



Perihal : Announcement Summary Minutes of General Meeting of Shareholders

Tanggal : May 25, 2018

Media : Investor Daily



## PT INTI BANGUN SEJAHTERA Tbk

Having its domicile in Jakarta  
(the "Company")

### ANNOUNCEMENT SUMMARY OF MINUTES OF ANNUAL GENERAL MEETING OF SHAREHOLDERS & EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

The Board of Directors of the Company hereby announces to the Company's shareholders that the Company has held the Annual General Meeting of Shareholders ("AGMS") and the Extraordinary General Meeting of Shareholders ("EGMS") with the summary minutes, as follows:

#### A. Annual GMS

The AGMS was held on Wednesday, May 23, 2018 at Downing 10 of Ashley Hotel Jakarta, Lobby Floor, Jalan KH. Wahid Hasyim No.73-75, Menteng, Jakarta Pusat 10250, was started at 09.27 of local time and ended at 10.00 of local time.

#### Agenda of the AGMS

1. Approval for the Company's Annual Report for fiscal year ended December 31, 2017 including ratification of the Company's Financial Statements and the Supervisory Report of the Board of Commissioners for fiscal year ended December 31, 2017.
2. Determination of the use of net income of the Company for fiscal year ended December 31, 2017.
3. Appointment of Independent Public Accountant Firm to audit the Company's accounts for fiscal year ended December 31, 2018.
4. Determination of salaries/honorarium and allowances of members of the Boards of Commissioners and members of the Board of Directors for year 2018.
5. Approval for changes in the composition of members of the Board of Directors of the Company.

The AGMS was attended by member of the Boards of Commissioners and Directors, as follows:

1. ms. Farida Bau as President Commissioner
2. mr. Soebiantoro as Commissioner
3. mr. Drs. Kanaka Puradiredja as Independent Commissioner
4. mr. Andrie Tjioe as President Director
5. mr. Prof. DR. H. Djohermansyah Djohan, MA as Independent Director Director

The AGMS was attended by Shareholders and/or their Proxies which represent 1.096.669.596 shares or 81.18% of 1,350.904,927 shares issued by the Company.

In discussing the agenda of AGMS, shareholders and/or their proxies were given opportunities to come up with questions, opinions, proposals, or recommendations related to the agenda of the AGMS before voting. The decision making mechanism of the AGMS is verbally adopted by requesting the Shareholders and/or their Proxies to raise their hands who vote in disagreement and abstain whereas those who voted in agree were not asked to raise their hands.



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No. of Agenda	Number of Shareholders and/or their Proxies who asked questions	Voting Result		
		Agree	Disagree	Abstain
1	None	1.096.669.596 shares (100.00%)	None	None
2	None	1.096.669.596 shares (100.00%)	None	None
3	None	1.096.669.596 shares (100.00%)	None	None
4	None	1.096.669.596 shares (100.00%)	None	None
5	None	1.096.669.596 shares (100.00%)	None	None

### RESOLUTIONS OF AGMS

- I.
  1. Approve the Annual Report, including Report of the Board of Directors, and Supervisory Report of the Board of Commissioner for the fiscal year 2017; and
  2. Ratification of the Financial Statements of the Company for the fiscal year ended on 31 December 2017 which has been audited by Public Accounting Firm Tanubrata Sutanto Fahmi Bambang & Rekan (BDO) as mentioned in its report Number 522/2.1085/KS.3/12.17 dated 29 March 2018 with Unqualified Opinion, and thereby granting release and discharge (*acquitt-et-de-charge*) to the members of the Board of Directors of the Company for their managerial acts and to the members of the Board of Commissioners for their supervisory acts over 2017, to the extent that their actions are reflected in the Financial Statements of the Company for fiscal year ended on 31 December 2017 provided that those actions do not conflict with or violate the prevailing laws and regulations.
- II. Determination the use of net profit of the Company, as follows:
  - a. Amounting to Rp3.000,000,000 (three billion Rupiahs) shall be designated as reserve to comply with the provision of article 70 of the Company Law, that will be used in accordance with article 28 of the Company's Articles of Association;
  - b. The remaining balance will add to the retained earnings, mainly for business expansion and invest in fiber optic network and fixed assets.
- III.
  1. Appointment of the Independent Public Accounting Firm Tanubrata Sutanto Fahmi Bambang & Rekan (BDO) to conduct audit of the Company's accounts for the fiscal year ended 31 December 2018;
  2. granting power and authority to the Board of Commissioners of the Company to:
    - a. determine honorarium and any other requirements of such appointment.
    - b. to appoint a substitute Public Accounting Firm when Tanubrata Sutanto Fahmi Bambang & Rekan (BDO) can not perform its audit duties in accordance with applicable accounting standards and laws, including regulations on capital market and Bapepam and LK and/or OJK rules.
- IV. Approve delegation of authority to the Board of Commissioners, by taking into consideration the recommendation of Nomination and Remuneration Committee to determine salaries/honorarium and allowances of the member of Board of Commissioners and the member of Board of Directors for year 2018.
- V.
  1. a. Accept resignation of mr. Alexander Runtuwene as Director of the Company effective from the closing of this Meeting;
  - b. Appointment of mr. Hermansyah, as Director of the Company effective from the closing of this Meeting until the closing of the GMS to be held in 2023.

Therefore, the composition of the Boards of Commissioners and the Board of Directors of the Company effective from the closing of this Meeting shall be as follows:



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#### **BOARD OF COMMISSIONERS**

- President Commissioner : ms. Farida Bau
- Commissioner : mr. Soebiantoro
- Independent Commissioner : mr. Drs. Kanaka Puradiredja

#### **BOARD OF DIRECTORS**

- President Director : mr. Andrie Tjioe
- Director : mr. Hermansyah
- Independent Director : mr. Prof. DR. H. Djohermansyah Djohan, MA

2. To authorize the Board of Directors of the Company to state the resolutions of the Annual GMS on the change of members of the Board of Commissioners and the Board of Directors of the Company in a separate deed made before a Notary and to notify the Minister of Laws and Human Rights of the Republic of Indonesia in relation with such changes, and to take any necessary actions as required by prevailing laws and regulations.

#### **B. EXTRAORDINARY GMS**

The EGMS was held on Wednesday, May 23, 2018 at Downing 10 of Ashley Hotel Jakarta, Lobby Floor, Jalan KH. Wahid Hasyim No.73-75, Menteng, Jakarta Pusat 10250, was started at 10.08 of local time and ended at 10.16 of local time.

#### **Agenda of the EGMS**

1. Approval for the Company to transfer or pledge its assets, constituting more than 50% (fifty percent) of the total net assets of the Company in 1 (one) fiscal year, in a single transaction or a series, of related or unrelated transactions.

The EGMS was attended by member of the Boards of Commissioners and Directors, as follows:

1. ms. Farida Bau as President Commissioner
2. mr. Soebiantoro as Commissioner
3. mr. Drs. Kanaka Puradiredja as Independent Commissioner
4. mr. Andrie Tjioe as President Director
5. mr. Prof. DR. H. Djohermansyah Djohan, MA as Independent Director Director

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In discussing the agenda of AGMS, shareholders and/or their proxies were given opportunities to come up with questions, opinions, proposals, or recommendations related to the agenda of the AGMS before voting. The decision making mechanism of the AGMS is verbally adopted by requesting the Shareholders and/or their Proxies to raise their hands who vote in disagreement and abstain whereas those who voted in agree were not asked to raise their hands.

No. of Agenda	Number of Shareholders and/or their Proxies who asked questions	Voting Result		
		Agree	Disagree	Abstain
1	None	1.096.669.596 shares (100.00%)	None	None



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#### **RESOLUTIONS OF EGMS**

- A.
1. Approve the Company to transfer or pledge its assets, constituting more than 50% (fifty percent) of the total net assets of the Company in 1 (one) fiscal year, in a single transaction or a series, of related or unrelated transactions;
  2. Granting the full authority to the Board of Directors of the Company, in relation to the above resolutions, to sign any and all agreements and documents, including but not limited to, transfer agreements and other relevant documents such as power of attorney, statement letter, documents as may be required to transfer assets based on certain requirements and provisions as deemed necessary and proper by the Board of Directors of the Company, without any exception.; and
  3. To confirm and ratify all actions made by the Board of Directors of the Company in relation to the implementation of the above resolutions, without any exception.
- B. Granting the full authority to the Board of Directors of the Company collectively and individually, to state the resolutions of this single agenda in a Notary deed.  
For come before where necessary, to provide information and report, to made or require to made and to sign all letters or deed as may be deemed necessary and then do all actions as may be deemed necessary and useful to carry out the foregoing, without any exceptions.

Jakarta, May 25, 2018  
**PT INTI BANGUN SEJAHTERA Tbk**  
**The Board of Directors**