



## **KIRANA MEGATARA**

### **PT KIRANA MEGATARA Tbk**

Domiciled in South Jakarta

(the "Company")

## **MINUTES OF MEETING SUMMARY OF THE EXTRA-ORDINARY GENERAL MEETING OF SHAREHOLDERS**

In order to comply with the provisions of Article 15 paragraph 13 letter c of the Articles of Association of the Company and Article 34 of the Financial Services Authority Regulation Number 32/POJK.04/2014 dated 8 December 2014 concerning Planning and Holding General Meetings of Shareholders of Public Limited Companies, hereby the Board of Directors announces the following Minutes of Meeting Summary of the Extraordinary General Meeting of Shareholders (the "Meetings") of the Company:

### **A. Date, place, time and Agenda of the Meeting**

- Date : Monday, 13 November 2017.  
Place : The Company's Head Office  
The East Building 21<sup>st</sup> Floor, Jalan Dr. Ide Anak Agung Gde Agung  
(Lingkar Mega Kuningan) kaveling E3.2 nomor 1, Jakarta Selatan.  
Time : 14:59 - 15:28 Western Indonesian Time.  
Agenda : Approval on Change of the Members of the Board of Directors and  
the Board of Commissioners of the Company.

### **B. Members of the Board of Commissioners and the Board of Directors of the Company who attend the Meeting:**

#### **Board of Commissioner**

- President Commissioner : Mr. Toddy Mizaabianto Sugoto.
- Commssioner : Mr. Arif Rachmat.
- Independent Commssioner : Mr. Ir. Tonny Hermawan.

#### **Board of Director**

- President Director : Mr. Martinus Subandi Sinarya.
- Director : Mr. Daniel Tirta Kristiadi.
- Director : Mrs. Jenny Widjaja.
- Independent Director : Mr. Achmad Effendi.

### **C. Number of shares with valid voting rights who attend the Meeting and the percentage of total shares with valid voting rights.**

The number of shares with valid voting rights who attend the Meeting is 7,656,109,600 (seven billion and six hundred fifty six million and one hundred nine thousand six hundred) shares or represents 99.65% (ninety nine point six five percent) of the of the total shares with valid voting rights that have been issued and fully paid in the Company up to the time this Meeting, which is 7,682,950,000 (seven billion six hundred and eighty two million nine hundred and fifty thousand) shares.

**D. Question & Answer Session related to the agenda of the Meeting.**

Upon the completion of the discussion or presentation of the agenda of the Meeting, the Chairman of the Meeting gives the shareholders or their representatives the opportunity to ask questions and/or express their opinions.

**E. The number of shareholders who submit questions and/or opinions related to agenda of the Meeting.**

Agenda of the Meeting	Number of Shareholders	Number of Shares Owned or Represented
Approval on Change of the Members of the Board of Directors and the Board of Commissioners of the Company	Nil	Nil

**F. Resolutions-making mechanism of the Meeting.**

Resolutions of the Meeting shall be made based on deliberation for consensus. In the event that a resolution based on deliberation for consensus is not reached, the resolution shall be adopted by voting subject to provisions on the Articles of Association of the Company.

**G. Resolutions-making.**

Agenda of the Meeting	Resolutions-making Mechanism
Approval on Change of the Members of the Board of Directors and the Board of Commissioners of the Company	Deliberation for consensus

**H. Resolution of the Meeting.**

1. Accepting proposals for candidates of members of the Board of Directors and the Board of Commissioners of the Company and therefore approving the appointment of the individuals stated hereunder who have expressed their willingness to hold positions as new members of the BOD and BOC of the Company, as follows:
  - Mr. Ling Chan Yew as Director.
  - Mr. Antonius Joenoes Supit as Independent Commissioner.
  - Mr. Donny Firmansyah Tomaso as Independent Commissioner.
  - Mr. Sandana Dass as Commissioner.
  - Mr. Wan, Zhirong as Commissioner.
  - Ms. Wang, Jin as Commissioner.

Therefore, without prejudice to the prevailing laws, the composition of the members of the Board of Directors and the Board of Commissioners of the Company is as follows:

**BOARD OF DIRECTORS:**

President Director	: Mr. Martinus Subandi Sinarya.
Director	: Mr. Daniel Tirta Kristiadi.
Director	: Mrs. Jenny Widjaja.
Director	: Mr. Ling Chan Yew.
Independent Director	: Mr. Achmad Effendi.

The appointment of the new above-mentioned members of the Board of Directors of the Company shall be from the closing of this Meeting until the closing of the 3<sup>rd</sup> Annual General Meeting of Shareholders of the Company following the appointment of the existing members of the Board of Directors, without prejudice to the right of the General Meeting of Shareholders to dismiss and/or to re-appoint them at any time.

**BOARD OF COMMISSIONER:**

President Commissioner	: Mr. Toddy Mizaabianto Sugoto.
Commissioner	: Mr. Arif Rachmat.
Commissioner	: Mr. Sandana Dass.
Commissioner	: Mr. Wan, Zhirong.
Commissioner	: Ms. Wang, Jin.
Independent Commissioner	: Mr. Tonny Hermawan.
Independent Commissioner	: Mr. Antonius Joenoes Supit.
Independent Commissioner	: Mr. Donny Firmansyah Tomaso.

The appointment of the new above-mentioned members of the Board of Commissioners of the Company shall be from the closing of this Meeting until the closing of the 3<sup>rd</sup> Annual General Meeting of Shareholders of the Company following the appointment of the existing members of the Board of Commissioners, without prejudice to the right of the General Meeting of Shareholders to dismiss and/or to re-appoint them at any time.

2. Grant and delegate authority to the Board of Commissioners of the Company through the Meeting of the Board of Commissioners to determine the amount of salary and/or allowances for the members of the Board of Directors and the Board of Commissioners newly appointed in the Meeting.
3. To approve the granting power and authority to the Board of Directors of the Company to:
  - a. declare and rearrange the resolution on the change of the composition of the members of the Board of Directors and the Board of Commissioners of the Company adopted in the Meeting into a deed before the Notary; and
  - b. notify the change of the composition of the members of the Board of Directors and the Board of Commissioners of the Company as adopted in the Meeting to the Minister of Justice and Human Rights of the Republic of Indonesia

Untuk keperluan tersebut berhak menghadap dimana perlu, memberikan dan/atau meminta keterangan-keterangan yang diperlukan, membuat dan/atau minta dibuatkan serta menandatangani akta-akta, surat-surat dan dokumen-dokumen yang diperlukan, dan pada umumnya melakukan segala sesuatu yang baik dan berguna untuk mencapai maksud tersebut, tidak ada tindakan yang dikecualikan, dan jika untuk suatu tindakan diperlukan kuasa yang lebih khusus atau yang lebih tegas maka kuasa yang sedemikian itu dianggap kata demi kata telah tercantum dalam kuasa ini, sehingga untuk satu dan lainnya tidak diperlukan kuasa lagi.

and for such purposes has the right to appear wherever necessary, provide and/or request the information as may be required make and/or to request to be made and sign the deeds, letters and any documents as may be required, and in general to do everything good and useful for achieving that purposes, no act is exempted, and if more specific power of attorney is required for carry-out any particular act, then such power of attorney should be considered as have already verbatim been contained in this grant of power of attorney, so that for one and another no power of attorney should be required.

**Jakarta, 15 November 2017**

**Board of Directors**

\* This Minutes of Meeting Summary is made in Indonesian and English version, in the event there is a conflict, the Indonesian version shall prevail.