



**ANNOUNCEMENT  
EXTRACT OF MINUTES OF  
ANNUAL GENERAL MEETING OF SHAREHOLDERS AND EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS  
PT INTERMEDIA CAPITAL Tbk.  
AND  
SCHEDULE AND PROCEDURES OF DIVIDEND PAYMENT FOR THE FINANCIAL YEAR OF 2015  
PT INTERMEDIA CAPITAL Tbk.**

**PT INTERMEDIA CAPITAL Tbk.**, having its domicile at Jakarta Selatan, hereby announces that on Friday, 02<sup>nd</sup> September 2016, located at Grand Ballroom, Hotel Mandarin Oriental Jakarta, Jalan M.H Thamrin, Jakarta 10310, has convened the Annual General Meeting of Shareholders ( “**AGMS**”) and Extraordinary General Meeting of Shareholders (“**EGMS**”) **PT INTERMEDIA CAPITAL Tbk.** (henceforth referred to “**Company**”). AGMS begins at 10.35 WIB and followed by EGMS.

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

<b>The Board of Commissioners</b>	<b>The Board of Directors</b>
- President Commissioner : <b>ANINDYA NOVYAN BAKRIE</b>	-President Director : <b>ERICK THOHIR</b> -Director : <b>Raden Mas HARLIN ERLIANTO RAHARDJO</b> -Independent Director : <b>JULIANDUS A. LUMBAN TOBING</b>

**B. Agenda of AGMS**

Agenda of AGMS are as follows:

1. Approval and ratification of the 2015 Annual Report and the Company's audited Financial Statement for the fiscal year ended on 31 December 2015 and granting full release and discharge (*acquit et de charge*) for all members of the Board of Commissioners and Board of Directors of the Company for all of their supervisory and management actions for the financial year ended 31 December 2015;
2. Appropriation of the Company's net profit for the financial year ended 31 December 2015;
3. Approval and granting authority to the Board of Directors to determine and appoint Independent Public Accountant to audit the Company's book for the financial year ended on 31 December 2016 and to determine the honorarium of the Independent Public Accountant and other requirements;
4. Approval on the amendment of the use of proceeds from Company's Initial Public Offering.

**C. Agenda of EGMS:**

1. Approval of granting of substantial or all assets of the Company and/or its Subsidiaries as security with respect to the loan facility/financing facility to be obtained by PT Visi Media Asia Tbk. as the Parent Company and/or Subsidiaries of the Company from the Financial Institution; and
2. Approval on the Material Transaction in accordance with the Bapepam-LK Regulation No. IX.E.2 on the Material Transactions and the Change of Main Business Activity, with respect to the plan of PT Cakrawala Andalas Televisi (CATV) as the Subsidiary of the Company to provide intercompany loan facility to PT.Visi Media Asia, Tbk. (VIVA) as the Parent Company.

**D. Quorum of the Shareholders**

Both AGMS and EGMS were attended by the Shareholders or their authorized representative, representing 3.860.785.940 shares or 98.45% of the total of 3.921.553.840 shares, which is the total shares issued by the Company up until the date of the convening of the AGMS and EGMS.

**E. Question and Answer**

Before the decision of AGMS's agenda is made, the Chairman of AGMS has given opportunity to the Shareholders to raise question and/or to give response/opinion.

**F. Voting Mechanism**

Decision was made based on amicable deliberation to reach a mutual consensus. In the event where no amicable resolution is reached, the resolution was resolved by way of voting.

**G. Resolution of AGMS**

The resolutions of the AGMS of the Company are as follows:

<b>First Agenda of AGMS</b>			
Number of Shareholders who raise question	There was no Shareholder raising question		
Voting result	Affirmative Votes	Abstentions	Negative Votes
The meeting approved by unanimous decision	The amount of 3.860.785.940 shares or equal to 100% of total valid votes and calculated in the AGMS	Nil	Nil
Resolution of the First Agenda	<b>Resolved to approve and ratify the 2015 Annual Report and the Company's audited Financial Statement for the fiscal year ended on 31 December 2015 and granting full release and discharge (<i>acquit et de charge</i>) all members of the Board of Commissioners and Board of Directors for all of their supervisory and management actions for the fiscal year ended 31 December 2015</b>		

<b>Second Agenda of AGMS</b>			
Number of Shareholders who raise question	There was no Shareholder raising question		
Voting result	Affirmative Votes	Abstentions	Negative Votes
The meeting approved by unanimous decision	The amount of 3.860.785.940 shares or equal to 100% of total valid votes and calculated in the AGMS	Nil	Nil
Resolution of the Second Agenda	<b>Accept and approve the determination for the use of the net profit recorded during the financial year ended 31 December 2015, as follows:</b> <ol style="list-style-type: none"> <li><b>1. IDR 5,000,000,000,- will be allocated as mandatory reserve to comply with the Company's Articles of Association and Laws of Republic of Indonesia Number 40 of 2007 on Limited Liability Company;</b></li> <li><b>2. 15,27% of the Company's net profit shall be distributed as cash dividends to the Shareholders whereby 1 (one) share each entitled to receive cash dividends amounting to IDR 10,- or the total cash dividend of IDR 39,215,538,400,-;</b></li> <li><b>3. The remaining net profit of IDR 212,516,655,600,- will be booked as retained earnings and be used to strengthen the Company's capital;</b></li> <li><b>4. To ratify the payment of cash dividend that shall be made at the latest within 30 days upon the</b></li> </ol>		

	<p>announcement of this Extract of Meeting with the determine of the recording date of 15 September 2016;</p> <p><b>5. To grant full power and authority to the Board of Directors to perform this resolution in accordance with the provision of Company's Article of Association and prevailing laws and regulations.</b></p>
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<b>Third Agenda of AGMS</b>			
Number of Shareholders who raise question	There was no Shareholder raising question		
Voting result	Affirmative Votes	Abstentions	Negative Votes
The meeting approved by unanimous decision	The amount of 3.860.785.940 shares or equal to 100% of total valid votes and calculated in the AGMS	Nil	Nil
Resolution of the Third Agenda	<b>Resolved to approve and grant authority to the Board of Directors to determine and appoint Independent Public Accountant to audit the Company's book for the financial year ended on 31 December 2016 and to determine the honorarium of the Independent Public Accountant and other requirements;</b>		

<b>Fourth Agenda of AGMS</b>			
Number of Shareholders who raise question	There was no Shareholder raising question		
Voting result	Affirmative Votes	Abstentions	Negative Votes
The meeting approved by unanimous decision	The amount of 3.860.785.940 shares or equal to 100% of total valid votes and calculated in the AGMS	Nil	Nil
Resolution of the Fourth Agenda	<p><b>Resolved to approve and ratify the amendment of the use of proceeds from Company's Initial Public Offering thus henceforth point 1 Chapter II of Plan for Use Proceeds of Initial Public Offering in the Prospectus shall become as follows :</b></p> <p><b>" 1. 80% of the proceeds of IPO shall be used by the Company and Subsidiaries for capital expenditure with details are as follows:</b></p> <p><b>a. Approximately 5% shall be allocated for the procurement of mini studio for the subsidiaries domiciled outside Jabodetabek in the event to fulfill the requirement of network station system in accordance with the laws and regulations in broadcasting. The procurement of this mini studio will</b></p>		

	<p>be conducted the party affiliated with the Company and/or Third Party;</p> <p>b. Approximately 50% shall be used for the construction and/or office acquisition and/or new studio located in Jabodetabek to produce in-house programs of the Company and Subsidiaries. The procurement of office and studio will conducted with the party affiliated with the Company and/or Third Party;</p> <p>c. Approximately 15% shall be used by Subsidiaries for the infrastructure construction of Multiplexing Broadcast through Terrestrial System;</p> <p>d. Approximately 10% shall be used by Subsidiaries for the procurement of analog transmission and other broadcasting equipment, in accordance with the specification needed to follow the development of technology.”</p>
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AGMS was adjourned at 11.21 WIB.

**H. Resolutions of EGMS**

In the EGMS, the Chairman of the Meeting announced to the Shareholders as follows:

- Whereas the first and second agenda of the EGMS are unified and continues transactions in accordance with Bapepam-LK Regulation No. IX.E.2 on the Material Transactions and the Change of Main Business Activity, and the Bapepam-LK Regulation No. IX.E.1 on Affiliation Transaction and Conflict of Interest.
- Whereas to heed the request from the related regulator for the completion of the document, therefore the Company shall convened the EGMS with respect to the first and second agenda in the period of 2 working days upon the announcement of the disclosure of information in relation to the material transaction plan.

EGMS of the Company adjourned at 11.27 WIB.

**I. Schedule & Procedures of Cash Dividend Payment for the Financial Year of 2015**

In accordance with the resolutions on the Second Agenda of the AGMS, the Company hereby announces that the Company has determined the cash dividends and net profit of the Company for the financial year of 2015 in the amount of IDR 39,215,538,400,- to be distributed to the Shareholders therefore the cash dividends to be paid is in the amount of IDR 10,- per share that shall be distributed to the Shareholders of the Company with the schedule and procedure as follows:

## 1. Schedule

No.	REMARKS	DATED
1.	Last date of the trading period of the Company Shares with Dividend Rights ( <i>Cum Dividen</i> ) <ul style="list-style-type: none"><li>• Regular and Negotiation Market</li><li>• Cash Market</li></ul>	9 September 2016 15 September 2016
2.	First date of the trading period of the Company shares without dividend rights ( <i>Ex Dividend</i> ); <ul style="list-style-type: none"><li>• Regular and Negotiation Market</li><li>• Cash Market</li></ul>	13 September 2016 16 September 2016
3.	Recording Date	15 September 2016
4.	Payment Date for Cash Dividend of Fiscal Year 2015	5 October 2016

## 2. Procedures of Cash Dividend Payment

- a. The cash dividend shall be paid to Shareholders whose names registered in the Company's Register of Shareholders (Recording Date) on 15 September 2016 until 16.15 WIB and/or the Shareholder of the company with the sub-securities account of PT Kustodian Sentral Efek Indonesia (KSEI) on the closing of trade dated 15 September 2016.
- b. For shareholders whose shares are deposited with the collective deposit in KSEI, the cash dividends shall be paid through KSEI and distributed to the sub securities account of the Securities Companies and/or Custodian Banks on 5 October 2016. The payment receipt of the cash dividend shall be given by KSEI to the Securities Companies or the Custodian Banks where the Shareholders have opened their account. For Shareholders whose shares are not deposited with the collective deposit in KSEI, the cash dividend will be transferred directly to the Shareholders account.
- c. The cash dividends are subject to compulsory withholding taxes under the prevailing laws and regulations of the Republic Indonesia. The tax consequences will be borne by the relevant Shareholders and deducted from cash dividend entitled to the relevant Shareholders.
- d. Shareholders which are considered as on-shore Tax Payer in the form of legal entity, are required to register their Tax Payer Identification Number (Nomor Pokok Wajib Pajak/NPWP) to KSEI through Securities Companies or the Custodian Banks where the Shareholders have opened their account on the Company Registrar, PT Sinartama Gunita, beralamat di Sinarmas Land Plaza Tower I Lantai 9, Jln. M.H. Thamrin No. 51, Jakarta 10350, Telp. (021) 3922332, Fax. (021) 3923003 at the latest on 15 September 2016 at 16.00 WIB. Without NPWP I, the cash dividends will be subject to withholding tax at the rate of 30%.

- e. Shareholders which are considered as off-shore Tax Payer which use the Tax Treaty under the Agreement on the Double Taxation Avoidance Agreement (Persetujuan Penghindaran Pajak Berganda/P3B) must comply the provision of Article 26 of Laws No.36 Year 2008 and submit the DGT-1 or DGT-2 forms legalized by Tax Office (Kantor Pelayanan Pajak Perusahaan Masuk Bursa) to KSIE or BAE at the latest on 15 September 2016 at 16.00 WIB. Without the request documents, the cash dividends will be subject to 20% income tax of Article 26.

Jakarta, 7 September 2016  
**PT INTERMEDIA CAPITAL Tbk.**  
**Board of Directors**