

## INFORMATION DISCLOSURE

In Order to Comply with the Regulation of the Financial Services Authority No. 38 / POJK.04 / 2014 on the additional capital without pre-emptive rights.



**PT. CATUR SENTOSA ADIPRANA TBK**  
("Perseroan")

**Business:**

Trading of Goods of Production, especially Building Materials  
and Consumer Goods

Domicile at West Jakarta, Indonesia

**Head Office:**

Jl. Daan Mogot Raya No. 234 Jakarta 11510

Telp. (021) 566-8801

Fax. (021) 566-9445

Website : [www.csahome.com](http://www.csahome.com)

Email : [corsec@csahome.com](mailto:corsec@csahome.com)

**Branches:**

42 branches building material distribution, 4 branches chemical distribution, 38 area FMCG distribution,  
26 stores Mitra10 dan 11 stores Atria Furniture  
throughout Indonesia

### INFORMATION TO SHAREHOLDERS IN REGARDS OF ADDITIONAL CAPITAL PLAN WITHOUT PRE-EMPTIVE RIGHT

The Company plans to additional capital without Pre-emptive Rights (PMTHMETD) as referred to in the Financial Services Authority regulation no. 38 / POJK.04 / 2014 dated December 30, 2014 ("POJK No. 38/2014") in the Purpose of Issuance of Shares to Certain Investors which provides the best offer for the Company for a maximum of 405,305,292 (four hundred five million three hundred and five thousand two hundred ninety two) shares or 10% (ten percent) of the issued and fully paid in capital in the Company for the purpose of financing the business activities of the Company and its subsidiaries.

With assumption all shares may be issued in this PMTHMETD, the shareholders of the Company will be subject to a 9.09% dilution of their ownership (nine point zero nine percent)

**The Extraordinary General Meeting of Shareholders of the Company to approve the implementation of PMTHMETD will be held on June 28, 2018 at Hotel Ciputra, Victory 2 Room, 6th Floor of West Jakarta**

Information Disclosure is publish in Jakarta on 22<sup>nd</sup> May 2018  
And reissued after being completed and fixed on June 6, 2018

## TABLE OF CONTENTS

		<b>Hal</b>
BAB I	COMPANY'S PROFILE	4
BAB II	INFORMATION ON PUBLISHING SHARES PLAN TO INVESTOR THROUGH ADDITIONAL CAPITAL WITHOUT PRE-EMPTIVE RIGHTS TO FINANCE COMPANY'S BUSINESS ACTIVITIES.	9
BAB III	ANALYSIS AND DISCUSSION OF MANAGEMENT ON THE FINANCIAL CONDITION OF THE COMPANY BEFORE AND AFTER THE ADDITION OF CAPITAL WITHOUT PRE-EMPTIVE RIGHTS AND THE EFFECT OF THE SHAREHOLDER AFTER THE ADDITION OF CAPITAL.	12
BAB IV	STATEMENT OF THE BOARD OF DIRECTORS AND BOARD OF COMMISSIONERS	15
BAB V	EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS	16
BAB VI	ADDITIONAL INFORMATION	17

## IMPORTANT DATES AND SCHEDULE ESTIMATION

1.	Announcement of Extraordinary General Meeting Shareholders Plans to Financial Services Authority (OJK) and Indonesia Stock Exchange (IDX).	15 May 2018
2	Announcement of Plan of Extraordinary General Meeting Shareholders through at least 1 (one) Indonesian language newspaper, Indonesia Stock Exchange website and Company Website <a href="http://www.csahome.com">www.csahome.com</a> .	22 May 2018
3	Submission of Information Disclosure Documents to OJK and BEI.	22 May 2018
4	Disclosure of Information regards to Additonal Capital Plan without Pre-emptive Rights through the Indonesia Stock Exchange Website and the Company's Website <a href="http://www.csahome.com">www.csahome.com</a>	22 May 2018
5	Determination of List of Shareholders Entitled at Extraordinary General Meeting of Shareholders (Recorded date).	5 June 2018
6	Notification of the Extraordinary General Meeting Shareholders through at least 1 (one) Indonesian language newspaper, the Indonesia Stock Exchange website and the Company's website <a href="http://www.csahome.com">www.csahome.com</a>	6 June 2018
7	Extraordinary General Shareholders Meeting.	28 June 2018
8	Notification to OJK, IDX and public regarding Summary of Resume of Extraordinary General Meeting Shareholders and additional capital plan without pre-emptive rights through at least 1 (one) Indonesian language newspapers, Indonesia Stock Exchange website and Company website <a href="http://www.csahome.com">www.csahome.com</a>	2 July 2018
9	Application of Pre-Listing of Additional Shares of Additional Capital without Pre-emptive Rights Implementation Result to Indonesia Stock Exchange.	10 days of Exchange prior to the issuance plan of PMTHMETD shares
10	Stock Issuance Period To Investors.	Starting 16 July 2018 s/d 28 June 2020

## BAB I COMPANY'S PROFILE

PT Catur Sentosa Adiprana Tbk (the "Company") was established based on notarial deed No. 93 dated December 31, 1983 drawn up before Hendra Karyadi, SH, Notary in Jakarta, and the deed of establishment was approved by the Minister of Justice of the Republic of Indonesia in his Decree No.C2-5216.HT.01-01.TH.1984 dated September 18, 1984 and published in the State Gazette of the Republic of Indonesia No. 1155 dated November 27, 1984, Supplement No.95. The Company's Articles of Association has been amended several times by notarial deed No. 9 dated July 1, 2008 which has been approved by the Minister of Justice and Human Rights of the Republic of Indonesia in his Decision Letter no. AHU.75583.AH.01.02.Th 2008 dated October 20, 2008 and published in the State Gazette of the Republic of Indonesia No. 45 dated June 5, 2009, Supplement no. 15013, and notarial deed No. 321 dated June 24, 2015 which has been ratified by the Minister of Law and Human Rights of the Republic of Indonesia in his Decision Letter no. AHU-AH.01.03-0948011 dated July 3, 2015, the deeds of such amendments made before Dr. Irawan Soerodjo, S.H., MSi, Notary in Jakarta and the latest amendment through notarial deed No. 13 dated July 13, 2016, drawn up before Dr. Irawan Soerodjo, S.H., MSi, Notary in Jakarta, regarding the approval of additional paid-up capital of the Company through Pre-emptive Rights I amounting to 1,158,015,120 shares, the latest amendment has been approved by the Minister of Law and Human Rights in his Decision Letter no. AHU-AH.01.03-0064800 dated July 15, 2016.

### Company's Stock Chronology

INFORMATION	TOTAL SHARES	PRICE (FULL AMOUNT)	RECORDED AT
Initial Public Offering of Shares with Letter of Capital Market and Financial Institution Supervisory Agency (BAPEPAM-LK) no. S-608 / BL / 2007 dated November 30, 2007.	600.000.000	IDR 200	Indonesia stock exchange on December 12, 2007
Company Listing	2.895.037.800	IDR. 200	Indonesia stock exchange on December 12, 2007
Limited Public Offering I With Pre-emptive Rights under the Letter of the Financial Services Authority No. S-246 / D.04 / 2016 dated May 26, 2016	1.158.015.120	IDR. 425	Indonesia stock exchange on June 9, 2016

### The Company's main business activities

In accordance to article 3 of the Company's Articles of Association, the scope of the Company's activities is to conduct business in the trading of production goods, in particular building materials and consumer goods. The Company commenced its commercial operations since 1984.

**Subsidiaries Owned Directly by the Company**

<b>Subsidiaries</b>	<b>Domicile</b>	<b>Type of Business</b>	<b>Year of operational</b>	<b>Total Asset as 31 December 2017</b>	<b>Percentage Ownership [%]</b>
PT. Kusuma Kemindo Sentosa	Jakarta	Chemical Distributor	1990	140.063.475	51,00
PT. Caturadiuhur Sentosa	Palembang	Building Materials Distributor	1995	166.166.056	51,00
PT. Caturaditya Sentosa	Jakarta	Ceramic "Mulia" Distributor	1995	70.357.612	90,00
PT. Catur Karda Sentosa	Medan	Building Materials Distributor	1995	2.692.098	99,00
PT. Catur Mitra Sejati Sentosa (CMSS)	Jakarta	Trading equipment and building materials	1997	1.565.547.451	99,83
PT. Catur Hasil Sentosa	Lampung	Building Materials Distributor	1997	77.742.247	55,00
PT. Catur Logamindo Sentosa	Yogyakarta	Building Materials Distributor	1997	64.503.356	70,00
PT. Catur Sentosa Berhasil	Jakarta	Trade of import furniture of wood and souvenirs	2009	123.642.994	99,00
PT. Eleganza Tile Indonesia	Jakarta	Building Materials Distributor	2010	60.559.032	51,00
PT. Catur Sentosa Anugerah	Jakarta	Consumer Goods Distributor	2012	335.091.868	99,00
PT. Catur Berkat Bersama	Manado	Developer of warehousing area	2017	96.778.484	60,00

**Indirectly Associated Entities through PT Catur Mitra Sejati Sentosa (CMSS)**

<b>Subsidiaries</b>	<b>Domicile</b>	<b>Type of Business</b>	<b>Year of Operational</b>	<b>Total Asset as 31 December 2017</b>	<b>Percentage Ownership through CMSS [%]</b>
PT. Mitra Bali Indah	Surabaya	Trading equipment and building materials	2001	28.811.014	99,71
PT. Mitra Hasil Sentosa	Lampung	Trading equipment and building materials	2016	47.858.210	51,00

## Capitalization of the Company and Shareholder Composition

Capitalization of the Company based on Notarial Deed No. 13 dated July 13, 2016 made before Dr. Irawan Soerodjo, S.H., MSi, Notary in Jakarta and List of Shareholders issued by the Registrar of PT. Datindo Entrycom on 30 April 2018 is as follows :

INFORMATION	AS OF DATED [30] [APRIL] 2018		
	TOTAL SHARES	TOTAL NOMINALVALUE IDR. 100,- per share	%
AUTHORIZED CAPITAL	6.000.000.000	600.000.000.000	-
CAPITAL ISSUED AND FULLY PAID			
1. PT. Buanatata Adisentosa	1.427.059.424	142.705.942.400	35,21
2. NT Asian Discovery Master Fund	851.200.000	85.120.000.000	21,00
3. Albizia Asean Opportunities Fund	592.200.000	59.220.000.000	14,61
4. Budyanto Totong (Direktur Utama)	251.728.600	25.172.860.000	6,21
5. Dra. Tjia Tjhin Hwa (Direktur)	14.110.600	1.411.060.000	0,35
6. Public owned below 5%	916.754.296	91.675.429.600	22,62
TOTAL CAPITAL ISSUED AND FULLY PAID	4.053.052.920	405.305.292.000	100,00
SHARE IN PORTEPEL	1.946.947.080	194.694.708.000	-

## Management Composition Of The Company

The composition of the Board of Commissioners and the Board of Directors of the Company based on Notarial Deed No. 57 dated May 10, 2017 made before Dr. Irawan Soerodjo, S.H, MSi, Notary in Jakarta, and at the time of this Information Disclosure the composition of the Board of Commissioners and Board of Directors of the Company as follows :

### Board of Commissioners

Chairman	: Achmad Widjaja
Commissioner	: Kenneth Ng Shih Yek
Commissioner	: Seow Han Yong, Justin
Commissioner	: Srililanti Kurniawan
Independent Commissioner	: Henny Ratnasari Dewi
Independent Commissioner	: Justinus Aditya Sidharta

### Board of Directors

President Director	: Budyanto Totong
Vice President Director	: Antonius Tan
Director	: Dra Tjia Tjhin Hwa
Director	: Andy Totong
Independent Director	: Aurelia Mulyono

## Summary of the Company's Consolidated Financial Statements

The Company's Consolidated Financial Statements for the year ended December 31, 2017 and 2016 have been audited by the Public Accounting Firm Purwantono, Sungkoro & Surja signed by Feniwati Chendana, CPA No. AP. 0694 according to Report No. RPC-5946 / PSS / 2018 dated March 26, 2018 with reasonable opinion in all material respects, the consolidated financial position of PT. Catur Sentosa Adiprana Tbk and its subsidiaries as of December 31, 2017, as well as its consolidated financial and cash flows for the year then ended, in accordance with Indonesian Financial Accounting Standards.

*(in thousand IDR, unless otherwise stated)*

BALANCE SHEET	31 DECEMBER	
	2017 (AUDITED)	2016 (AUDITED)
<b>Asset</b>		
Current Asset	3.662.499.520	3.134.576.683
Non-Current Asset	1.475.759.765	1.106.243.637
<b>Total Asset</b>	<b>5.138.259.285</b>	<b>4.240.820.320</b>
<b>Liabilities and equity</b>		
Current Liabilities	3.159.792.330	2.492.613.396
Non-Current Liabilities	453.189.976	336.432.611
Total liabilities	<b>3.612.982.306</b>	<b>2.829.046.007</b>
Equity	<b>1.525.276.979</b>	<b>1.411.774.313</b>
<b>Total Liabilities and Equity</b>	<b>5.138.259.285</b>	<b>4.240.820.320</b>

*(in thousand IDR, unless otherwise stated)*

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME	31 DECEMBER	
	2017 (AUDITED)	2016 (AUDITED)
SALES	9.639.478.866	7.967.920.271
Cost of Consignment sales	(297.334.368)	(203.031.646)
<b>NET</b>	<b>9.342.144.498</b>	<b>7.764.888.625</b>
COST OF DIRECT SALES	8.009.147.562	6.665.558.581
<b>GROSS PROFIT</b>	<b>1.332.996.936</b>	<b>1.099.330.044</b>
Selling expenses	(849.444.711)	(698.386.110)
General and administrative expenses	(334.503.446)	(274.143.376)
Other operating income	74.810.074	73.610.972
<b>Other operating expenses</b>	<b>(192.225)</b>	<b>(308.984)</b>
<b>INCOME FROM OPERATIONS</b>	<b>223.666.628</b>	<b>200.102.546</b>
Interest income – net	870.954	1.663.217
Finance expenses	(109.407.153)	(100.868.822)
<b>INCOME BEFORE TAX</b>	<b>115.130.429</b>	<b>100.896.941</b>
<b>INCOME TAX EXPENSES – NET</b>	<b>(26.108.238)</b>	<b>(26.260.017)</b>
<b>PROFIT FOR THE YEAR</b>	<b>89.022.191</b>	<b>74.636.924</b>
<b>OTHER COMPREHENSIVE INCOME</b>		
Item that will not be reclassified to profit or loss:		
- Actuarial gain (loss) on employee benefits liability	13.623.994	(5.130.310)
- Related tax	(3.405.998)	1.282.578
Net	10.217.996	(3.847.732)
Item that may be reclassified subsequently to profit or loss :		

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME	31 DECEMBER	
	2017 (AUDITED)	2016 (AUDITED)
- Unrealized gain (loss) on available-for-sale marketable securities	(1.442.988)	162.133
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>	<b>97.797.199</b>	<b>70.951.325</b>
<b>PROFIT FOR THE YEAR ATTRIBUTABLE TO :</b>		
- Owners of the Parent Entity	77.871.453	72.313.034
- Non-controlling Interest	11.150.151	2.323.890
<b>Total</b>	<b>89.022.191</b>	<b>74.636.924</b>
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR ATTRIBUTABLE TO :</b>		
- Owners of the Parent Entity	85.952.048	68.742.066
- Non-controlling Interests	11.845.151	2.209.325
<b>Total</b>	<b>97.797.199</b>	<b>70.951.325</b>
<b>EARNINGS PER SHARE ATTRIBUTEABLE TO OWNERS OF THE PARENT ENTITY</b> (in full amount)	<b>19</b>	<b>21</b>

Ratio	31 December	
	2017	2016
Return on Asset	1,67%	1,62%
Return on Equity	6,18%	5,22%
Debt to Asset	0,70	0,67
Debt to Equity	2,60	2,15



<b>BAB II</b>	<b>INFORMATION ON PUBLISHING SHARES PLAN TO INVESTOR THROUGH ADDITIONAL CAPITAL WITHOUT PRE-EMPTIVE RIGHTS TO FINANCE COMPANY'S BUSINESS ACTIVITIES.</b>
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### **Background and Reason**

In line with the expected economic growth of the government and the promising long-term national property market, the Company is committed to continuously growing and generate good sales growth in the distribution of building materials and FMCG as well as in the modern retail of building materials Mitra10 and Atria.

Therefore, the Company requires funding and capacity by maintaining Debt to Equity ratio, which the Company needs to prepare the ability to invite investors who provide the best offer to become shareholders of the Company and contribute to improve the Company's equity.

### **Benefits of Issuance of New Shares for the Company**

1. The Company able invests in supporting the growth and development of the Company's business.
2. Issuance of New Shares will increase the Company's cash position which can be used to finance the Company's business activities.
3. Due to implementation of the issuance of new shares, the Company has a better debt to equity ratio.
4. Issuance of shares will provide ease and sufficient cash for the Company's business activities, in addition to the addition of issued and paid-up capital will provide flexibility for the Company in the acquisition of financing for the expansion plan of Modern retail business, Mitra10, and the addition network for building materials distribution in nation wide.

### **Stock Issuance Plan Without Pre-emptive Rights**

The Company plans to add Capital without Pre-emptive Rights (PMTHMETD) in order to fund business activities to investors through private placement or limited offer to some potential investors. In accordance with Article 4 paragraph 1 sub-paragraph a, it is stipulated that the PMTHMETD can be done within 2 (two) years of the General Meeting of Shareholders (GMS), but if the Company has obtained the best offer from investors then the issuance of shares in the framework of PMTHMETD may be executed as soon as the Company obtains approval of the GMS on PMTHMETD.

### **Planned Use of Funds From Stock Issuance Without Pre-emptive Rights**

The proceeds of PMTHMETD will be used by the Company for working capital for the distribution segment and working capital and capital expenditure of modern retail segment of which the Company will observe regulations relating to it including but not limited to Regulation no. IX.E.1 concerning Affiliate transactions and Conflict of Interest of certain Transactions and Rule No. IX.E.1. IX.E.2 Concerning Material Transactions and Main Business Activities.

### **Number of Shares that Can Be Published**

Shares that can be issued in the PMTHMETD to Investors with a maximum amount of 405,305,292 (four hundred five million three hundred five thousand two hundred ninety two) shares or 10% (ten percent) of the issued and fully paid share capital at par value IDR. 100, - (one hundred Rupiah) per share.

The shares to be issued shall have the same type of shares issued in the Company, thereby having equal rights in all aspects, including but not limited to receiving dividends, issuing votes in the Extraordinary General Meeting of Shareholders and other corporate actions implemented by the Company.

### **Price of Stock Issuance**

The exercise price of the issuance of shares refers to the provisions of point V.1.1 Attachment II to the Decree of the Board of Directors of PT Bursa Efek Jakarta No Kep-00001 / BEI / 01-2014 dated January 20, 2014 thus the price shall be at least IDR. 552.40 (five hundred fifty two point forty rupiah) per share, namely the average price of the closing price of the Company's shares during the 25 consecutive trading days for the period of April 13, 2018 until May 21, 2018 ie 25 exchange days respectively on the regular market prior to the announcement of the Extraordinary General Meeting of Shareholders scheduling the PMTHMETD plan for the purpose of funding the business activities of the Company.

The following is the closing price of the Company's shares in the Indonesia Stock Exchange.

<b>No.</b>	<b>TRADING DATE</b>	<b>CLOSING PRICE</b>
1	13 April 2018	520
2	16 April 2018	540
3	17 April 2018	545
4	18 April 2018	530
5	19 April 2018	535
6	20 April 2018	550
7	23 April 2018	555
8	24 April 2018	555
9	25 April 2018	555
10	26 April 2018	555
11	27 April 2018	570
12	30 April 2018	605
13	2 May 2018	580
14	3 May 2018	580
15	4 May 2018	580
16	7 May 2018	580
17	8 May 2018	550
18	9 May 2018	535
19	11 May 2018	560
20	14 May 2018	530
21	15 May 2018	530
22	16 May 2018	540
23	17 May 2018	535
24	18 May 2018	540
25	21 May 2018	555

\*) trade data on the Indonesia Stock Exchange website

## **Publishing Requirements**

1. The Company has obtained approval from the Extraordinary General Meeting of Shareholders for the issuance of additional capital without pre-emptive rights as required in POJK no.38/2014.
2. The Company will apply to PT Indonesia Stock Exchange for listing of shares to be issued at least 10 (ten) days prior to the date of issuance of new shares without pre-emptive rights.
3. Implementation issuance of shares without pre-emptive rights shall be reported to OJK and published through IDX website 5 (five) days prior to its issuance date as required in Article 14 paragraph (1) of POJK no.38/2014.
4. Issuance of new Shares in the framework of PMTHMETD may be executed only after the investor pays in cash with the full amount of capital paid at the agreed implementation price with respect to item V.1.1 Attachment II to the Decision of the Board of Directors of PT. Jakarta Stock Exchange No. Kep-00001 / BEI / 01-2014 dated January 20, 2014.
5. Furthermore, the Company will report the results of issuance of shares without pre-emptive rights to OJK no later than 2 (two) days from the date of its issuance.

<b>BAB III</b>	<b>ANALYSIS AND DISCUSSION OF MANAGEMENT ON THE FINANCIAL CONDITION OF THE COMPANY BEFORE AND AFTER THE ADDITION OF CAPITAL WITHOUT PRE-EMPTIVE RIGHTS AND THE EFFECT OF THE SHAREHOLDER AFTER THE ADDITION OF CAPITAL.</b>
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### General

Sales in the modern retail segment account for 29% of the Company's consolidated sales, and are consistently growing, therefore this segment is the Company's main focus in its aggressive expansion ahead. Site selection becomes very important in this business segment. Mitra10 and Atria are the current and future shopping trends. Currently Mitra10 have total 26 outlets consisting of 22 Superstore and 4 Store Express, and Atria has 11 outlets.

Given Indonesia's sufficiently favorable economic conditions, several location targets have been prepared and planned for the next 5 years. The Company is focusing on developing new and existing stores by adding exciting products, remodeling, improving its inventory management performance to make it more efficient, as well as developing its human resources through training and certification. The Company has established a policy that will guide the Chief Operational Officers (COOs) of its business unit and in the aggressive expansion of Mitra10's new stores, and the strategic development of new portfolio products, principals, and enhance the contribution of private brand products, chain management and human resource development across all business segments.

With the issuance of new shares to Investors, it will be able to support the growth and development of the Company's business. Increase of the Company's cash position that can be used to finance the Company's business activities, in addition to the Company's debt to equity ratio to be better.

### Finance

With the implementation of additional capital through the issuance of shares to be offered to Investors will increase the equity of the Company by increasing the issued and fully paid shares and and the difference of the value of the deposit to the par value of shares of the Company amounting to Rp. 100, - per share will be recorded in additional paid-in capital account (agio).

### Impact of New Share Issuance Plan to Investors on the Company's Consolidated Financial Statements

The Company's equity will increase in line with the additional amount of capital deposited by the Investor who provides the best offer. Increase of the Company's cash position that can be used to finance the Company's business activities, in addition to the Company's debt to equity ratio to be better

*(in thousand Rupiah)*

EQUITY	Before	Impact	After
Shares Issued and Fully Paid	405.305.292	<b>40.530.529</b>	<b>445.835.821</b>
Additional Paid-in Capital	426.410.206	<b>183.360.114</b>	<b>609.770.320</b>
Differences in equity transactions of Subsidiaries	(232.495)		(232.495)
Retained earnings			
- Appropriated	2.000.000		2.000.000
- Unappropriated	533.625.808		533.625.808
Other comprehensive income	2.662.481		2.662.481
Equity attributable to Owners of the Parent Entity	1.389.761.292		1.389.761.292
Non-controlling Interests	135.515.687		135.515.687
<b>TOTAL EQUITY</b>	<b>1.525.276.979</b>	<b>223.890.643</b>	<b>1.749.167.622</b>

The ratio of total debt to equity as of December 31, 2017 was 2.37 times, after the implementation of PMTHMETD, the debt to equity ratio decreased to 2.06 times.

Issuance of new shares through PMTHMETD taking into account that as plan shares issued total of 405,305,292 (four hundred five million three hundred and three thousand two hundred and ninety two) shares. Assuming that the issue price is at minimum IDR 552.40.- (five hundred fifty two point forty Rupiah) therefore :

1. The Company's cash and cash equivalents will increase by at least 247% (two hundred and forty seven percent) from the previous position of Rp. 90.495.048.000, - (ninety billion four hundred ninety five million forty eight thousand Rupiah) to be at least Rp. 314.385.691.300, - (three hundred fourteen billion three hundred eighty five million six hundred ninety one thousand three hundred Rupiah) whereby the increase is derived from the proceeds from the stock deposits by investors in the framework of PMTHMETD.
2. The amount of the Company's Assets will increase by at least 4.36% (four point thirty six percent) from the previous position of IDR. 5.138.259.285.000, - (five trillion one hundred thirty eight billion two hundred fifty nine million two hundred eighty five thousand Rupiah) to be at least IDR. 5.362.149.928.300, - (five trillion three hundred sixty two billion one hundred forty nine million nine hundred twenty eight thousand three hundred Rupiah) whereby the increase is derived from the proceeds from the stock deposits by investors in the framework of PMTHMETD.
3. The amount of the Company's equity will increase by at least 14.68% (fourteen point sixty eight percent) from the previous position of Rp. 1.525.276.979.000, - (one trillion five hundred twenty five billion two hundred seventy six million nine hundred seventy nine thousand Rupiah) to be at least Rp. 1.749.167.622.300, - (one trillion seven hundred forty nine billion one hundred sixty seven million six hundred twenty two thousand three hundred Rupiah) as a result of the increase in paid up capital from the capital increase through PMTHMETD as much as 405,305,292 ( four hundred five million three hundred five thousand two hundred ninety two) shares at the issue price of at least Rp. 552.40.- (five hundred fifty two point forty Rupiah) per share then :
  - a. With a nominal value of IDR. 100,- (one hundred Rupiah)per share, thereby increasing the issued and paid up capital by IDR. 40,530,529,200,- (forty billion five hundred thirty million five hundred twenty nine thousand two hundred Rupiah).
  - b. By paying attention on exercise price of issuance at least of IDR 552.40,- per share therefore at least IDR. 183,360,114,100 (one hundred eighty three billion three hundred sixty million one hundred fourteen thousand one hundred Rupiah) shall be recorded in additional paid-in capital.

The above analysis and discussion use the following assumptions:

- a. The Company through PMTHMETD may issue all the planned shares of 405,305,292 (four hundred five million three hundred five thousand two hundred ninety two) shares with a nominal value of Rp. 100, -
- b. The exercise price of the issuance of shares will be done at least Rp. 552.40 (five hundred fifty two point forty Rupiah) per share, namely the average price of the closing price of the Company's shares during the 25 consecutive trading days for the period of April 12, 2018 until May 21, 2018 ie 25 exchange days consecutive regular market prior to the announcement of the General Meeting of Shareholders scheduled for the issuance of new shares through PMTHMETD in the framework of working capital financing of the working capital and distribution segment and the capex of the modern retail segment as set out in Item V.2.2 Attachment II Regulation of Listing of PT Bursa Efek Indonesia no. I-A The plan for the issuance of shares without pre-emptive rights consisting of issuance of shares to investors totaling 405,305,292 (four hundred five million three hundred five thousand two hundred ninety two) shares constitute 10% (ten percent) of the total shares placed and fully paid-up of the Company thereby in accordance with the provisions of the Regulation of the Financial Services Authority No. 38 / POJK.04 / 2014.

### **Capitalization of the Company before and after the implementation of PMTHMETD**

INFORMATION	BEFORE PMTHMETD			AFTER PMTHMETD		
	TOTAL SHARES	NOMINAL VALUE IDR. 100,- Per Saham	%	TOTAL SHARES	NOMINAL VALUE IDR. 100,- Per Saham	%
AUTHORIZED CAPITAL	6.000.000.000	600.000.000.000	-	6.000.000.000	600.000.000.000	-
ISSUED AND FULLY PAID						
1. PT Buanatata Adisentosa	1.427.059.424	142.705.942.400	35,21	1.427.059.424	142.705.942.400	32,01
2. NT Asian Discovery Master Fund	851.200.000	85.120.000.000	21,00	851.200.000	85.120.000.000	19,09
3. Albizia Asean Opportunities Fund	592.200.000	59.220.000.000	14,61	592.200.000	59.220.000.000	13,28
4. Budyanto Totong (Direktur Utama)	251.728.600	25.172.860.000	6,21	251.728.600	25.172.860.000	5,65
5. Dra. Tjia Tjhin Hwa (Direktur)	14.110.600	1.411.060.000	0,35	14.110.600	1.411.060.000	0,32
6. Public owned below 5%	916.754.296	91.675.429.600	22,62	916.754.296	91.675.429.600	20,56
7. Investor	-	-	-	405.305.292	40.530.529.200	9,09
TOTAL ISSUED AND FULLY PAID	4.053.052.920	405.305.292.000	100,00	4.458.358.212	445.835.821.200	100,00
SHARE IN PORTEPEL	1.946.947.080	194.694.708.000	-	1.541.641.788	154.164.178.800	-

Assuming all shares issued in this PMTHMETD, the shareholders of the Company will be subject to ownership dilution of 9.09% (Nine point zero nine percent).

<b>BAB IV STATEMENT OF THE BOARD OF DIRECTORS AND BOARD OF COMMISSIONERS</b>
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- 1) Disclosure of Information submitted to the Financial Services Authority on May 22, 2018 is complete and in accordance with the requirements stated in POJK no. 38/2014.
- 2) The Board of Commissioners and the Board of Directors declare that all material information has been disclosed and the information is not misleading.
- 3) The implementation of PMTHMETD does not violate agreements that have been signed by the Company with other parties.
- 4) The Company will submit a report of Share Issuance Plan which will be submitted through the website of Indonesia Stock Exchange, Company website [www.csahome.com](http://www.csahome.com) and submitted to the Financial Services Authority including information about affiliation relationship when the issuance of shares to an affiliated party no later than 5 (five) days work before the implementation of the issuance of shares.
- 5) The Company will submit a report on the realization of the issuance of shares in the framework of PMTHMETD no later than 2 (two) working days after the implementation of the issuance of shares in the framework of PMTHMETD.
- 6) PMTHMETD may only be executed after the Company has obtained the approval of the Extraordinary General Meeting of Shareholders to be held on June 28, 2018 or any other date as required in accordance with prevailing laws and regulations.
- 7) Up to this declaration signed the Company does not accept any objections from any party related to the PMTHMETD implementation plan.

## **BAB V EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**

Extraordinary General Meeting of Shareholders of the Company (hereinafter referred to as the Meeting) to decide on the approval of the PMTHMETD Plan implemented in accordance with Regulation no. 32 / POJK.04 / 2004 dated December 8, 2014 concerning the Plan and Implementation of the Company's General Meeting of Shareholders. Meetings will be held on:

Day/Date : Thursday, 28 June 2018  
Time : 14.00 until finish  
Venue : Hotel Ciputra, Room Victory 2, Level 6,  
Jl. Letjen S.Parman – Jakarta Barat 11470

Agenda of the meeting :

**Approval of issuance of shares through the Addition of Equity without Pre-emptive Rights (PMTHMETD) as referred to in the Financial Services Authority Regulation No.38 / POJK.04 / 2014 dated December 30, 2014 to the Investor as well as amendment to the provisions of Article 4 paragraph (2) of the Company's Articles of Association concerning issued and paid-up capital in connection with the Company's PMTHMETD ;**

Pursuant to POJK Number 32 / POJK.04 / 2014 regarding Plan and Implementation of the Public Company General Meeting of Shareholders No. POJK Number 11 / POJK.04 / 2017 concerning Amendment to the Regulation of the Financial Services Authority Number 32 / POJK.04 / 2014 Concerning Plan and Implementation of the Company General Meeting of Shareholders and Article 23 paragraph (1) letter (a) of the Company's Articles of Association, should be attended by more than 1/2 of the total number of shares with valid voting rights issued by the Company, Shareholders registered in the Register of Shareholders of the Company on June 5, 2018 at the closing of stock trading on the Indonesia Stock Exchange or its representative by letter power of attorney.

The Company has made announcement of the EGMS on May 22, 2018 and will conduct the EGMS notification on June 6, 2018 both through advertisements in daily newspaper Kontan, Indonesia Stock Exchange website and Company website [www.csahome.com](http://www.csahome.com) . Disclosure of Information on PMTHMETD Plans as required in POJK No. 38/2014 was announced through the Indonesia Stock Exchange website and the Company's website [www.csahome.com](http://www.csahome.com) on May 22, 2018.

Subject to item 26 paragraph (1) letter (b) and (c) of Regulation no. 32 / POJK.04 / 2014 in the event that the quorum referred to above is not reached, the second EGM may be held with the provisions of the second EGM and be entitled to take decisions if in the EGMS at least 1/3 (one third) of the total number of shares with voting rights present or represented.

In accordance with point 26 paragraph (2) of Regulation no. 32 / POJK.04 / 2014 in the event the quorum of attendance at the above second EGMS is not reached, the third EGM may be held with the provisions of the third EGM valid and entitled to take a decision if it is attended by shareholders of shares with valid voting rights in quorum attendance and quorum decisions stipulated by the Financial Services Authority at the request of the Public Company.

**If PMTHMETD does not get approval from the EGMS, then the plan can only be re-submitted 12 (twelve) months after the implementation of EGMS.**



For further information on the above matters, please contact the Company during business hours at the address :

**Corporate Secretary**  
**PT CATUR SENTOSA ADIPRANA TBK**  
Jl. Daan Mogot Raya No. 234 Jakarta 11510  
Telp. (021) 566-8801  
Fax. (021) 566-9445  
Email : [corsec@csahome.com](mailto:corsec@csahome.com)  
[www.csahome.com](http://www.csahome.com)