

**RI SMALENA KASRI, SH**  
**NOTARY PUBLIC**  
**IN JAKARTA**

(Decree of the Minister of Justice of the Republic of Indonesia

Dated November 22, 1999 No. C-1898 HT.03.02-Th, 1999)

Menara Kuningan Lt. 8, JL. H.R. Rasuna Said Blok X-7 Kav. 5, Jakarta 12940

Telp. (021) 300 40100 (Hunting) Fax (021) 300 40115

**MINUTES OF**

**EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**

**DEED**

"PT. PRODIA WIDYAHUSADA"

APRIL 17, 2014

DATE

NUMBER

- 5 -

CERTIFIED COPY

FIRST

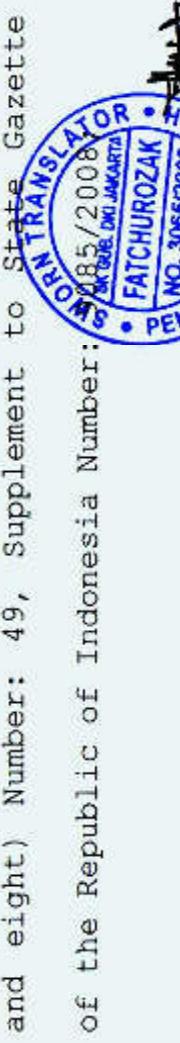


**MINUTES OF EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**

**"PT. PRODIA WIDYAHUSADA"**

Number: 5

- On this day, Thursday, dated 17-04-2014 (the seventeenth day of April, two thousand and fourteen), at 12.10 WIB (ten minutes past twelve the Western Indonesian Time).
  - I, RISMALENA KASRI, Bachelor of Law, Notary Public in Jakarta, in the presence of witnesses, known to me, Notary Public and whose names will be mentioned at the end of this deed;
- At the request of the Board of Directors of the limited liability company "PT. PRODIA WIDYAHUSADA", a limited liability company incorporated under the law of the Republic of Indonesia, domiciled in Central Jakarta, which the last amendment to the articles of association has been adjusted to Law Number 40 of 2007 (two thousand and seven) on Limited Liability Company has been announced in:
- State Gazette of the Republic of Indonesia dated 17-06-2008 (the seventeenth day of June, two thousand and eight) Number: 49, Supplement to State Gazette of the Republic of Indonesia Number: S/085/2008/TRANSLATOR PT. PRODIA WIDYAHUSADA • PEI/N0. 31265/10085/2008/FATCHUROZAK • JAKARTA



While the last composition of members of the Board of Directors and the Board of Commissioners of said Limited liability company are as contained in deed of Declaration of Resolution of Extraordinary General Meeting of Shareholders of PT. PRODIA WIDYAHUSADA of 2009 dated 01-05-2009 (the first day of May, two thousand and nine) Number: 1, drawn up before me, Notary Public, in Jakarta, which deed has been notified to the Ministry of Law and Human Rights of the Republic of Indonesia, as stated in the letter of Acceptance of Notification of Changes in the Company Data of PT. PRODIA WIDYAHUSADA dated 20-05-2009 (the twentieth day of May, two thousand and nine) Number: AHU.AH.01.10-06438.

(Henceforth the limited liability company of "PT. PRODIA WIDYAHUSADA" referred to as "Company");

Being present at Jalan Kramat Raya Nomor 150, Jakarta Pusat, at 12.10 WIB (ten minutes past twelve the Western Indonesian Time), until at 12.25 WIB (twenty-five minutes past twelve the Western Indonesian Time), in the presence of the same witnesses;

To draw up minutes of all matters to be discussed and resolved in an Extraordinary General Meeting of



Shareholders (henceforth referred to as "Meeting"), convened on the day, date, hour, as well as place as mentioned at the beginning of this deed.

In this meeting was present and therefore appeared before me, Notary Public, in the presence of the same witnesses, namely:

1. Mistress Doktoranda DEWI MULIATY, born in Jakarta, on 17-05-1961 (the seventeenth day of May, one thousand nine hundred sixty-one), private person, Indonesian citizen, residing in Jakarta, Jalan Gunung Merbabu Nomor 23 Jatinegara Baru, Rukun Tetangga 004, Rukun Warga 016, Kelurahan Penggilingan, Kecamatan Cakung, Jakarta Timur, bearer of Personnel Registration Number: 3175065705610006;

According to her statement in this case present in the meeting as President Director of the Company;

2. Mistress Doktoranda LUSCIE PANGGADJAJA, born in Banjarmasin, on 01-08-1957 (the first day of August, one thousand nine hundred fifty-seven), private person, Indonesian citizen, residing in Bandung, Komplek Istana Regenci I TRANS LAI Nomor: 9, Rukun Tetangga 004, Rukun Warga 001, Kelurahan FATCHUROZAK • PEN NO. 3065/2003



Pajajaran, Kecamatan Cicendo, Kota Bandung,  
bearer of Personnel Registration Number:  
3273064108570001;

Temporarily reside in Jakarta;

According to her statement in this case present  
in the meeting as Director of the Company;

3. Mistress Doktoranda TETTY HENDRAWATI, born in Bandung, on 31-12-1963 (the thirty-first day of December, one thousand nine hundred sixty-three), private person, Indonesian citizen, residing in Jakarta, Jalan Cempaka Warna Nomor 30, Rukun Tetangga 004, Rukun Warga 004, Kelurahan Cempaka Putih Timur, Kecamatan Cempaka Putih, Jakarta Pusat, bearer of Personnel Registration Number:  
3171057112630009;

According to her statement in this case present  
in the meeting as Director of the Company;

4. Mistress LIANA KUSWANDI, Bachelor of Economics, Master of Finance, born in Jakarta, on 20-10-1973 (the twentieth day of October, one thousand nine hundred seventy-three), private person, Indonesian citizen  in

Tangerang Selatan, Bumi Serpong Damai, Sektor III-2 Blok J.1/26, Rukun tetangga 002, Rukun Warga 003, Kelurahan Lengkong Gudang, Kecamatan Serpong, Kota Tangerang Selatan, bearer of

Personnel                      Registration                      Number:  
3674016010730001;

Temporarily reside in Jakarta;

According to her statement in this case present in the meeting as Director of the Company;

5. Mister Doktorandus ANDI WIDJAJA, Master of Business Administration, born in Klaten, on 02-07-1936 (the second day of July, one thousand nine hundred thirty-six), private person, Indonesian citizen, residing in Bandung, Jalan Batik Rengganis Nomor: 31, Rukun Tetangga 006, Rukun Warga 007, Kelurahan Sukaluyu, Kecamatan Cibeunying Kaler, Kota Bandung, bearer of

Personnel                      Registration                      Number:  
3273180207390003;

Temporarily reside in Jakarta;

According to his statement in this case present in the meeting as:

a. President Commissioner of PT BEN TRANSATOR  
S. SK GUB. DKI JAKARTA  
• FATCHUROZAK •



- b. Holder/owner of 3.000 (three thousand) shares in the Company;
- c. By virtue of the Power of Attorney, privately made, on 15-04-2014 (the fifteenth day of April, two thousand and fourteen), duly stamped, the original is sworn to minutes of this deed, so as the proxy of Mister JOHANES HAMDONO WIDJOJO, born in Kudus, on 05-02-1936 (the fifth day of February, one thousand nine hundred thirty-six), private person, Indonesian citizen, residing in Surabaya, Manyar Kerta Adi 5/9 (T-358), Rukun Tetangga 003, Rukun Warga 011, Kelurahan Manyar Sabrangsan, Kecamatan Mulyorejo, Kota Surabaya, bearer of Personnel Registration Number: 3578260502360001;
- Said Mister JOHANES HAMDONO WIDJOJO as holder/owner of 3.000 (three thousand) shares in the Company.
6. Mister Doktorandua GUNAWAN PRAWIRO SOEHARTO, born in Temanggung, on 26-07-1938 (the twenty-sixth day of July, one thousand nine hundred thirty-eight), entrepreneur Indonesian 

citizen, residing in Surakarta, Jalan MT.

Haryono Nomor 75, Rukun Tetangga 001, Rukun Warga 004, Kelurahan Manahan, Kecamatan Banjarsari, Kota Surakarta, bearer of Personnel Registration Number: 3372052607380001;

Temporarily reside in Jakarta.

According to his statement in this case present in the meeting as:

- a. Commissioner of the Company;
  - b. Holder/owner of 3.000 (three thousand) shares in the Company;
7. Mister Doktorandus ELIAS NUGROHO, born in Purwokerto, on 20-11-1934 (the twentieth day of November, one thousand nine hundred thirty-four), private person, Indonesian citizen, residing in Jakarta, Wolter Monginsidi Nomor 34, Rukun Tetangga 001, Rukun Warga 006, Kelurahan Petogogan, Kecamatan Kebayoran Baru, Jakarta Selatan, bearer of Personnel Registration Number: 09.5307.201134.0124;

According to his statement in this case present in the meeting as:

- a. Commissioner of the Company
- 

- b. Holder/owner of 3.000 (three thousand) shares in the Company;
8. Mister ICHSAN HIDAJAT, Bachelor of Law, born in Rembang, on 11-10-1939 (the eleventh day of October, one thousand nine hundred thirty-nine), private person, Indonesian citizen, residing in Semarang, Jalan M.T. Haryono Nomor 882, Rukun Tetangga 009, Rukun Warga 007, Kelurahan Peterongan, Kecamatan Semarang Selatan, Kota Semarang, bearer of Personnel Registration Number: 11.5007.111039.0001;

Temporarily reside in Jakarta.

According to his statement in this case present in the meeting as:

- a. Commissioner of the Company;
- b. Holder/owner of 3.000 (three thousand) shares in the Company;
9. Mistress ARJATI UTAMI, born in Kediri, on 17-03-1939 (the seventeenth day of March, one thousand nine hundred thirty-nine), private person, Indonesian citizen, residing in Surakarta, Jalan Doktor Rajiman Nomor 399, Rukun Tetangga 03, Rukun Warga 001, Kelurahan
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Pawularan, Kecamatan Laweyan, Kota Surakarta,  
bearer of Personnel Registration Number:  
2151/10667/011004;

Temporarily reside in Jakarta.

According to her statement in this case present  
in the meeting as the holder/owner of 3.000  
(three thousand) shares in the Company;

10. Mistress Doktoranda ENDANG WAHYUNINGTYAS HOYARANDA, born in Yogyakarta, on 21-10-1951 (the twenty-first day of October, one thousand nine hundred fifty-one), Director of PT. PRODIA UTAMA whose name will be mentioned, Indonesian citizen, residing in Jakarta, Pondok Bambu Asri Raya Nomor: 39, Rukun Tetangga 007, Rukun Warga 009, Kelurahan Pondok Bambu, Kecamatan Duren Sawit, Jakarta Timur, bearer of Personnel Registration Number: 3175076110510003;

According to her statement in this case acted in her capacity, so represent the Board of Directors of and therefore acted for and on behalf of limited liability company of PT. PRODIA UTAMA, a limited liability company incorporated under the law of the Republic of



Indonesia, domiciled in Central Jakarta, which  
the articles of association is contained in:

- Deed dated 28-11-2013 (the twenty-eighth  
day of November, two thousand and  
thirteen) Number: 13, drawn up before me,  
Notary Public, which deed has obtained the  
ratification of the Minister of Law and  
Human Rights of the Republic of Indonesia,  
dated 12-02-2014 (the twelfth day of  
February, two thousand and fourteen)  
Number: AHU-06082.AH.01.01.Tahun 2014;

While the last composition of members of  
the Board of Directors and the Board of  
Commissioners of said limited liability  
company are as contained in deed dated 28-  
11-2013 (the twenty-eighth day of  
November, two thousand and thirteen)  
Number: 13;

Said PT. PRODIA UTAMA present as the Company's  
invitation and has obtained the approval of its  
shareholders, as stated in Circular Resolution  
of the Shareholders in lieu of Extraordinary  
General Meeting of Shareholders of PT. PRODIA  
UTAMA (Company), privately made, TRANSFERRED  
16-04-2014

MS BANK BRI DKT JAKARTA  
• FATCHUROZAK  
• NO. 3065/2003/H-A  
H-A

2014 (the sixteenth day of April, two thousand and fourteen), duly stamped, the original is sworn to minutes of this deed.

The said appearer Mistress Doktoranda DEWI MUUATY in her capacity as President Director of the Company to open the Meeting as Chairman of the Meeting, so in accordance with the provisions of Article 9 paragraph 3 of the Articles of Association of the Company and hereinafter to declare first to the Meeting, the following matters:

- That because of has been previously ascertainable that all shares present or represented at this Meeting, it therefore a prior summons by registered letter as referred to in Article 9 paragraph 2 of the Articles of Association of the Company, it is not necessary in this case;
- That in the meeting present and/or represented numbering 18.000 (eighteen thousand) shares, all of which are all registered shares and each having a nominal value of Rp. 1.000.000,- (one million Rupiah), which are shares issued and paid up into the Company's cash until today;



- That these shares are not shown to me, Notary Public, but the Chairman of the Meeting shall guarantee the existence of share ownership as stated above;
- That the meeting is lawful and may adopt a valid and binding resolution on all matters discussed in the meeting because of all the requirements set forth in the Articles of Association of the Company to convene this meeting have been complied with;
- That the meeting is convened in the following manner:
  - I. Approval of the increase in the authorized capital of the Company from Rp. 50.000.000,- (fifty billion Rupiah) into Rp. 75.000.000.000,- (seventy-five billion Rupiah), as well as the increase in subscribed and paid-up capital of the Company from Rp. 18 000.000.000,- (eighteen billion Rupiah) or 18.000 (eighteen thousand) shares into Rp. 75.000.000.000,- (seventy-five billion Rupiah) or 75.000 (seventy-five thousand) shares, through the issuance of shares in



portfolio numbering 57.000 (fifty-seven thousand) shares;

II. Approval of the changes in the composition of members of the Board of Directors and the Board of Commissioners of the Company;

- Entering the agenda of the first meeting, because of such meeting agendas are already known before by the participants of the meeting, then immediately the meeting shall propose and resolve as follows:

- To approve the increase in the authorized capital of the Company from Rp. 50.000.000.000,- (fifty billion Rupiah), divided into 50.000 (fifty thousand) shares into Rp. 75.000.000.000, (seventy-five billion Rupiah), divided into 75.000 (seventy-five thousand) shares, as well as increasing the subscribed and paid-up capital from 18.000 (eighteen thousand) shares with a total nominal value of Rp. 18.000.000.000,- (eighteen billion Rupiah), into numbering 75.000 (seventy-five thousand) share with a total nominal value of Rp. 75.000.000.000,- (seventy-five billion Rupiah) or 100 % (one hundred percent) of the authorized capital of the Company;
- Of such increase in subscribed and paid-up capital in which the increase numbering 57.000 (fifty-seven thousand) shares;

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PEM NO. 3065/2003  


thousand) shares will be subscribed and paid-up by the new shareholders, namely PT. PRODIA UTAMA, domiciled in Central Jakarta;

- So amending Article 4 paragraph 1 and paragraph 2 of the Articles of Association of the Company as a whole shall be as follows:

## CAPITAL

### Article 4

1. The authorized capital of the Company shall be Rp. 75.000.000,- (seventy-five billion Rupiah), divided into 75.000 (seventy-five thousand) shares, each having a nominal value of Rp. 1.000.000,- (one million Rupiah).
2. Of the aforementioned authorized capital, it has been subscribed and paid up by 100% (one hundred percent) or numbering 75.000 (seventy-five thousand) shares with a total nominal value of Rp. 75.000.000.000,- (seventy-five billion Rupiah) by the shareholders who have taken part of the shares, which details and nominal value are as mentioned below.

- So the composition of the shareholders of the Company after the increase in subscribed and paid-up capital is made shall be as follows:



1. Mister Doktorandus ANDI WIDJAJA, Master of Business Administration, numbering 3.000 (three thousand) shares in the Company;
  2. Mister Doktorandus GUNAWAN PRAWIRO SOEHARTO, numbering 3.000 (three thousand) shares in the Company.
  3. Mister JOHANES HAMDONO WIDJOJO, numbering 3.000 (three thousand) shares in the Company.
  4. Mister Doktorandus ELIAS NUGROHO, numbering 3.000 (three thousand) shares in the Company.
  5. Mister ICHSAN HIDAJAT, Bachelor of Law, numbering 3.000 (three thousand) shares in the Company.
  6. Mistress ARJATI UTAMI, numbering 3.000 (three thousand) shares in the Company.
  7. PT. PRODIA UTAMA, numbering 57.000 (fifty-seven thousand) shares in the Company.
- Totaling 75.000 (seventy-five thousand) shares with a total nominal value of Rp. 75.000.000,- (seventy-five billion Rupiah).
- Entering the agenda of the second meeting, i.e.:



- Approval of changes in the composition of members of the Board of Directors and the Board of Commissioners of the Company.
- Chairman of the Meeting shall convey that:
  - Because of such meeting agenda have been known before by the participants of the meeting, then meeting shall propose and resolve as follows:
    - To dismiss said Mistress Doktoranda LUSCIE PANGGADJAJA as Director of the Company and therefore to grant full release and discharge (acquit de change) to the person concerned for the acts that has been done during his term of office as Director of the Company.
    - Then the meeting shall appoint Mistress INDRIYANTI RAFI SUKMAWATI and Mister ANDRI HIDAYAT, Bachelor of Science, Pharmacist, as new Director, as well as appoint said Mistress Doktoranda LUSCIE PANGGADJAJA as a new Commissioner;
  - For such dismissal, appointment and replacement shall come into effect as of the closing of this meeting, so that the composition of members of the Board of Directors and the Board of Commissioners of the Company as of the closing of this meeting until the closing of the 5th TRANSAKSI PERIODE 5th



(fifth) Annual General Meeting of Shareholders after the date of appointment shall be as follows:

BOARD OF DIRECTORS

President Director : Said Mister Doktoranda DEWI MULIATY;

Director : Mistress INDRIYANTI RAH SUKMAWATI, born in Bandung, on 06-02-1972 (the sixth day of February, one thousand nine hundred seventy-two),

Indonesian citizen, private person, residing in Jakarta, Jalan Taman Ayun V Blok BF 42 Nomor 4 Perum Jatinegara Baru, Rukun Tetangga 004, Rukun Warga 016, Kelurahan Penggilingan, Kecamatan Cakung, Jakarta Timur, bearer of Personnel Registration Number: 3273024602720003;

Director : Said Mistress Doktoranda TETTY HENDRAWATI;

Director

: Mister ANDRI HOSDAYAT, Bachelor of S.K.B.I. DI JAKARTA • FATCHUROZAK • PEN (NO. 3063/2003) 

of Science, Pharmacist, born  
in Teluk Betung, on 16-05-1973  
(the sixteenth day of May, one  
thousand nine hundred seventy-  
three), Indonesian citizen,  
residing in Bandung, Jalan  
Wijaya Kusuma I nNomor 48,  
Rukun Tetangga 007, Rukun  
Warga 007, Kelurahan Pasir  
Endah, Kecamatan Ujungberung,  
Kota Bandung, bearer of  
Personnel Registration Number:  
1271211605730005;

Director : Said Mistress LIANA KUSWANDI,  
Bachelor of Economics, Master  
of Finance;

BOARD OF COMMISSIONERS

President Commissioner : Said Mister Doktorandus ANDI  
WIDJAJA, Master of Business  
Administration;

Commissioner : Said Mister Doktorandus  
GUNAWAN PRAWIRO SOEHARTO;

Commissioner : Said Mister TRANSLATOR HAMDONO  
OMS • TRANSLATOR  
• FATCHUROZAK •  
PENET NO. 3065/2003



WIDJOJO;

Commissioner : Said Mister Doktorandus ELIAS  
NUGROHO;

Commissioner : Said Mister ICHSAN HIDAJAT,  
Bachelor of Law;

Commissioner : Said Mistress Doktoranda  
LUSCIE PANGGADJAJA;

The meeting hereby authorizes the Board of Directors with substitution rights to apply for approval of amendment to the Articles of Association of the Company and Notification of the Changes in the Company Data to the Ministry of Law and Human Rights of the Republic of Indonesia, to register at the Ministry of Commerce of the Republic of Indonesia, to undertake all necessary actions in accordance with the Articles of Association of the Company and applicable law, to appear, to seek approval, to make a report to the relevant government agencies and finally to take any action deemed necessary in order to achieve such purposes.

Then, because there are no other matters that need to be discussed in the meeting, the Chairman of the Meeting shall close the meeting at 12.25 WIB (twenty-five minutes past twelve the Western Indonesian Time).



- The appearers, known to me, Notary Public;
- From everything outlined above.

IN WITNESS WHEREOF

- Drawn up as minutes and executed in Jakarta, on the day, date, time and place as mentioned at the beginning of this deed in the presence of:

1. Miss HARUM MELATI SUCI, born in Padang, on 12-10-1980 (the twelfth day of October, one thousand nine hundred eighty), Indonesian citizen, residing in Bekasi, Komplek DMC Jalan DMC V Nomor 24, Rukun Tetangga 004, Rukun Warga 007, Kelurahan Jatiwaringin, Kecamatan Pondokgede, Kota Bekasi, bearer of Personnel Registration Number: 3275085210800043;

Temporarily reside in Jakarta.

2. Mistress WAHYUNINGSIH, born in Jakarta, on 05-08-1985 (the fifth day of August, one thousand nine hundred eighty-five), Indonesian citizen, residing in Jakarta, Jalan Ancol Selatan, Rukun Tetangga 014, Rukun Warga 003, Kelurahan SunterAgung, Kecamatan Tanjung Priok, Jakarta Utara, bearer of Personnel Registration Number: 3172024508850011;



Both are the Notary Public's office employees as witnesses.

- Because of the appearers had left the meeting room at the time of the Minutes is made, so immediately after I, Notary Public, had read out this deed to the witnesses, then only the witnesses and I, Notary Public, signed this deed.
- Done without any alteration.
- Minutes of this deed was duly signed.
- Given as a certified copy in the same instrument.

Notary Public in Jakarta

[Notary Public's Official Stamp  
signed on Stamp Duty Rp. 6.000,-]

**RISMALENA KASRI, SH**

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This document is translated from Indonesian into English by me, **FATCHUROZAK**,  
the Authorized and Sworn Translator in Jakarta - Indonesia

JAKARTA, May 23, 2016



DECREE OF THE MINISTER OF LAW AND HUMAN RIGHTS OF

NUMBER AHU-00869.40.20.2014

REGARDING

APPROVAL OF THE CHANGE OF LIMITED LIABILITY COMPANY

LEGAL ENTITY

PT. PRODIA WIDYAHUSADA

MINISTER OF LAW AND HUMAN RIGHTS OF

THE REPUBLIC OF INDONESIA

- Considering : a. that based on the application of Notary Public RISMALENA KASRI, SH in accordance with Deed Number 5 dated April 17, 2014 on Change of Legal Entity PT. PRODIA WIDYAHUSADA dated April 22, 2014 with Registration Number 40140422312000283 has comply with the requirements of ratification of the Change of Company Legal Entity;
- b. that based on the consideration as referred to in point a, need to enact a decision of the Minister of Law and Human Rights  
SKUB DE JAKARTA • TRANS LAWS • FATCHUROZAK • NO. 3065/2003  
PENE



Rights of the Republic of Indonesia on  
Ratification of the Change of Company  
Legal Entity PT. PRODIA WIDYAHUSADA;

**HAS DECIDED:**

To enact

FIRST : To approve the Change of Legal Entity PT.

**PRODIA WIDYAHUSADA, Taxpayer Identification**

**Number: 01.349.656.7-073.000,** domiciled in  
CENTRAL JAKARTA MUNICIPALITY, because it has  
been in accordance with the Stuffing Format of  
the Change on file in Legal Entity  
Administration System database as a copy of  
Notarial Deed No. 5 dated April 17, 2014 drawn  
up by Notary Public RISMALLENA KASRI, SH  
domiciled in SOUTH JAKARTA MUNICIPALITY.

SECOND : This Decree shall take effect from the date of  
enactment.  
If inaccuracies are found in this Decree at a  
later date, they will be amended as necessary.

Enacted in Jakarta, On April 22, 2014

On behalf of THE MINISTER OF LAW AND HUMAN RIGHTS  
  
TRANSPORTATOR  
• S. DIL. DIL. JAKARTA  
• FATCHUROZAK  
• PM. NO. 344/P/2014

THE REPUBLIC OF INDONESIA

DIRECTOR GENERAL OF GENERAL LEGAL ADMINISTRATION

[Signed]

**DR. AIDIR AMIN DAUD, DFM.**

NIP. 19581120 198810 1 001

PRINTED ON APRIL 22, 2014

COMPANY REGISTER NUMBER ABU-00869.40.20.2014 Dated April 22, 2014

"THIS DECREE IS PRINTED FROM SBAH"

[Sealed and Signed]

**RISMALENA KASRI, SH**

Notary Public in Jakarta

This document is translated from Indonesian into English by me, **FATCHUROZAK**,  
the Authorized and Sworn Translator in Jakarta - Indonesia

JAKARTA May 23, 2016

