



**AGENDA
ANNUAL GENERAL MEETING SHAREHOLDERS
TUESDAY, 18 AUGUST 2020 (“MEETING”)**

**EXPLANATION OF THE AGENDA
PROPOSED RESOLUTION OF AGENDA OF THE MEETING
DATA/MATERIAL SUPPORTING THE AGENDA OF THE MEETING**

**PT CATUR SENTOSA ADIPRANA TBK (“COMPANY”)
AT CSA ACADEMY
JL. DAAN MOGOT RAYA KM 14 JAKARTA BARAT**

In accordance with the Meeting on July 27, 2020 which has been announced through KONTAN Newspaper on July 27, 2020, the COMPANY hereby submits the agenda of the Meeting with the explanation and proposed resolution of agenda of the Meeting as follows:

Agenda of the ANNUAL GENERAL MEETING OF SHAREHOLDERS

- I. Approval and ratification of the Company Annual Report for 2019 Financial Year, 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 2019.**

EXPLANATION :

The Company Annual Report for the fiscal year ending December 31, 2019 includes, among others, the Company activities report, the report of the Company Board of Commissioners' supervisory duties, and the Company Financial Statements (Consolidated Financial Statements) for the fiscal year 2019 that have been audited by the Purwantono Public Accountant Office, Sungkoro & Surja (member of Ernst & Young Global) pursuant to its report No. 00999/2.1032/AU.1/05.0685-1/1/V/2020 dated 15 May 2020 with REASONABLE opinions in all material respects.

PROPOSED RESOLUTION OF THE AGENDA :

1. Approved and ratified of the Company Annual Report for 2019 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 2019, which has been audited by Public Accountant Firm of Purwantono, Sungkoro & Surja - Ernst & Young Global pursuant to its report Number No. 00999/2.1032/AU.1/ 05.0685-1/1/V/2020 dated 15 May 2020.
2. Granted release and discharge (*acquitt et de charge*) to the members of the Board of Directors and Board of Commissioners for management and supervision performed during the 2019 Financial Year, provided that such acts were reflected in the Annual Report and the Consolidated Financial of the Company and its subsidiaries.

Data/Material Supporting :

The Company Annual Report for 2019 Financial Year is available for download at the Company website www.csahome.com.

II. Determination on the appropriation of the Company net profit for 2019 Financial Year.

EXPLANATION :

In accordance with the Balance Sheet (Consolidated Statements of Financial Position) and Profit and Loss Calculations (Consolidated Statements of Profit and Loss and Other Comprehensive Income) of the Company and its subsidiaries for Fiscal Year 2019 which have been audited by Purwantono, Sungkoro & Surja - Ernst & Young Global Public Accounts according to its Report Number No. 00999/2.1032 / AU.1/05.0685-1/1/V/ 2020 dated 15 May 2020, the Company obtained Net Income or Total Comprehensive Income for the Year Attributable to Owners of the Parent Entity for the 2019 fiscal year amounting to Rp. 45,718,932,000.- (forty five billion seven hundred and eighteen million nine hundred thirty two thousand rupiah). And given the Disclosure of Information that has been submitted in the Prospectus issued by the Company on 3 December 2007 in the framework of the Initial Public Offering has been disclosed in the dividend policy, the Company will distribute cash dividends to the Company shareholders of Rp. 2,- (two rupiah).

PROPOSED RESOLUTION OF THE AGENDA :

1. Approved the appropriation of the Company Net Profit for 2019 Financial Year or Total Comprehensive Income For the Year Attributable to Owners of the Parent Entity for 2019 Financial Year, as follows :
 - a. Rp. 8,916,705,840.- (eight billion nine hundred and sixteen million seven hundred five thousand eight hundred forty rupiah) or approximately 19,50% (nineteen point fifty percent) of the Company Net Profit for 2019 Financial Year or Total Comprehensive Income For the Year Attributable to Owners of the Parent Entity for 2019 Financial Year, will be distributed as cash dividend on 23 September 2020 to the shareholders of the Company, whose names are registered in the Company Register of Shareholders on 01 September 2020 (*recording date*), therefore each share will receive cash dividend of Rp. 2,- (two 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. 36,602,226,160.- (thirty six billion six hundred and two million two hundred twenty six thousand one hundred sixty 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.

Data/Material Supporting :

The Company Annual Report for 2019 Financial Year is available for download at the Company website www.csahome.com.

III. Appointment of the Public Accountant to conduct an audit of the Company Consolidated Financial Statements for 2020 Financial Year.

EXPLANATION :

This agenda to fulfill POJK No. 13/POJK.03/2017 regarding Use of Public Accountant Services and Public Accountant Offices in Financial Services Activities.

The Company is currently in the process of determining Public Accountants and Public Accounting Firms to be appointed to conduct audits of the Company Financial Statements (Consolidated Financial Statements for fiscal year 2020), therefore the appointment of Public Accountants and Public Accounting Firms needs to be delegated to the Company Board of Commissioners with due regard Recommendations of the Company Audit Committee and applicable laws and regulations.

PROPOSED RESOLUTION OF THE AGENDA :

1. Delegate authority with the right of substitution to the Board of Commissioners of the Company by taking into account the considerations of the Audit Committee to appoint a Public Accountant registered with the Financial Services Authority ("OJK") to audit the Company Financial Statements (Consolidated Financial Statements) for fiscal year 2020 and to appointing a substitute Public Accountant or dismissing the appointed Public Accountant, if for any reason whatsoever based on the Capital Market provisions in Indonesia the appointed Public Accountant cannot perform/complete his duties.
2. Giving full authority to the Company's Directors with the approval of the Company's Board of Commissioners to determine the honorarium of the Public Accountant along with the terms of appointment.

IV. Determination of salary, honorarium and other remuneration for the Board of Directors and the Board of Commissioners of the Company for 2020 Financial Year.

EXPLANATION :

To fulfill/based on Article 11 paragraph 6 and Article 14 paragraph 6 of the Company's Articles of Association, the determination of salary, honorarium and other benefits for Directors and Board of Commissioners for fiscal year 2020, with due regard to recommendations from the Company Nomination and Remuneration Committee, will be determined based on the decision of the Board of Commissioners' meeting.

PROPOSED RESOLUTION OF THE AGENDA :

1. Granted authority to the Board of Commissioners' to determine the salary and other remunerations for members of the Board of Directors for 2020 Financial Year, by taking into consideration the Nomination And Remuneration Committee of Company recommendation.
2. Approved the determination of the total honorarium and other remunerations for the Board of Commissioners of the Company for 2020 Financial Year, provided that the increase shall not be more than 5% compared to the total honorarium received by the Board of Commissioners for 2019 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 recommendation.

V. Changes in the composition of the Company Board of Directors.

EXPLANATION :

Based on Article 11 paragraph 9 of the Company's Articles of Association that "Board of Director has the right to resign from his position, and must submit the resignation request to the Company", and Article 11 paragraph 10 of the Company's Articles of Association that "The Company must hold a General Meeting of Shareholders to decide on the resignation request member in no later than 90 (ninety) days after receipt of the resignation letter", and regarding with the resignation of Mrs. Tjia Tjhin Hwa as Director of the Company as a letter of resignation request that has been submitted to the Directors of the Company on 22 July 2020, the Company intends to decide upon the resignation request from Mrs. Tjia Tjhin Hwa as the Company Director.

PROPOSED RESOLUTION OF THE AGENDA :

1. To accept the resignation of Mrs. Tjia Tjhin Hwa from her position as Director of the Company and the Company expresses its gratitude for the services rendered, contributions and cooperation as well as efforts that have been given to the Company, as of the closing of this Meeting with the provisions of the release and discharge of responsibilities in regards to the management

during her tenure as Director for the period from 1 January 2019 to 31 December 2019 will be given when the Company Annual Report for the fiscal year 2019 is approved by the General Meeting of Shareholders.

2. Appoint ALOUISIUS MASEIMILIAN, PH.D as 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 Financial Year 2021 to be convened in 2022.

Therefore, the composition of the Board of Directors and Board of Commissioners as of the closing of this Meeting until the closing of the Annual General Meeting of Shareholders of the Company in 2022 is as follows:

Board of Commissioners :

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|--------------------------|--------------------------------|
| President Commissioner | : Mr. Achmad Widjaja |
| Commissioner | : Mr. Kenneth Ng Shih Yek |
| Commissioner | : Mr. Seow Han Yong, Justin |
| Commissioner | : Mr. Paramate Nisagornsen |
| Independent Commissioner | : Mr. Justinus Aditya Sidharta |
| Independent Commissioner | : Mrs. Henny Ratnasari Dewi |

Board of Directors :

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|--------------------|-----------------------------------|
| President Director | : Mr. Budyanto Totong |
| Director | : Mr. Antonius Tan |
| Director | : Mr. Warit Jintanawan |
| Director | : Mr. Alouisius Maseimilian, Ph.D |

3. Grant power of attorney and authority to the Company Board of Directors or *Corporate Secretary*, with rights of substitution to take any necessary actions pertaining to the resolution in regards to the composition of the members of the Board of Directors and Board of Commissioners of the Company, including without limitation to declare/ re-state the Meeting resolution in the deed made before the Notary, and hence to notify the Minister of Law and Human Rights of the Republic of Indonesia as well as taking any and all necessary actions pursuant to the Company Articles of Association and the prevailing laws and regulations;

PROPOSED RESOLUTION OF THE AGENDA :

Profil/Curriculum Vitae of candidat of Board of Director is available for download at www.csahome.com

Jakarta, 27 July 2020
PT Catur Sentosa Adiprana Tbk
Board of Directors