

# ANNOUNCEMENT EXTRACT OF MINUTES OF ANNUAL GENERAL MEETING OF SHAREHOLDERS AND EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS PT VISI MEDIA ASIA TBK

The Board of Directors of **PT Visi Media Asia Tbk**., having its domicile at Jakarta Selatan, hereby announces that on Friday, 2 September 2016, located at Grand Ballroom, Hotel Mandarin Oriental Jakarta, Jalan M.H Thamrin, Jakarta 10310, has convened the Annual General Meeting of Shareholders ("**AGMS**") and Extraordinary General Meeting of Shareholders ("**EGMS**") PT Visi Media Asia Tbk. (henceforth refereed to "**Company**"). AGMS begins at 14.35 WIB and followed by EGMS that begins at 15.30 WIB.

#### A. Attendance by the members of the Board of Commissioners and the Board of Directors at the AGMS and EGMS:

| The Board of Commissioners   | The Board of Directors   |
|--|--|
| President Commissioner : Erick Thohir<br>Independent Commissioner : Raden Mas Djoko Setiotomo<br>Independent Commissioner : Setyanto Prawira Santosa | President Director: Anindya Novyan BakrieDirector: David Eric BurkeDirector: Otis HahyariDirector: Anindra Ardiansyah BakrieDirector: M. Sahid Mahudie |
|  | Independent Director : Neil R. Tobing  |

## B. Quorum of the Shareholders

Both AGMS and EGMS were attended by the Shareholders or their authorized representative, respectively representing 14.424.063.652 shares or equal to 87.61% and 14.424.063.652 shares or equal to 87,61% from the total shares that has been issued and paid up in full in the Company.

#### C. Agenda of AGMS

Agenda of AGMS are as follows:

- 1. To approve and ratify the Annual Report 2015 and the audited Financial Statements of the Company for the year ended December 31, 2015 and to give full release and discharge (*acquit et de charge*) to all members of the Board of Commissioners and Board of Directors for all of their supervisory and management actions for the year ended December 31, 2015;
- 2. To approve and grants authority to the Board of Directors of the Company to determine and appoint Independent Public Accountant who will carry out an audit of the Company's book ended December 31, 2016 and determine the amount of honorarium for the Public Accountant and other requirements; and
- 3. To approve the reappointment of the members of the Board of Commissioners and the Board of Directors who have ended their tenure.

#### D. Agenda of EGMS:

- 1. To approve the granting of substantial or all assets of the Company and/or its Subsidiaries as security with respect of loan or financing facility to be obtained by the Company and/or its Subsidiaries from the Financial Institution;
- 2. To approve the Material Transaction in accordance with the Bapepam-LK Regulation No. IX.E.2 on the Material Transactions and the Change of Main Business Activity, with respect to the plan of the Company to sell up to 15% of its shares in PT. Intermedia Capital, Tbk. (MDIA), aiming for the repayment of the Company's debt partially to Credit Suisse AG, Singapore Branch; and
- 3. To approve the Material Transaction in accordance with the Bapepam-LK Regulation No. IX.E.2 on the Material transactions and the Change of Main Business Activities with respect to the plan of the Company to obtain intercompany loan facility from PT Cakrawala Andalas Televisi (CATV) as the Subsidiary of the Company.

#### E. Question and Answer

Before the decision, the Chairman of AGMS and EGMS has given opportunity to the Shareholders to raise question and/or to give response/opinion in each AGMS and EGMS Agenda. In the AGMS and EGMS Agenda, there was no Shareholder raising question.

## F. Voting Mechanism

All decision is made based on amicable deliberation to reach a mutual consensus. In the event where no amicable resolution is reached, the resolution was resolved by way of voting. Pursuant to Article 30 Regulation of Indonesia Financial Service Authority No. 32/POJK.04/2014, those who were abstentions shall be treated are included as part of the majority votes.

#### G. Resolution of AGMS

The resolutions of the AGMS of the Company are as follows:

| First Agenda of AGMS                      |  |                                      |                                    |  |
|---|--|--------------------------------------|------------------------------------|--|
| Number of Shareholders who raise question | There was no shareholder raising question  |                                      |                                    |  |
| Voting result                             | Affirmative Votes Abstentions Negative Votes   |                                      |                                    |  |
|   | 14.409.473.952 shares or equal to 99,90% of total attendance therefore approved by majority votes  | 292.145.000 shares or equal to 2,03% | 14.589.700 shares or equal to 0,1% |  |
| Resolution of the First<br>Agenda         | Resolved to approve and ratify the 2015 Annual Report and the Company's audited Financial Statement for the fiscal year ended on 31 December 2015 and granting full release and discharge ( <i>acquit et de charge</i> ) all members of the Board of Commissioners and Board of Directors for all of their supervisory and management actions for the fiscal year ended 31 December 2015 |                                      |                                    |  |

| Second Agenda of AGMS                     |   |                                |                            |  |
|---|---|--------------------------------|----------------------------|--|
| Number of Shareholders who raise question | There was no shareholder raising question   |                                |                            |  |
| Voting result                             | Affirmative Votes Abstentions Negative Votes  |                                |                            |  |
|   | 14.409.473.952 shares or equal to 99,90% of   | 292.145.000 shares or equal to | 14.589.700 shares or equal |  |
|   | total attendance therefore approved by  | 2,03%                          | to 0,1%                    |  |
|   | majority votes  |                                |                            |  |
| Resolution of the Second                  | d Resolved to approve and grant authority to the Board of Directors of the Company to determine and appoint |                                |                            |  |
| Agenda                                    | Independent Public Accountant who will carry out an audit of the Company's book ended December 31, 2016 and |                                |                            |  |
|   | determine the amount of honorarium for the Public Accountant and other requirements; and                    |                                |                            |  |

|   | Third Agenda o  | f AGMS                         |                             |
|---|---|--------------------------------|-----------------------------|
| Number of Shareholders who raise question | There was no shareholder raising question   |                                |                             |
| Voting result                             | Affirmative Votes   | Abstentions                    | Negative Votes              |
|   | 14.199.370.826 shares or equal to 98,44% of   | 292.145.000 shares or equal to | 224.692.826 shares or equal |
|   | total attendance therefore approved by  | 2,03%                          | to 1,56%                    |
|   | majority votes  |                                |                             |
| Resolution of the Third                   | 1. Resolved to reappoint members of the Board of Commissioners and Board of Directors of the Company whether the terms of the Company whether the terms of |                                |                             |
| Agenda                                    | <ul> <li>Accorded to recippoint members of the board of commissioners and board of Directors of the Board of Commissioners and Board of Directors of the Company in the next 5 (five) years period are as follows:</li> <li>BOARD OF COMMISSIONERS:         <ul> <li>President Commissioner</li> <li>ERICK THOHIR</li> <li>Commissioner</li> <li>OMAR LUTHFI ANWAR</li> <li>Commissioner</li> <li>ROSAN PERKASA ROESLANI</li> <li>Independent Commissioner</li> <li>SETYANTO PRAWIRA SANTOSA</li> </ul> </li> </ul>   |                                |                             |
|   | - Vice President Director: ROBER- Director: ANIND- Director: OTIS HA- Director: M. SAH  | ID MAHUDIE<br>ERIC BURKE       |                             |
|   | 2. Resolved to grant authorities and power with substitutive rights to the Board of Directors of the Comp<br>perform any and all acts necessary with respect to the reappointment of all the said members the Bo<br>Commissioners and Board of Directors, including but not limited to set up and request to be made and s<br>deeds and letters considered necessary to pour the result of resolution of the Meeting in the form of N<br>Deeds and notified with respect to the reappointment of all the said management of the Company<br>authorize institution in accordance with the prevailing laws and regulation.   |                                |                             |

AGMS of the Company was adjourned at 15.22 WIB.

# H. Keputusan RUPSLB

The resolutions of EGMS are as follows :

| First Agenda of EGMS  |   |                                |                             |
|---|---|--------------------------------|-----------------------------|
| Number of Shareholders  | There was no shareholder raising question       |                                |                             |
| who raise question  |   |                                |                             |
| Voting result   | Affirmative Votes Voting result Negative Votes  |                                |                             |
|   | 14.184.781.226 shares or equal to 98,34% of     | 292.145.000 shares or equal to | 239.282.526 shares or equal |
|   | total attendance therefore approved by majority | 2,03%                          | to 1,66%                    |
|   | votes   |                                |                             |
| Resolution of the First Resolved to approve and grant power and authority to the Board of Directors to grant as security the substantial or |   |                                |                             |
| Agenda all assets of the Company and/or its Subsidiaries as security with respect of loan/financing facility to be obtained by              |   |                                |                             |
| the Company and/or its Subsidiaries from the Financial Institution;   |   |                                |                             |

| Second Agenda of EGMS    |   |                                |                            |
|--------------------------|---|--------------------------------|----------------------------|
| Number of Shareholders   | There was no shareholder raising question   |                                |                            |
| who raise question       |   |                                |                            |
| Voting result            | Affirmative Votes Voting result Negative Votes  |                                |                            |
|                          | 14.409.474.052 shares or equal to 99,9% of  | 292.145.000 shares or equal to | 14.589.700 shares or equal |
|                          | total attendance therefore approved by majority   | 2,03%                          | to 0,1%                    |
|                          | votes   |                                |                            |
| Resolution of the Second | Resolved to approve and grant power and authority to the Board of Directors implement the Material Transaction in     |                                |                            |
| Agenda                   | accordance with the Bapepam-LK Regulation No. IX.E.2 on the Material Transactions and the Change of Main              |                                |                            |
|                          | Business Activity, with respect to the plan of the Company to sell up to 15% of its shares in PT. Intermedia Capital, |                                |                            |
|                          | Tbk. (MDIA), aiming for the repayment of the Company's debt partially to Credit Suisse AG, Singapore Branch           |                                |                            |

Third Agenda of EGMS

The Chairman of the Meeting announced to the shareholders that to heed the request from regulator therefore the discussion and resolution for the third agenda of EGMS shall be implemented in the EGMS that shall be convened in the period of 2 working days upon the announcement of the disclosure of information in relation to the material transaction plan as mentioned in this third agenda.

EGMS of the Company was adjourned at 15.48 WIB.

Jakarta, 7 September 2016 PT Visi Media AsiaTbk. Board of Directors