### PT MULTI PRIMA SEJAHTERA Tbk. **ANNOUNCEMENT** SUMMARY OF THE MINUTES OF ANNUAL GENERAL MEETING OF SHAREHOLDERS AND EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

The Directors of PT Multi Prima Sejahtera Tbk., Are domiciled in South Jakarta ("the Company") hereby notifying that the Company has held the Annual General Meeting of Shareholders (Annual GMS) and Extraordinary General Meeting of Shareholders (EGMS), namely:

### A. Day / Date, place, Time and Event

Day / Date

: Friday, April 26, 2019 : Grand Kemang Hotel, Spira Room, Level 2 Place

Jl. Kemang Raya, South Jakarta

: Annual GMS At 9:20 p.m. 'at 10.08' WIB Time

EGMS At 10:25 a.m. at 10:40 a.m. WIB

#### Event:

### Annual GMS

- Approval of the Company's Annual Report, including the Board of Commissioners oversight report for the financial year ended 31 December 2018, and Ratification of the Annual Calculation consisting of the Company's Balance Sheet and Profit and Loss Calculation for the financial year ending 31 December 2018, and provide full exemption and repayment (acquit et de charge) to all members of the Company's Board of Directors and Board of Commissioners;
- Determination of the use of the Company's Profit and Loss for the financial year ended 31 December 2018;
- Appointment of the Public Accounting Firm to audit the Company's books for fiscal year 2019 and authorization of the Company's Directors to determine the honorarium of the Public Accountant along with other terms of his appointment;
- Changes in the composition and / or affirmation of members of the Board of Directors and the Board of Commissioners including the Independent Commissioner and / or determination of salaries or honoraria and / or other benefits for members of the Board of Directors and Board of Commissioners of the Company.

#### Extraordinary GMS:

- Approval of amendments to article 3 of the Company's Articles of Association in order to adjust to the Regulation of the Head of the Central Statistics Agency Number 19 of 2017.
- Approval of the plan to split the nominal value per share of the Company (Stock Split). In order to fulfill "Provisions V.I of the Exchange Regulation Number I-A concerning the listing of Shares and Equity-Type Securities other than Shares Issued by the Listed Company". With a ratio of 1: 4 (one to four) the nominal price per share from Rp. 100, - (one hundred Rupiah) per share to Rp. 25, - (twenty-five Rupiah) per share and amendment to Article 4 of the Company's Articles of Association and granting authorization to the Board of Directors of the Company to do matters necessary in connection with the breakdown of the nominal value of the shares.

## B. Members of the Board of Directors and Board of Commissioners present at the Annual GMS and EGMS

The Annual GMS was attended by members of the Board of Directors and Board of Commissioners of the Company, namely:

**BOARD OF DIRECTORS** 

President Director : Drs. LUKMAN DJAJA, MBA : MARTINUS LAIHAD Director : MADE SEPUTRA DJAYA Independent Director

**BOARD OF COMMISSIONERS:** 

President Commissioner : EDDY HARSONO HANDOKO

Independent Commissioner : GANESH CHANDER GROVER

The EGMS was attended by members of the Board of Directors and Board of Commissioners of the Company, namely:

President Director : EDDY HARSONO HANDOKO : MADE SEPUTRA DJAYA Director

**BOARD OF COMMISSIONERS:** 

President Commissioner : Drs. LUKMAN DJAJA, MBA

: GANESH CHANDER GROVER Independent Commissioner

## C. Meeting Chairperson

The Annual GMS was chaired by Mr. EDDY HARSONO HANDOKO as President Commissioner The EGMS was chaired by Drs. LUKMAN DJAJA, MBA

### D. Shareholder Attendance

The Annual GMS was attended by shareholders and / or power of attorney of the shareholders, all of which represented 92,696,500 shares which constituted 87.2438% of the total shares with valid voting rights issued by the Company.

The EGMS was attended by shareholders and / or power of attorney of the shareholders, all of which represented 92,827,900 shares which constituted 87.3674% of the total shares with valid voting rights issued by the Company.

### E. Decision Making Mechanism

The decision of the Annual General Meeting of Shareholders and the Extraordinary General Meeting of Shareholders is conducted by deliberation to reach consensus, if no deliberations are reached for consensus, then the decision can be made based on voting.

The Shareholders or their proxies who vote do not agree / or blank votes are requested by the Chairperson of the Meeting to raise their hands.

### F. Opportunities to Submit Questions and / or Opinions

Shareholders have been given the opportunity to raise questions and / or give opinions at each Annual GMS and LB GMS event. The number of shareholders who ask questions and / or give opinions as stated in point G below.

### G. Results of Voting / Decision Making

The results of decision-making through voting at the Annual GMS and LB GMS, as well as the number of shareholders who raised questions and / or provided opinions in each Annual GMS and LB GMS event were as follows:

#### AGMS

Agenda	Agree	Disagree	Abstain	Question'/ Opinion
First	92.696.500 (100%)	Nil	Nil	1 Shareholder ask a question
Second	92.696.500 (100%)	Nil	Nil	Nil
Third	92.696.500 (100%)	Nil	Nil	Nil
Fourth	92.696.500 (100%)	Nil	Nil	Nil

#### **EGMS**

Agenda	Agree	Disagree	Abstain	Question'/ Opinion
First	92.827.900 (100%)	Nil	Nil	Nil
Second	92.827.900 (100%)	Nil	Nil	Nil

### H. Results of Decision of Annual GMS and EGMS

Decisions have been made at the Annual General Meeting of Shareholders, essentially as follows:

### First agenda:

Approve the Annual Report and Ratification of the Company's Annual Financial Report, for the financial year ended 31 December 2018, including the Management Report of the Board of Directors and the Board of Commissioners Supervision Report for the financial year ending 31 December 2018, and provide full release and repayment (acquit et recharge) to all members of the Board of Directors and Board of Commissioners of the Company;

### Second agenda:

Approved the company's policy not to distribute dividends to the Shareholders.

### Third agenda:

Delegating authority to the Board of Commissioners to appoint an Independent Public Accountant Office that will audit the Company's books for fiscal year 2019 and authorize the Board of Commissioners of the Company to determine the criteria of the Public Accounting Firm that will audit the Company's financial statements for 2019 according to applicable regulations, and provide authority to the Board of Directors to determine the amount of honorarium and other conditions for the Public Accountant Office.

# Fourth agenda:

- 1. Receiving the proposal of the Change in the Management of the Company from the Company's Main Shareholders, namely PT Inti Anugerah Pratama, according to its letter dated April 15 2019 number 136 / IAP / IV / 2019,
- 2. Providing release, eradication and release of responsibility (acquit et de charge) for legal actions that have been carried out during their tenure, while approving the appointment and determination of the composition of the new members of the Board of Directors and members of the Board of Commissioners of the Company:

### **BOARD OF DIRECTORS:**

President Director : Mr. Eddy Harsono Handoko
Director : Mr. Made Seputra Djaya
Director : Mrs. Widhayati Hendropurnomo

### **BOARD OF COMMISSIONERS:**

President Commissioner : Mr. Drs. Lukman Djaja, MBA Independent Commissioner : Mr. Ganesh Chander Grover Commissioner : Mr. Bunjamin Jonatan Mailool

The appointment is proposed, each for a term of office starting from the closing of this Meeting, until the closing of the third Annual General Meeting of Shareholders from the date of their appointment with the provisions of the GMS may terminate at any time.

3. To authorize and / or authorize the Board of Directors of the Company with the right of substitution to take all actions necessary and / or required in connection with changes in the management of the Company as mentioned above, including but not limited to expressing it in the form of a notary deed, facing before the notary, submitting and signing all required applications and other documents in accordance with applicable laws and regulations, including to the Minister of Law and Human Rights of the Republic of Indonesia in connection with changes in the composition of the Company's management, without being excluded.

Decisions have been made in the LB RUPS, essentially as follows:

1.			Amendment to Article 3 of the Company's Articles of Association in order to adjust to the Regulation of the Central Statistics Agency Number 19 of 2017.
			ext Article 3 the Company's Articles of Association are as follows:
	1.	the purpo	se and objective of this company is to do business in the fields of industry, trade, agriculture and services; e the aforementioned purposes and objectives, the Company can carry out business activities as follows:
		a. b.	Conducting industrial activities of four-wheeled or more motorized vehicle spare parts and accessories including:
		C.	doing ornamental plant farming activities and breeding of plants include:
		d.	conducting agricultural support services activities include:
		e.	Conducting other professional, scientific and technical activities includes:
		f.	Carrying out holding company activities includes:
2.	sub ent of t	ostitution to tire agendath the Compa	and authority to the Board of Directors of the Company both individually and together with the right of carry out all actions needed in the framework of implementation, matters submitted and / or decided in the a of the Meeting, including but not limited to determine changes in the provisions of the articles of association any in connection with adjustments to the Regulation of the Head of the Central Bureau of Statistics Number and restate part or all of the decisions in the Meeting agenda in a notary deed, make or request all deeds,

letters and documents required, present before the competent authorities / parties, submit an application to the authorities / authorities to report the changes to the Ministry of Law and Human Rights of the Republic of Indonesia and to make adjustments and / or additions in the form of what about un also required to receive the report, to submit and sign all requests and other documents one and the other without any excluded actions.

### Second Agenda

cond Agenda
To approve the Plan for Split of the Company's nominal value (Stock Split) with a ratio of 1 (one): 4 (four), so that the nominal value of each in the Company changes from Rp. 100, - (one hundred Rupiah) to Rp.25 (twenty) five Rupiah) pe share, thereby changing the sound of Article 4 paragraph 1 and paragraph 2 of the Company's articles of association, so that Article 4 paragraph 1 and paragraph 2 of the Company becomes as follows:
ARTICLE 4
1. The Company's authorized capital amounts to Rp 42,500,000,000 (forty two billion five hundred million Rupiah), divided into 1,700,000,000 (one billion seven hundred million) shares, each share having a nominal value of Rp. 25 (two fifty Rupiah)
2. From the authorized capital has been placed and fully paid by the shareholders, namely as many as 425,000,000 (fou hundred twenty five million) shares with a total nominal value of Rp. 10,625,000,000 (ten billion six hundred twenty five million Rupiah), the details and total nominal value of the shares are stated at the end of this Articles of Association

2. To authorize and / or authorize the Board of Directors of the Company with the right of substitution to carry out all actions required and / or required in connection with the Breakdown of the Company's nominal stock value (Stock Split) including but not limited to declaring a notary deed, facing before a notary, submit and sign all required applications and other documents in accordance with applicable laws and regulations, including the Minister of Law and Human Rights of the Republic of Indonesia, without anyone being excluded