

# 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, 31 March 2016, at Hotel Ciputra, Victory 2 Room, 6<sup>th</sup> floor, Jl. Letjen S.Parman – West Jakarta 11470, with the following summary of minutes:

# ANNUAL GENERAL MEETING OF SHAREHOLDERS ("AGMS")

I.The Meeting was opened at 10.30 WIB

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

**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 President Director : Antonius Tan
Director : Tjia Tjhin Hwa
Independent Director : Aurelia Mulyono

# **III.CHAIRMAN OF THE MEETING**

-AGMS was chaired 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 22 February 2016;

#### **IV.ATTENDANCE QUORUM**

Out of 2,895,037,800 shares issued by the Company, AGMS was attended by the shareholders and/or representatives of shareholders with the total of 2,522,046,600 shares which represent 87.116%;

#### **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, 2, 3 and 5:

No shareholders asked questions and/or render opinions

# Agenda 4:

One shareholders asked questions

#### 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

#### 1. AGENDA 1

Approval and Ratification of the Company's 2015 Annual Report, including the Activities Report of the Company, the Board of Commissioners' Supervisory Report, and the Consolidated Financial Statements of the Company for the financial year ended on 31 December 2015.

### **Voting Result:**

Affirmative Vote	Abstain Vote	Non-Affirmative Vote
2,522,046,600 (100%)	0%	0%

# The Meeting with 100% of the total votes casted at the Meeting resolved:

- 1.Approved and ratified the Annual Report of the Company for the 2015 Financial Year, including the Activities Report of the Company, the Board of Commissioners' Supervisory Report and the Financial Statements (the Consolidated Financial Statements) of the Company for the 2015 Financial Year, which has been audited by Public Accountant Firm of Purwantono, Sungkoro & Surja Ernst & Young Global pursuant to their report dated 29 Februari 2015 Number RPC-360/PSS/2016.
- 2.Granted release and discharge (acquit et de charge) to the members of the Board of Directors and Board of Commissioners for management and supervision performed during the 2015 Financial Year, provided that such acts were reflected 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 the 2015 Financial Year.

## **Voting Result:**

Affirmative Vote	Abstain Vote	Non-Affirmative Vote
2,522,046,600 (100%)	0%	0%

#### The Meeting with 100% of the total votes casted at the Meeting resolved:

1. Approved the appropriation of the Company's Net Profit for the 2015 Financial Year or the Net Profit for the current year attributable to owners of the parents company for the 2015 Financial Year, as follows:

a. Rp. 7,237,594,500.- (seven billion two hundred thirty seven million five hundred ninety four thousand and five hundred Rupiah) or approximately 17.82% (seventeen point eighty two percent) of the Company's Net Profit for the 2015 Financial Year or the Net Profit for the current year attributable to owners of the parents company for the 2015 Financial Year, will distributed as cash dividend on 4 May 2016 to the shareholders of the Company, whose names are registered in the Company's Register of Shareholders (recording date) on 12 April 2016, therefore each share will receive cash dividend in the amount of Rp. 2.50 (two Rupiah and fifty cents);

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. 33,180,727,500.- (thirty three billion one hundred eighty million seven hundred twenty seven thousand and five hundred 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 the regulations.

#### **3.AGENDA 3:**

Appointment of the Public Accountant firm to audit of the Company's Consolidated Financial Statements for the 2016 Financial Year.

#### **Voting Result:**

Affirmative Vote	Abstain Vote	Non-Affirmative Vote
2,522,046,600 (100%)	0%	0%

#### The Meeting with 100% of the total votes casted at the Meeting resolved:

- 1.Granted power and authority to the Board of Directors with the Board of Commissioners' approval to appoint a Public Accountant who will audit the Financial Statements (the Consolidated Financial Statements) of the Company for the 2016 Financial Year and determine its fee and terms of appointment.
- 2. Granted 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 of salary, honoraria and other remuneration for the Board of Directors and the Board of Commissioners of the Company for the 2016 Financial Year.

# **Voting Result:**

Affirmative Vote	Abstain Vote	Non-Affirmative Vote
2,522,016,600 (99.998%)	0%	30,000 (0.002%)

## The Meeting with 99.998% 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 the 2016 Financial Year.
- 2.Approved the determination of the total honoraria and other remunerations for the Board of Commissioners of the Company for the 2016 Financial Year, provided that the increase shall not be more than 20% compared to the total honoraria received by the Board of Commissioners for the 2015 Financial Year, and granted the power to the Board of Commissioners' Meeting to determine its distribution.

#### **5.AGENDA 5**:

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

# **Voting Result:**

Affirmative Vote	Abstain Vote	Non-Affirmative Vote
2,394,986,400 (94.962%)	0%	127,060,200 (5.038%)

# The Meeting with 94.962% of the total votes casted at the Meeting resolved:

 Appointed Mr. Andy Totong as 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 2016 Financial Year 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:

#### **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 President Director : Antonius Tan
Director : Tjia Tjhin Hwa
Director : Andy Totong
Independent Director : Aurelia Mulyono

2. Granted 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 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 11.25 WIB

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

# Schedule of cash dividend payment:

1.Cum Dividend at the Reguler and Negotiation Market
2.Ex.Dividend at the Reguler and Negotiation Market
3.Cum Dividen at the Cash Market
12 April 2016
4.Ex.Dividen at the Cash Market
13 April 2016
5.Recording Date
12 April 2016
6.Dividend Payment
4 May 2016

#### 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 12 April 2016 (Recording Date) at 4.00 pm and/or to the shareholders who hold the Company's shares at the sub-securities account in PT. Kustodian Sentral Efek Indonesia (KSEI) at the closing of trading at the Indonesia Stock Exchange on 12 April 2016.
- 2. For the shareholders whose shares are kept in collective custody at KSEI, the cash dividend shall be paid through by KSEI and distributed to the account of the Securities Companies and/or Custodian Banks on 4 May 2016. The receipt of cash dividend payment will be sent by KSEI to the shareholders through its Securities Companies and/or Custodian Banks where the shareholders opened their accounts. Whereas 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 deducted from the amount of cash dividend due to the entitled shareholders.
- 4. For shareholders considered as on shore Tax Payer in the form of legal entity that have not submitted their Tax Payer ID Number (Nomor Poko 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 at Wisma Sudirman Puri Datindo, Jl. Jend. Sudirman Kav. 34 Jakarta 10220 at the least by 12 April 2016 at 4.00 pm, in the absence of the Tax Payer ID Number, the cash dividend to be paid to that on shore Tax Payer is subject to 30% withholding tax.
- 5. For shareholders considered as off shore Tax Payer which will use the Tax Treaty under the agreement on the Prevention of the Imposition of Dual Taxes (P3B) are obliged to comply with provision of Article 26 of the Income Tax law No. 36 Year 2008 and must submit DGT-1 or DGT-2 Form which has been legalized by the Indonesian Tax Office Services for Public Company to KSEI and BAE at the least by 27 April 2016 (5 stock exchange days prior to payment date), in the absence of such document, the cash dividend will be subject to withholding tax according to Article 26 at the rate of 20%.
- 6. For the shareholders whose shares are kept in collective custody at KSEI, the cash dividend tax deduction slip may be collected at the Securities Companies and/or Custodian Banks where the shareholders opened their securities account and for the script shareholders it can be collected at the BAE office starting form 20 June 2016.

# EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS ("EGMS") I.The Meeting was opened at 11.40 WIB

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

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

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

-EGMS was chaired 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 22 February 2016;

# **IV.ATTENDANCES QUORUM**

Out of 2,895,037,800 shares issued by the Company, EGMS was attended by the shareholders and/or representatives of shareholders with the total of 2,522,181,700 shares which represent 87.120%;

#### **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:

One shareholders asked questions

Agenda 2:

No Ssareholders 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 attendances quorum and resolution of quorum provisions.

#### VII.RESOLUTIONS OF THE MEETING

#### **1.AGENDA 1**:

Approval on the Company's plan to increase's capital through the issuance pf Pre-emptive Rights (PUHMETD)

# **Voting Result:**

Affirmative Vote	Abstain Vote	Non-Affirmative Vote
2,522,051,700 (99.994%)	0%	130,000 (0.005%)

# The Meeting with 99.994% of the total votes casted at the Meeting resolved:

Approved the Increase of the Company's Capital, by issuing new shares from the portfolio in the aggregate amount of 1,158,015.120 (one billion one hundred fifty eight million fifteen thousand one hundred and twenty) share having nominal value of Rp. 100,- (one hundred rupiah) per share, by issuing Pre-emptive Rights in Increace of Capital by Issuing Pre-emptive Rights I ("PMHMETD I") with due observance to the prevailinf rules and regulations and the prevailing regulations in the Capital Market, specifically the Indonesia Financial Service Authorities Regulations number 32/POJK.04/2015 dated 16 December 2015 regarding the Capital Increase in Public Companies With Pre-emptive Rights, including:

- a. approve and amend the provisions of the Company's articles of association in relation with the increase of the Company's issued and paid-up capital in term PMHMETD I;
- b. grant power and authority to the Board of Directors of the Company, with right of substitution, to take any and all action necessary in relation with the PMHMETD I, including without limitation to:
  - i. take all and each action necessary in relation with the issuance of the new shares in PMHMETD I;
  - ii. determine the number of issed shares and the increase of issued and paid-up capital of the Company in relation with PMHMETD I, after the implementation of PMHMETD I is consummated;
  - iii. take all and each action necessary in relation with PMHMETD I, without any exception, all with due observance to the prevailing rules and regulations and the prevailing regulations in the Capital Market;
  - iv. state/declare the resolution in the deeds made before Notary, to change and/or restate the provision of Article 4 paragraph 2 of the Company's article of association or Article 4 of the Company's article of association in entirety in accordance to such resolution (including to reaffirm the composition of shareholders in such deed, if required), as required by and in accordance with the prevailing rules and regulations, to make or ask to be made and sign deed and necessary letter or documents, present before any authorized party/officer including notary, subsequently to submit proposal to the authorized party/office, to obtain approval and/or deliver notice of the resolution of this Meeting and/or changes of the Company's articles of association in the resolution of this Meeting, also to do all and any action necessary, in accordance to the prevailing laws and regulations.

# **2.AGENDA 2**:

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

# **Voting Result:**

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Affirmative Vote	Abstain Vote	Non-Affirmative Vote
2,395,121,500 (94.962%)	0%	127,060,200 (5.038%)

# The Meeting with 94.962% of the total votes casted at the Meeting resolved:

- 1. Approved to pledge 50% or more of the Company's asset in order to obtain financing for the Company and its subsidiaries.
- 2.Granted power and authority to the Board of Directors of the Company with the Board of Commissioners' 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 regulations provided that the power and authority shall be valid from the closing of this Meeting up to the closing of the Annual General Meeting of Shareholders to be convened in 2017.

VIII. The Meeting was closed at 12.00 WIB

Jakarta, 4 April 2016 PT. Catur Sentosa Adiprana Tbk Board of Directors