



## ANNOUNCEMENT

### SUMMARY OF THE MINUTES OF EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF

#### PT DUTA INTIDAYA TBK

In order to comply with the provisions under articles 32 paragraph (1) and 34 of the Financial Services Regulation ("**OJK Regulation**") No. 32/POJK.04/2014 dated 8 December 2014 on the Planning and Implementation of General Meeting of Shareholders of a Public Company, as amended by OJK Regulation No. 10/POJK.04/2017 dated 14 March 2017, the Board of Directors of PT Duta Intidaya Tbk (the "**Company**") hereby announces the summary of the minutes of the Extraordinary General Meeting of Shareholders of the Company (the "**Meeting**") held as follows:

#### **A. DATE, TIME AND VENUE**

Date : Friday, 15 September 2017  
Time : 10.08 WIB – 10.43 WIB  
Place : Ruang Seminar 1  
Gedung Bursa Efek Indonesia  
Jl. Jend. Sudirman Kav. 52-53  
Jakarta 12190

#### **B. ATTENDANCE**

##### **Board of Commissioners**

Commissioner : Ayu Patricia Rachmat

##### **Board of Directors**

1. President Director : Lilis Mulyawati
2. Independent Director : Sukarnen
3. Director : Mariawati

The Meeting was chaired by the President Director of the Company, namely Lilis Mulyawati.

##### **Shareholders**

The Meeting was attended by shareholders (or their proxies) holding 1,893,464,910 (one billion eight hundred ninety three million four hundred sixty four thousand nine hundred ten) shares having legal voting rights, representing approximately 91.1% (ninety one point one per cent) of the total number of shares having legal voting rights as issued by the Company.

#### **C. AGENDA**

1. Approval on the Company's plan to increase the capital of the Company by issuing pre-emptive rights (the "**Pre-emptive Rights**") to the shareholders of the Company through a limited public offering with Pre-emptive Rights mechanism in accordance with the Financial Services Authority Regulation No. 32/POJK.04/2015 dated 16 December 2015 regarding Capital Increase of Listed Companies by Issuing Pre-emptive Rights.

2. Approval on the delegation of authorisation to the Board of Directors of the Company to undertake any actions deemed necessary to implement the above EGMS resolution, including but not limited to determining the number of shares to be issued with the approval of the Board of Commissioners of the Company as well as approval on the delegation of authority to the Board of Commissioners to restate in a deed before an authorised officer the amendment of the Company's Articles of Association due to the increase of issued and paid-up capital of the Company for the purpose of capital increase of the Company by issuing Pre-emptive Rights to the shareholders of the Company through a limited public offering with Pre-emptive Rights mechanism.

#### **D. OPPORTUNITY TO RAISE QUESTIONS AND/OR EXPRESS OPINION**

The Company provided an opportunity to the shareholders (or their proxies) to raise questions and/or express opinion related to each agenda item of the Meeting. A questions and answers session was conducted after the elaboration of each agenda item of the Meeting and prior to the adoption of any proposed resolution of each agenda item of the Meeting.

The number of shareholders (or their proxies) who raised questions and/or expressed opinion:

- a. First Agenda item: 1 (one) shareholder; and
- b. Second Agenda item: None.

#### **E. PROCEDURE FOR ADOPTION OF RESOLUTIONS MAKING AND VOTING**

Shareholders were advised that all resolutions at the Meeting would be adopted based on deliberation to reach a consensus. In the event that a proposed resolution of an agenda item could not be adopted based on deliberation to reach a consensus, then the proposed resolution would be adopted by poll voting.

The resolutions were valid if approved by more than 1/2 (half) of the total number of eligible and legitimate votes cast at the Meeting.

#### **F. RESULT OF THE ADOPTION OF RESOLUTIONS**

The proposed resolutions under all agenda items of the Meeting were approved by the shareholders of the Company by consensus.

#### **G. RESOLUTIONS OF THE MEETING**

##### **First Agenda Item**

It was resolved that the Company's plan to increase the capital of the Company by issuing Pre-emptive Rights to the shareholders of the Company through a limited public offering with Pre-emptive Rights mechanism ("**Rights Issue**") for the purchase of a maximum number of 343,000,000 (three hundred forty three million) new ordinary shares of the Company having a par value of Rp 100 (one hundred Rupiah) per share in accordance with the Financial Services Authority Regulation No. 32/POJK.04/2015 dated 16 December 2015 regarding Capital Increase of Listed Companies by Issuing Pre-emptive Rights after obtaining the necessary approvals under the prevailing laws and regulations is hereby approved.

##### **Second Agenda Item**

It was resolved that:

1. The Board of Directors of the Company is hereby authorised to undertake any actions deemed necessary to implement the first resolution mentioned above, including but not limited to:

- (a) determining the number of shares to be issued with the approval of the Board of Commissioners of the Company;
  - (b) determining the Pre-emptive Rights ratio;
  - (c) determining the exercise price of the Pre-emptive Rights with the approval of the Board of Commissioners of the Company;
  - (d) sign registration statement to be submitted to the OJK;
  - (e) negotiate and sign other agreements in relation to the standby buyer agreement with terms and conditions deemed favourable to the Company by the Board of Directors of the Company;
  - (f) sign, print and/or publish Abridged Prospectus, Amendment and/or Addendum to the Abridged Prospectus and/or entire agreements and/or documents necessary for the Rights Issue;
  - (g) determining the record date of the shareholders who are entitled to the Pre-emptive Rights;
  - (h) put the Company's new shares to be issued under the Rights Issue in collective custody of PT Kustodian Sentral Efek Indonesia in accordance with the regulations of Indonesian Central Securities Custodian;
  - (i) list all such new shares of the Company on the Indonesia Stock Exchange;
  - (j) determining the use of Rights Issue proceeds;
  - (k) determining the final schedule of the Rights Issue; and
  - (l) perform other actions deemed necessary and/or required to implement and complete the above matters to achieve the purpose and objectives contained in the Meeting resolutions adopted by the shareholders, including but not limited to the actions authorized to the attorney and complete any and all actions related, including but not limited to appearing before a notary or other parties, give, provide and/or receive any information and/or documents, make or cause to be made, initial and/or execute any documents.
2. In connection with the Rights Issue, the Board of Commissioners is hereby authorised to:
- (a) restate in a deed before an authorised officer the amendment of Article 4 paragraphs 2 and 3 of the Company's Articles of Association due to the increase of issued and paid-up capital of the Company for the purpose of capital increase of the Company by issuing Pre-emptive Rights to the shareholders of the Company through a limited public offering with Pre-emptive Rights mechanism. Such amendment will involve the updating of the number of issued and paid-up shares from 2,078,439,000 (two billion seventy eight million four hundred thirty nine thousand) with a total issued and paid-up capital of Rp 207,843,900,000 (two hundred and seven billion eight hundred forty three million nine hundred thousand Rupiah) to become a maximum of 2,421,439,000 (two billion four hundred twenty one million four hundred thirty nine thousand) issued and paid-up shares having a total issued and paid-up capital of Rp 242,143,900,000 (two hundred forty two billion one hundred forty three million nine hundred thousand Rupiah) (subject to the actual number of new shares to be issued under the Rights Issue);
  - (b) approve the exercise price of the Pre-emptive Rights as recommended by the Board of Directors of the Company; and
  - (c) approve the final number of new shares to be issued as recommended by the Board of Directors of the Company.

**Jakarta, 18 September 2017**

**PT DUTA INTIDAYA TBK**

**BOARD OF DIRECTORS**