



PT AUSTINDO NUSANTARA JAYA Tbk.
(the "Company")

NOTICE
ANNUAL GENERAL MEETING OF SHAREHOLDERS
AND
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

The Board of Directors hereby invites the shareholders of the Company to attend the Annual General Meeting of Shareholders (the "**AGMS**") and the Extraordinary General Meeting of Shareholders (the "**EGMS**") of the Company (the AGMS and the EGMS hereinafter shall be referred to as the "**GMS**"), which will be held on:

Date : Wednesday, May 15, 2019
Time : 1pm West Indonesia Time (WIB) onwards
Venue : Mercantile Athletic Club
World Trade Center, Lantai 18
Jl. Jenderal Sudirman Kav 31
Jakarta 12920

The agenda of the AGMS are as follows:

1. Approval and ratification on the Annual Report of the Company, which includes the Report on the Supervisory Duties of the Board of Commissioners and the ratification of the Consolidated Financial Statements of the Company for the year ending on December 31, 2018, including the Consolidated Statement of Financial Position and Consolidated Statement of Profit or Loss and Other Comprehensive Income for the year ending on December 31, 2018 and granting of full release and discharge from responsibilities (*acquit et de charge*) to the Board of Directors and the Board of Commissioners of the Company for their management duties and supervisory duties carried out during the year ending on December 31, 2018.

Note:

In accordance with Article 69 and Article 78 paragraph 3 of the Law No. 40 Year 2007 regarding Limited Liability Company (the "**Company Law**") as well as Article 11 paragraph 4 and Article 21 paragraph 4 of the Articles of Association of the Company, the Annual Report of the Company which includes the Report on the Supervisory Duties of the Board of Commissioners and the Consolidated Financial Statements of the Company shall be submitted to obtain the approval from the AGMS.

2. Stipulation of use of net profit of the Company for the year ending on December 31, 2018.

Note:

In accordance with Article 71 of the Company Law and Article 22 of the Articles of Association of the Company, the use of the net profit of the Company shall be determined by the AGMS.

3. Appointment of an independent public accountant to carry out audit on the Company for the financial year of 2019 and to approve the honorarium of the public accountant so appointed.

Note:

In accordance with Article 11 paragraph 4 of the Articles of Association of the Company, the Company will propose to the AGMS the plan of the appointment of a public accountant to carry out audit of the Consolidated Financial Statements of the Company for the financial year of 2019.

4. Change of the membership of the Board of Directors of the Company.

Note:

In accordance with Article 15 of the Articles of Association of the Company, an appointment of a member of the Board of Directors shall be resolved in a General Meeting of Shareholders. With regard to the above, it is proposed to the General Meeting of Shareholders to decide and approve the appointment of Mr. Fakri Karim as a Director of the Company which will be effective as of the date of AGMS. The curriculum vitae of Mr. Fakri Karim is available on the website of the Company.

5. Stipulation of the amount of salary and honorarium as well as other allowances for the members of the Board of Directors and the Board of Commissioners for the financial year of 2019.

Note:

In accordance with Article 15 paragraph 6 and Article 18 paragraph 7 of the Articles of Association of the Company, the members of the Board of Directors and the Board of Commissioners are entitled to obtain salary and honorarium as well as other allowances as determined by the General Meeting of Shareholders.

The agenda of the EGMS is as follows:

1. Change of address of the Company.

Note:

The Company intends to obtain approval from the General Meeting of Shareholders for the change of address of the Company to a new office at Menara BTPN, 40th Floor, Jalan Dr. Ide Anak Agung Gde Agung Kav. 5.5 - 5.6, Mega Kuningan District, South Jakarta 12950, Indonesia.

2. Approval for the Amendment to Article 3 of the Articles of Association of the Company regarding Purpose and Objectives and Business Activities of the Company.

Note:

In accordance with Government Regulation No. 24 Year 2018 regarding Integrated Business Licensing Services Electronically in conjunction with Announcement of the Ministry of Law and Human Rights of the Republic of Indonesia cq. Directorate General of Public Law Administration and Ministry of Coordinator of Economic Affairs of the Republic of Indonesia cq. Online Single Submission (OSS) Institution dated October 11, 2018, the Company intends to amend Article 3 of the Articles of Association of the Company regarding Purpose and Objectives and Business Activities in order to comply with *Klasifikasi Baku Lapangan Usaha Indonesia* (KBLI) 2017. The amendment is not a change to the main business activities the Company as meant by Bapepam-LK Regulation No. IX.E.2 regarding Material Transactions and Changes in Main Business Activities.

Requirements

1. The Company does not send a separate invitation to the shareholders and therefore, this notice serves as an official invitation to the shareholders of the Company.
2. The parties entitled to present or represented in the GMS are the shareholders whose names are registered in the Shareholders Register of the Company on April 22, 2019 as at 4pm WIB. The holders of securities account with PT Kustodian Sentral Efek Indonesia ("**KSEI**") in the Collective Depository (a Member of Stock Exchange / Custodian Bank) are required to provide the Shareholders Register that they maintain to KSEI in order to obtain the Written Confirmation for Meeting (*Konfirmasi Tertulis Untuk Rapat*, the "**KTUR**").
3. The shareholders or their attorneys-in-fact attending the GMS must present the Share Collective Certificate and *Kartu Tanda Penduduk* or other identity card and subsequently deliver their photocopy to the registration officer before entering the venue of the GMS. The shareholders in the Collective Depository of KSEI must present their KTUR issued by KSEI to the registration officer before entering the venue of the GMS.
4. The shareholders of the Company which are a legal entity shall present a photocopy of the articles of association and the deed relating to the latest change to the composition of the Board of Directors.
5.
 - a. A shareholder who is unable to attend the GMS may be represented by its attorney-in-fact by virtue of power of attorney as determined by the Board of Directors. The members of the Board of Directors, the members of the Board of Commissioners and the employees of the Company may act as an attorney-in-fact of a shareholder in the GMS but the vote that they cast will not be included in the voting. For a shareholder whose registered address is overseas, the power of attorney must be legalized by a notary or an authorized officer as well as the Embassy of Republic of Indonesia and shall be affixed with duty stamp.
 - b. The form of the power of attorney can be obtained during the office hours in any working day at the main office of the Company located at Menara BTPN Lantai 40, Jalan Dr. Ide Anak Agung Gde Agung Kav. 5.5 - 5.6, Mega Kuningan District, South Jakarta 12950, Indonesia or the Securities Administration Bureau ("**SAB**") of the Company, namely, PT Datindo Entrycom located at Jalan Hayam Wuruk No. 28, Jakarta 10120, Indonesia.
 - c. All powers of attorney must have been received by the Company at its main office or SAB at the latest by May 8, 2019 at 4pm WIB.

6. The material of the agenda of GMS are available for the shareholders of the Company at the main office of the Company and may be obtained by the shareholders by delivering a written request to the Company during the office hours in any working day as of the date of this notice until the GMS.
7. For the purpose of the proper order of the GMS, the shareholders or their attorneys-in-fact are expected to present at the venue of the GMS, 30 (thirty) minutes before the commencement of the GMS.

Jakarta, April 23, 2019
The Board of Directors of the Company