



## PT TOTAL BANGUN PERSADA Tbk

**SUMMARY NOTICE OF  
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS (AGMS)  
AND EXTRAORDINARY GENERAL MEETING (EGM)**

The Annual and Extraordinary General Meeting of Shareholders ("Meeting") has been convened by PT Total Bangun Persada Tbk ("Company") on Friday, May 5, 2017, at TOTAL Building 8th Floor, JL. Letjen. S. Parman No. 106 A, Jakarta 11440, with the summary of the minutes as follows:

**I. The Presence of the Board of Commissioners and the Board of Directors**

<u>Board of Commissioners</u>	<u>Board of Directors</u>
President Commissioner & : Mr. Reyno Stephanus	President : Mrs. Janti Komadjaja
Independent Commissioner Adhiputranto	Director
Commissioner : Mr. Pinarto Sutanto	Director : Mr. Handoyo Rusli
Commissioner : Mrs. Liliana Komajaya	Independent : Mr. Akam Wiranjaya
Commissioner : Mr. Wibowo	Director
Commissioner : Mr. Rudi Suryajaya	Director : Mrs. Moeljati Soetrisno
Komajaya	Director : Mr. Dedet Syafinal
	Director : Mr. Lio Sudarto
	Director : Mr. Saleh
	Director : Mr. Teddy Budjamin

**II. Attendance Quorum**

From the total of 3,410,000,000 shares that has been issued by the Company:

- The AGMS was attended by Shareholders and/or Proxy/ Representative in the amount of 2,111,455,205 shares, representing 61.92% votes
- The EGM was attended by Shareholders and/or Proxy/ Representative in the amount of 2,13,703,105 shares, representing 62.51% votes

**III. Questioning and/or Provide an Opinion**

The Chairman of the meeting provided an opportunity to the Shareholders and/or Proxy/ Representative to ask questions and/or express their opinions on related matters of the Meeting Agendas with a procedure of raising their hand and submitting the questionnaire form.

The number of Shareholders who raised questions and/or provide opinions throughout the meeting:

- AGMS, No Shareholders or Proxy/ Representative raised any questions and/ or gave any opinions.
- EGM, No Shareholders or Proxy/ Representative raised any questions and/ or gave any opinions.

**IV. Decision Making Mechanism**

- a. Decision of General Meeting of Shareholders were resolved based on amicable deliberation to reach mutual consensus.
- b. In the event that the decisions were taken by deliberation failed to be reached, decisions will then be resolved by way of voting, with regards to the presence quorum and decision quorum.

**V. Resolutions of AGMS & EGM****A. Resolutions of Annual General Meeting of Shareholders (AGMS)****1. Meeting Agenda #1**

Approval of the Company's Annual Report including the Supervisory Duty Report of the Board of Commissioner as well as ratify of the Company's Consolidated Financial Statements for the Financial Year ended on 31 December 2016.

	Agree	Disagree
Voting Results	2,111,455,205 (100 %) Including 0 (0%) Abstain	0 (0%)

Decision:

1. Approve the Company's Annual Report including the Supervisory Duty Report of the Board of Commissioner ended on 31 December 2016 and ratified the Company's Consolidated Financial Statement for the Financial Year ended on 31 December 2016 audited by Public Accounting Firm (KAP) Hadori Sugiarto Adi and Partners as the independent auditor.
2. Granted full release and discharges (*acquies et de charge*) of all responsibilities to all members of the Board of Directors and members of the Board of Commissioners for the actions of management and supervision which they have run for the fiscal year ended on 31 December 2016 as long as the management and supervision actions are reflected in the Annual Report.

**2. Meeting Agenda #2**

Approval for plans to use the net profit for the financial year 2016

	Agree	Disagree
Voting Results	2,111,455,205 (100 %) Including 0 (0%) Abstain	0 (0%)

Decision:

Approval of Net Profits allocation for the fiscal year ended December 31, 2016 amounted to Rp.223,017,177,000 (two hundred twenty-three million, seventeen thousand, one hundred seventy-seven rupiah) as follows:

- a. To distribute cash dividends in the amount of Rp153,450,000,000,- (one hundred fifty-three billion, four hundred fifty million rupiahs) or approximately 68.81% (sixty eight point eighty one percent) of income for the year attributable to owners of shares acquired by the Company in the financial year ended December 31, 2016. Therefore, each share of the Company will receive cash dividends amounting to Rp. 45 (forty five rupiahs) per share, which the distribution will be carried out in accordance with applicable capital market regulations and legislations, namely:
  1. The Cash Dividend will be paid on Thursday, June 8, 2017
  2. Dividend will be paid to shareholders whose names are registered in the Register of Shareholders of the Company as of May 18, 2017 at 4:00 PM western Indonesian time.
  3. Cum Dividend in the regular and negotiation markets are until Monday, May 15, 2017, meaning the ex-dividend in the regular and negotiation markets will start Tuesday, May 16, 2017.
  4. On the market, cum dividend will be until Thursday, May 18, 2017, while ex dividend will start on Friday, May 19, 2016.
- b. The remainder is recorded as retained earnings.

**3. Meeting Agenda #3:**

The appointment of a public accounting firm to perform audit for the fiscal year that will end on December 31, 2017 and the granting of authority to the Board of Directors to determine the honorarium.

	Agree	Disagree
Voting Results	2,069,782,005 (98.03%) Including 6,976,600 (0.33%) Abstain	41,673,200 (1.97%)

Decision:

Approved the delegation of authority to the Board of Commissioners regarding the appointment of the Public Accountant registered in the Financial Services Authority and has a good reputation to audit the financial statements of the Company for the financial statements for the fiscal year that will end in December 31, 2017, this delegation of authority is because the Company is still in the process of selection to appoint the Public Accountant.

#### 4. Meeting Agenda #4:

Determination of salary and other benefits for members of the Board of Directors and honorarium for the Board of Commissioners.

Voting Results	Agree	Disagree
	2,069,782,005 (98.03%) Including 6,976,600 (0.33%) Abstain	41,673,200 (1.97%)

Decision:

Approved the proposed determination of salaries and honorarium of the Directors and Commissioners as follows:

1. Delegate the authority to the Board of Commissioners to set the salary and other allowances for members of the Board of Directors for the financial year 2017.
2. Delegate the authority to the Major Shareholders of the Company to determine the honorarium and allowances for the Board of Commissioners for the financial year 2017.
3. Overall, by taking into consideration the opinions and recommendations of the Nomination and Remuneration Committee.

#### B. Resolutions of Extraordinary General Meeting of Shareholders (EGMS)

##### Meeting Agenda

Changes in the Composition of the Boards of the Company.

Voting Results	Agree	Disagree
	2,131,703,105 (100 %) Including 8,927,300 (0.42%) Abstain	0 (0%)

Decision:

1. Approve appointment of Mr. Rusdy Daryono as Independent Commissioner since the closing of this MEETING until April 25 2018.

Therefore, the composition of the Board of Directors and the Board of Commissioners of the Company which will be valid until April 25, 2018, to become as follows:

##### Board of Commissioners

President Commissioner & : Mr. Reyno Stephanus  
Independent Commissioner : Adhiputranto  
Commissioner : Mr. Pinarto Sutanto  
Commissioner : Mrs. Liliana Komajaya  
Commissioner : Mr. Wibowo  
Commissioner : Mr. Rudi Suryajaya  
Komajaya  
Independent Commissioner : Mr. Rusdy Daryono

##### Board of Directors

President : Mrs. Janti Komadjaja  
Director  
Director : Mr. Handoyo Rusli  
Independent : Mr. Akam Wiranjaya  
Director  
Director : Mrs. Moeljati Soetrisno  
Director : Mr. Dedet Syafinal  
Director : Mr. Lio Sudarto  
Director : Mr. Saleh  
Director : Mr. Teddy Budjamin

2. To approve the granting of power and authority to the Company's Board of Directors or Corporate Secretary with substitution right to restate the decision made regarding the changes in the compositions of the Boards of the Company before the Notary and subsequently notify the changes in the composition of the Board of Directors to the Ministry of Justice and Human Rights of the Republic of Indonesia, and for that to carry out actions that are needed in accordance to regulations.

#### VI. SCHEDULE AND PROCEDURES FOR CASH DIVIDEND

Cash Dividend Payment Schedule:

1	Cum Dividend in the regular and negotiation markets	: May 15, 2017
2	Ex-Dividend in the regular and negotiation markets	: May 16, 2017
3	Cum Dividend in cash market	: May 18, 2017
4	Ex-Dividend in cash market	: May 19, 2017
5	Recording Date for those entitled to the dividend	: May 18, 2017
6	Payment of Dividend	: June 8, 2017

Cash Dividend Payment Procedures

1. This notice is an official notification from the Company and the Company does not issue a special notification to Shareholders.
2. Shareholders that are entitled to the cash dividend are shareholders whose names are registered in the Register of Shareholders on May 18, 2017 until 4:00 PM western Indonesian time.
3. Shareholders whose names have been recorded in the Collective Custody of Indonesian Central Securities Depository, PT. ("KSEI"), dividend payments are made by the Company through the next KSEI and KSEI will distribute to the KSEI Account Holder (Exchange Member and / or the Custodian Bank).
4. Shareholders who still own share certificates or has not yet converted their shares, cash dividend will be paid by check and can be taken by the relevant Shareholder at the Company's Office. Shareholders who prefer payment by way of Bank Transfer, is expected to notify the bank's name and bank account number to the Company at:

PT Total Bangun Persada Tbk  
JL. Letjend. S. Parman Kav. 106, Jakarta 11440  
Phone: (021) 5666999 (Hunting), Fax: (021)5663069  
Email: totalbp@totalbp.com Website: <http://www.totalbp.com>

At the latest on May 18, 2017 until 4:00 PM western Indonesian time. Transfers can only be made to an account in the same name as the name of the shareholders in the Shareholder Register.

5. Cash Dividend will be taxed in accordance with the taxation laws and regulations. The amount of tax will be borne by the relevant shareholder and the amount of cash dividends received by the shareholders will be in the amount of after being deducted by the applicable taxes.
6. In accordance with Law No. 36 of 2008 on the fourth amendment to Law No. 7 of 1983 on Income Tax and PER-24/PJ/2010 concerning Implementation Procedures of Double Taxation Agreement, then to the shareholder who are Non-resident Taxpayers will be subjected to withholding tax at the rate of 20%, except for those who can meet the requirements stated in Article 26, paragraph 1a and submits no later than May 18, 2017 until 4:00 PM western Indonesian time to the Company's Share Registrar (BAE), namely: PT Adimitra Jasa Korpora, Rukan Kirana Boutique Office, Jl. Kirana Avenue III Blok F3 No. 5, Kelapa Gading – Jakarta Utara 14250, (021) 29745222, 29365287, facsimile: (021) 29289961. If by the deadline stated above, the BAE has not received The Domicile Certificate, then the cash dividend paid will be subjected to income tax (Pph) article 26 at the rate of 20%.

Jakarta, May 9, 2017  
**PT Total Bangun Persada Tbk**  
Board of Directors