



## PT Indo Tambangraya Megah Tbk

### NOTICE FOR ANNUAL GENERAL MEETING OF SHAREHOLDERS & EXTRAORDINARY 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 ("AGMS") and Extraordinary of the Company ("Meeting"), which will be held on:

Day, Date : Monday, 30 March 2020  
Time : 13.00 Western Indonesia Time – Finish  
Venue : Seminar Room 1-2, Gedung Bursa Efek Indonesia Tower 2 Lantai 1, Jalan Jenderal Sudirman Kav 52-53, Jakarta

#### Agenda of AGMS shall be as follows:

1. Approval of the Annual Report and Ratification of the Financial Statement of the Company for the financial year 2019.
2. Determination of the utilization of the Company's net profit for financial year 2019.
3. Appointment of a Public Accountant to audit the financial statement of the Company for financial year 2020.
4. Determination of remuneration of the Board of Commissioners and Board of Directors for financial year 2020.
5. Report on the utilization of proceeds from the Initial Public Offering.

#### Explanation regarding the AGMS 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.
- Agenda 5 is held to comply with the Financial Services Authority No. 30/POJK.04/2015 regarding Report on Realization of Proceeds from Initial Public Offering.

#### Agenda of EGMS shall be as follows:

1. Amendment of Article 3, Article 19 paragraph 2, Article 19 paragraph 3, Article 20 paragraph 2 of the Company's Articles of Association.
2. Change of composition of the Board of Commissioners and Board of Directors.

#### Explanation regarding the EGMS agenda:

- Agenda 1 is to propose the adjustment of Article 3 in relation to KBLI 2017 and the proposal to amend Article 19 paragraph 2, Article 19 paragraph 3 regarding the Board of Directors and Article 20 paragraph 2 regarding Duty & Authority of the Board of Directors related with the plan to change the Board of Directors' structure
- Agenda 2 is held to appoint the new members of the Board of Commissioner and the Board of Directors.

#### Notes:

1. The Company will not be sending an invitation letter to shareholders and this notice shall serve as the official invitation for AGMS and EGMS.
2. Only shareholders of record in the Company's Register of Shareholders at 4.15 p.m Western Indonesia Time on 27 February 2020 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 27 February 2020 shall be entitled to attend and/or to be represented at the AGMS & EGMS by proxy.
3. Shareholders who are unable to attend the AGMS & EGMS 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 AGMS & EGMS.
4. The proxy forms and the AGMS & EGMS 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 24 March 2020 via the Share Registrar, PT Datindo Entrycom.
5. Shareholders or their lawful proxies attending the AGMS & EGMS 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. AGMS & EGMS materials are available from 28 February 2020 until the AGMS & EGMS 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. The Company does not provide the material of AGMS & EGMS in the form of hardcopy. The Shareholders who require the hardcopy of the materials should send written request to the Company by completing the form provided in the Company's website and send it to [corsecitm@banpuindo.co.id](mailto:corsecitm@banpuindo.co.id).
8. For punctuality of the AGMS & EGMS, Shareholders are requested to register at the venue 30 (thirty) minutes prior the start of AGMS & EGMS.

Jakarta, 28 February 2020  
PT Indo Tambangraya Megah Tbk  
The Board of Directors