

**ANNOUNCEMENT OF  
SUMMARY OF MINUTES OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS  
AND THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS 2015 &  
SCHEDULE CASH DIVIDEND PAYMENT FOR THE FINANCIAL YEAR 2014  
PT TIFA FINANCE Tbk.**

The Board of Directors of PT TIFA FINANCE Tbk, (the "Company"), domiciled in South Jakarta, hereby announce that the Company has convened the Annual General Meeting of Shareholders "(AGM)" and the Extraordinary General Meeting of Shareholders (EGM) (hereinafter referred collectively as the "Meeting")

**A. Day/Date. Time, Place and Agenda**

Day/Date : Friday, 29 May 2015  
 Venue : Cempaka Room  
           Balai Kartini – Jend Gatot Subroto Street Kav 37  
           Jakarta 12950  
 Time : 14.34 Western Indonesia Time - 15.24 (AGM)  
        15.31 Western Indonesia Time - 15.47 (EGM)

Agenda of the AGM :

1. To approve the Annual Report and validate the Company's Financial Statements for the Financial Year ended 31 December 2014 and grant full release and discharge of responsibility (Acquit et de charge) to the Board of Commissioners and Directors.
2. To determine the distribution of the Company's net profit for the financial year ended 31 December 2014.
3. To approve the re-appointment of the Public Accountant for the financial year ended 31 December 2015.
4. To approve the change in composition of the Board of Directors and the Board of Commissioners, and the re appointment of the Syariah Supervisory Board, in addition to determining the remuneration and honorarium for the Board of Directors, Board of Commissioners and the Syariah Supervisory Board for the 2015 period.

Agenda of the EGM :

-To approve amendments to the Articles of Association of the Company in order to comply with provisions as stipulated in the regulations as issued by the Financial Services Authority ("OJK") as well as, changes pertaining to a Commissioner's period of service on the Company's Board of Commissioners.

**B. Members of the Company's Board of Directors, Board of Commissioners and Shariah Supervisory Board in Attendance.**

**1. The Annual General Meeting of Shareholders "(AGM)".**

President Director	:	TJIPTO SURJANTO
Independent Director	:	ESTER GUNAWAN
Commissioner	:	SNG CHIEW HUAT
Independent Commissioner	:	SUTADI SUKARYA

## 2. The Extraordinary General Meeting of Shareholders (EGM)

President Director	:	BERNARD THIEN TED NAM
Independent Director	:	ESTER GUNAWAN
Commissioner	:	SNG CHIEW HUAT
Independent Commissioner	:	SUTADI SUKARYA

### C. Attendance of Shareholders

#### 1. The Annual General Meeting of Shareholders “(AGM)”.

The shares in attendance and/or represented in the Meeting consist of 801.810.100 shares or equal to 74,26% of 1.079.700.000 share, total shares that has been issued by the Company with valid voting rights.

#### 2. The Extraordinary General Meeting of Shareholders (EGM)

The shares in attendance and/or represented in the Meeting consist of 933.799.100 shares or equal to 86,49% of 1.079.700.000 share, total shares that has been issued by the Company with valid voting rights.

### D. Process of Resolution in the Meeting

The process of Resolution during the Meeting is based on deliberation and consensus. In the event that a consensus cannot be reached, a final resolution is concluded by way of voting.

### E. Opportunity to Ask Questions and/or Comment & Resolution by Voting

The Shareholders shall be given opportunities to ask questions and/or share their opinions related to each item of the Meeting Agenda, but None of the Shareholders asked any questions and/or shared their opinions.

- None of the Shareholders or their proxies who attended at the Meeting gave non affirmative vote .
- None of the Shareholders or their proxies who attended at the Meeting gave abstain
- All of the shareholders or their proxies who attended at the meeting giving affirmative vote
- Therefore, the resolution was approved by the Meeting in deliberation and consensus.

### F. The AGM Resolution

#### 1. Agenda - Item 1

- a. To approve and validate the Company's Annual Report for the financial year ended 31 December 2014, including the Company's Financial Statements, the Supervisory Report of the Board of Commissioners and the Company's Financial Statements ended 2014
- b. To approve and grant full release and discharge to all members of the Board of Directors and the Board of Commissioners from responsibility (Acquit et decharge) for their management and supervisory actions during the year 2014, as long as their actions are reflected in the Company's Annual Report.

#### 2. Agenda – Item 2

- a. To approve the distribution of the Net profit of the Company as follows :
  - 1) Cash dividend to the amount of IDR. 10,797,000,000,- (ten trillion seven hundred and ninety seven million rupiah) 29,75% of the Company's net profit, or Equal to IDR 10,- per share before tax to be paid.
  - 2) IDR. 50, 000,000,- , shall be allocated to “General Reserves”
  - 3) Remaining balance of IDR. 25,451,508,843,- shall be treated as “Retained Earnings”.
- b. Grant power and authority to the Board of Directors to perform all necessary actions related to the Cash Dividend Payout and its related process and procedures.

### 3. Agenda – Item 3

To grant power and authority to the Board of Director with recommendation from the Board of Commissioners to determine or replace the Public Accountant including a substitute in the event that the appointed Public Accountant for whatever reason is unable to finish the audit and financial statements for the financial year 2015, and to determine the honorarium and other requirements for the Public Accountant.

### 4. Agenda – Item 4

- a. 1. To approve the honorable discharge of members of the Board of Commissioners, the Board of Directors and the Syariah Supervisory Board whose terms in office has ended as of the close of this Meeting. We graciously thank you for your valuable contributions filled with experience, skill, wisdom, guidance and advise during your terms in office.

2. Appointed :

- Mr. Bernard Thien Ted Nam, as President Director and Ms. Ester Gunawan, as Independent Director; Started from the close of this Meeting
- Mr. Bapak Tjahja Wibisono, as Director; effective since getting the determination of the Fit and Proper Test from Financial Service Authority

To set the appointment with the period and tenure until the closing of the AGM following year

3. Appointed :

- Mr Lisjanto Tjptobiantoro, as President Commissioner; Ms Sng Chiew Huat, as Commissioner; and Mr Sutadi Sukarya, as Independent Commissioner started from the close of this Meeting;
- Bapak Antonius Hanifah Komala, Independent Commissioner; effective since getting the determination of the Fit and Proper Test from Financial Service Authority

To set the appointment with the new period and tenure which is described in the Company's article of association (the change of the Company's article of association pertaining to the change of The Board of Commissioners' service period, which is agreed and decided by EGM), until the closing of the AGM in 2018.

4. Appointed:

- Bapak Iggi Haruman Achsien, as Head of Syariah Supervisory Board ;
- Bapak Yulizar Djamaludin Sanrego, as Member of Syariah Supervisory Board;

To set the appointment with the period and tenure until the closing of the AGM following year

5. To grant authority and substitution right to the Board of Directors to perform all necessary actions related with this agenda in accordance with the prevailing laws and regulations including to state in a notarial deeds and to notify any changes of the composition of the Board of Directors, the Board of Commissioners and the Syariah Supervisory Board, either after the closing of the Meeting or after getting the determination letter from Financial Service Authority ("OJK") concerning the meeting's resolution, announcing to the relevant authorities and all and any necessary actions related to the resolution in accordance with prevailing regulations.

- b. Determine the salaries and honorarium for members of the Board of Commissioners for the Company's Financial Statements for the Financial Year ended 31 December 2015 with a maximum of IDR. 2,000,000,000,- (two trillion rupiah) gross and to grant authority to the President Commissioner to determine the distribution.
- c. Grant authority to the Board of Commissioners to determine the salaries and honorarium for members of the Board of Directors and the Syariah Supervisory Board.

#### The EGM Resolution

- a. To approve amendments to the Articles of Association of the Company in order to comply with regulations as issued by the Financial Services Authority ("OJK") and To approve changes to the members of the Board of Commissioners' service periods.
- b. Approval to grant authority and substitution right to the Board of Directors to perform all necessary actions in connection with such resolution, including but not limited to stating/declaring such resolution in notarial deed, to amend and/or to recompile all provisions of Company's Article of Association in accordance with the resolution (including confirming the composition of shareholders in a deed. If necessary), as required by and pursuant to the provisions of the prevailing laws and regulations, to draw up or to have the documents drawn up as well as to sign the deeds and letters or documents required, and further to apply for approval and/or to notify the relevant authorities of the meeting's resolutions and/or the amendments and/or additions thereto in any form whatsoever as required to obtain the said approval, to take all and any necessary actions with prevailing regulations.

#### G. Schedule of Cash Dividend Payment for Financial Year 2014

In accordance with the decision of the Agenda – Item 2 as mentioned above where the Company has decided to distribute dividends for the Financial Year 2014 to shareholders to the amount of IDR 10,797,000,000,- or 29,75% from Company's net profit for the Financial Year 2014 or Equal to IDR 10,- per share.

The schedule for cash dividend payout for the Financial Year 2014 is as follow:

No	Activities	Date
1	Last trading date of the Company's shares with entitlement for dividend (cum Dividend) - Regular and Negotiated Markets - Cash Market	8 June 2015 11 June 2015
2	First trading date of the Company's shares without entitlement for dividend (ex Dividend) - Regular and Negotiated Markets - Cash Market	9 June 2015 12 June 2015
3	Recording Date	11 June 2015
4	Payment Date	3 July 2015

#### Procedures of Cash Dividend Payment

1. The Cash Dividend shall be paid to Shareholders of the Company whose names are registered in the Registrar of Shareholders on 11 June 2015 and/or in the sub securities account in PT Kustodian Sentral Efek Indonesia ("KSEI") as at the close of Indonesian Stock Exchange trading session on 11 June 2015 at 16.00 Western Indonesia Time (recording date).
2. For those Shareholders of the Company whose shares are deposited in KSEI, the cash dividend shall be paid through KSEI and distributed to the securities account of the Securities Companies and/or Custodian Banks in KSEI on 3 July 2015. The receipt of the payment of the Cash Dividend shall be given by KSEI to the Securities Companies and/or the Custodian Banks where the Shareholders have opened their accounts. For shareholders whose shares are not

deposited in the collective deposit in KSEI, the Cash Dividend shall be transferred directly to the shareholders' accounts.

3. The Cash Dividend is subject to taxes as stipulated under the prevailing laws and regulations. Each shareholder is responsible for the tax payable on the cash dividend in accordance with the applicable tax rates.
4. Shareholders in the form of a legal entity who are considered as Onshore Tax Payers and have not registered their Tax Registration Number (NPWP) are requested to submit their NPWPs to KSEI or to the Company Share Registrar at PT Ficomindo Buana Registrar, Mayapada Tower Lt. 10, Suite 2B, Jl, Jenderal Sudirman Kav. 28, Jakarta 12920 at the latest by 11 June 2015 at 16.00 Western Indonesia Time. Without a registered NPWP, the Cash Dividend will be subjected to a withholding tax rate of 30 %
5. Shareholders who are considered as Offshore Tax Payers may follow the Tax Treaty under the Agreement on Prevention of the Imposition of Dual Taxes (P3B) in compliance with article 26 of Law No. 36 (2008) regarding the Fourth Amendment to the Law No. 7 of year 1983 on Income Tax and must submit the form of DGT-1 and DGT-2 which has been legalized by the Indonesian Tax Service for Public Companies to KSEI or the Company Share Registrar at the latest by 26 Juni 2015 without the said document , the Cash Dividend will be subject to a withholding tax rate of 20 %.
6. For Shareholders whose shares are deposited in KSEI, you may collect your Cash Dividend Tax Deduction Statements starting from 06 July 2015 at the Securities Company and/or the Custodian Banks where the Shareholders have opened their securities accounts and at the Company Share Registrar for the holders of script shares.

Jakarta, 03 June 2015  
PT TIFA FINANCE Tbk

The Board of Directors