



**ANNOUNCEMENT  
EXTRACT OF MINUTES OF  
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS  
PT INTERMEDIA CAPITAL Tbk.**

**PT INTERMEDIA CAPITAL Tbk.**, having its domicile at Jakarta Selatan, hereby announces that on Wednesday, 19<sup>th</sup> August 2020 at Ruang Nusantara dan Ruang Sulawesi, Bakrie Tower, 36<sup>th</sup> and 37<sup>th</sup> floor, Komplek Rasuna Epicentrum, Jl. HR. Rasuna Said, Karet Kuningan, Setiabudi, Jakarta Selatan, Indonesia, has convened the Extraordinary General Meeting of Shareholders (hereinafter referred to as “**EGMS**”) **PT INTERMEDIA CAPITAL Tbk.** (hereinafter referred to “**Company**”). EGMS begins at 13.01 WIB.

**A. Attendance by the members of the Board of Commissioners and the Board of Directors at the EGMS:**

<b>The Board of Commissioners</b>		<b>The Board of Directors</b>	
- President Commissioner	: Mr <b>ANINDYA NOVYAN BAKRIE</b>	-Director	: Mr. <b>Insinyur RADEN MAS HARLIN</b>
- Commissioner	: Mr <b>ANINDRA ARDIANSYAH BAKRIE</b>		<b>ERLIANTO RAHARDJO</b>
- Independent Commissioner:	Mr <b>RADEN MAS DJOKO SETIOTOMO</b>	-Director	: Mr. <b>JULIANDUS A. LUMBAN TOBING</b>

**B. EGMS Agenda:**

1. Approval of changes to the composition of members of Board of Directors and Board of Commissioners of the Company;
2. Approval of amendments to Article 3 of Company's Articles of Association regarding the Aim, Objective and Business Activities of the Company in order to comply with Regulation of the Head of Central Statistics Agency Number 19 Year 2017 regarding the Amendment to the Regulation of the Head of Central Statistics Agency Number 95 Year 2015 regarding the Indonesia Standard Industrial Classification (KBLI-2017);
3. Approval of amendment to the Company's Article of Association as to be adjusted to the Financial Services Authority Regulation (POJK) Number 15/POJK.04/ 2020 dated April 20, 2020 regarding Plan and Conducting the General Meetings of Shareholders for Public Companies and POJK Number 16/POJK.04/2020 dated April 20, 2020 regarding the Implementation of Electronic General Meeting of Shareholders for Public Company; and
4. Approval to grant security over substantial and/or all assets of the Company and/or its Subsidiaries with respect to the loan/ facility to be obtained by the Company and/or its Subsidiaries from Financial Institutions, provided that security pursuant to this shareholder approval shall only be created if the terms of such security to be granted is separately approved in writing by the Security Agent as defined in the US\$ 173,602,676 Senior Facility Agreement and the US\$ 78,371,904 Junior Facility Agreement, each dated 17 October 2017, as amended

**C. Quorum of the Shareholders**

Whereas the Quorum requirements of EGMS are as follows:

- The 1<sup>st</sup> of EGMS Agenda can be held if attended by Shareholders or their authorized proxies, representing more than ½ (one-half) of the total of shares issued by the Company with valid voting right (as stipulated under Article 12 paragraph 1.a of Company Article of Association and Article 86 paragraph (1) of UUPT).
- The 2<sup>nd</sup> and 3<sup>rd</sup> of EGMS Agenda can be held if attended by Shareholders or their authorized proxies, representing at the least 2/3 (two-third) of the total of shares issued by the Company with valid voting right (as stipulated under Article 13 paragraph 1 of Company Article of Association and Article 42 of POJK 15/2020).

- The 4<sup>th</sup> of EGMS Agenda can be held if attended by Shareholders or their authorized proxies, representing at the least 3/4 (three-quarter) of the total of shares issued by the Company with valid voting right (as stipulated under Article 16 paragraph 4 of Company Article of Association and Article 43 of POJK 15/2020).
- The Shareholders who attended or represented by their authorized proxies in the EGMS were in the amount of 36.072.065.700 (thirty six billion seventy two million sixty five thousand seven hundred) shares or represented 91,98% (Ninety one point nine eight percent) from 39.215.538.400 (thirty nine billion two hundred fifteen million five hundred thirty eight thousand four hundred) shares which is the total shares issued by the Company up until to the date of the EGMS.

Therefore, in accordance with the said quorum, the EGMS is valid and able to take valid and binding resolutions for the entire Agendas of the EGMS.

#### **D. Question and Answer**

Prior to the resolution of the Agendas of EGMS was made, the Chairman gave opportunity to the Shareholders to raise question in discussion of each agenda of EGMS. During the question and answer session, there were no Shareholders or their proxies who asked questions in each EGMS agenda discussion.

#### **E. Voting Mechanism**

Resolutions of each EGMS agenda were made based on amicable deliberation to reach a mutual consensus. In the event where no mutual consensus is reached, the resolution shall be resolved by way of voting. Pursuant to Article 12 paragraph 8 of Company Article of Association and Article 47 POJK Nomor 15/POJK.04/2020 regarding Planning and Conducting the General Meeting of Shareholders for Public Company, the Shareholders who attended or represented in the EGMS but do not cast a vote (abstain) shall be deemed to cast the same vote as the majority votes.

**F. Voting Result and Resolutions of EGMS:**

<b>The 1<sup>st</sup> Agenda of EGMS</b>			
Number of Shareholders who raise question	Nil		
Voting result	Approve	Abstain	Against
The 1 <sup>st</sup> Agenda of EGMS were approved with unanimous vote.	36.072.065.700 shares or 100% of the total number of valid votes and calculated in the EGMS.	Nil	Nil
Resolution of the 1 <sup>st</sup> agenda	<p><b>1. Resolve to appoint and assign Mr Arief Yahya as the new President Director of the Company.</b></p> <p><b>2. Resolve to change and determine the composition the Board of Commissioners and Board of Directors of the Company as of the closing of EGMS, as follows:</b></p> <p><b>Board of Commissoners:</b></p> <p><b>Mr. ANINDYA NOVYAN BAKRIE as President Commissioner</b></p> <p><b>Mr. RADEN MAS DJOKO SETIOTOMO as Independent Commissioner</b></p> <p><b>Miss C.F. CARMELITA HARDIKUSUMO sebagai Independent Commissioner</b></p> <p><b>Board of Directors:</b></p>		

	<p><b>Mr. ARIEF YAHYA as President Director</b></p> <p><b>Mr.AHMAD ZULFIKAR as Director</b></p> <p><b>Mr.RADEN MAS HARLIN ERLIANTO RAHARDJO as Director</b></p> <p><b>3. Resolve to grant authority to the Board of Directors of the Company either jointly or individually to carry out any action deemed necessary, including to conclude this first agenda resolutions in the form of Notary deed and authorize to appear before the Notary, provide information, to make or order to make as well as to sign any required deeds and/or letters and request approval from the authorized institution for the change in the composition of the Board of Commissioners and the Board of Directors, and carry out all necessary and appropriate actions to achieve such intention, no action shall be exempted.</b></p>
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<b>The 2<sup>nd</sup> Agenda of EGMS</b>			
Number of Shareholders who raise question	Nil		
Voting result	Approve	Abstain	Against
The 2 <sup>nd</sup> Agenda of EGMS were approved with unanimous vote.	36.072.065.700 shares or 100% of the total number of valid votes and calculated in the EGMS.	Nil	Nil
Resolution of the 2 <sup>nd</sup> agenda	<p><b>1. Resolve to give approval to the Board of Directors of the Company to amend, add, and adjust of the Company's line of business as regulated in the provisions of Article 3 of Company's Articles of Association in order to be adjusted with Regulation of the Head of Central Statistics Agency Number 19 Year 2017 regarding the Amendment to the Regulation of the Head of Central Statistics Agency Number 95 Year 2015</b></p>		

	<p>regarding the Indonesia Standard Industrial Classification (KBLI-2017); and</p> <p><b>2. Resolve to grant rights and authority to the Board of Directors of the Company with rights of substitution to conclude the amendment and adjustment to Article 3 of Company Article of Association into a Notary deed, request approval and/or notification of the amendments of the said Articles of Association to the authorized institution, and to carry out any action deemed necessary by the Board of Directors of the Company</b></p>
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<b>The 3<sup>rd</sup> Agenda of EGMS</b>			
Number of Shareholders who raise question	Nil		
Voting result	Approve	Abstain	Against
The 3 <sup>rd</sup> Agenda of EGMS were approved with unanimous vote	36.072.065.700 shares or 100% of the total number of valid votes and calculated in the EGMS.	Nil	Nil
Resolution of the 3 <sup>rd</sup> agenda	<p><b>1. Resolve to give approval to the Board of Directors of the Company to amend and adjust the Article of Association of the Company with the Financial Services Authority Regulation (“POJK”) Number 15/POJK.04/2020 dated April 20, 2020 regarding Plan and Conducting the General Meetings of Shareholders for Public Companies and POJK Number 16/POJK.04/2020 dated April 20, 2020 regarding the Implementation of</b></p>		

	<p><b>Electronic General Meeting of Shareholders for Public Company; and</b></p> <p><b>2. Resolve to grant rights and authority to the Board Directors of the Company with rights of substitution to amend the Company Article of Association and to transcribe into notary deed, request approval and/or notification of the amendments of the said Articles of Association to the authorized institution, and carry out any action deemed necessary by the Board of Directors of the Company.</b></p>
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<b>The 4<sup>th</sup> Agenda of EGMS</b>			
Number of Shareholders who raise question	Nil		
Voting result	Approve	Abstain	Against
The 4 <sup>th</sup> Agenda of EGMS were approved with unanimous vote	36.072.065.700 shares or 100% of the total number of valid votes and calculated in the EGMS.	Nil	Nil
Resolution of the 4 <sup>th</sup> agenda	<p><b>Resolve to grant rights and authority to the Board of Directors of the Company to grant security over substantial and/or all assets of the Company and/or its Subsidiaries with respect to the loan/ facility to be obtained by the Company and/or its Subsidiaries from Financial Institutions, provided that security pursuant to this shareholder approval shall only be created if the terms of such security to be granted is separately approved in writing by the Security Agent as defined in the US\$ 173,602,676 Senior Facility Agreement and the US\$ 78,371,904 Junior Facility Agreement, each dated 17 October 2017, as amended</b></p>		

EGMS was adjourned at 13.41 WIB.

Jakarta, 24<sup>th</sup> August 2020

**PT INTERMEDIA CAPITAL Tbk.**

**Board of Directors**