



## PT TIFA FINANCE Tbk

### INVITATION TO THE ANNUAL GENERAL MEETING OF SHAREHOLDERS & THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

The Board of Directors of PT TIFA FINANCE Tbk (the "Company") domiciled in South Jakarta hereby invite the shareholders of the Company to attend the Annual General Meeting of Shareholders ("AGM") and the Extraordinary General Meeting of Shareholders ("EGM") hereinafter referred collectively as (the "Meeting") which will be held :

Day/date : Friday, 24 May 2019  
Time : 14.00 WIB – finish  
Place : Balai Kartini, Cempaka Room 2<sup>nd</sup> floor,  
Jl. Jend. Gatot Subroto, Kav. 37 - Jakarta 12950

#### **The Agenda of the AGM and EGM**

Agenda of the AGM as follows :

1. Approval and validation of the Annual Report for the financial year ended 31 December 2018 including the Company's activities report, the Company's Financial Statements, the Supervisory Report of the Board of Commissioners and the Company's Financial Statements for the financial year ended 31 December 2018 and grant a full release and discharge of responsibility ("acquit et de charge") to the Board of Commissioners and the Board of Directors for the 2018 period;
2. Determine the distribution of the Company's net profit for the financial year ended 31 December 2018;
3. Appointment of the Public Accounting Firm and/or Public Accountant to audit the Company's financial statement for the year ended 31 December 2019
4. Determine the remuneration and the honorarium of the Board of Commissioners, the Board of Directors and the Sharia Supervisory Board for the 2019 period.

Agenda of the EGM as follows :

Authorize the Company to pledge assets in excess 50% (fifty percent) of the Company's equity in 1 (one) financial year including 1 (one) transaction or cumulative transaction (either partial or correlated) in order to obtain credit facilities and/or funding for the Company. Term and conditions with collateral values as deemed appropriate by the Board of Directors in accordance with the Company's Article of Association and prevailing regulation.

Explanations are as follows :

1. Agenda of the AGM  
Items 1, 2, 3 and 4 on the Meeting Agenda are routine agenda in the Company's AGM. This is in accordance with the provisions in the Company's Article of Association, National Law No. 40/2007 and the Financial Services Authority Regulations Number 32 (POJK 32).
2. Agenda of the EGM  
The meeting agenda in EGM is accordance with the Company's Article of Association and National Law No. 40/2007, states the Company should require the General Meeting of Shareholders' approval in terms of pledging assets in excess 50% (fifty percent) of the Company's equity in 1 (one) financial year either include 1 (one) transaction or some commulative transaction (either partial or correlated).



#### Explanation on the Quorum of Attendance and Voting Tabulation

1. The AGM and EGM is valid and can be held as well as be able to take decisions that are binding if attended by the shareholders or their proxies of the legitimate Shareholders that represent :
  - a. Agenda of the AGM  
At least more than 1/2 (one half) of the total number of shares that have been issued by the company with voting rights.
  - b. Agenda of the EGM  
It requires at least 3/4 (three-fourth) of the total shares issued by the Company with valid voting rights.
2. The decision of the AGM and EGM taken based on deliberation for consensus. In the event when consensus cannot be reached, the decision is valid if the following approves :
  - a. Agenda of the AGM  
It requires more than 1/2 (one half) of the total shares with valid voting rights is legitimately present or represented in the Meeting.
  - b. Agenda of the EGM  
It requires more than 3/4 (three-fourths) of the total shares with valid voting rights is legitimately present or represented in the Meeting.

#### General Provisions

1. The Company shall not send specific invitations to each shareholder since this announcement constitutes an official invitation which is in accordance with the provision stipulated in the Company's Article of Association.
2. In Accordance with article 14 subsection 5 of the Company's Article of Association, Shareholders and/or Proxies who are entitled to attend the Meeting are those whose names are registered in the Registrar of Company or Shareholders whose shares are held in collective custody at PT Kustodian Sentral Efek Indonesia ("KSEI") on Thursday 2 May 2019 at 16.00 Western Indonesian Time.
3. The Shareholders and/or Proxies attending the Meeting must submit a valid copy of the Citizen Identity Card (KTP) or other valid identification documents, while for shareholders who represent companies must provide a copy of their company's Article of Association including the latest composition of the Board of Directors and Commissioners to the registration officer before entering the Meeting room. Shareholders whose shares are in KSEI's Collective Custodial Service must show Written Confirmation (**KTUR**) of their eligibility to attend the Meeting and this letter can be obtained through any members of Indonesian Stock Exchange or Custodian Banks.
4. Shareholders who are not able to attend the Meeting in person may appoint proxies who must provide a legitimate Power of Attorney Letter with the condition that any members of the Board of Directors, the Board of Commissioners and The Company's employees may act as the shareholder's representative, but their votes shall not be included in the total number of Votes cast during the Meeting.
5. The Power of Attorney Letter or Form can be obtained during regular office hours at the Company's Share Registrar (BAE). Address at **PT Ficomindo Buana Registrar, Wisma Bumiputera Building M Floor Suite 209, Jl, Jenderal Sudirman Kav. 75, Jakarta 12920**. The Power of Attorney letter must be attached to valid copies of the Citizen Identity Card (KTP) or other valid identification documents for both the shareholder and proxy. For company shareholders, evidence that their proxies are authorized to represent that legal entity must be stated clearly in the Power of Attorney Letter which must be submitted to the Company via BAE no later than Tuesday, 21 May 2019 at 16.00 Western Indonesian Time.
6. In accordance with Article 15 POJK 32, information on the Meeting Agenda will be available from the date of the invitation to attend the Meeting until (and including) the day of the Meeting itself. Shareholders may request (in writing) a hard copy of the Meeting Agenda to be collected from the Company's head office during regular office hours or download the document through the Company's website.



7. Shareholders and Meeting participants are encouraged to read the Rules and Etiquette of the Meeting. The document can be downloaded from the Company's website and will also be distributed to shareholders before entering the Meeting room.
8. In order to facilitate the proper arrangement for the Meeting, Shareholders or their proxies are requested to be present in the Meeting room (30) thirty minutes before the start of the Meeting.

Jakarta, 3 May 2019  
**The Board of Directors**