



**INVITATION  
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS  
PT TOBA BARA SEJAHTRA Tbk**

Board of Directors of PT Toba Bara Sejahtera Tbk (“**the Company**”), based in South Jakarta, herewith calls and invites the Company’s shareholders to attend Extraordinary General Meeting of Shareholders (“**the Meeting**”)

**Day/Date** : **Wednesday, January 31, 2018**  
**Time** : **14:00 – 16:00 Jakarta Time**  
**Venue** : **Ruang Seminar – Bursa Efek Indonesia  
Gedung Bursa Efek Indonesia  
Tower II, Lantai 1 (Galeri Bursa)  
Jakarta, 12190, Indonesia**

with agenda and explanations as follow:

**Agendum 1**

**Approval of Material Transaction Plans to be performed by the Company**

**Explanation:**

in the form of issuance of Bonds denominated in United States Dollar, to be issued by the Company through bids to investors outside the territory of the Republic of Indonesia which can be guaranteed by, such as, corporate guarantee by Subsidiary and/or other form of guarantee by the Company and/or its Subsidiaries ("Transaction Plan"), which is a material transaction in accordance to Bapepam-LK Regulation no. IX.E.2, Decision of Chairman of Bapepam-LK no. Kep-614/BL/2011 dated on November 28, 2011 concerning Material Transactions and Changes in Main Business Activities

**Agendum 2**

**Approval on the Subsidiary's plan to provide corporate guarantee and/or approval to guarantee all or the most of the Company's assets and/or its Subsidiary's assets**

**Explanation:**

in order to guarantee the obligations and/or debts of the Company and/or its Subsidiaries and/or other relevant parties in relate to the Transaction Plan and the Company's financing plan in the future, which will be conducted in accordance to the prevailing laws and regulations.

### **Agendum 3**

**Approval to authorize the Board of Directors of the Company to execute any necessary action, considered as necessary/good and required**

#### **Explanation:**

in order to executing the Transaction Plan and signing any documents related to the Transaction Plan including all changes and additions thereof with terms and conditions deemed good by Board of Directors.

Approval for reappointment of the Company's Board of Commissioners, which has the office expiration for 4 year-period, since the closing of the meeting until the closing of the Company's Annual General Meeting of Shareholders in 2020.

**A brief description of the Agenda of Meetings 1, 2 and 3 can be found in the announced Disclosure of Information along with additional information that had been issued on Investor Daily Indonesia, December 22, 2017**

#### **Note:**

1. The Company will not send a separate invitation to every Shareholder. This notice is the official Meeting invitation.
2. Shareholders, who are entitled to attend the Meeting are only valid Shareholders or Shareholders' Proxies – whereby
  - a. for shares that are not in collective custody: the Company's shareholders whose names are legally registered in the Register of Shareholders of the Company on January 8, 2018, not later than 16.15 Jakarta Time
  - b. for shares that are in collective custody: the Company's Shareholders whose names are listed in the securities sub-account at PT Kustodian Sentral Efek Indonesia ("KSEI") on January 8, 2018, not later than 16.15 Jakarta Time
3. the shares are either in KSEI's Collective Depository (*script or scripless*) or separate - whose names are recorded in the Company's Shareholders Register as of April 29, 2016.
4. Shareholders or Shareholders' Proxies attending the Meeting are requested 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. Shareholders, in the form of legal entity, are requested to bring and submit the copy of the articles of association and all the revision and the deed of the appointment of their recent members of Board of Directors and Board of Commissioners; and if required by regulations, the documents have been verified by the official authorities. Shareholders in KSEI's Collective Depository, who are attending the Meeting, are requested to submit the Identity Card (KTP) as well as the written confirmation for the Meeting ("KTUR"), which may be obtained at their respective securities company or custodian bank of the Account Holders of Securities in KSEI.
5. Shareholders, who are unable to attend the Meeting, may appoint proxies to represent them on basis of valid power of attorney. Members of Board of Directors, Board of Commissioners and the Company's employees are allowed to act as Shareholders' Proxies, however, the vote cast will not be calculated

in the voting. Shareholders, who will authorize their proxies, may obtain the power of attorney form

at the Company's Share Registrar Office: PT Datindo Entrycom, Jl. Hayam Wuruk No. 28, Lantai 2 Jakarta 10120 during business days and office hours. Such Power of Attorney must be dully signed on a Rp 6000 stamp duty.

6. The meeting materials for shareholders are available at the Company's website, [www.tobabara.com](http://www.tobabara.com), since the date of the Meeting invitation, and also can be obtained at the Company's office as mentioned on point no. 6, by attaching written request from Shareholders and must be received during business days and office hours since the date of the Meeting invitation until the date of the Meeting.
7. 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, January 9, 2018  
**PT Toba Bara Sejahtera Tbk**  
Board of Directors