



Materi Presentasi RUPSLB

PT Inocycle Technology Group Tbk

4 Desember 2024, 14.00 wib - selesai



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Dengan Mata Acara RUPSLB :

1. Pembahasan studi kelayakan tentang perubahan Kegiatan Usaha Perseroan; serta Persetujuan atas perubahan Pasal 3 Anggaran Dasar Perseroan mengenai Maksud dan Tujuan serta Kegiatan Usaha Perseroan, dengan merujuk pada KBLI (Klasifikasi Baku Lapangan Usaha Indonesia) 2020.
2. Penegasan dan pernyataan kembali atas susunan pemegang saham Perseroan.
3. Persetujuan atas perubahan jenis Perseroan dari Penanaman Modal Asing (PMA) menjadi Penanaman Modal Dalam Negeri (PMDN)
4. Perubahan susunan anggota Direksi Perseroan.

Penjelasan Mata Acara RUPSLB :

1. Penjelasan mata acara no 1 : Pembahasan studi kelayakan tentang perubahan Kegiatan Usaha berupa penambahan Kegiatan Usaha Utama, ditinjau dari berbagai aspek untuk memberikan gambaran tentang kelayakan dari penambahan kegiatan usaha Perseroan yang selanjutnya akan digunakan Perseroan, dan perubahan Pasal 3 Anggaran Dasar dalam rangka adanya penambahan kegiatan usaha utama pada Pasal 3 Anggaran Dasar Perseroan dengan merujuk pada Klasifikasi Baku Lapangan Usaha Indonesia (KBLI) tahun 2020, dengan memperhatikan Peraturan Otoritas Jasa Keuangan Nomor 17/POJK.04/2020 tentang Transaksi Material Dan Perubahan Kegiatan Usaha.
2. Penjelasan mata acara no 2 dan 3 : Sehubungan dengan keperluan proses perizinan usaha Perseroan serta penyesuaian jenis Perseroan dari PMA ke PMDN mengingat bahwa, dengan memperhatikan peraturan perundang-undangan yang berlaku di bidang penanaman modal dan investasi di pasar modal, Perseroan merupakan Perusahaan Terbuka yang dikendalikan dan mayoritas sahamnya dimiliki oleh, baik secara langsung maupun tidak langsung, penanam modal dalam negeri.
3. Penjelasan mata acara ke 4: Berdasarkan Pasal 94 ayat (1) Undang-undang Perseroan Terbatas juncto Pasal 3 Peraturan Otoritas Jasa Keuangan (OJK) Nomor 33/POJK.04/2014 tentang Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik juncto Anggaran Dasar Perseroan menyebutkan “Perubahan Susunan Direksi Perseroan wajib diputuskan oleh Rapat Umum Pemegang Saham”.

Detil dari Mata Acara 1 :

Rencana Penambahan KBLI yang akan diusulkan oleh Perseroan kepada RUPSLB 4 Desember 2024 untuk persetujuannya, adalah sebagai berikut:

a. Menjalankan usaha dalam bidang Perdagangan besar, meliputi:

- (46591) perdagangan besar mesin kantor dan industri pengolahan, suku cadang dan perlengkapannya.
- (46599) perdagangan besar mesin, peralatan dan perlengkapan lainnya.

b. Menjalankan usaha dalam bidang industri, meliputi:

- (28263) industri mesin tekstil.
- (28299) industri mesin keperluan khusus lainnya.

c. Menjalankan usaha dalam bidang jasa, meliputi :

- (74090) Aktivitas Profesional, Ilmiah dan Teknis Lainnya YTDL
- (70204) Aktivitas Konsultansi Manajemen Industri
- (71102) Aktivitas Keinsinyuran dan Konsultasi Teknis YBDI
- (70209) Aktivitas Konsultasi Manajemen Lainnya
- (71024) Jasa Inspeksi Teknik Instalasi
- (33122) Reparasi Mesin Untuk Keperluan Khusus.

Detil dari Mata Acara 1 (lanjutan) :

Perseroan telah menunjuk KJPP Sugianto Prasadjo dan Rekan, sebagai Penilai Independen untuk penyusunan studi kelayakan atas rencana penambahan kegiatan usaha berupa penambahan Klasifikasi Baku Lapangan Usaha Indonesia (KBLI) oleh Perseroan dengan tanggal pisah batas (cut off date) adalah per 30 Juni 2024, dengan ringkasan hasil analisa sebagai berikut :

Analisis Kelayakan Investasi Rencana Penambahan Kegiatan Usaha oleh Perseroan dianalisa dengan menggunakan 4 (empat) indikator yaitu Net Present Value (NPV), Internal Rate of Return (IRR), Profitability Index (PI), dan Payback Period dengan ringkasan sebagai berikut:

- Net Present Value (NPV) : 9.182.011.000
- Internal Rate of Return (IRR) : 20,47%
- Profitability Index (PI) : 1,45
- Payback Period : 4 Tahun 0 Bulan

Berdasarkan analisa kelayakan di atas, NPV menunjukkan nilai positif, IRR lebih tinggi daripada WACC dan PI lebih dari 1, dengan demikian investasi tersebut layak.

Berdasarkan analisa pada kelayakan aspek pasar, kelayakan aspek teknis, kelayakan aspek pola bisnis, kelayakan aspek model manajemen, dan kelayakan aspek keuangan maka dapat disimpulkan bahwa Rencana Penambahan Kegiatan Usaha adalah **Layak**.

CV dan Photo untuk Mata Acara 4 :

Perubahan susunan anggota Direksi Perseroan. Perseroan akan meminta persetujuan RUPSLB untuk mengangkat Bapak Lee Yong Hwa sebagai Direktur PT Inocycle Technology Group Tbk

AKTIVITAS

Lee Yonghwa, lahir pada 19 September 1970, warga negara Korea Selatan, saat ini menjabat sebagai Managing Director PT. Samudera Industri (Hilon Group) dengan lebih dari 23 tahun pengalaman dalam operasional dan strategi perusahaan. Tn. Lee memulai kariernya sebagai akuntan di perusahaan dagang Korea dan bergabung dengan Hilon Group Indonesia pada tahun 1998. Ia telah tinggal di Indonesia selama 26 tahun.

Bertanggung jawab atas keseluruhan manajemen internal yang diperlukan untuk operasi pabrik, mulai dari pembelian tanah, yang merupakan tahap sebelum pendirian perusahaan, hingga pengoperasian pabrik, perizinan, urusan umum/akuntansi, pendanaan/manajemen produksi, dan pemasaran/penjualan yang diperlukan secara internal dan eksternal.

Juga terlibat dalam penyusunan laporan keuangan konsolidasi/Perubahan standar akuntansi internasional (PSAK) yang diadopsi oleh Indonesia. Beliau secara praktis bertanggung jawab atas uji tuntas keuangan/uji tuntas hukum setelah menarik dana ekuitas swasta, dan bertanggung jawab atas keseluruhan masalah mulai dari pendirian hingga pengoperasian perusahaan.

PENGALAMAN KERJA

- 2023 – SEKARANG : DIREKTUR MANAJER, PT. HILON INDONESIA, Manajemen Operasional, CFO
- 1998 – SEKARANG : DIREKTUR MANAJER, PT. SAMUDERA INDUSTRI (HILON GROUP) Pendirian perusahaan, operasional perusahaan, penerimaan pendanaan, pencatatan dan strategi
- 1995 – 1998 : AKUNTAN, GOORYONG TRADING LTD, Akuntansi, sistem akuntansi, respon investigasi pajak

PENDIDIKAN

- 2024 - SEKARANG : FAKULTAS HUKUM S1, UNIVERSITAS PELITA HARAPAN
- 2022, MAGISTER AKUNTANSI S2, UNIVERSITAS PASUNDAN BANDUNG
- 1995, MANAJEMEN BISNIS S1, CHUNG ANG UNIV KOREA, JURUSAN AKUNTANSI

SERTIFIKAT KUALIFIKASI

- BREVET PAJAK C dari UNIVERSITAS INDONESIA 2023
- BREVET PAJAK A, B dari UNIVERSITAS KATOLIK PARAHYANGAN 2022





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Presentation Material EGMS

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PT Inocycle Technology Group Tbk

4th December 2024, 2pm until finish



With the EGMS Agenda:

1. Discussion of the feasibility study on changes to the Company's Business Activities; and Approval of changes to Article 3 of the Company's Articles of Association regarding the Purpose and Objectives and Business Activities of the Company, with reference to KBLI (Indonesian Standard Classification of Business Fields) 2020.
2. Confirmation and restatement of the composition of the Company's shareholders.
3. Approval of changes to the type of Company from Foreign Investment (PMA) to Domestic Investment (PMDN)
4. Changes to the composition of the Company's Board of Directors.

Explanation of EGMS Agenda:

1. Explanation of agenda item no. 1: Discussion of the feasibility study on changes in Business Activities in the form of adding Main Business Activities, reviewed from various aspects to provide an overview of the feasibility of adding the Company's business activities which will subsequently be used by the Company, and changes to Article 3 of the Articles of Association in the context of adding main business activities in Article 3 of the Company's Articles of Association by referring to the Indonesian Standard Classification of Business Fields (KBLI) in 2020, taking into account the Financial Services Authority Regulation Number 17/POJK.04/2020 concerning Material Transactions and Changes in Business Activities.
2. Explanation of agenda items no. 2 and 3: In connection with the needs of the Company's business licensing process and the adjustment of the type of Company from PMA to PMDN considering that, taking into account the applicable laws and regulations in the field of investment and investment in the capital market, the Company is a Public Company controlled and the majority of its shares are owned by, either directly or indirectly, domestic investors.
3. Explanation of the 4th agenda item: Based on Article 94 paragraph (1) of the Limited Liability Company Law in conjunction with Article 3 of the Financial Services Authority (OJK) Regulation Number 33/POJK.04/2014 concerning the Board of Directors and Board of Commissioners of Issuers or Public Companies in conjunction with the Company's Articles of Association, it states that "Changes to the Composition of the Company's Board of Directors must be decided by a General Meeting of Shareholders".

Details of Agenda 1:

The KBLI Addition Plan to be proposed by the Company to the EGMS on December 4, 2024 for approval, is as follows:

a. Carrying out business in the field of Wholesale Trade, including:

- (46591) Wholesale trade of office and processing industry machines, spare parts and equipment.
- (46599) Wholesale trade of machinery, equipment and other equipment.

b. Carrying out business in the industrial sector, including:

- (28263) Textile machinery industry.
- (28299) Other special purpose machinery industry.

c. Carrying out business in the service sector, including:

- (74090) Other Professional, Scientific and Technical Activities YTDL
- (70204) Industrial Management Consulting Activities
- (71102) Engineering and Technical Consulting Activities YBDI
- (70209) Other Management Consulting Activities
- (71024) Installation Engineering Inspection Services
- (33122) Special Purpose Machine Repair.

Details of Agenda 1 (continued):

The Company has appointed KJPP Sugianto Prasodjo and Partners, as Independent Assessors to prepare a feasibility study on the plan to add business activities in the form of adding the Indonesian Standard Industrial Classification (KBLI) by the Company with a cut-off date of June 30, 2024, with a summary of the analysis results as follows:

The Investment Feasibility Analysis of the Plan to Add Business Activities by the Company is analyzed using 4 (four) indicators, namely Net Present Value (NPV), Internal Rate of Return (IRR), Profitability Index (PI), and Payback Period with a summary as follows:

- Net Present Value (NPV): 9,182,011,000
- Internal Rate of Return (IRR): 20.47%
- Profitability Index (PI): 1.45
- Payback Period: 4 Years 0 Months

Based on the feasibility analysis above, the NPV shows positive value, IRR is higher than WACC and PI is more than 1, thus the investment is feasible.

Based on the analysis of the feasibility of market aspects, feasibility of technical aspects, feasibility of business pattern aspects, feasibility of management model aspects, and feasibility of financial aspects, it can be concluded that the Plan for Adding Business Activities is **Feasible**.

CV and Photo for Agenda 4:

Changes in the composition of the Company's Board of Directors. The Company will request approval from the EGMS to appoint Mr. Lee Yong Hwa as Director of PT Inocycle Technology Group Tbk

ACTIVITIES

Lee Yonghwa, born on September 19, 1970, a South Korean citizen, currently serves as Managing Director of PT. Samudera Industri (Hilon Group) with more than 23 years of experience in corporate operations and strategy. Mr. Lee began his career as an accountant in a Korean trading company and joined Hilon Group Indonesia in 1998. He has lived in Indonesia for 26 years.

Responsible for the overall internal management required for factory operations, starting from land purchase, which is the stage before the establishment of the company, to factory operations, licensing, general affairs/accounting, funding/production management, and marketing/sales required internally and externally.

Also involved in the preparation of consolidated financial statements/Changes to international accounting standards (PSAK) adopted by Indonesia. He is practically responsible for financial due diligence/legal due diligence after raising private equity funds, and is responsible for the entire matter from the establishment to the operation of the company.

WORK EXPERIENCE

- 2023 – PRESENT : MANAGER DIRECTOR, PT. HILON INDONESIA, Operational Management, CFO
- 1998 – PRESENT : MANAGER DIRECTOR, PT. SAMUDERA INDUSTRY (HILON GROUP) Company establishment, company operations, funding receipts, recording and strategy
- 1995 – 1998 : ACCOUNTANT, GOORYONG TRADING LTD, Accounting, accounting systems, tax investigation response

EDUCATION

- 2024 - NOW : FACULTY OF LAW MASTERS S1, PELITA HARAPAN UNIVERSITY
- 2022, MASTER OF ACCOUNTING MASTERS S2, PASUNDAN UNIVERSITY BANDUNG
- 1995, BUSINESS MANAGEMENT BACHELOR S1, CHUNG ANG UNIV KOREA, ACCOUNTING DEPARTMENT

QUALIFICATION CERTIFICATE

- TAX BREVET C from UNIVERSITY OF INDONESIA 2023
- TAX BREVET A, B from UNIVERSITY PARAHYANGAN CATHOLIC 2022





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