



Untuk Diagnosa Lebih Baik

**PT PRODIA WIDYAHUSADA Tbk.
("COMPANY")**

**INVITATION
ANNUAL GENERAL MEETING OF SHAREHOLDERS
AND
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**

The Shareholders of the Company are hereby invited to the Annual General Meeting of Shareholders and Extraordinary General Meeting of Shareholders ("GMS") to be held:

Day, date : **Thursday, 2 May 2019**
Venue : Indonesia Stock Exchange Tower 2, First Floor
Seminar Room Indonesia Stock Exchange (IDX)
Jl. Jend. Sudirman Kav.52-53, Jakarta 12190
Time : 09:00 am - finish (Western Indonesian Time)

Agenda of the Annual General Meeting of Shareholders (AGMS):

1. Approval and ratification of the Annual Report for the financial year ended on 31 December 2018, including the Company's Activity Report, the Board of Commissioners' Supervisory Report and the Company's Financial Statements for the financial year ended on 31 December 2018, as well as the release and discharge of full responsibility (*acquitt et de charge*) of the Board of Directors and Board of Commissioners.
2. Determining the utilization of the Company's net profit for the financial year ended on 31 December 2018.
3. Report on the realization of the use of proceeds from the public offering.
4. Appointment of a public accountant firm to carry out a financial audit on the Company for the financial year ending on 31 December 2019, and granting the authority to determine the honorarium of the Public Accountant as well as other requirements.
5. Determining the salaries, honorarium and allowances of the Board of Commissioners and Board of Directors of the Company.

AGMS agenda explanation:

The above AGMS agenda is routinely discussed in the Company's Annual Meetings of Shareholders. The agenda is set out in accordance with the provisions of the Articles of Association of the Company and Law No. 40 of 2007 on Limited Liability Companies.

Agenda of Extraordinary General Meeting of Shareholders (EGMS):

Approval of amendments to Article 3 of the Company's Articles of Association regarding the Purpose, Objectives, and the Company's Business Activities.

EGMS agenda explanation:

The above EGMS agenda is submitted in connection with the adjustment of Article 3 of the Company's Articles of Association with the Regulation of the Head of the Central Bureau Statistic Number 19 of 2017 concerning Amendments to the Regulation of the Head of the Central Bureau Statistic Number 95 of 2015 concerning the Standard Classification of Indonesian Business Fields (KBLI) in relation to the implementation of the Online Single Submission (OSS).

Note:

1. In accordance with Article 11 paragraph 12 of the Company's Articles of Association, this notice is deemed to be an invitation to the Company's shareholders; the Company will not send a separate invitation.
2. Shareholders who are entitled to attend the GMS or be represented at the GMS through a Power of Attorney are only those whose names are registered in the Company's Shareholders Registry as of **9 April 2019 at 16.15 Western Indonesian Time**.
3. Materials related to the GMS, including the Company's Annual Report and the Company's Financial Statements for the financial year ended on 31 December 2018 are available at the Company's Head Office at Prodia Tower, Jl. Kramat Raya No. 150, Jakarta 10430, Indonesia, during office hours on business days starting from the date of this invitation and will be uploaded on the Company's website (www.prodia.co.id) which will be accessible to the public. The Company's shareholders or their authorized proxies may obtain a copy of these at the Company's Head Office by submitting a request that must have been received by the Board of Directors at least 7 days before the GMS is held.
4. Shareholders or their proxies attending the GMS must provide copy of their National Identity Card (*Kartu Tanda Penduduk*) or any other identification. For the shareholders in the form of a legal entity shall present a photocopy of the articles of association and the latest change of the deed. For Company's shares in KSEI Collective Custody, the account holders or the shareholders' proxies must bring the Written Confirmation of Meeting (KTUR) to the registration officer before entering the GMS room.
5. Shareholders in the form of legal entities must bring copy of deeds reflecting articles of association and any amendments thereto, letter of confirmation/approval from the relevant authorities, and deeds that reflect the latest management composition of the legal entity that has been registered and reported to the relevant authorities.
6.
 - a. Shareholders who are unable to attend may be represented by a proxy based on a power of attorney, the form and substance of which have been approved by the Board of Directors. Members of the Company's Board of Directors, Board of Commissioners, and employees are allowed to act as shareholders' proxies in the GMS, but the vote they cast will not be counted during the voting.
 - b. The Form of the Power of Attorney is available during office hours at the Company's Share Registrar, PT Datindo Entrycom, Jl. Hayam Wuruk No. 28, Jakarta or at the Company's Head Office.
 - c. All signed Powers of Attorney must have been received by the Company's Share Registrar, or by the Company at the Company's Head Office as mentioned above at the latest on **26 April 2019 at 16.00 Western Indonesian Time**.
7. To facilitate the arrangement and for the orderliness of the GMS, the shareholders or their proxies are kindly requested to dress in formal business attire as appropriate to the setting of the GMS and to be present at the GMS venue at the latest 30 minutes prior to the commencement of the GMS.

Jakarta, 10 April 2019
The Board of Directors of the Company