in Management and Administration, Harvard University, Cambridge, Massachusetts.

**2003–2004 |** Master of Business Administration, Marketing Concentration, Suffolk University, Boston, Massachusetts.

**1999–2002 |** Bachelor of Science in Business Administration, Management Major and International Business Minor, Suffolk University, Boston, Massachusetts.

**2000 / 1999 |** English as a Second Language Diploma, Suffolk University (May 2000), and English for International Diploma, Northeastern University (May 1999).

### PROFESSIONAL EXPERIENCE

**2005–2006 |** Business Development Manager, Martha Tilaar Group Holding Company.

**2006–2010 |** General Manager, PT Cantika Puspa Pesona (managing Martha Tilaar SPA and franchise operations).

**Since 2019 |** President Director, PT Cedefindo.

### CONCURRENT POSITIONS

President Director of PT Tara Parama Semesta; President Director of PT Cedefindo; and President Director of PT Creative Stylemandiri.

### SHARE OWNERSHIP IN THE COMPANY

0.01% of the shares in PT Martina Berto Tbk.

### AFFILIATION

Has family relationships with members of the Board of Commissioners, fellow members of the Board of Directors, and the controlling shareholders of the Company.