



**ANNOUNCEMENT
OF MINUTE SUMMARY OF SECOND EXTRAORDINARY GENERAL MEETING
OF SHAREHOLDERS
PT CAPITALINC INVESTMENT TBK.**

PT CAPITALINC INVESTMENT TBK., domicile at South Jakarta, hereby notify that on Friday, 01 April 2016 at Emita Room, Grand Kemang Hotel 5th floor, Jalan Kemang Raya 2 H, Jakarta 12730, has been held Second Extraordinary General Meeting of Shareholders (hereinafter referred to as “**Second Meeting**”) **PT CAPITALINC INVESTMENT TBK.** (hereinafter referred to as “**Company**”). Second Meeting was opened at 2.37 pm and Second Meeting has been attended by Board of Directors of Company :

A. Board of Company who attend the Meeting are:

Director
1. SRINIVASA BHAT VINAYAKA BANDAGADDE (Direktur Utama dan Direktur Independen Perseroan)
2. SRI SETYANINGSIH ELISABETH (Direktur Perseroan)

B. The Requirements of Attendances for Quorum of Shareholders :

1. For the First Meeting Agenda:

In accordance with the provisions of Article 86 paragraph (4) of Law No. 40 Year 2007 on Limited Liability jo. Article 26 paragraph (1) poin (d) of the Regulation of the Financial Services Authority No. 32/POJK.04/2014, stated that the First Meeting Agenda to be discussed at the Second Meeting is valid if attended by shareholders representing more than 1/3 (one thirds) of the total shares with valid voting rights.

2. For the Second and Third Meeting Agenda:

In accordance with the provisions of Article 88 paragraph (3) of Law No. 40 Year 2007 on Limited Liability jo. Article 12 paragraph (2) poin (b) of the Article of Association of the Company jo. Article 27 poin (c) of the Regulation of the Financial Services Authority No. 32/POJK.04/2014, stated that the Second and Third Meeting Agenda to be discussed at the Second Meeting is valid if attended

by shareholders representing at least $\frac{3}{5}$ (three fifths) of the total shares with valid voting rights.

3. For the Fourth Meeting Agenda:

In accordance with the Article 102 paragraph (5) poin (a) of of Law No. 40 Year 2007 on Limited Liability jo. Article 12 paragraph (3) poin (b) of the Article of Association of the Company, stated that the Forth Meeting Agenda to be discussed at the Second Meeting is valid if attended by shareholders representing at least $\frac{2}{3}$ (two thirds) of the total shares with valid voting rights.

C. The Requirements of Decision-Making for Quorum of Shareholders :

1. For the First Meeting Agenda :

In accordance with the Article 87 paragraph (2) of Law No. 40 Year 2007 on Limited Liability jo. Article 12 paragraph (1) poin (b) of the Article of Association of the Company, the decision is valid if approved by shareholders representing at least more than $\frac{1}{2}$ (one half) of the total shares with valid voting rights present at the Second Meeting.

2. For the Second and Third Meeting Agenda :

In accordance with the Article 88 paragraph (3) of Law No. 40 Year 2007 on Limited Liability, the decision is valid if approved by shareholders at least $\frac{2}{3}$ (two thirds) of the total shares with valid voting rights present at the Second Meeting.

3. For the Fourth Meeting Agenda :

In accordance with the Article 102 paragraph (5) poin (a) of of Law No. 40 Year 2007 on Limited Liability jo. Article 12 paragraph (3) poin (b) of the Article of Association of the Company, the decision is valid if approved by shareholders at least $\frac{3}{4}$ (three quarters) of the total shares with valid voting rights present at the Second Meeting.

D. Second Meeting Agenda

Second Meeting Agenda are as follows :

1. **Approval to amend regarding the change of Company's Board Mangement;**
2. **Approval to amend Company's Article of Association to align it with provisions stipulated in Financial Services Authority Regulation;**

3. **Approval to amend Company's Capital, to be restored to the structure of Capital before Increasing its Company's Authorized Capital as stipulated in the Extraordinary General Meeting of Shareholder held on June 3, 2015, with Decreasing its Company's Authorized Capital, to comply with the provisions of Law No. 40 of 2007 regarding Limited Liability Company and Financial Services Authority Regulations as referred to in Bapepam LK No. IX.J.1;**
4. **Approval to pledge of most of Company's assets and/or its subsidiaries of Corporate Guarantee issued for financing received by the Company and/or its subsidiaries.**

Explanation of the Second Extraordinary General Meeting of Shareholder are as follows:

I. First Meeting Agenda:

Approval to amend regarding the change of Company's Board Management

In connection with resignation of Mrs. Sri Setyaningsih Elisabeth from her position as Director of the Company as well as in accordance with the Resignation Letter dated 14 December 2015 which received by the Company on the same date, and in order to comply with the applicable provisions Disclosure Information has been submitted to the Financial Services Authority by letter of the Company No. 224/CI/Dir/XII/2015 dated 16 December 2015, and discharge with respect Mr. Srinivasa Bhat Vinayaka Bandagadde from his position as President and Independent Director of the Company, and discharge with respect Mr. Kuwatly Rami Saddek Muhammad from his position as Independent Commissioner, so then the Company deems it necessary to make changes to the composition of the Board of Directors and Board of Commissioners to:

1. Accepted the Resignation of Mrs. Sri Setyaningsih Elisabeth from her position as Director of the Company, discharge with respect Mr. Srinivasa Bhat Vinayaka Bandagadde from his position as President and Independent Director of the Company, discharge with respect Mr. Kuwatly Rami Saddek Muhammad from his position as Independen Commissioner
2. Appointing Mr. F. Joko Trimartono as President Director, appoint Mr. Johan Mario H Knoch, S.H as Independent Director and Mr. Sugeng Purnomo as

Director, and appoint Mr. Sujono, Chem Eng, MBA as a new Independent Commissioner.

Starting from the Second Meeting closed, the composition of the new Board of Directors and Board of Commissioners are as follow:

President Director	: F. Joko Trimartono
Independent Director	: Johan Mario H Knoch, S.H
Director	: Bapak Sugeng Purnomo
President Commissioner	: Bambang Seto
Independent Commission	: Sujono, Chem Eng, MBA

Total for a new period.

To provide, fully release and discharge (*Acquit et de charge*) to:

1. Mr. Srinivasa Bhat Vinayaka Bandagadde for the management of the Company during his tenure as President and Independent Director of the Company;
2. Mrs. Sri Setyaningsih Elisabeth for the management of the Company during her tenure as Director of the Company;
3. Mr. Kuwatly Rami Saddek Muhammad on the measures of control during his tenure as Independent Director of the Company

In connection with the First Meeting Agenda, which is the amendments of the composition of Board of Company, jointly and individually to take any actions it deems necessary to inform and report for amendments of the composition of Board of Company to the authorities party.

II. Second Meeting Agenda:

Approval to amend Company's Article of Association to align it with provisions stipulated in Financial Services Authority Regulation

In connection with the issuance of new regulations by the OJK in December 2014, POJK number:

- No. 32/POJK.04/2014 regarding Planning and Conducting of General Meetings of Shareholders

- No. 33/POJK.04/2014 regarding Board of Directors and Board of Commissioners of an issuer or a Public Company

Therefore, the Company proposes to amend its Company's Article of Association to align with such POJK

In connection with the Second Meeting Agenda, approval to amend the Article of Association, jointly and individually to take any actions it deems necessary to inform and report for amendments of the composition of Board of Company to the authorities party.

III. Third Meeting Agenda:

Approval to amend Company's Capital, to be restored to the structure of Capital before Increasing its Company's Authorized Capital as stipulated in the Extraordinary General Meeting of Shareholder held on June 3, 2015, with Decreasing its Company's Authorized Capital, to comply with the provisions of Law No. 40 of 2007 regarding Limited Liability Company and Financial Services Authority Regulations as referred to in Bapepam LK No. IX.J.1

In order to comply with the provisions of Law No. 40 Year 2007 on Limited Liability Companies and Regulation of the Financial Services Authority as referred to in Bapepam LK No. IX.J.1 number 7 poin b item 3) and 4), dated 3 June 2015 the Company has increased the Authorized Capital of the Company, but as of the periode 6 (six) months after obtaining the approval of the Minister of Justice and Human Rights on its Increased Authorized Capital, the Company had not made additional capital issued, therefore the Company must restore its Company Authorized Capital structure to comply with the provisions of Article 33 paragraph (1) and (2) of the Constitution of the Republic of Indonesia No. 40 Year 2007 on Limited Liability Companies.

Therefore, the Company restore capital structure related to the Authorized Capital to the Authorized Capital before increase referred to the Extraordinary General Meetings of Shareholder dated 3 June 2015

Originally:

Authorized Capital of the Company in the amount of Rp.50.000.000.000.000 (fifty trillion Rupiah) divided into 482.642.711.310 (four hundred eighty two billion six hundred forty two million seven hundred eleven thousand three hundred and ten) shares, each A Series shares in the amount of 96.300.000 (ninety-six million three hundred thousand) shares with nominal value Rp10.000 (ten thousand Rupiah), B Series shares in the amount of 3.911.794.345 (three billion nine hundred eleven million seven hundred ninety four thousand three hundred and forty five) shares in the amount of Rp.300 (three hundred Rupiah) and C Series shares in the amount of 478.634.616.965 (four hundred seventy-eight billion six hundred thirty-four million six hundred sixteen thousand nine hundred and sixty five) shares in the amount of Rp.100 (one hundred Rupiah).

Therefore, after the amendments of the Company's capital structure and increasing the Authorized Capital of the Company, referred to Article 4 paragraph 1 of the Articles of the Association of the Company, the Company's capital structure will be as follow:

Becomes

In the amount of Rp16.000.000.000.500 (sixteen trillion five hundred Rupiah) divided into 100.407.666.170 (one hundred billion four hundred seven million six hundred sixty six thousand one hundred and seventy) shares, each A Series shares in the amount of 193.577.335 (one hundred ninety-three million five hundred seventy-seven thousand three hundred and thirty five) shares with nominal value Rp10.000 (ten thousand Rupiah), B Series shares in the amount of 20.214.088.835 (twenty billion two hundred fourteen million eighty eight thousand eight hundred and thirty five) shares with nominal value Rp300 (three hundred Rupiah) and C Series shares in the amount of 80.000.000.000 (eighty billion) shares in the amount of Rp100 (one hundred Rupiah)

C A P I T A L

Article 4

1. In the amount of Rp16.000.000.000.500 (sixteen trillion five hundred Rupiah) divided into 100.407.666.170 (one hundred billion four hundred seven million six hundred sixty six thousand one hundred and seventy) shares, each A Series shares in the amount of 193.577.335 (one hundred

ninety-three million five hundred seventy-seven thousand three hundred and thirty five) shares with nominal value Rp10.000 (ten thousand Rupiah), B Series shares in the amount of 20.214.088.835 (twenty billion two hundred fourteen million eighty eight thousand eight hundred and thirty five) shares with nominal value Rp300 (three hundred Rupiah) and C Series shares in the amount of 80.000.000.000 (eighty billion) shares in the amount of Rp100 (one hundred Rupiah)

IV. Fourth Meeting Agenda

Approval to pledge of most of Company’s assets and/or its subsidiaries of Corporate Guarantee issued for financing received by the Company and/or its subsidiaries

To support the availability of acquisition financing and to support the assurance requirements in the context of acquisition financing is devoted to the development of an existing investment and new investment potential, therefore the Company ask for approval of the shareholders of the Company to be approval of measures to provide security for the majority of the assets / the company's assets or subsidiaries of the company in order to ensure the event that the company and / or subsidiaries of the company to obtain financing and can be referred to the approval of loans and acquisition actions or the financing facility.

E. Opportunity of Question and Answer

Before resolve of resolution, the Attorney of Chairman of the Second Meeting gave opportunity to the Shareholders raise up the question and/or give their opinion on every Meeting Agenda. In the discussion of the entire Meeting Agenda, no shareholders or its Attorney/Proxy ask questions.

F. Mechanism of Resolution Resolve

Resolution resolved in unanimous, but if there is any Shareholder or its Attorney/Proxy who does not agree or abstain, then the resolution will be resolved by voting mechanism utilized the provided voting card.

G. Meeting Resolutions

Resolutions of the Meeting are as follows:

First Meeting Agenda	
Number of Shareholders	[-]

Inquiry			
Voting Results	Agree	Abstain	Disagree
	26.530.292.430 shares or 100% of the attends thus approved unanimously.	In the amount of ___-___ shares or ___-___%	In the amount of ___-___ shares or ___-___%
Resolution of the First Meeting Agenda	<p>Approved to amend regarding the change of Company's Board Management with:</p> <ol style="list-style-type: none"> 1. Accepted the Resignation of Mrs. Sri Setyaningsih Elisabeth from her position as Director of the Company, discharge with respect Mr. Srinivasa Bhat Vinayaka Bandagadde from his position as President and Independent Director of the Company, discharge with respect Mr. Kuwatly Rami Saddek Muhammad from his position as Independen Commissioner 2. Appointing Mr. F. Joko Trimartono as President Director, appoint Mr. Johan Mario H Knoch, S.H as Independent Director and Mr. Sugeng Purnomo as Director, and appoint Mr. Sujono, Chem Eng, MBA as a new Independent Commissioner. <p>Starting from the Second Meeting closed, the composition of the new Board of Directors and Board of Commissioners are as follow:</p> <p>President Director : F. Joko Trimartono</p> <p>Independent Director : Johan Mario H Knoch, S.H</p> <p>Director : Bapak Sugeng Purnomo</p> <p>President Commissioner : Bambang Seto</p> <p>Independent Commissioner : Sujono, Chem Eng, MBA</p> <p>Total for a new period.</p> <p>To provide, fully release and discharge (<i>Acquit et de charge</i>) to:</p> <ol style="list-style-type: none"> 1. Mr. Srinivasa Bhat Vinayaka Bandagadde for the management of the Company during his tenure as President and Independent Director of the Company; 2. Mrs. Sri Setyaningsih Elisabeth for the management of the Company during her tenure as Director of the Company; 3. Mr. Kuwatly Rami Saddek Muhammad on the measures of 		

	<p>control during his tenure as Independent Director of the Company</p> <p>In connection with the First Meeting Agenda, which is the amendments of the composition of Board of Company, jointly and individually to take any actions it deems necessary to inform and report for amendments of the composition of Board of Company to the authorities party.</p>
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Second Meeting Agenda			
Number of Shareholders Inquiry	[-]		
Voting Results	Agree	Abstain	Disagree
	26.530.292.430 shares or 100% of the attends thus approved unanimously.	In the amount of ___-__ shares or ___-__%	In the amount of ___-__ shares or ___-__%
Resolution of the Second Meeting Agenda	<p>Approved to amend Company's Article of Association to align it with provisions stipulated in Financial Services Authority Regulation</p> <p>To align with POJK number:</p> <ul style="list-style-type: none"> - No. 32/POJK.04/2014 regarding Planning and Conducting of General Meetings of Shareholders - No. 33/POJK.04/2014 regarding Board of Directors and Board of Commissioners of an issuer or a Public Company <p>In connection with the Second Meeting Agenda, which is the amendments of Company's Article of Association, jointly and individually to take any actions it deems necessary to inform and report for amendments of the composition of Board of Company to the authorities party.</p>		

Third Meeting Agenda

Number of Shareholders Inquiry	[-]		
Voting Results	Agree	Abstain	Disagree
	26.530.292.430 shares or 100% of the attends thus approved unanimously.	In the amount of ___-__ shares or ___-___%	In the amount of ___-__ shares or ___-___%
Resolution of the Third Meeting Agenda	<p>Approved to amend Company's Capital, to be restored to the structure of Capital before Increasing its Company's Authorized Capital as stipulated in the Extraordinary General Meeting of Shareholder held on June 3, 2015, with Decreasing its Company's Authorized Capital, to comply with the provisions of Law No. 40 of 2007 regarding Limited Liability Company and Financial Services Authority Regulations as referred to in Bapepam LK No. IX.J.1</p> <p>Amendments in capital structure</p> <p><u>Originally:</u></p> <p>Authorized Capital of the Company in the amount of Rp.50.000.000.000.000 (fifty trillion Rupiah) divided into 482.642.711.310 (four hundred eighty two billion six hundred forty two million seven hundred eleven thousand three hundred and ten) shares, each A Series shares in the amount of 96.300.000 (ninety-six million three hundred thousand) shares with nominal value Rp10.000 (ten thousand Rupiah), B Series shares in the amount of 3.911.794.345 (three billion nine hundred eleven million seven hundred ninety four thousand three hundred and forty five) shares in the amount of Rp.300 (three hundred Rupiah) and C Series shares in the amount of 478.634.616.965 (four hundred seventy-eight billion six hundred thirty-four million six hundred sixteen thousand nine hundred and sixty five) shares in the amount of Rp.100 (one hundred Rupiah).</p>		

	<p><u>Becomes</u></p> <p>In the amount of Rp16.000.000.000.500 (sixteen trillion five hundred Rupiah) divided into 100.407.666.170 (one hundred billion four hundred seven million six hundred sixty six thousand one hundred and seventy) shares, each A Series shares in the amount of 193.577.335 (one hundred ninety-three million five hundred seventy-seven thousand three hundred and thirty five) shares with nominal value Rp10.000 (ten thousand Rupiah), B Series shares in the amount of 20.214.088.835 (twenty billion two hundred fourteen million eighty eight thousand eight hundred and thirty five) shares with nominal value Rp300 (three hundred Rupiah) and C Series shares in the amount of 80.000.000.000 (eighty billion) shares in the amount of Rp100 (one hundred Rupiah)</p> <p style="text-align: center;">C A P I T A L</p> <p style="text-align: center;">Article 4</p> <p>1. In the amount of Rp16.000.000.000.500 (sixteen trillion five hundred Rupiah) divided into 100.407.666.170 (one hundred billion four hundred seven million six hundred sixty six thousand one hundred and seventy) shares, each A Series shares in the amount of 193.577.335 (one hundred ninety-three million five hundred seventy-seven thousand three hundred and thirty five) shares with nominal value Rp10.000 (ten thousand Rupiah), B Series shares in the amount of 20.214.088.835 (twenty billion two hundred fourteen million eighty eight thousand eight hundred and thirty five) shares with nominal value Rp300 (three hundred Rupiah) and C Series shares in the amount of 80.000.000.000 (eighty billion) shares in the amount of Rp100 (one hundred Rupiah)</p>
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Fourth Meeting Agenda	
Number of Shareholders Inquiry	[-]

Voting Results	Agree	Abstain	Disagree
	26.530.292.430 shares or 100% of the attends thus approved unanimously.	In the amount of ___-__ shares or ___-___%	In the amount of ___-__ shares or ___-___%
Resolution of the Fourth Meeting Agenda	Approved to pledge of most of Company's assets and/or its subsidiaries of Corporate Guarantee issued for financing received by the Company and/or its subsidiaries		

This Second Meeting closed at 2.25 pm.

Jakarta, 05 April 2016

PT CAPITALINC INVESTMENT TBK.

BOARD OF DIRECTOR