

# **Domiciled in South Jakarta**

# SUMMARY MINUTES OF ANNUAL GENERAL MEETING OF SHAREHOLDERS ("AGMS")

A. On:

Day, date	
Time	
Venue	

Tuesday, June 25, 2019
10:00 - 10:50 AM Western Indonesia Time
Ruang Seminar PT Bursa Efek Indonesia Gedung BEI Tower 2, 1st Floor Jalan Jenderal Sudirman Kavling 52 - 53 Jakarta 12190

The AGMS agenda:

- 1. Approval of Annual Report including Annual Report of the Board of Directors, Supervisory Report of the Board of Commissioners, and ratification of Financial Statements of Financial Year 2018;
- 2. Determination of the use of the Company's net profit of Financial Year 2018;
- 3. Appointment of Public Accountant and/or Public Accounting Firm to audit the Company's Financial Statements of Financial Year 2018;
- 4. Determination of salaries/allowances of the members of the Board of Commissioners of the Company, and granting authorities to the Board of Commissioners to determine salaries, allowances, duties and authorities of the Board of Directors of the Company;
- 5. Changes in the Board of Directors and/or the Board of Commissioners of the Company;
- B. The Company's Board of Directors and Board of Commissioners members who attended the AGMS.

The Board of Directors :

- 1. Stephanus Turangan President Director;
- 2. Syafriandi Armand Saleh Director;
- 3. David Agus Director/Independent Director.

The Board of Commissioners

- 1. Rizal Bambang Prasetijo President Commissioner/Independent Commissioner;
- 2. Edy Sugito Commissioner/Independent Commissioner;
- 3. Sunata Tjiterosampurno Commissioner.
- C. The AGMS was attended by 5,886,487,930 (five billion eight hundred eighty six million four hundred eighty seven thousand nine hundred and thirty) shares or equivalent to 82.80% (eighty two point eighty percent) of the total shares issued by the Company.



- D. In the AGMS, the shareholders were given opportunity to raise questions and/or give opinions for the whole AGMS Agenda. However, in the AGMS there were no shareholders raising questions and/or giving opinions for the whole AGMS Agenda.
- E. Decision-making mechanism in the AGMS is reached through consensus. In case the AGMS fails to reach consensus, the resolution is reached through voting.
- F. The AGMS Resolutions were as follows: The whole Agenda (i.e. the First Agenda up to the Fifth Agenda) were approved by the shareholders through consensus.
- G. The AGMS Resolutions have agreed on matters which are principally as follows:

# First Agenda:

- 1. Received and approved the Company's Annual Report for the financial year ended on December 31, 2018 including the annual report of the Board of Directors, and ratified the supervisory report of the Board of Commissioners for the year 2018; and
- 2. Ratified and received the Company's Financial Statements for the financial year ended on December 31, 2018 audited by Public Accounting Firm Purwantono, Sungkoro & Surja, according to the report Number: 00353/2.1032/AU.1/09/0690-2/1/III/2019 dated March 29, 2019 with a "Fair in All Material Respects" opinion, thus acquitting the members of the Board of Directors and the Board of Commissioners of the Company of responsibilities and liabilities (acquit et de charge) for the management and supervision actions carried out in 2018 financial year, as long as their actions were stated in the annual report financial year 2018, and were not considered act of embezzlement, fraud and other criminal acts.

# Second Agenda:

Approved the determination of the use of the Company's net profit for the financial year ended on December 31, 2018 amounting to Rp59,745,128,125 (fifty nine billion seven hundred forty five million one hundred twenty eight thousand one hundred twenty five Rupiah), for: 1. Rp1,000,000,000.00 (one billion Rupiah) for "Reserves" as referred to Article 70 paragraph 1 the Company Law; and

2. The remaining will be used as retained earnings to strengthen the Company's capital structure.

The Company hereby announces that the Company does not distribute any dividends to shareholders as the Company plans to strengthen the Company's capital structure.



# Third Agenda:

Approved to grant authority to the Board of Commissioners of the Company to appoint Public Accountant and/or Public Accounting Firm to audit the Company's Financial Statements for the financial year ended on December 31, 2019, including to determine the honorarium of the Public Accountant and/or the Public Accounting Firm and other requirements for the appointment, provided that in appointing the Public Accountant and/or Public Accounting Firm, the Board of Commissioners takes the recommendations from the Audit Committee of the Company into consideration. The appointment of the Public Accountant is based on the following criteria:

- 1. Registered in the Financial Services Authority (OJK);
- 2. Having an international reputation and sufficient knowledge of the relevant legislation in audit assignment, including OJK regulation;
- 3. Having experience in conducting auditing financial statements of public companies engaged in the business of capital markets or securities companies;
- 4. Independent party to the group of Companies; and
- 5. Timeliness of audit implementation.

# Fourth Agenda:

- 1. Approved to determine the amount of salaries and other allowances for the members of the Board of Commissioners of the Company for year 2019 with the total amount maximum of Rp5,000,000,000 (five billion Rupiahs) and to give authority to the Board of Commissioners for allocation of salaries and other allowances for each member of the Board of Commissioners:
- 2. Approved to delegate authority to the Board of Commissioners to determine salaries, allowances, duties and authorities of the Board of Directors for year 2019;
- 3. Approved to delegate authority to the Board of Commissioners to determine bonus for the Board of Directors.

#### Fifth Agenda:

- 1. Approved to reappoint David Agus as Director of the Company effective as of the closing of this AGMS to the closing of the fifth AGMS.
- 2. Approved to accept the resignation of Thomas Kristian Husted from his position as the Company's Independent Commissioner/Commissioner effective from the closing of the Meeting accompanied by granting full exemption and repayment (acquit et de charge) for all supervisory actions that have been carried out as long as the actions are reflected in the Company's accounting. The resignation of Thomas Kristian Husted from his position as

Commissioner/Independent Commissioner of the Company has been notified to OJK by letter number 050/CorSec/ST/IV/2019.TRIM dated April 29. 2019 concerning Resignation of Commissioner;

- 3. Therefore, effective as of the closing of this Meeting to the closing of fifth AGMS from the appointment of each member, the composition of the Board of Directors and the Board of Commissioners are as follows: President Directors : Stephanus Turangan Director : Syafriandi Armand Saleh
  - Director

- : David Agus



President Commissioner/Independent Commissioner: Rizal Bambang Prasetijo

Commissioner Independent Commissioner : Sunata Tjiterosampurno : Edy Sugito

4. Approved to grant authority to the Board of Directors of the Company with the rights of substitution to restate the resolutions of the AGMS concerning the changes in the Board of Directors and/or the Board of Commissioners in a separate Notarial Deed, to submit notification and to register to the authority, and to carry out the necessary actions related to the changes according to the prevailing regulations.

Jakarta, 27 Juni 2019 PT Trimegah Sekuritas Indonesia Tbk Direksi