



**ANNOUNCEMENT OF  
SUMMARY OF MINUTES OF  
ANNUAL GENERAL MEETING OF SHAREHOLDERS (“AGMS”)  
AND EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS (“EGMS”)  
PT. CATUR SENTOSA ADIPRANA Tbk**

The Board of Directors of PT. Catur Sentosa Adiprana Tbk, domiciled in West Jakarta (hereinafter referred to as “the Company” hereby announces the Summary of Annual General Meeting of Shareholders (“AGMS”) and Extraordinary General Meeting of Shareholders (“EGMS”) of the Company, which were convened on Thursday, 27 June 2019, at Peninsula Hotel, Merica 2 Room, 2nd floor, Jl. Letjen S. Parman Kav 78 – West Jakarta 11410, with the following summary of minutes:

**ANNUAL GENERAL MEETING OF SHAREHOLDERS (“AGMS”)**

**I. The Meeting was opened at 14.23 WIB**

**II. THE ATTENDANCES OF THE BOARD OF COMMISSIONERS AND THE BOARD OF DIRECTORS OF THE COMPANY**

AGMS was attended by members 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	: Paramate Nisagornsen
Independent Commissioner	: Justinus Aditya Sidharta

**Board of Directors :**

President Director	: Budyanto Totong
Vice President Director	: Antonius Tan
Director	: Tjia Tjhin Hwa
Director	: Warit Jintanawan
Independent Director	: Aurelia Mulyono

**III. CHAIRMAN OF THE MEETING**

AGMS was led by Mr. Achmad Widjaja as President Commissioner appointed by the Board of Commissioners of the Company in accordance with the Board of Commissioners’s Resolution dated 27th May 2019.

**IV. ATTENDANCE QUORUM**

The AGMS of the Company was attended by the shareholders and/or their proxies representing 4,243,132,644 shares or 95.1726% of 4,458,352,920 shares which constitute the entire shares having legal voting right issued by the Company.

**V. OPPORTUNITY TO ASK QUESTIONS AND/OR RENDER OPINION**



The Chairman of the Meeting offered the opportunity to the shareholders and/or proxy of shareholders to ask questions and/or render opinions in regards to the Agenda of the Meeting by raising hand and delivering the question form.

Agenda 1 to 6:

No shareholders and/or proxy of shareholders asked questions and/or render opinions.

## **VI. RESOLUTIONS ADOPTION MECHANISM**

The resolutions of the General Meeting of Shareholders were adopted based on amicable deliberation to reach mutual consensus.

In the case that amicable deliberation to reach mutual consensus failed to be achieved, then the resolutions were adopted by voting with due observance to the attendances quorum and resolution quorum provisions.

## **VII. RESOLUTIONS OF THE MEETING**

### **AGENDA 1**

Approval and Ratification of the Company's Annual Report for 2018 Financial Year, including the Activity Report of the Company, the Board of Commissioners Supervision Report, and the Consolidated Financial Statements of the Company for the financial year ending 31 Desember 2018.

#### **Voting Result**

<b>Affirmative vote</b>	<b>Abstain vote</b>	<b>Non-Affirmative vote</b>
4,243,007,544 (99.9971%)	125,100 (0.0029%)	0%

**The Meeting with total Affirmative Vote represents 100% of the total votes casted at the Meeting resolved :**

1. Approved and ratified of the Company's Annual Report for 2018 Financial Year, including the Activity Report of the Company, the Board of Commissioners Supervision Report and the Consolidated Financial Statements of the Company and its subsidiaries for the financial year ending 31 December 2018, which has been audited by Public Accountant Firm of Purwantono, Sungkoro & Surja – Ernst & Young Global pursuant to its report dated 28 March 2019 Number 00364/2.1032/AU.1/05/0694-2/1/III/2019.
2. Granted release and discharge (acquiescence) to the members of the Board of Directors and Board of Commissioners for management and supervision performed during the 2018 Financial Year, provided that such acts were reflected in the Annual Report and the Consolidated Financial of the Company and its subsidiaries.

### **AGENDA 2 :**

Determination on the appropriation of the Company's net profit for 2018 Financial Year.

#### **Voting Result**

<b>Affirmative vote</b>	<b>Abstain vote</b>	<b>Non-Affirmative vote</b>
4,243,132,644 (100%)	0%	0%

**The Meeting with total Affirmative Vote represents 100% of the total votes casted at the Meeting resolved :**



1. Approved the appropriation of the Company's Net Profit for 2018 Financial Year or Total Comprehensive Income For the Year Attributable to Owners of the Parent Entity for 2018 Financial Year, as follows :
  - a. At Rp. 17,833,411,680,- (seventeen billion eight hundred thirty three million four hundred eleven thousand six hundred eighty rupiah) or approximately 18.53% (eighteen point fifty three percent) of the Company's Net Profit for 2018 Financial Year or Total Comprehensive Income For the Year Attributable to Owners of the Parent Entity for 2018 Financial Year, will be distributed as cash dividend on 31st July 2019 to the shareholders of the Company, whose names are registered in the Company's Register of Shareholders on 9 July 2019 (recording date), therefore each share will receive cash dividend of Rp. 4,- (four Rupiah);
  - b. Rp. 200,000,000,- (two hundred million Rupiah) will be used as mandatory reserve fund to comply with provision as set forth in Article 25 of Articles of Association of the Company and Article 70 of Law Number 40 Year 2007 regarding Limited Liability Company;
  - c. The remaining balance of Rp. 78,191,341,320,- (seventy eight billion one hundred ninety one million three hundred forty one thousand three hundred and twenty Rupiah) will be used to strengthen working capital of the Company and will be recorded as Retained Earnings.
2. Granted power and authority to the Board of Directors of the Company to take any and all action necessary in relation with the above mentioned resolutions, including without limitation to determine the time table and procedure of dividend distribution in accordance with the provisions and/or the prevailing rules and regulations.

**AGENDA 3 :**

Appoint the Public Accountant to conduct an audit of the Company's Consolidated Financial Statements for 2019 Financial Year.

**Voting Result**

<b>Affirmative vote</b>	<b>Abstain vote</b>	<b>Non-Affirmative vote</b>
4,243,007,544 (99.9971%)	125,100 (0.0029%)	0%

**The Meeting with total Affirmative Vote represents 100% of the total votes casted at the Meeting resolved:**

1. Appointed a Public Accountant who will audit the Consolidated Financial Statements of the Company and its subsidiaries for 2019 Financial Year, which is Public Accountant of Purwantono, Sungkoro & Surja – Ernst & Young Global, by taking into consideration the Board of Commissioners' recommendation.
2. Granted power and authority to the Board of Commissioners of the Company to appoint substitute Public Accountant and/or terminate the appointed Public Accountant, in case due to any reason pursuant to the Capital Market Regulation in Indonesia, the appointed Public Accountant is unable to carry out its assignment.
3. Granted power and authority to the Board of Directors with the Board of Commissioners' approval to determine the Public Accountant's fee and terms of appointment.

**AGENDA 4 :**

Changes in the Nomenclature of the Management Structure of the Company.

**Voting Result**



Affirmative vote	Abstain vote	Non-Affirmative vote
3,989,982,624 (94.0338%)	0%	253,150,020 (5.9662%)

**The Meeting with total Affirmative Vote represents 94,0338% of the total votes casted at the Meeting resolved :**

- a. Approved the adjustments / changes to the nomenclature of the Company's Management, namely Deputy Managing Director and Independent Director as Director, thus the composition of the Company's Board of Directors and Board of Commissioners as of the closing of the Company's Annual General Meeting of Shareholders in 2022 is as follows :

**Board of Commissioners :**

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

**Board of Directors :**

President Director	: Budyanto Totong
Director	: Antonius Tan
Director	: Tjia Tjhin Hwa
Director	: Warit Jintanawan
Director	: Aurelia Mulyono

- b. Giving authority and power of attorney to the Company's Board of Directors or Corporate Secretary, with the right of substitution to express / declare the Meeting's decision relating to adjustments / changes in nomenclature of the Company's Board of Directors, in the deed made before a Notary, and subsequently notifying the competent authority. and take all necessary actions in connection with the decision in accordance with the applicable laws and regulations.

**AGENDA 5 :**

Determination of salary, honorarium and other remuneration for the Board of Directors and the Board of Commissioners of the Company for 2019 Financial Year.

**Voting Result**

Affirmative vote	Abstain vote	Non-Affirmative vote
4,243,132,644 (100%)	0%	0%

**The Meeting with total Affirmative Vote represents 100% of the total votes casted at the Meeting resolved :**

1. Granted authority to the Board of Commissioners' to determine the salary and other remunerations for members of the Board of Directors for 2019 Financial Year, by taking into consideration the Nomination And Remuneration Committee of Company's recommendation.
2. Approved the determination of the total honorarium and other remunerations for the Board of Commissioners of the Company for 2019 Financial Year, provided that the increase shall not be more than 20% compared to the total honorarium received by the Board of Commissioners for 2018 Financial Year, and granted the power to the Board of Commissioners' Meeting to determine



its distribution, by taking into consideration the Nomination And Remuneration Committee of Company's recommendation.

#### AGENDA 6 :

Report on the Realization of the Use of Funds ("LRPD") of Limited Public Offering I in the framework of the Company's Additional Capital Adequacy Ratio (PMHMETD) dated June 9, 2016.

#### Voting Result

Affirmative vote	Abstain vote	Non-Affirmative vote
4,243,132,644 (100%)	0%	0%

**The Meeting with total Affirmative Vote represents 100% of the total votes casted at the Meeting resolved :**

Receive the Fund Realization Report ("LRPD") of Limited Public Offering I in the context of the Company's Additional Capital Adequacy Ratio (PMHMETD) up to 31st December, 2018.

#### VIII. The Meeting was closed at: 15.29 WIB

#### IX. SCHEDULE AND PROCEDURE FOR CASH DIVIDEND PAYMENT

##### Schedule of cash dividend payment :

1. Cum Dividend at the Regular and Negotiation Market : 5 July 2019
2. Ex.Dividend at the Regular and Negotiation Market : 8 July 2019
3. Cum Dividend at the Cash Market : 9 July 2019
4. Ex.Dividend at the Cash Market : 10 July 2019
5. Recording Date : 9 July 2019
6. Cash Dividend Payment : 31 July 2019

##### PROCEDURE FOR CASH DIVIDEND PAYMENT :

1. Cash dividend will be paid to the shareholders whose names are registered in the Company's Shareholder Register on **9 July 2019** (*recording date*) at 16.00PM and/or to the shareholders who hold the Company's shares at the sub-securities account at PT. Kustodian Sentral Efek Indonesia ("KSEI") at the closing of trading at the Indonesia Stock Exchange on **9 July 2019**.
2. The Shareholders whose shares are kept in collective custody at KSEI, the cash dividend shall be paid through KSEI and distributed to the account of the Securities Companies and/or Custodian Banks on 31st July 2019. The receipt of cash dividend payment will be send by KSEI to the shareholders through its Securities Companies and/or Custodian Banks where shareholders opened their accounts. Where as for the shareholders whose shares are not kept in the collective custody at KSEI, the cash dividend payment will be transferred to the shareholders' account.
3. The cash dividend is subject to tax in accordance with the prevailing tax regulation. Such tax shall be borne by the relevant shareholders and will be dedcuted from the amout of cash dividend due to the entitled shareholders.
4. Shareholders considered as on shore Tax Payer in the form of legal entity that have not submitted their Tax Payer ID number (Nomor Pokok Wajib Pajak/NPWP), they are requested to submit their Tax Payer ID Number to KSEI or to the Securities Administration Bureau (BAE) PT. Datindo Entrycom ("BAE") on Jl. Hayam Wuruk No. 28, 2nd Floor, Jakarta 10120 at the latest by **9 July 2019** at 16.00



WIB. In the absence of the Tax Payer ID Number, the cash dividend will be subject to a higher PPh rate of 100% of the normal rate.

5. Shareholders who are foreign taxpayers whose tax deductions will use tariffs based on Double Tax Avoidance Agreements ("P3B") must meet the requirements of the Tax Director General Regulation No. PER-25 / PJ / 2018 concerning Procedures for Implementing Double Tax Avoidance Agreements as well as submitting record documents or DGT / SKD receipts that have been uploaded to the Directorate General of Taxes page to KSEI or BAE in accordance with KSEI rules and regulations, without the said documents, dividends cash paid will be subject to Article 26 of Income Tax of 20%.
6. Shareholders whose shares are in the collective custody of KSEI, proof of dividend tax deduction can be taken at the Securities Company and / or Custodian Bank where the Shareholders open their securities account and for Clearing Shareholders are taken at the Registrar starting September 23, 2019.

## **EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS ("EGMS")**

### **I.The Meeting was opened at 15.22 WIB**

### **II.THE ATTENDANCES OF THE BOARD OF COMMISSIONERS AND THE BOARD OF DIRECTORS OF THE COMPANY**

EGMS was attended by members of the Board of Commissioners and the Board of Directors of the Company as follows :

#### **Board of Commissioners :**

President Commissioner	: Achmad Widjaja
Commissioner	: Seow Han Yong, Justin
Commissioner	: Seow Han Yong, Justin
Commissioner	: Paramate Nisagornsen
Independent Commissioner	: Justinus Aditya Sidharta

#### **Board of Directors :**

President Director	: Budyanto Totong
Director	: Antonius Tan
Director	: Tjia Tjhin Hwa
Director	: Warit Jintanawan
Director	: Aurelia Mulyono

### **III.CHAIRMAN OF THE MEETING**

EGMS was led by Mr. Achmad Widjaja as President Commissioner appointed by the Board of Commissioners of the Company in accordance with the Board of Commissioners' Resolution dated 27th May 2019.

### **IV.ATTENDANCES QUORUM**

The EGMS of the Company was attended by the shareholders and/or their proxies representing 4,243,132,644 shares or 95,1726% of 4,458,352,920 shares which constitute the entire shares having legal voting right issued by the Company.



## **V.OPPORTUNITY TO ASK QUESTIONS AND/OR RENDER OPINION**

The Chairman of the Meeting offered the opportunity to the shareholders and/or representatives of shareholders to ask questions and/or render opinions in regards to the Agenda of the Meeting by raising hand and delivering the question form.

Agenda 1 and 2 :

No shareholders and/or proxy of shareholders asked questions and/or render opinions..

## **VI.RESOLUTIONS ADOPTION MECHANISM**

The resolution of the Extraordinary General Meeting of Shareholders were adopted based on amicable deliberation to reach mutual consensus. In the case that amicable deliberation to reach mutual consensus failed to be achieved, then the resolutions were adopted by voting with due observance to attendances quorum and resolution of quorum provisions.

## **VII.RESOLUTIONS OF THE MEETING**

### **AGENDA 1 :**

Amendment to Article 3 of the Company's Articles of Association.

#### **Voting Result**

<b>Affirmative vote</b>	<b>Abstain vote</b>	<b>Non-Affirmative vote</b>
4,242,861,044 (99.9935%)	0%	271,600 (0.0065%)

**The Meeting with total Affirmative Vote represents 99.9935% of the total votes casted at the Meeting resolved :**

1. Approved the amendment to Article 3 of the Company's Articles of Association concerning the Purpose and Objectives and Business Activities of the Company in accordance with the 2017 Standard Classification of Indonesian Business Fields (KBLI), by rearranging the provisions of Article 3 of the Company's Articles of Association.
2. Giving authority and power of attorney to the Company's Directors or Corporate Secretary with the right of substitution to do all and every action needed in connection with the decision, including but not limited to declaring / deciding the decree in the deeds made before the Notary, to change and / or rearrange all the provisions of the Articles of Association of the Company in accordance with the decree (including affirming the composition of the shareholders in the deed when needed), as required by and in accordance with the prevailing laws and regulations, making or ordering to make and sign deeds and letters and the required documents, which are subsequently submitted for approval and / or submitting notification of the Meeting's decisions and / or amendments to the Articles of Association of the Company, to the competent authority, and carrying out all and every necessary action in accordance with the applicable legislation.



**AGENDA 2 :**

Guarantee of assets and / or assets of the Company with a value of more than 50% of the Company's equity in connection with the acquisition of funding for the Company and its subsidiaries.

**Voting Result**

<b>Affirmative vote</b>	<b>Abstain vote</b>	<b>Non-Affirmative vote</b>
3,989,711,024 (94.0274%)	0%	253,421,620 (5.9726%)

**The Meeting with total Affirmative Vote represents 94.0274% of the total votes casted at the Meeting resolved :**

1. Approved to pledge the Company's assets having value of more than 50% of the Company's equity in order to obtain financing for the Company and its subsidiaries.
2. Provide authority and power to the Board of Directors of the Company with substitution rights, to pour / declare such decisions in the deed made before the Notary, and to perform all and every necessary action in accordance with applicable laws and regulations.

**VIII. The Meeting was closed at: 15.46 WIB**

Jakarta, 1 July 2019  
PT. Catur Sentosa Adiprana Tbk  
Management