



PROPOSED RESOLUTIONS

Agenda 1 and 2

1. To approve the Company's Annual Report for the Financial Year of 2012
2. To ratify :
 - Company's Financial Statement for the Financial Year of 2012 that has been audited by KAP Tanudiredja, Wibisana & Partners – Pricewaterhouse Coopers pursuant to their report dated 20 February 2013
 - Supervisory Report from the Board of Commissioners
3. To release and discharge the members of the Board of Commissioners and Directors from any responsibility and accountability (acquit et de charge) for any control and management measures they have taken during the Financial Year of 2012 as long as those actions has been reflected in the 2012 Company's Financial Statement and the Annual Report

Agenda 4

- To approve the appointment of KAP Tanudiredja, Wibisana & Rekan (member of PricewaterhouseCoopers) as the Independent Public Accountant to audit the Company's Annual Statements for the Financial Year of 2013
- To approve its service fee at USD 101,088
- To authorize the Board of Commissioners to determine substitute independent auditor should the appointed auditor unable to execute its assignment in compliance with the capital market rule and regulation

Agenda 5

- To authorize the Board of Commissioners to determine 2013 remuneration package for the Company's Board of Directors
- To determine 2013 remuneration package for the Company's Board of Commissioners in the maximum amount of IDR 6.2 billion and authorize the President Commissioner to determine the distribution among the members of the Board of Commissioners

PROPOSED RESOLUTIONS

Agenda 6

1. To appoint the Board of Commissioners and the Board of Directors with the following composition:

BOARD OF COMMISSIONERS	
Ibrahim Yusuf	President Commissioner & Independent
Somruedee Chaimongkol	Commissioner
Somyot Ruchirawat	Commissioner
Ir. Lukmanul Hakim, MM	Commissioner
Rudijanto Boentoro	Commissioner
Prof. DR. Djisman S.Simandjuntak	Independent Commissioner
BOARD OF DIRECTORS	
Pongsak Thongampai	President Director
Sean Trehane Pellow	Director
Edward Manurung SE, MBA	Director
Leksono Poeranto	Director
Hartono Widjaja	Director
A.H Bramantya Putra	Director

2. The term of office of the Board of Commissioners and the Board of Directors shall be effective as of the closing of this Annual General Meeting of Shareholders up to the closing of the third Annual General Meeting of Shareholders to be held in 2016.
3. To release and discharge the existing members of the Board of Commissioners and the Board of Directors from their responsibility and accountability of all actions taken during their term of office in the Company, including ratifying all actions taken on behalf of the Company, if any, during their term of office until the closing of this Meeting.

The CV of all members of the Board of Commissioners and the Board of Directors are presented in the next page.

PROPOSED RESOLUTIONS

BOARD OF COMMISSIONERS



IBRAHIM YUSUF

Date of birth: 17 January 1946

Education:

- National Resilience (Lemhannas), Jakarta
- Asian Institute of Journalism, Manila
- Bachelor of Social & Political Science, Gajah Mada University, Jogjakarta

Experiences :

- 2010 – present
- 2009 – 2010
- 2004 – 2008

- 2000 – 2002
- 2000 – 2002
- 1981 - 2000

President & Independent Commissioner, PT Indo Tambangraya Megah Tbk
Independent Commissioner, PT Indo Tambangraya Megah Tbk
Ambassador Extraordinary and Plenipotentiary & Representative UNESCAP
in the Kingdom of Thailand
Ambassador Extraordinary and Plenipotentiary in United Arab Emirates, Abu
Dhabi
Special Envoy for Capacity Building in Palestina
Deputy Director, Ministry of Foreign Affairs



SOMRUEDEE CHAIMONGKOL

Date of birth : 25 October 1961

Education :

- Director Certification Program, Thai Institute of Directors Association, Thailand
- Program for Global Leadership, Harvard University Graduate School of Business Administration, USA
- Bachelor of Accounting, Bangkok University, Thailand

Experiences :

- 2007 – present

- 1999 – present

Director, Banpu Minerals (Singapore) Pte. Ltd., Banpu Minerals Company Ltd., Banpu International Ltd., Silamani Corp. Ltd., Silamani Marble Company Ltd., Banpu China Pte. Ltd.
Chief Financial Officer, Banpu Public Company Limited, 1999 – present

PROPOSED RESOLUTIONS



SOMYOT RUCHIRAWAT

Date of birth: 5 April 1955

Education :

- Director Certification Program, Thai Institute of Directors Association, Thailand
- Master Degree in Business Administration (Executive), Chulalongkorn University, Thailand
- Master Degree in Industrial Engineering & Management, Asian Institute of Technology, Thailand
- Bachelor of Chemical Engineering, Chulalongkorn University, Thailand

Experiences :

- 2013 – present
Deputy CEO, Banpu Public Company Limited
- 2012 – present
Commissioner PT Indo Tambangraya Megah Tbk
- 2001 - 2012
President Director PT Indo Tambangraya Megah Tbk
- 2007 – 2012
Director PT Indominco Mandiri, PT Trubaindo Coal Mining, PT Jorong Barutama Greston, PT Bharinto Ekatama
- 2004 – 2007
President Director PT Bharinto Ekatama
- 2001 – 2007
President Director PT Indominco Mandiri, PT Trubaindo Coal Mining, PT Jorong Barutama Greston
- 1995 - 2007
Head of Coal Indonesia Business, Banpu PCL
- 1994 - 1995
General Manager, Siam Unisole Co.,Ltd.
- 1990 - 1993
Operations Manager, PPG-Siam Silica Co.,Ltd.
- 1987 - 1990
Lead Technologist, Thai Oil Co.,Ltd.
- 1977 - 1987
Manager (Utilities), Siam Kraft Paper Co.,Ltd., Siam Cement Group



Ir. LUKMANUL HAKIM, MM

Date of birth : 17 November 1953

Education :

- Master of Management (MM) Prasetya Mulya Institute of Management
- Bachelor of Engineering in Mining, Bandung Institute of Technology

Experiences :

- 2007 – present
Commissioner, PT Indo Tambangraya Megah Tbk
- 2008 – present
Commissioner, PT Bharinto Ekatama
- 2007 – present
Commissioner, PT Indominco Mandiri, PT Trubaindo Coal Mining, PT Jorong Barutama Greston, PT Kitadin
- 2006 – 2007
Human Resources Director, BANPU group
- 2005 – 2006
Human Resources & Quality, Safety, Environment Director, Coal Operations Indonesia
- 2004 – 2008
Director, PT Bharinto Ekatama
- 2003 – 2007
Director, PT Jorong Barutama Greston
- 2003 – 2007
Director, PT Trubaindo Coal Mining
- 2002 – 2007
Director, PT Indominco Mandiri
- 2001 – 2007
Director, PT Kitadin
- 2001- 2005
Operational & Human Resources Director, PT Indominco Mandiri & PT Kitadin

PROPOSED RESOLUTIONS



RUDIJANTO BOENTORO

Date of birth : 4 November 1953

Education : Bachelor of Economics, University of Parahyangan, Bandung

Experiences :

- 2010 – present
Commissioner, PT Indo Tambangraya Megah Tbk
- 2007 – 2009
Director, PT Indo Tambangraya Megah Tbk
- 1994 – 2009
Director, PT Indominco Mandiri
- 2003 – 2009
Director, PT Trubaindo Coal Mining
- 2004 – 2009
Director PT Bharinto Ekatama
- 2001 – 2003
Director, PT Kitadin
- 2005 - 2006
SVP Commercial & Customer Relation, Banpu Group
- 2001 – 2005
SVP Marketing, Banpu Group
- 1989 – 2001
Marketing Director, PT Indominco Mandiri
- 1989 – 1993
General Manager PT Indominco Mandiri
- 1986 – 1988
Manager Marketing PT Kitadin
- 1981 – 1986
Marketing Support Specialist - Computer Division PT Astra Graphia



PROF. DR. DJISMAN S.SIMANDJUNTAK

Date of birth : 1 January 1947

Education:

- PhD, International Economics, University of Cologne, Germany
- Diplom Rer-Pol majoring in Monetary Economics and Public Finance, University of Cologne, Germany
- Bachelor of Arts in Business Economics, University of Parahyangan, Bandung

Experiences :

- 2007 – present
Independent Commissioner, PT Indo Tambangraya Megah Tbk
- 2012 – present
Independent Commissioner, PT Asuransi MSIG Indonesia
- 2008 – present
Chairman, Executive Board, Prasetya Mulya Foundation
- 2008 - present
Professor of Business Economics, Prasetya Mulya Business School
- 2007 – 2008
Independent Commissioner, PT Austindo Nusantara Jaya
- 2005 – present
Chairman of the Board of Directors, Centre for Strategis and International Studies (CSIS)
- 2004 – 2011
Chairman, Board of Advisory, Indonesian Institute for Corporate Directorship
- 2003 – 2005
Independent Commissioner, Lippo Bank
- 2005 – 2009
President Director, Prasetya Mulya Management Institute
- 2004 – 2008
Executive Director, Prasetya Mulya Business School
- 2000 – 2003
Chairman, Board of Management, Indonesian Institute for Corporate Directorship
- 2000 – present
President Commissioner, PT Indomarco PrismaTama Tbk

PROPOSED RESOLUTIONS

BOARD OF DIRECTORS



PONGSAK THONGAMPAI

Date of birth : 14 February 1961

Education:

- I.O.D. Directors Certification Program, Thai Institute of Directors Association
- Master of Business Administration (MBA), Kasetsart University, Thailand
- Bachelor of Science (Geology), Chulalongkorn University, Thailand

Experiences :

- 2012 – present President Director, PT Indo Tambangraya Megah Tbk
- 2003 – 2012 Operations Director, PT Indo Tambangraya Megah Tbk
- 2007 – present President Director, PT Indominco Mandiri, PT Trubaindo Coal Mining, PT Bharinto Ekatama, PT Jorong Barutama Greston
- 2004 – 2007 Director PT Bharinto Ekatama
- 2003 – 2007 Director PT Indominco Mandiri, PT Trubaindo Coal Mining, PT Jorong Barutama Greston
- 2002 – 2005 VP Business Development, Coal Operation Indonesia
- 2001 – 2002 Managing Director, Banpu Terminal Co.Ltd., Thailand
- 1992 – 2001 Senior Manager, Government Relations Banpu Public Co.Ltd. Thailand
- 1990 – 1991 Assistant Project Manager, Visanu Cement Co.Ltd. Thailand
- 1988 – 1989 Mine Manager, S.T.C. Mining Co.Ltd., Thailand
- 1986 – 1988 Head of Exploration Division, Sompong Mining Co.Ltd., Thailand
- 1982 – 1985 Geologist, Exploration, Chatchue Sompong Mining Co.Ltd., Thailand



SEAN TREHANE PELLOW

Date of birth : 13 January 1958

Education : First Class Diploma of The Camborne School of Mines, MAusIMM in Mining Engineering, U.K. 1979

Experiences :

- 2012 - present Operations Director, PT Indo Tambangraya Megah Tbk
- 2011 - 2012 Bontang Group Head, PT Indominco Mandiri
- 2003 – 2011 Mine Head, PT Indominco Mandiri
- 2001 – 2003 Mining Production, PT Indominco Mandiri
- 1999 - 2001 Mine Engineering Manager, PT Indominco Mandiri
- 1991 – 1999 Superintendent Technical, PT Kaltim Prima Coal
- 1987 – 1991 Mining Engineer (Senior) Planning, Diamond Mining, De Beers Botswana Mining Co.Pty. Ltd., Botswana
- 1981 – 1987 Mine Captain, Copper-Nickel Mining, BCL Ltd, Botswana
- 1979 – 1981 Graduate Engineer, Murphy Brothers. Ltd., Leicester, England

PROPOSED RESOLUTIONS



EDWARD MANURUNG

Date of birth : 19 May 1958

Education:

- Master of Business Administration in Finance, University of Florida, USA
- Sarjana Ekonomi Akuntansi/Bachelor of Science in Accounting, University of Indonesia

Experiences :

- 2007 – present Finance Director, PT Indo Tambangraya Megah Tbk
- 2006 – 2007 Finance Director, Electronic City Group
- 2003 – 2006 Finance Director, Makro Indonesia
- 2002 – 2003 Finance & Administration Director, L’Oreal Indonesia
- 2001 Finance Director, Monsanto Indonesia
- 1996 – 2001 Direktur (Last Position), Dow Indonesia & Dow Vietnam
- 1995 – 1996 Accounting Manager (Last Position), Centralindo Panca Sakti (Napan Group)
- 1990 – 1993 Credit Analyst Corporate Banking, Deutsche Bank



LEKSONO POERANTO

Date of birth : 19 May 1958

Education :

- Professional Directorship Program
- Master of Business Administration from IPWI
- Military Academy Magelang

Experiences :

- 2012 – present Corporate Affairs Director PT Indo Tambangraya Megah Tbk
- 2009 – 2012 Vice President, Corporate Affairs of PT Indo Tambangraya Megah Tbk
- 2009 – present President Director PT Kitadin and Director PT Indominco Mandiri, PT Trubaindo Coal Mining, PT Bharinto Ekatama, PT Jorong Barutama Greston
- 1999 - 2009 Deputy Director, External Relations PT Indo Tambangraya Megah Tbk
- 1996 – 1999 Manager HRD, PT Batamindo Investment Corporation
- 1992 – 1996 Manager Operation – Managing Director, PT Benoa Baruna Sakti, Bali
- 1990 – 1992 Manager Operation, PT Indo Sail Sakti, Bali

PROPOSED RESOLUTIONS



HARTONO WIDJAJA

Date of birth : 03 December 1963

Education :

- MBA - Business Administration from IPMI (Institute of Management Development Indonesia)
- Bachelor in Electronic Engineering (Ir) from Satya Wacana University Salatiga

Experiences :

- 2011 – present Sales & Logistics Director, PT Indo Tambangraya Megah Tbk.
- 2010 – 2011 Senior Vice President - Marketing Japan, Europe, NZ & Marketing Compliance
- 2007 – 2010 Senior Vice President - Marketing China & North Asia
- 2002 – 2007 Vice President Regional Marketing
- 1999 – 2002 Deputy Director – Marketing & Shipping
- 1996 – 1999 General Manager – Marketing & Shipping
- 1994 – 1996 Deputy General Manager – Marketing & Shipping
- 1992 – 1994 Marketing Manager, PT Kitadin
- 1989 – 1992 Assistant Marketing Manager, PT Kitadin
- 1988 – 1988 Sales Associate, Metrodata (IBM)



Ir. ANDRE HERMAN BRAMANTYA PUTRA, MM

Date of birth: 10 Nopember 1964

Education:

- Master Degree majoring in International Management, Prasetiya Mulya Business School, Jakarta
- Bachelor Degree majoring in Geology UPN Veteran, Yogyakarta

Experiences :

- 2012 – present Vice President – Corporate Service PT Indo Tambangraya Megah, Tbk.
- 2010 – 2012 PT Indominco Mandiri Mine Head
- 2006 – 2012 Kepala Teknik Tambang PT Indominco Mandiri
- 2005 – 2010 Administration Mine Manager – PT Indominco Mandiri Bontang
- 2002 – 2005 Corporate Human Resources Manager – Banpu Coal Operation Indonesia
- 2001 – 2002 Human Resources Manager – PT Kitadin
- 1997 – 2001 Operation Support Dept. Head – PT Indominco Mandiri
- 1994 – 1997 Technical Specialist – PT Indominco Mandiri
- 1992 – 1994 Sr. Geologist – PT Indominco Mandiri
- 1991 – 1992 Geologist – PT Indominco Mandiri (Project Site)

PROPOSED RESOLUTIONS

Agenda 7

Other: Report on the Usage of Funds Obtained from Initial Public Offering 2007

Description	Allocation	Realization as of Dec 31, 2012
Bontang Coal Terminal expansion	Rp. 656.3 billion	Rp. 699.5 billion
Bontang Power Plant	Rp. 234.4 billion	Rp. 126.1 billion
Indominco East Block Development	Rp. 187.5 billion	-
Bharinto Development	Rp. 468.8 billion	Rp. 418.7 billion
Others (business expansion, general corporate purposes & loan repayment)	Rp. 1,517.2 billion	Rp. 905.1 billion
TOTAL	Rp. 3,064.2 billion	Rp. 2,149.4 billion

Note:

1. The remaining fund are placed in the form of current account, time deposit and SBI.
2. Loan repayment by subsidiary, PT Indominco Mandiri, amounted to Rp. 825,659,948,000.
3. Loan repayment by subsidiary, PT Trubaindo Coal Mining, amounted to Rp. 340,580,371,144.
4. Loan repayment by subsidiary, PT Kitadin, amounted to Rp. 219,598,681,526.
5. Loan repayment by subsidiary, PT Jorong Barutama Greston, amounted to Rp. 303,055,336,403
6. The above loan repayment are used for further business development of subsidiaries and additional funding for acquisition.