

# 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 Wednesday, 10 May 2017, 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 10.25 AM

**II.THE ATTENDANCES OF THE BOARD OF COMMISSIONERS AND THE BOARD OF DIRECTORS OF THE COMPANY** AGMS was attended by all members of the Board of Commissioners and Board of Directors of the Company as follows :

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 :	

Doard 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**

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 10 April 2017.

# **IV.ATTENDANCE QUORUM**

The AGMS of the Company was attended by the shareholders and/or their proxies representing 3,762,714,644 shares or 92,836% of 4,053,052,920 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 : One shareholders asked questions.

Agenda 2, 3, 4 and 5 : No 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**

# 1. AGENDA 1

Approval and Ratification of the Company's 2016 Annual Report, including the Activities Report of the Company, the Board of Commissioners' Supervisory Report, and Financial Statement (the Consolidated Financial Statement) of the Company for the financial year ended on 31 December 2016.

# **Voting Result :**

Affirmative Vote	Abstain Vote	Non-Affirmative Vote
3,762,714,644 (100%)	0%	0%

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

1.Approved and ratified the Annual Report of the Company for the 2016 Financial Year, including the Activities Report of the Company, the Board of Commissioners' Supervisory Report and the Financial Statement (the Consolidated Financial Statement) of the Company for the 2016 Financial Year, which has been audited by Public Accountant Firm of Purwantono, Sungkoro & Surja – Ernst & Young Global pursuant to its report dated 15 Maret 2017 Number RPC-3380/PSS/2017.

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 2016 Financial Year, provided that such acts were reflected in the Annual Report and the Financial Statement (the Consolidated Financial Statement) of the Company.

# 2.AGENDA 2 :

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Determination on the appropriation of the Company's net profit for the 2016 Financial Year.

Voting Result :			
	Affirmative Vote	Abstain Vote	Non-Affirmative Vote
	3,762,714,644 (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 the 2016 Financial Year or the Net Profit for the current year attributable to owners of the parents entity for the 2016 Financial Year, as follows :
  - a. Rp. 14,185,685,220.- (fourteen billion one hundred eighty five million six hundred eighty five thousand two hundred twenty Rupiah) or approximately 19.61% (nineteen point sixty one percent) of the Company's Net Profit for the 2016 Financial Year or the Net Profit for the current year attributable to owners of the parents entity for the 2016 Financial Year, will be distributed as cash dividend on 9 June 2017 to the shareholders of the Company, whose names are registered in the Company's Register of Shareholders on 23 May 2017 (recording date), therefore each share will receive cash dividend of Rp. 3.50 (three Rupiah and fifty cents);
  - 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. 57,927,348,780.- (fifty seven billion nine hundred twenty seven million three hundred forty eight thousand seven hundred eighty 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.

# 3.AGENDA 3 :

Appointment of the Public Accountant firm to audit of the Company's Consolidated Financial Statement for the 2017 Financial Year.

#### **Voting Result :**

Affirmative Vote	Abstain Vote	Non-Affirmative Vote
3,762,714,644 (100%)	0%	0%

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

- Appointed a Public Accountant who will audit the Financial Statement (the Consolidated Financial Statement) of the Company for the 2017 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.

## 4.AGENDA 4 :

Determination of salary, honorarium and other remuneration for the Board of Directors and the Board of Commissioners of the Company for the 2017 Financial Year.

#### **Voting Result :**

Affirmative Vote	Abstain Vote	Non-Affirmative Vote
3,762,714,644 (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 the 2017 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 the 2017 Financial Year, provided that the increase shall not be more than 20% compared to the total honorarium received by the Board of Commissioners for the 2016 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.

## 5.AGENDA 5 :

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

#### Voting Result :

Affirmative Vote	Abstain Vote	Non-Affirmative Vote
3,762,714,644 (100%)	0%	0%

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

- 1. Reappointed the member of Board of Director and Board of Commissioner of Company for office term for the next 5 (five) years, effective from the closing of this Meeting up to closing of the Annual General Meeting of Shareholders for the 2021 Financial Year to be convened in 2022.
- 2. Appointed Mr. Seow Han Yong, Justin as Commissioner of the Company, starting from the closing of this Meeting for office term up to the closing of the Annual General Meeting of Shareholders for the 2021 Financial Year to be convened in 2022.

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 2021 Financial Year to be convened in 2022, is as follow :

## **Board of Commissioners :**

President Commissioner	: 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	: Tjia Tjhin Hwa
Director	: Andy Totong
Independent Director	: Aurelia Mulyono

- 3. Granted full release and discharge (acquit et de charge) to the members of the Board of Directors and Board of Commissioners whose office term would expire at the closing of this Meeting for their management and supervision performed during their office terms, provided that such acts were reflected in the Company's book and records.
- 4. 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 11.29 AM

## IX.SCHEDULE AND PROCEDURE FOR CASH DIVIDEND PAYMENT

#### Schedule of cash dividend payment :

1.Cum Dividend at the Reguler and Negotiation Market	:	18 May 2017
2.Ex.Dividend at the Reguler and Negotiation Market	:	19 May 2017
3.Cum Dividend at the Cash Market	:	23 May 2017
4.Ex.Dividend at the Cash Market	:	24 May 2017
5.Recording Date	:	23 May 2017
6.Cash Dividend Payment	:	9 June 2017

# **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 23 May 2017 (Recording Date) at 4.00 pm 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 23 May 2017.
- 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 9 June 2017. 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 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 on Jalan Hayam

Wuruk No. 28 Jakarta at the latest by 23 May 2017 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 Iaw 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 latest by 2 June 2017 (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 24 July 2017.

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

**II.THE ATTENDANCES OF THE BOARD OF COMMISSIONERS AND THE BOARD OF DIRECTORS OF THE COMPANY** EGMS was attended by all members of the Board of Commissioners and the Board of Directors of the Company as follows :

Board of Commissioners :President Commissioner: Achmad WidjajaCommissioner: Kenneth Ng Shih yekCommissioner: Seow Han Yong, JustinCommissioner: Srililanti Kurniawan

Independent Commissioner	: Henny Ratnasari Dewi
Independent Commissioner	: Justinus Aditya Sidharta
Board of Directors :	
President Director	: Budyanto Totong
Vice President Director	: Antonius Tan

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: Tjia Tjhin Hwa
: Andy Totong
: 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 10 May 2017.

#### **IV.ATTENDANCES QUORUM**

The EGMS of the Company was attended by the shareholders and/or their proxies representing 3,762,714,644 shares or 92,83% of 4,053,052,920 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 of EGMS :

No 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 attendances quorum and resolution of quorum provisions.

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

## 1.AGENDA of EGMS :

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

#### Voting Result :

Affirmative Vote	Abstain Vote	Non-Affirmative Vote
3.495.742.424 (92.90%)	0%	266,972,220 (7.10%)

The Meeting with total Affirmative Vote represents 92.90% 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.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 the Company's assets having value of more than 50% of the Company's equity 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 2018.

# VIII. The Meeting was closed at 11.46 AM

Jakarta, 15 May 2017 PT. Catur Sentosa Adiprana Tbk Board of Directors