



## PT BENAKAT INTEGRA TBK

("COMPANY")

### INVITATION TO ALL SHAREHOLDERS

The Company's Board of Directors, based in Jakarta, herewith call and invite the Company's Shareholders to attend the **Annual General Meeting of Shareholders and Extraordinary General Meeting of Shareholders ("the Meeting")** which will be held on:

**Day/Date** : Thursday, November 19, 2015  
**Time** : 10:30 - finished, Western Indonesia Time  
**Place** : The Ritz Carlton Jakarta Mega Kuningan, Mutiara Ballroom,  
Lower Ground Floor, Lingkar Mega Kuningan, Kav. 1.1 No. 1  
Mega Kuningan, Jakarta, 12950

The **Agenda** as follows:

#### **Annual General Meeting of Shareholders:**

1. Approval of dispensation for Company's Board of the Directors regarding the delay to held the Annual General Meeting of Shareholders for the book year 2014 which has been passed the term pursuant to the provision under Company's Articles of Association;
2. Approval of Annual Report 2014 which include of Board of Commissioner's Supervision Report and ratification of the Company's Financial Report for the year ended 31 December 2014;
3. Determination of the utilization of Company's Net Profit for the book year 2014;
4. Determination of Board of Directors and Board of Commissioners remuneration for year 2015; and
5. Appointment of a Public Accountant to audit the annual calculation of the Company for the book year 2015.

#### **Extraordinary General Meeting of Shareholders:**

1. Approval of Company's plan for a series of transactions which are an integral, inseparable and a material transactions pursuant to Bapepam-LK Regulation No. IX.E.2 regarding Material Transactions and Core Business Shifting and an affiliated transactions with non-conflict of interest pursuant to Bapepam-LK Regulation No. IX.E.1 regarding Transaction with Affiliated Parties and Conflict of Interest of certain Transaction, the approval of transactions shall consist of:



- a. loan from Company's subsidiary namely PT Nusa Tambang Pratama to the Company and/or to Company's subsidiary namely PT Nusantara Pratama Indah; and
  - b. loan from Company's subsidiary namely PT Nusa Tambang Pratama to Bhira Investments Ltd.
2. Amendments to the Company's Articles of Association to conform with the provisions of the 2014 Financial Services Authority Regulation No.32/POJK.04/2014 on the Planning and Implementation of the General Meeting of Shareholders of Public Company and No.33/POJK.04/2014 on the Board of Directors and the Board of Commissioners of Public Company.

**Notes:**

1. Shareholders who are entitled to attend the Meeting are:
  - a. Shareholders whose names are recorded in the Company's Shareholders Register as of **October 27, 2015, at 16:00 Western Indonesia Time**;
  - b. shares in Collective Depository, shall be attend by the account holders or the account holder's proxies whose names are recorded at the account holder or the custodian bank in KSEI as of **October 27, 2015, at 16:00 Western Indonesia Time**; and
  - c. the securities account holders in Collective Depository shall give the shareholders list which managed to KSEI for get the Written Confirmation for the Meeting (KTUR) , 's are requested to submit the Identity Card (KTP) as well as the written confirmation for the Meeting ("KTUR").
2. Shareholders or Shareholders' Proxies who are attending the Meeting are required to bring and submit the copy of their valid Identity Card (KTP) or other valid legal identity documents to the registration officer before entering the Meeting room. For the Shareholders in Collective Depository shall submit the KTUR which provided by the custodian bank or their respective securities company;
3.
  - a. Shareholders who are unable to attend the Meeting may appoint proxies to represent them on the basis of a valid power of attorney, in a form determined by the Company's Board of Directors, with the condition that members of the Board of Director, the Board of Commissioners and employees of the Company are allowed to act as the Shareholders' Proxies, however, the vote casted will not be calculated in the voting;
  - b. Shareholders who will authorize their proxies may obtain the power of attorney form at Company's office at Menara Anugrah Lantai 12, Kantor Taman E.3.3, Jalan DR. Ide Anak Agung Gde Agung, Lot. 8.6-8.7, Kawasan Mega Kuningan, Jakarta Selatan during business days and hours; and
  - c. All proxies shall be receipt by the Company's Board of Director at the Company's office which stipulated in point 3.b above at the latest 3 (three) working days before the Meeting at 16:00 Western Indonesia Time.
4. Pursuant to the provision of Article 15 POJK No 32, if requested in writing by the Shareholders, the Meeting materials are available at the Company's office during the business days and hours start from the date of this invitation;



5. Shareholders in a form of legal entity are requested to bring along the copies of their latest Article of Association and the deed of the appointment of their recent members of Board of Directors and the Board of Commissioners, as well as the copy of the Identity Card (KTP) of those authorizing/receiving the proxies (if authorized); and
6. In order to facilitate an orderly Meeting, the Shareholders or Shareholders' Proxies are respectfully requested to arrive at the venue 30 (thirty) minutes before the Meeting commences.

Jakarta, October 28, 2015  
PT BENAKAT INTEGRA TBK.  
Board of Directors