



# PT INDOMOBI SUKSES INTERNASIONAL Tbk (the "Company")

## ANNOUNCEMENT OF SUMMARY OF MINUTES OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS AND SCHEDULE AND PROCEDURE OF DISTRIBUTION OF CASH DIVIDEND FOR THE FISCAL YEAR OF 2018

The Board of Directors of PT Indomobil Sukses Internasional Tbk, domiciled in East Jakarta hereby announces that on Thursday, June 20, 2019, convened the Annual General Meeting of Shareholders (hereinafter referred to as, the "Meeting") of PT Indomobil Sukses Internasional Tbk (hereinafter referred to as, the "Company") at Indomob Tower 13<sup>th</sup> Floor, Jl. MT. Haryono Kav 11, East Jakarta.

The Meeting was opened at 14.25 WIB (Western Indonesia Time).

### A. Agenda of the Meeting

In accordance with the notification announced by the Company in Bisnis Indonesia and Jakarta Post on May 29, 2019, the Agenda of the Meeting is as follows:

1. Approval of the Board of Directors' Annual Report regarding condition and course of business of the Company for the Fiscal Year of 2018.
2. Ratification of annual calculation (Consolidated Statement of Financial Position and Consolidated Statement of Profit or Loss and Other Comprehensive Income) for the Fiscal Year of 2018, and the granting of a full acquittal and discharge of responsibilities (*acquitté de charge*) to all members of the Board of Directors and the Board of Commissioners of the Company.
3. Determination of the utilization of the Company's net profit for the fiscal year of 2018
4. Approval of the editorial change of Article 3 of the Articles of Association of the Company
5. Determination of policy regarding remuneration for the members of the Board of Directors and the Board of Commissioners of the Company.
6. Appointment of Public Accountant to audit the Company's books of accounts for the fiscal year of 2019, including determination of the requirement for such appointment.

### B. Quorum of the Shareholders

The Meeting was attended by Shareholders or their Proxy/Representatives representing 2,545,395,686 shares or equal to 92.046% of total shares with valid voting rights having been issued by the Company up to the date of this Meeting, namely in the number of 2,765,278,412 shares, with due observance of the Shareholders Register of the Company per May 28, 2019 up to the closing of the trading in the Indonesian Stock Exchange, and pursuant thereto has complied requirement concerning quorum of attendance of the Meeting as regulated in the Company's Articles of Association and Law No. 40 of 2007 regarding Limited Liability Company ("Indonesian Company Law") as well as the Regulation of Capital Market.

### C. Attendance of the Board of Directors and Board of Commissioners of the Company

The Meeting was attended by the members of the Board of Directors and the Board of Commissioners as follows:

Board of Directors		Board of Commissioners	
President Director	Jusak Kertowidjogo	President Commissioner	Soebronto Laras
Director	Santiago Soriano Navarro	Vice President Commissioner	Pranata Hajadi
Director	Evensius Go	Commissioner	Eugene Cho Park
Director	Bambang Subijanto	Commissioner	Gunadi Sindhwinata
Director	Josef Utamin	Independent Commissioner	Agus Hasan Pura Anggawajaya
Director	Alex Sutisna	Independent Commissioner	Hanadi Rahardja
		Independent Commissioner	Mohamad Jusuf Hamka

### D. Opportunity to Raise Questions

Prior to adoption of resolution, the Chairman of the Meeting gave an opportunity to each Shareholder to raise questions and/or to give opinions on each Agenda, however, there were no questions raised during the Meeting.

### E. The Mechanism for Adopting Resolution

Resolutions of the Meeting were adopted based on amicable deliberation to reach a mutual consensus. In the event that, there were disagreements among the Shareholders or their Proxy/Representatives or if they gave vote, then the resolutions shall be resolved by way of voting by giving the Voting Card.

### F. The Voting Result for Each Agenda of the Meeting

The voting result for each Agenda of the Meeting is as follows:

Agenda of the Meeting	Vote			
	Attendance	Non Affirmative Vote	Abstain	Affirmative Vote
1	2,545,395,686	0	189,600	2,545,395,686
2	2,545,395,686	0	189,600	2,545,395,686
3	2,545,395,686	0	0	2,545,395,686
4	2,545,395,686	9,609,500	0	2,535,786,186
5	2,545,395,686	0	0	2,545,395,686
6	2,545,395,686	64,000	189,600	2,545,331,686

### G. The Resolutions of the Meeting

The resolutions of the Meeting are as follows:

#### The First and Second Agenda of the Meeting:

The Meeting unanimously resolved as follows:

1. To approve the Board of Directors' Annual Report regarding condition and course of business of the Company for the Fiscal Year of 2018; and
2. To ratify the Annual Calculation (Consolidated Statement of Financial Position and Consolidated Statement of Profit or Loss and Other Comprehensive Income) for the Fiscal Year of 2018, which has been audited by the Public Accountant Firm PURWANTONO, SUNGKORO & SURJA pursuant to its report No. 004002/1032/AU/106/117-31/III/2019 dated March 28, 2019 with unqualified opinion.
3. To accept the Report of the Board of Commissioners for the supervisory duties performed against the Company.

Upon the approval of the Annual Report of the Board of Directors and the ratification of Annual Calculation of the Company, the Meeting grants a full acquittal and discharge (*acquitté de charge*) to all members of the Board of Directors and the Board of Commissioners of the Company for all of their management and supervisory duties having been performed during the Fiscal Year of 2018 provided that such duty is not a criminal act and is reflected in the Annual Report and Financial Report of the Company.

#### The Third Agenda of the Meeting:

The Meeting has amicably reached resolution as follows:

1. Allocation of reserved fund in the amount of Rp.1000,000,000,- (one billion Rupiah), as required in the provision of Article 70 paragraph (1) of the Indonesian Company Law.
2. Allocation of cash dividends in the amount of Rp.13,826,392,060,- (thirteen billion eight hundred twenty six million three hundred ninety two thousand six hundred rupiah). Such dividends shall be distributed for 2,765,278,412 shares, therefore the shareholders will obtain the distribution of dividend in the amount of Rp.5,- (five rupiah) for each share owned.
3. The payment of cash dividend will be performed on Wednesday, July 24, 2019, with the following methods:

- credited to the securities account of the Securities Company or Custodian Bank of PT Kustodian Sentral Efek Indonesia (for the scrippless); or
- transferred to the Shareholders' account (in the event the shares are still in the form of clearing account letter).

4. To authorize the Board of Directors of the Company to perform all necessary matters related to the cash dividend distribution including but not limited to determine the date of the payment of cash dividend.

#### The Fourth Agenda of the Meeting:

The Meeting with the majority votes has:

1. Approved the editorial change of Article 3 of the Articles of Association of the Company on the Objectives and Purposes as well as the Business Activities of the Company to be adjusted with the provision of the Indonesian Standard Industrial Classification of 2017 with due regard to the prevailing laws and regulations.
2. Granted power to the Board of Directors of the Company to perform all necessary matters related to such editorial change of Article 3 of the Articles of Association of the Company.

#### The Fifth Agenda of the Meeting:

The Meeting has amicably reached resolution as follows:

1. The granting of remuneration to the entire members of the Board of Commissioners and Board of Directors of the Company for the implementation of their duties in the coming years, in the total annual amount of (including salary and bonus) Rp.19,890,000,000.00 (nineteen billion eight hundred ninety million rupiah) until otherwise stipulated by the General Meeting of the Shareholders.
2. The granting of an authority to the Board of Commissioners of the Company to stipulate an amount and type of remuneration and other facilities to the members of the Board of Commissioners and Boards of Directors of the Company.

#### The Sixth Agenda of the Meeting:

The Meeting has amicably reached resolution as follows:

To grant an authority to the Board of Commissioners to conduct the following actions:

- 1) To appoint the Public Accountant Office to audit the Company's financial report for the Financial Year of 2019, provided that:
  - a) the appointment of the Public Accountant Office shall be conducted through a selection process amongst the Public Accountant Offices which have submitted competitive offerings to the Company;
  - b) The Public Accountant Office should be an office having affiliation with an international Public Accountant Office;
  - c) The Public Accountant Office is registered with the Financial Services Authority.
- 2) In connection with the appointment of the Public Accountant Office, to stipulate the amount of the Public Accountant Office' honorarium and other requirements.

The consideration for the delegation of the appointment of the Public Accountant Office to the Board of Commissioners for the Company can conduct selection by considering the recommendation from the Audit Committee

The Meeting was closed at 15.05 WIB (Western Indonesia Time).

### H. Schedule and Procedures of the Payment of Cash Dividend for the Financial Year of 2018

In accordance with the resolution of the Meeting of the Company dated June 20, 2019, it is hereby informed that the Company has stipulated the cash dividend for the Financial Year of 2018 in the amount of Rp.13,826,392,060.00 to be distributed to the Shareholders, therefore the cash dividend to be paid shall be in the amount of Rp.5.00 per share, which will be distributed to the Shareholders of the Company with the schedule and procedures as follows:

#### 1. Schedule

NO.	REMARKS	DATED
1	Cash Cum Dividend in Continuous Auction Market & Negotiation	June 28, 2019
2	Cash Ex Dividend in Continuous Auction Market & Negotiation	July 1, 2019
3	Cash Cum Dividend in Spot Market	July 2, 2019
4	Cash Ex Dividend in Spot Market	July 3, 2019
5	Date of Shareholders Register who entitled to the Cash Dividend (Recording date)	July 2, 2019
6	Cash Dividend Payment	July 24, 2019

#### 2. Method of Cash Dividend Payment

The cash dividend will be distributed to the Shareholders whose names registered in the Shareholders Register of the Company (recording date) on July 2, 2019 until 16.00 WIB (Western Indonesia Time) and/or the Shareholder of the Company in the Sub Securities Account of PT Kustodian Sentral Efek Indonesia ("KSEI") at the closing of trading on July 2, 2019.

For the Shareholders whose shares deposited in the collective deposits of KSEI, the cash dividend will be paid through KSEI and it will be distributed to the sub securities account of the Securities Companies or Custodian Bank on July 24, 2019. The payment receipt of the cash dividend payment shall be given by KSEI to the Securities Companies or Custodian Bank where the Shareholders opened their accounts. For the Shareholders whose shares are not deposited in the collective deposits of KSEI, the cash dividend payment will be transferred to the account of the Shareholders.

The cash dividend payment shall be subject to tax pursuant to the existing taxation laws and regulation. The taxable amount shall be borne by the relevant Shareholders and deducted from the amount of their cash dividend amount.

The Shareholders who are considered as a Resident Tax Payer in the form of legal entity and who has not put the Tax Payer Registration Number ("NPWP") shall submit the NPWP to KSEI or Biro Administrasi Efek (Securities Administration Bureau or "BAE") of PT Raya Saham Registrasi, which address is Gedung Plaza Sentral 2<sup>nd</sup> Floor, Jl. Jend. Sudirman Kav. 47 - 48, Jakarta 12930, at the latest by July 2, 2019 at 15.00 WIB (Western Indonesia Time). Without registering the NPWP, the cash dividend paid to the Indonesian legal entity shall be subject to 30% Income Tax.

The Shareholders who are considered as a Non-Resident Tax Payer whose tax deduction will use the tariff based on the Agreement of Avoidance Double Taxation (P3B) shall meet the requirement of Article 26 of Income Tax, Law No. 36 of 2008 and shall submit Forms DGT-1 and DGT-2 which have been legalized by the Tax Services Office of Exchange Registered Company (*Kantor Pelayanan Pajak Perusahaan Masuk Bursa*) to KSEI or BAE at the latest by July 19, 2019 (5 trading days before the day of the payment). Without the required document, the cash dividend which will be paid shall be subject to 20% Income Tax of Article 26.

The Shareholders, whose shares deposited in the collective deposits of KSEI, may collect the receipt of the tax deduction of Dividend in the Securities Companies and/or Custodian Bank where the Shareholders opened their account, while for the script Shareholders, the receipt of the tax deduction of Dividend can be retrieved at BAE starting from August 24, 2019.