

# ANNOUNCEMENT OF SUMMARY 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 (herein after 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 Wednesday, 24 June 2015, at Hotel Ciputra, Victory 2 Room, 6<sup>th</sup> floor, Jl. Letjen S.Parman – West Jakarta 11470, have adopted the following resolutions :

# ANNUAL GENERAL MEETING OF SHAREHOLDERS ("AGMS") I.The Meeting was opened at 10.25 WIB

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

Board of Commissioners :	
President Commissioner	: Jusuf Arbianto Tjondrolukito
Commissioner	: Darmawan Putra Totong
Commissioner	: Srililanti Kurniawan
Independent Commissioner	: Henny Ratnasari Dewi
Independent Commissioner	: Tan Alexander Song

Board of Directors :	
President Director	: Budyanto Totong
Vice of President Director	: Antonius Tan
Director	: Tjia Tjhin Hwa
Independent Director	: Agustina Samara

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

-AGMS was chaired by Mr. Jusuf Arbianto Tjondrolukito as President Commissioner appointed by the Board of Commissioner of the Company accordance with Board of Commissioners of Resolution dated 25 May 2015;

#### **IV.QUOROM OF SHAREHOLDERS**

In the amount of 2,895,037,800 shares issued by the Company, AGMS was attended by the Shareholders and/or Representatives of Shareholders with the total 2,376,617,200 shares represent of 82.092% votes;

#### **V.QUESTIONS AND ANSWER SESSION**

The Chairman of the Meeting offered the opportunity to the Shareholders and/or Representatives of Shareholders to submit questions and/or opinions in each session of Agenda of the Meeting by raising hand and delivering the question form.

#### **VI.MECHANISM OF RESOLUTIONS**

- a. The resolutions of the General Meeting of Shareholders were made under deliberation for consensus mechanism.
- b. In the case that any the Shareholders or Representatives of Shareholders disagreed or abstained, the resolutions were made by voting with regard to the provision of the attendances quorum and decision of quorum.

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

#### 1. AGENDA 1

Approval and ratification of the Company's 2014 Annual Report, including the Activity Report of the Company, the Board of Commissioners Supervision Report, and the Consolidated Financial Statements of the Company for financial year ending 31 December 2014.

#### Total of Shareholders Inquiry on Agenda 1 :

No Shareholders asked questions and/or opinions

#### **Result of mechanism of resolutions :**

Agree	Abstention	Disagree
2,376,617,200 (100%)	0%	0%

#### The Meeting of 100% authorized votes of the total votes at the Meeting decided :

- 1.Approve and ratified the Annual Report of the Company for the Financial Year 2014, including the Activity Report of the Company, the Board of Commissioners Supervision Report and the Financial Statements (the Consolidated Financial Statements) of the Company for the Financial Year 2014, which was audited by Public Accountant Firm of Purwantono, Suherman & Surja Ernst & Young Global pursuant to their report dated 20 March 2015 Number RPC-7075/PSS/2015.
- 2.Gave full acquittal and discharge (acquit et de charge) to the member of Directors and Board of Commissioners for management and supervision performed during the Financial Year 2014, provided that such acts appreared in the Annual Report of Company and the Financial Statements (the Consolidated Financial Statements) of the Company.

#### 2.AGENDA 2 :

Determination on the appropriation of the Company's net profit for Financial Year 2014.

#### Total of Shareholders Inquiry on Agenda 2 :

No Shareholders asked questions and/or opinions

#### **Result of mechanism of resolutions :**

Agree	Abstention	Disagree
2,376,617,200 (100%)	0%	0%

#### The Meeting of 100% authorized votes of the total votes at the Meeting decided :

1. Approve the appropriation of the Company's Net Profit for the Financial Year 2014 or the Net Profit current year attributable to owners of the parents company for the Financial Year 2014, as follows :

a. Rp. 14,475,189,000,- (fourteen billion four hundred seventy five million one hundred and eighty nine thousand Rupiah) or approximately 13.84% (thirteen point eighty four percent) of the Company's Net Profit for the Financial Year 2014 or the Net Profit current year attributable to owners of the parents company for the Financial Year 2014, will distributed as cash dividend to the Shareholders of the Company on 24 July 2015, whose names are registered in the Company's Register of Shareholders on 6 July 2015, therefore each share will receive cash dividend in the amount of Rp. 5 (five Rupiah);

b.Rp. 200,000,000,- (two hundred million Rupiah) will be used as mandatory reserve fund to comply with 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. 89,941,616,000,- (eighty nine billion nine hundred forty one million six hundred and sixteen thousand Rupiah) will be used to strengthen working capital of the Company and will be recorded as retained earnings.

2.Grant power and authority to the Board of Directors of the Company to do all and each act needed in relation with the above resolution, including without limitation to determine the time table and procedure of dividend distribution in accordance with the provisions and/or the prevailing and the regulations.

# 3.AGENDA 3 :

Appointment of the public accountant firm to conduct an audit of the Company's Consolidated Financial Statements for Financial Year 2015.

# Total of Shareholders Inquiry on Agenda 3 :

No Shareholders asked questions and/or opinions

# **Result of mechanism of resolutions :**

Agree	Abstention	Disagree
2,363,513,200 (99.448%)	0%	13,104,000 (0.552%)

# The Meeting of 99.448% authorized votes of the total votes at the Meeting decided :

- 1.Grant power and authority to the Board of Directors with the Board of Commissioner's approval to appoint a Public Accountant who will audit the Financial Statements (the Consolidated Financial Statements) of the Company for the Financial Year 2015 and determine its fee and terms of appointment.
- 2. Give power and authority to the Board of Commissioners of the Company to appoint substitute Public Accountant Firm, 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.

# 4.AGENDA 4 :

Determination on the remuneration package of the Board of Directors and the Board of Commissioners of the Company for Financial Year 2015.

# Total of Shareholders Inquiry on Agenda 4 :

No Shareholders asked questions and/or opinions

#### **Result of mechanism of resolutions :**

Agree	Abstention	Disagree
2,376,617,200 (100%)	0%	0%

## The Meeting of 100% authorized votes of the total votes at the Meeting decided :

- 1.Grant authority to the Board of Commisioners to determine the salary and other benefits for members the Board of Director for the Financial Year 2015.
- 2.Approve the determination of the total honoraria and other benefits for the Board of Commissioners of the Company for the Financial Year 2015, provided that the increase shall not be more than 20% compared to the total honoraria accepted by the Board of Commissioners in the Financial Year 2014, and grant the power to the Board of Commissioner's Meeting to determine its distribution.

#### 5.AGENDA 5 :

Change of composition of the members of Board of Directors and the members of Board of Commissioners of the Company.

#### Total of Shareholders Inquiry on Agenda 5 :

No Shareholders asked questions and/or opinions

#### **Result of mechanism of resolutions :**

Agree	Abstention	Disagree
2,258,260,600 (95.019%)	0%	118,356,600 (4.981%)

#### The Meeting of 95.019% authorized votes of the total votes at the Meeting decided :

- 1. Accept the resignation of Mr. Jusuf Arbianto Tjondrolukito as President Commissioner, Mr. Darmawan Putra Totong as Commissioner, and Mr. Tan Alexander Song as Independent Commissioner of the Company, with gratitude for their contribution in the Company, starting from the closing of this Meeting provided that the release and discharge of their responsibilities in supervision carry out during 1 January 2015 up to closing of this Meeting, will be granted when the Annual Report of the Company for the Financial Year 2015 is ratified by General Meeting of Shareholders.
- 2. Accept the resignation of Mrs. Agustina Samara as Director of the Company, with gratitude for her contribution in the Company, starting from the closing of this Meeting provided that the release and discharge of her responsibility in management carry out during 1 January 2015 up to closing of this Meeting, will be granted when the Annual Report of the Company for the Financial Year 2015 is ratified by General Meeting of Shareholders.
- 3. Appoint Mr. Achmad Widjaja as President Commissioner, Mr. Kenneth Ng Shih Yek as Commissioner, Mr. Justinus Aditya Sidharta as Independent Commissioner and Mrs. Aurelia Mulyono as Independent Director of the Company, starting from the closing of this Meeting for office term up to closing of the Annual General Meeting of Shareholders for the Financial Year 2016 to be convened in 2017.

Therefore the composition of the Board of Directors and Board of Commissioner of the Company, starting from the closing of this Meeting up to the closing of the Annual General Meeting of Shareholders for the Financial Year 2016 to be convened in 2017, is as follow :

<b>Board of Commissioners :</b>	
President Commissioner	: Achmad Widjaja
Commissioner	: Kenneth Ng Shih Yek
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	: Tjia Tjhin Hwa

- Independent Director : Aurelia Mulyono
- 4. Grant power and authority to the Board of Directors of the Company or the Corporate Secretary, with the right of substitution, to state/declare the resolution of the Meeting concerning the change of composition of the members of the Board of Directors and Board of Commissioners of the Company in a deed made before a Notary, and to notify such change to the authorized party, and to carry out all actions necessary in connection with such resolution in accordance with the prevailing laws and regulations.

# VIII. The Meeting was closed at 11.33 WIB

# IX.SCHEDULE AND PROCEDURE FOR CASH DIVIDEND PAYMENT

Schedule of cash dividend payment :	
1.Cum Dividend at the Reguler and Negotiation Market	: 1 July 2015
2.Ex.Dividend at the Reguler and Negotiation Market	: 2 July 2015
3.Cum Dividen at the Cash Market	: 6 July 2015
4.Ex.Dividen at the Cash Market	: 7 July 2015
5.Recording Date	: 6 July 2015
6.Dividend Payment	: 24 July 2015

# PROCEDURE FOR CASH DIVIDEND PAYMENT :

- 1. Dividend will be paid to the registered shareholder in the Company's Shareholder Register (Recording Date) on 6 July 2015 no later than 4.00 pm and/or to the Shareholders who hold the Company's shares at the sub-securities account pf PT. Kustodian Sentral Efek Indonesia (KSEI) on the closing of trading in the Indonesia Stock Exchange on 6 July 2015.
- 2. For the Shareholder whose shares are kept in collective custody at KSEI, the dividend payment will be distributed by KSEI to the account of its Securities Company and/or Custodian Bank on 24 July 2015. The dividend payment slip will be sent by KSEI to the Shareholders through its Securities Company and/or Custodian Bank where the Shareholder opened their account. Whereas for the Shareholder whose shares are not kept in the collective custody at KSEI, the dividend payment will be transferred to the Shareholder's account.
- 3. The dividend payment will be subject to WHT in accordance with the prevailing tax regulation. Such WHT shall be borne by the entitled Shareholders and will be deducted from the total cash dividend due to the entitled Shareholder.

- 4. For the Indonesian Entity Tax Subject that has not submitted their Tax ID, they are requested to submit it to KSEI or to the Securities Administration Bureau (BAE) PT. Datindo Entrycom at Wisma Sudirman Puri Datindo, Jl. Jend. Sudirman Kav. 34 Jakarta 10220 at the least by 6 July 2015 at 4.00 pm, in the absence of the Tax ID Number, the dividend to be paid to that Indonesian Tax Subject shall be deducted by 30% WHT.
- 5. For the Shareholders who are Overseas Tax Subject, whose tax tariff is in accordance with the Double taz Treaty Agreement (P3B), they are obliged to comply with Article 26 of the Tax law No. 36 Year 2008 and to submit Form DGT-1 or DGT-2 which have been legalized by the Office of Tax Services for Large taxpayer One to KSEI and BAE at least 13 July 2015 (5 exchange days prior to payment date), in the absence of such form, the dividend will be deducted by WHT Article 26 at the rate of 20%.
- 6. For the Shareholder whose shares are kept in collective custody at KSEI, the cash dividend tax deduction slip will be available at the Securities Company and/or Custodian Bank where the Shareholder opened their securities account and for the script shareholders it can be collected at the BAE office start on 14 September 2015.

# EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS ("EGMS") I.The Meeting was opened at 11.48 WIB

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

Board of Commissioners :	
President Commissioner	: Achmad Widjaja
Commissioner	: Kenneth Ng Shih yek
Commissioner	: Srililanti Kurniawan
Independent Commissioner	: Henny Ratnasari Dewi
Independent Commissioner	: Justinus Aditya Sidharta

Board of Directors :	
President Director	: Budyanto Totong
Vice of President Director	: Antonius Tan
Director	: Tjia Tjhin Hwa
Independent Director	: Aurelia Mulyono

# **III.CHAIRMAN OF THE MEETING**

-EGMS was chaired by Mr. Achmad Widjaja as President Commissioner appointed by the Board of Commissioner of the Company accordance with Board of Commissioners of Resolution dated 24 June 2015;

# **IV.QUOEROM OF SHAREHOLDERS**

In the amount of 2,895,037,800 shares issued by the Company, EGMS was attended by the Shareholders and/or Representatives of Shareholders with the total 2,376,617,400 shares represent of 82.092% votes;

# **V.QUESTIONS AND ANSWER SESSION**

The Chairman of the Meeting offered the opportunity to the Shareholders and/or Representatives of Shareholders to submit questions and/or opinions in each session of Agenda of the Meeting by raising hand and delivering the question form.

## **VI.MECHANISM OF RESOLUTIONS**

- a. The resolutions of the General Meeting of Shareholders were made under deliberation for consensus mechanism.
- b. In the case that any the Shareholders or Representatives of Shareholders disagreed or abstained, the resolutions were made by voting with regard to the provision of the attendances quorum and decision of quorum.

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

## 1.AGENDA 1 :

Amendment of the Article of Association of the Company

#### Total of Shareholders Inquiry on Agenda 1 :

No Shareholders asked questions and/or opinions

#### **Result of mechanism of resolutions :**

Agree	Abstention	Disagree
2,258,260,800 (95.019%)	0%	118,356,600 (4.981%)

# The Meeting of 95.019% authorized votes of the total votes at the Meeting decided :

- 1.Approve, amend and restate the Articles of Association of the Company, including to amend the Articles of Association in order to adjust to the Regulation of the Financial Services Authority which main points are contained in the Articles of Association Adjustment Concept described in the Meeting.
- 2.Grant power and authority to the Board of Directors or the Corporate Secretary with the right of substitution to perform all and each act necessary in connection with such resolution, including without limitation to state/declare such resolution in the deeds made before a Notary, to amend and / or recompile the entire provisions of the Articles of Association according to the resolution (including to reconfirm the composition of shareholders in the deed if necessary), as required by and in accordance with the prevailing laws and regulation , make or order to be made and sign the deeds and letters as well as the necessary documents, which subsequently to apply for the approval and / or to deliver notice of the resolution of this Meeting and / or amendent of the Articles of Association of the Company, to the relevant authorities, and to take all and any necessary actions in accordance with prevailing the laws and regulations.

#### 2.AGENDA 2 :

Approval of pledging 50% or more of the Company's assets as loan collateral in order to gain funding for the Company and its subsidiaries.

# Total of Shareholders Inquiry on Agenda 2 :

No Shareholders asked questions and/or opinions

# **Result of mechanism of resolutions :**

Agree	Abstention	Disagree
2,271,364,800 (95.571%)	0%	105,252,600 (4.429%)

#### The Meeting of 95.571% authorized votes of the total votes at the Meeting decided :

- 1.Approve to pledge 50% or more of the Company's asset in order to obtain financing for the Company and its subsidiaries.
- 2.Grant power and authority to the Board of Directors of the Company with the Board of Commissioners's approval to perform all necessary actions in connection with the resolution to pledge 50% or more of the Company's asset in accordance with the prevailing laws and regulation provided that the power and authority shall valid from the closing of this Meeting up to the closing of the Annual General Meeting of Shareholders to be convened in 2016.

#### VIII. The Meeting was closed at 12.05 WIB

Jakarta, 26 June 2015 PT. Catur Sentosa Adiprana Tbk Board of Directors