



## PT Indo Tambangraya Megah Tbk

### NOTICE FOR ANNUAL GENERAL MEETING OF SHAREHOLDERS

The Board of Directors of PT Indo Tambangraya Megah Tbk ("Company") hereby invites all shareholders of the Company to attend the Annual General Meeting of Shareholders of the Company ("Meeting"), which will be held on:

Day, Date : Monday, 25 March 2019  
Time : 9.00 a.m Western Indonesia Time – Finish  
Venue : Sheraton Grand Jakarta Hotel – Gandaria City  
Emerald Meeting Room  
Jl. Sultan Iskandar Muda, Kav. V-TA, Jakarta 12240

-with the following agenda:

1. Approval of the Annual Report and Ratification of the Financial Statement of the Company for the financial year 2018.
2. Determination of the utilization of the Company's net profit for financial year 2018.
3. Appointment of a Public Accountant to audit the financial statement of the Company for financial year 2019.
4. Determination of remuneration of the Board of Commissioners and Board of Directors for financial year 2019.
5. Amendment of Article 19 paragraph 2 of the Company's Articles of Association.
6. Change of composition of the Board of Commissioners and Board of Directors.
7. Report on the utilization of proceeds from the Initial Public Offering.

Explanation regarding the Meeting agenda:

- Agenda 1 – 4 are the agenda regularly held in the AGMS in accordance with the Law No. 40 of 2007 regarding Limited Liability Company and the Company's Articles of Association.
- The objective of Agenda 5 is to accommodate the latest amendment of IDX Regulation No. I-A on the Listing of Shares and Equity Securities, which recently remove the obligation to have an Independent Director.
- Agenda 6 is held to reappoint all members of the Board of Commissioner and the Board of Directors, whose terms of office will end at the closing of the Meeting.
- Agenda 7 is held to comply with the Financial Services Authority No. 30/POJK.04/2015 regarding Report on Realization of Proceeds from Initial Public Offering.

Notes:

1. The Company will not be sending an invitation letter to shareholders and this notice shall serve as the official invitation.
2. Only shareholders of record in the Company's Register of Shareholders at 4.15 p.m Western Indonesia Time on 22 February 2019 or holders of the Company's shares at the sub-securities account at PT Kustodian Sentral Efek Indonesia (KSEI) on the closing of shares trading at the Indonesia Stock Exchange on 22 February 2019 shall be entitled to attend and/or to be represented at the Meeting by proxy.
3. Shareholders who are unable to attend the Meeting in person may be represented by other person by completing a legal form of proxy. In the event that the proxy is given to a member of the Board of Directors, the Board of Commissioners or employee of the Company, the vote cast by such proxy shall not be counted in determining the total votes cast in the Meeting.
4. The proxy forms and the Meeting rules shall be available at [www.itmg.co.id](http://www.itmg.co.id) or at the office of the Share Registrar, PT Datindo Entrycom, Jalan Hayam Wuruk No. 28, Jakarta, 10120. Telp: +6221-3508077. The completed proxies should have been received by the Company at latest by 20 March 2019 via the Share Registrar, PT Datindo Entrycom.
5. Shareholders or their lawful proxies attending the Meeting will be required to provide a copy of their identity card (KTP) or passport or other proof of identity prior to entering the Meeting room. Institutional shareholders, e.g., limited liability companies, cooperatives or foundations, will be required to also provide a copy of their articles of association and its latest amendments and the latest deed of appointment of the management. Holder of the Company's shares at the sub-securities account at KSEI are requested to show a written confirmation for the Meeting issued by KSEI.
6. Meeting materials are available from 25 February 2019 until the Meeting date in the Company's office at Pondok Indah Office Tower 3, 3rd Floor, Jl. Sultan Iskandar Muda Kav. V-TA, Jakarta 12310, Telephone: (62-21) 29328100, Fax (62-21) 29327999 and can be downloaded from [www.itmg.co.id](http://www.itmg.co.id).
7. For punctuality of the Meeting, shareholders or their proxies are requested to arrive at Meeting venue by 8.30 a.m Western Indonesia Time. Shareholders or their proxies who come after the Meeting has been opened, will not be entitled to raise any questions or cast votes.

Jakarta, 25 February 2019  
**PT Indo Tambangraya Megah Tbk**  
The Board of Directors