



# ANNOUNCEMENT

## SUMMARY OF MINUTES OF ANNUAL GENERAL MEETING OF SHAREHOLDERS PT INDOSAT TBK

It is hereby announced to the shareholders of PT Indosat Tbk ("Indosat Ooredoo" or "Company") that the Company has convened Annual General Meeting of Shareholders ("AGMS" or the "Meeting") on Wednesday, May 9, 2018 at 2.32 - 3.25 p.m. Western Indonesia Time at Indosat Ooredoo Building, Jl. Medan Merdeka Barat No.21, Jakarta 10110.

- The AGMS agendas are as follows:
- To approve the annual report and to ratify the financial statements of the Company for the financial year ended December 31, 2017.
  - To approve the utilization of net profits of the Company for the financial year ended December 31, 2017.
  - To determine the remuneration for the Board of Commissioners of the Company for 2018.
  - To approve the appointment of the Company's Independent Auditor for the financial year ended December 31, 2018.
  - Report of the use of funds received from Public Offering of Shelf Registration of Indosat Bonds II Phase I Year 2017, Ijarah Fee Installment of Shelf Registration Indosat Sukuk Ijarah II Phase I Year 2017, Shelf Registration Indosat Bonds II Phase II Year 2017, Ijarah Fee Installment of Shelf Registration Indosat Sukuk Ijarah II Phase II Year 2017.
  - To approve changes in the composition of the Board of Commissioners and/or Board of Directors of the Company.

With the following summary of the Meeting minutes:

**I. Attendance of Board of Commissioners and Board of Directors**

The Meeting was attended by members of the Board of Commissioners and Board of Directors as follows:

Board of Commissioners:

- Commissioner : Hans Anthony Kuropatwa
- Commissioner : Chris Kanter
- Commissioner : Heru Pambudi
- Commissioner : Damian Philip Chappell
- Independent Commissioner : Syed Maqbul Quader
- Independent Commissioner : Wijayanto Samirin

Board of Directors:

- President Director (also assume the role as Independent Director) : Joy Wahjudi
- Director : Caba Pinter
- Director : Herfini Haryono

**II. The Shareholders Quorum**

The Meeting was attended by the shareholders and/or representative of shareholders of 1 series A share and 5,097,791,237 series B shares representing 93.81% of all issued and paid-up shares of the Company which are 1 Series A share and 5,433,933,499 Series B shares.

**III. Question & Answer Opportunity**

The Meeting provided the opportunity to shareholders and representatives of shareholders presented at the Meeting to ask questions and/or give comments on each of the AGMS agenda, but no one asked the question or providing any comments.

**IV. Mechanism for the Passing of Resolution**

Resolutions passed in the agendas of the Meeting by voting.

**V. AGMS First Agenda Resolution**

- To approve the annual report of the Company for the financial year ended 31 December 2017;
- To ratify the financial statements of the Company for the financial year ended 31 December 2017 which have been audited by the Office of Public Accountant Tanudiredja, Wibisana, Rintis & Rekan based on their report dated 28 March 2018; and
- To approve the full release and discharge of the members of the Board of Commissioners from their supervisory responsibilities and of the members of the Board of Directors from its managerial responsibilities in relation to the Company, to the extent that their actions are reflected in the annual report and financial statements of the Company for the financial year ended 31 December 2017 and such actions do not conflict with or violate the prevailing laws and regulations.

The results of the voting for AGMS first agenda are as follows:

- The abstaining shareholders represent 832,500 shares, representing 0.016% of the shares for which the shareholders are present and/or represented in this Meeting.
- The non-approving shareholders represent 0 shares, representing 0.000% of the shares for which the shareholders are present and/or represented in this Meeting.
- The approving votes represent 5,096,958,738 shares, representing 99.984% of the shares for which the shareholders are present and/or represented in this Meeting.

**VI. AGMS Second Agenda Resolution**

- To determine the allocation of net profit of the Company for the financial year ended December 31, 2017 with the following composition:
  - For dividend, an amount of Rp 73.00 per share;
  - The remaining amount will be allocated for Company's operation.

- To authorize the Board of Directors of the Company with the right of substitution to effect the payment of dividend in accordance with the provisions above and/or subject to the requirements of the prevailing laws and regulations.

The results of the voting for AGMS second agenda are as follows:

- The abstaining shareholders represent 0 shares, representing 0.000% of the shares for which the shareholders are present and/or represented in this Meeting.
- The non-approving shareholders represent 0 shares, representing 0.000% of the shares for which the shareholders are present and/or represented in this Meeting.
- The approving votes represent 5,097,791,238 shares, representing 100.000% of the shares for which the shareholders are present and/or represented in this Meeting.

**VII. AGMS Third Agenda Resolution**

to approve the total remuneration of the Company's Board of Commissioners for the year 2018 amounting to Rp 33,000,000,000.- (33 billion Rupiah) including income tax.

The results of the voting for AGMS third agenda are as follows:

- The abstaining shareholders represent 0 shares, representing 0.000% of the shares for which the shareholders are present and/or represented in this Meeting.
- The non-approving shareholders represent 551,411,950 shares, representing 10.817% of the shares for which the shareholders are present and/or represented in this Meeting.
- The approving votes represent 4,546,379,288 shares, representing 89.183% of the shares for which the shareholders are present and/or represented in this Meeting.

**VIII. AGMS Fourth Agenda Resolution**

- To approve the appointment of Tanudiredja, Wibisana, Rintis & Rekan/PwC member firm ("PWC"), as Public Accountant Office as well as Mr. Chrisna A. Wardhana, Partner at PWC, as the public accountant of the Company, to audit the Company's financial statements for the year 2018 as proposed by the Board of Commissioners and the delegation of authority to the Board of Commissioners to determine the terms and conditions of such appointment.
- To delegate the authority of the General Meeting of Shareholders to the Board of Commissioners to appoint a replacement for the Company's Public Accountant Office and/or public accountant, including the determination of the terms and conditions of the appointment if any of such appointed parties cannot fulfill or implement its task for any reason whatsoever.

The results of the voting for AGMS fourth agenda are as follows:

- The abstaining shareholders represent 0 shares, representing 0.000% of the shares for which the shareholders are present and/or represented in this Meeting.
- The non-approving shareholders represent 553,628,083 shares, representing 10.860% of the shares for which the shareholders are present and/or represented in this Meeting.
- The approving votes represent 4,544,163,155 shares, representing 89.140% of the shares for which the shareholders are present and/or represented in this Meeting.

**IX. AGMS Fifth Agenda Resolution**

The fifth agenda is only report that required by the Regulation of Indonesia Financial Services Authority No.30/POJK.04/2015, so that no question and answer session or decision making.

In accordance with Article 6 of the Regulation of the Indonesia Financial Services Authority (Otoritas Jasa Keuangan) Number 30/POJK.04/2015 on Report of the Use of Funds Received from Public Offering, we hereby report to the shareholders the realization of use of funds received from public offering of Shelf Registration Indosat Bonds II Phase I Year 2017, Shelf Registration Indosat Sukuk Ijarah II Phase I Year 2017, Shelf Registration Indosat Bonds II Phase II Year 2017, Shelf Registration Indosat Sukuk Ijarah II Phase II Year 2017 as follows:

- The total amount of funds received from public offering of Shelf Registration Indosat Bonds II Phase I Year 2017 was Rp 2,700,000,000,000.
- All of the funds have been utilized with the following allocation:
  - Rp 2,020,000,000,000 for refinancing of some of all loans in Rupiah.
  - Rp 479,363,000,000 for purchasing Base Station Subsystem (BSS).
  - Rp 192,510,000,000 for Payment Fee of Radio Frequency Spectrum to the Government.
- The total expenses in relation to the public offering of Shelf Registration Indosat Bonds II Phase I Year 2017 was Rp 8,127,000,000.
- The total amount of funds received from public offering of Shelf Registration Indosat Sukuk Ijarah II Phase I Year 2017 was Rp 300,000,000,000.
- All of the funds have been utilized with the following allocation :

- Rp 299,097,000,000 for Payment Fee of Radio Frequency Spectrum to the Government.

- The total expenses in relation to the public offering of Shelf Registration Indosat Sukuk Ijarah II Phase I Year 2017 was Rp 903,000,000.

The total amount of funds received from public offering of Shelf Registration Indosat Bonds II Phase II Year 2017 was Rp 2,720,000,000,000.

All of the funds have been utilized with the following allocation:

- Rp 1,694,000,000,000 for refinancing of partly or all loans in Rupiah.
- Rp 1,020,389,600,000 for Payment Fee of Radio Frequency Spectrum to the Government.
- The total expenses in relation to the public offering of Shelf Registration Indosat Bonds II Phase II Year 2017 was Rp 5,630,400,000.

The total amount of funds received from public offering of Shelf Registration Indosat Sukuk Ijarah II Phase II Year 2017 was Rp 700,000,000,000.

All of the funds have been utilized with the following allocation:

- Rp 698,551,000,000 for Payment Fee of Radio Frequency Spectrum to the Government.
- The total expenses in relation to the public offering of Shelf Registration Indosat Sukuk Ijarah II Phase II Year 2017 was Rp 1,449,000,000.

**X. AGMS Sixth Agenda Resolution**

- To honorably discharge Mr. Johnny Ingemar Svedberg as the Company's Director as of the closing of this Meeting with appreciation and gratitude, and to release and discharge him from his managerial duties that they may have incurred throughout his term of office until the close of this Meeting, which will be granted at the time of the Company's annual report for the fiscal year 2018 is approved and/or ratified by the General Meeting of Shareholders to the extent that actions taken during such managerial duties reflected on Company's annual report and financial statement 2018, and do not conflict with or violate the prevailing laws and regulations.

- To appoint Mr. Irsyad Sahroni as Director of the Company as of the closing of this Meeting until the closing of the Annual General Meeting of Shareholders in the year 2020 (in accordance with the Articles of Association of the Company).

- To appoint Mr. Haroon Shahul Hameed as Director of the Company as of the closing of this Meeting until the closing of the Annual General Meeting of Shareholders in the year 2020 (in accordance with the Articles of Association of the Company).

- With due regards to the above resolutions, therefore: the composition of the Company's Board of Commissioners as of the closing of this Meeting until the closing of the Annual General Meeting of Shareholders in the year 2020 (in accordance with the Articles of Association of the Company) shall be as follows:

- Mr. Waleed Mohamed Ibrahim Alsayed, President Commissioner
- Mr. Ajay Bahri, Commissioner
- Mr. Hans Anthony Kuropatwa, Commissioner
- Mr. Chris Kanter, Commissioner
- Mr. Heru Pambudi, Commissioner
- Mr. Edy Sudamanta, Commissioner
- Mr. Damian Philip Chappell, Commissioner
- Mr. Syed Maqbul Quader, Independent Commissioner
- Mr. Elisa Lumbantoruan, Independent Commissioner
- Mr. Wijayanto Samirin, Independent Commissioner

And the composition of the Company's Board of Directors as of the closing of this Meeting until the closing of the Annual General Meeting of Shareholders in the year 2020 (in accordance with the Articles of Association of the Company) shall be as follows:

- Mr. Joy Wahjudi, President Director (also assume the role as Independent Director)
- Mr. Caba Pinter, Director
- Mr. Irsyad Sahroni, Director
- Ms. Herfini Haryono, Director
- Mr. Haroon Shahul Hameed, Director

- Further, to delegate the authority to the Board of Commissioners in accordance with Article 92 paragraph (5) of the Law No 40 of 2007 on Limited Liability Company:

- to determine the distribution of duties and responsibilities of the members of the Board of Directors (to the extent not determined by the General Meeting of Shareholders), and/or
- to change the distribution of duties and responsibilities of the members of the Board of Directors from time to time.

- To appoint and grant the authority with the right of substitution, to the Board of Directors of the Company to either individually or jointly to do any actions related to the resolution of this AGMS, including but not limited to appear before any authority, to discuss, to give and/or ask for

information, to submit a notification with regard to the composition of the Board of Commissioners and/or the Board of Directors of the Company to the Minister of Law and Human Rights of the Republic of Indonesia and any other related authorized institutions, to register the composition of the Board of Commissioners and/or the Board of Directors as approved by this AGMS in the Company Registration in the Ministry of Trade of the Republic of Indonesia, to make or cause to be made and to sign the deeds and letters or any necessary documents including to make amendments and/or additions which required to obtain the approval from any authority, to appear before the notary, to have the deed restating the Company's AGMS resolutions made, prepared and finalized and moreover to take any necessary actions which should be and or could be made for the purpose of implementing/materializing the resolutions of this AGMS and/or to comply with the prevailing laws and regulations.

The results of the voting for AGMS sixth agenda are as follows:

- The abstaining shareholders represent 0 shares, representing 0.000% of the shares for which the shareholders are present and/or represented in this Meeting.
- The non-approving shareholders represent 736,564,383 shares, representing 14.449% of the shares for which the shareholders are present and/or represented in this Meeting.
- The approving votes represent 4,361,226,855 shares, representing 85.551% of the shares for which the shareholders are present and/or represented in this Meeting.

**Schedule and Procedure of Division of Cash Dividend of Fiscal Year 2017**

The Board of Directors of the Company inform to Company's Shareholders, based on Decision of the Annual General Meeting of Shareholders of Company dated May 9, 2018, has decided and approved that Company will divide cash dividend for fiscal year 2017 of Rp 396,677,145,000.- or Rp 73.00.- per share, with following schedule and procedure:

Cum Dividend in Regular and Negotiation Markets	May 17, 2018
Ex Dividend in Regular and Negotiation Markets	May 18, 2018
Cum Dividend in Cash Market	May 22, 2018
Ex Dividend in Cash Market	May 23, 2018
Date of those entitled of the Dividend (Recording Date)	May 22, 2018
Dividend Payment Date	June 8, 2018

**Procedure of Cash Dividend Division**

- This announcement is an official notification from the Company and the Company does not issue any notification letter specifically to the Company's Shareholders.
- Cash dividend shall be divided to the Company's Shareholders whose names are listed in the Company's Shareholder Register on the Recording Date at 4.00 p.m. Western Indonesian Time (hereinafter referred to as "Entitled Shareholders").

- Shareholders whose shares are electronically registered into the Collective Custody of PT KSEI, cash dividend payment will be made through PT KSEI.
- Shareholders whose shares are not electronically registered into the Collective Custody of PT KSEI shall submit a written information on their designated Bank Account to the Shares Administration Bureau of the Company (PT EDI Indonesia), Wisma SMR 10th floor, Jl. Yos Sudarso Kav. 89, Jakarta 14350, Tel (021) 651 5130, Fax: (021) 651 5131 email: bae@edi-indonesia.co.id by 4:00 p.m. Western Indonesia Time on May 22, 2018.

- The Company shall not serve the request of Shareholders to transfer their rights on dividends to Other Parties.
- The dividend to be divided shall be subject to tax according to the prevailing regulations of tax/legislation and particularly for:

- Entitled Shareholders who are Domestic Tax Payers, they shall inform the Tax Payer's Registration Number ("NPWP") to KSEI or PT EDI Indonesia at the latest on the Recording Date at 4.00 p.m. Western Indonesian Time. If until that date, KSEI or PT EDI Indonesia has not received the NPWP, the Dividends divided to the parties concerned shall be subject to the tax applied to Domestic Tax Payers not having NPWP.
- Entitled Shareholders who are foreign citizens and Foreign Tax Payers whose countries have a Double Tax Treaty/Avoidance Agreement (P3B) with the Republic of Indonesia and intend to request that their tax deduction is adjusted to the tariff specified in the P3B, shall meet the taxation conditions applied in Indonesia and submit/meet the requirements regulated in the conditions specified by KSEI. If the shareholders concerned do not observe the taxation conditions applied in Indonesia until the deadline set by KSEI, the Dividends divided to them shall be subject to the tax applied to Foreign Tax Payers whose countries do not have a P3B with Indonesia.