



**PT. BATAVIA PROSPERINDO FINANCE Tbk**  
**Located in South Jakarta**  
**("Company")**

**ANNOUNCEMENT OF SUMMARY OF MINUTES OF**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS AND**  
**EXTRAORDINARY MEETING OF SHAREHOLDERS**

The Board of Directors of PT Batavia Prosperindo Finance Tbk located in South Jakarta hereby announces that on Friday, 4 May 2018, located in tChase Plaza 12<sup>th</sup> Floor, Jalan Jenderal Sudirman Kav.21 Jakarta 12920, was convened the Annual General Meeting of Shareholders and Extraordinary Meeting of Shareholders ("Meetings").

**I. ANNUAL GENERAL MEETING OF SHAREHOLDERS**

The Meeting was convened from 14.15 until 15.01 WIB.

**A. Attendance Quorum of the Shareholders**

The meeting was attended by the shareholders or the representative shareholders collectively representing 1.398.672.983 shares or constituted 79,93% of the total number of shares having legal voting rights which has been issued by the Company up to the date of the Meetings, by taking into account the Company's Shareholders Register as per April 11, 2018. It was concluded that the requirement of the Meeting attendance quorum as regulated in The Article of Association of the Company and Law No. 40 Year 2007 concerning the public limited companies and Capital Market Regulations has been fulfilled.

**B. Attendance of the Company's Boards of Commissioners and Directors**

Directors attending the Meetings:

President Director : Mr MARKUS DINARTO PRANOTO  
Director (Independent) : Mr INDAH MULYAWAN  
Director : Mr JASIN HERMAWAN  
Director : Mr HADY SUTIONO

Commissioners attending the Meetings:

President Commissioner : Mrs IRENA ISTAR Y ISKANDAR  
Independent Commissioner : Mrs DESTI LILIATI  
Commissioner : Mr CHRISTOPHER JOSEPH CLOWER

**C. Meetings Agenda**

The Meetings agenda are as follows:

1. Approval and ratification on the Company's 2017 Annual Report, including report on the Company's activities, the Company's Board of Commissioners Supervision report and the Company's financial statements for year 2017 as well as the release of responsibilities (acquit et de charge) to the Company's Board of Commissioners and Board of Directors.
2. Affirmation on the appropriation of the Company's 2017 net profit.
3. Report on the deployment of funds raised from the Rights Issue.
4. Appointment of the public accounting firm for 2018, as well as the authorization to decide on its fee and other related terms and conditions.
5. Changes in the member of Board of Commissioners and Board of Directors.
6. Determination on salaries, allowances and other benefits for the Company's Board of Commissioners and Board of Directors.  
(to refer as "Meetings")

## D. Interview Session

The shareholders or the representative shareholders were given the opportunity to raise questions and/or give input for each of Meetings agenda; none noted.

## E. Resolution Mechanism

Mechanism to adopt resolution in the Meetings was conducted by deliberation to reach consensus. But in the event that the deliberation to reach consensus cannot be reached then the resolution was conducted by voting.

## F. Meetings Resolution

The resolutions of the Meetings are as follows:

### Meetings agenda point 1 until 6:

- There were no shareholders and representative shareholders voted disagree
- There were no shareholders and representative shareholders voted abstain
- All shareholders and representative shareholders voted agree
- It was concluded that the Meetings resolution reached by consensus

### Meetings Resolution:

1. To approve the Company's 2017 Annual Report, including report on the Company's activities, the Company's Board of Commissioners Supervision report and the Company's financial statements for year 2017 as well as releasing the responsibilities (acquit et de charge) to the Company's Board of Commissioners and Board of Directors.
  2. To approve the use of the Company's net profit for the fiscal year 2017 as follows:
    - a. Not to distribute cash dividends to the shareholders of the Company;
    - b. Rp.86.295.159.628, - entered and recorded as retained earnings, to increase working capital of the Company;
  3. Approval of the report and accountability on the utilization of funds acquired from Rights Issue II and Penawaran Umum Obligasi Berkelanjutan I Batavia Prosperindo Finance Tahap II Tahun 2017 which has been fully utilized.
  4. To grant the authority to the Boards of Director the appointment of the public accounting firm for 2018, as well as the authorization to decide on its fee and other related terms and conditions.
  5.
    - a. Providing full redemption and discharge (release) to the members of the Board of Directors and Board of Commissioners whose term of office shall terminate immediately after the closing of this Meeting, for the actions of management and supervision which have been carried out during the conduct of his or her office, provided that such action is reflected in a book or records of the Company;
    - b. Raises again:
      - Mr. MARKUS DINARTO PRANOTO as President Director;
      - Mr. INDAH MULYAWAN as the Director;
      - Mr. HADY SUTIONO as the Director;
      - Mrs. IRENA ISTAR Y ISKANDAR as the President Commissioner;
      - Mr. CHRISTOPHER JOSEPH CLOWER as Commissioner;
      - Mrs. DESTI LILIATI as Independent Commissioner;- as well as reappoint and appoint Mr. JASIN HERMAWAN as the Independent Director of the Company as of the closing of this Meeting, further stipulating the composition of the Board of Directors and Board of Commissioners of the Company effective from the closing of this Meeting until the closing of the Annual General Meeting of Shareholders of the Company in 2023, the following:
      - Board of Directors:
        - President Director: Mr. MARKUS DINARTO PRANOTO
        - Director: Tuan INDAH MULYAWAN
        - Director (Independent): Mr. JASIN HERMAWAN
        - Director: Mr. HADY SUTIONO
      - Board of Commissioners :
        - President Commissioner: Mrs. IRENA ISTAR Y ISKANDAR
        - Commissioner: Mr. CHRISTOPHER JOSEPH CLOWER
        - Commissioner (Independent): Mrs DESTI LILIATI
  - c. To grant the authority and power to the Board of Directors of the Company, with the right of substitution, to declare the decision on the composition of the Board of Directors and Board of Commissioners of the Company in the deed made before the Notary, and to notify it to the competent authorities, and to perform all and every necessary action in respect of such decisions in accordance with prevailing laws and regulations;
6.
  - a. To set salaries and/or other remuneration for Boards of Commissioners for the year 2018, to be the same with previous year (year 2017) with the increase not more than 8% from year 2017, and to grant the authority to the Boards Of Commissioners Meeting to set the allocation, with due observance from the Remuneration Committee recommendation.
  - b. To grant authority to the Boards of Commissioners to set the honorarium, salaries and/or other remunerations for the Boards of Directors, with due observance from the Remuneration Committee recommendation.

## **II. EXTRAORDINARY MEETING OF SHAREHOLDERS**

The meeting was convened from 15.08 until 15.15 WIB.

### **A. Attendance Quorum of the Shareholders**

The meeting was attended by the shareholders or the representative shareholders collectively representing 1,398,673,183 shares or constituted 79,93% of the total number of shares having legal voting rights which has been issued by the Company up to the date of the Meetings, by taking into account the Company's Shareholders Register as per April 11, 2018. It was concluded that the requirement of the Meeting attendance quorum as regulated in The Article of Association of the Company and Law No. 40 Year 2007 concerning the public limited companies and Capital Market Regulations has been fulfilled.

### **B. Attendance of the Company's Boards of Commissioners and Directors**

Directors attending the Meetings:

President Director : Mr MARKUS DINARTO PRANOTO  
Director (Independent) : Mr INDAH MULYAWAN  
Director : Mr JASIN HERMAWAN  
Director : Mr HADY SUTIONO

Commissioners attending the Meetings:

President Commissioner : Mrs IRENA ISTAR Y ISKANDAR  
Independent Commissioner : Mrs DESTI LILIATI  
Commissioner : Mr CHRISTOPHER JOSEPH CLOWER

### **C. Meetings Agenda**

- Approval to pledge more than half (1/2) or all of the Company's assets in relation to bond issuance as well as loan facilities from banks and/or other financial institutions.

### **D. Interview Session**

The shareholders or the representative shareholders were given the opportunity to raise questions and/or give input for each of Meetings agenda; none noted.

### **E. Resolution Mechanism**

Mechanism to adopt resolution in the Meetings was conducted by deliberation to reach consensus. But in the event that the deliberation to reach consensus cannot be reached then the resolution was conducted by voting.

### **F. Meetings Resolution**

The resolutions of the Meetings are as follows:

#### **Meetings agenda:**

- There were no shareholders and representative shareholders voted disagree
- There were no shareholders and representative shareholders voted abstain
- All shareholders and representative shareholders voted agree
- It was concluded that the Meetings resolution reached by consensus

#### **Meetings Resolution:**

- To approve the pledging more than half (1/2) or all of the Company's assets in relation to bond issuance as well as loan facilities from banks and/or other financial institutions;
- To grant authority to the Boards of Directors, to take required actions regarding the pledging of the Company's assets, with due observance to the applicable regulations.

Jakarta, 8 May 2018  
PT. Batavia Prosperindo Finance, Tbk  
Board of Directors of the Company