



**INVITATION OF  
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS OF  
PERUSAHAAN PERSEROAN (PERSERO) PT ANEKA TAMBANG TBK**

The Board of Directors of Perusahaan Perseroan (Persero) PT Aneka Tambang Tbk abbreviated PT ANTAM (Persero) Tbk (the "**Company**"), having its domicile in South Jakarta, hereby invites the Company's Shareholders to attend the Annual General Meeting of Shareholders of the Company for the Financial Year of 2016 (the "**Meeting**"), which will be held on:

**Day / Date** : Tuesday, 2 May 2017  
**Time** : 09.00 WIB – finish  
**Venue** : Flores Room – Borobudur Hotel Jakarta  
Jl. Lapangan Banteng Selatan No. 1  
Jakarta 10710

With the following agenda:

1. The approval of the Annual Report of the Company on the condition and activities of the Company during the Financial Year of 2016, including the Annual Supervisory Report of the Board of Commissioners during the Financial Year of 2016 and the ratification of the Audited Financial Statements of the Company for the Financial Year of 2016, as well as the approval to fully release and discharge (*volledig acquit et de charge*) the members of the Board of Directors and the Board of Commissioners from their managerial and supervisory responsibilities in relation to the Company during the Financial Year of 2016.
2. The approval of the Annual Report including the financial report, of the Partnership Program and the Community Development Program during the Financial Year of 2016 and the approval to release and discharge (*acquit et de charge*) the members of the Board of Directors and the Board of Commissioners from their managerial and supervisory responsibilities in relation to the Partnership Program and the Community Development Program during the Financial Year of 2016.
3. The appropriation of the profit, including the distribution of dividend for the Financial Year of 2016.
4. The stipulation of the incentives for the performance of the members of the Board of Directors and the Board of Commissioners for the Financial Year of 2016 and their respective salaries/honorarium including facilities and allowances for the Financial Year of 2017.
5. The approval for the appointment of Public Accountant Office to carry out the audit of the Financial Statements of the Company for the Financial Year of 2017 and the Financial Statements of the Partnership Program and the Community Development Program for the Financial Year of 2016.
6. The Report of the Use of Proceeds of the Public Offering of the Company and ratification of the report for the realization of the utilization of the Additional Capital Participation of the State (*Penyertaan Modal Negara* (PMN) for the Company.
7. The ratification of the Regulation of the Minister of State Owned Enterprises Number PER-03/MBU/12/2016 on the Amendment to the Regulation of the Minister of State Owned Enterprises Number PER-09/MBU/07/2015 on the Partnership Program and the Community Development Program of State Owned Enterprises.
8. The approval for the delegation of authority to the Board of Commissioners of the Company to approve each amendment to the regulation of Dana Pensiun ANTAM (ANTAM Pension Fund).
9. The approval for the amendment to the Articles of Association of the Company.
10. The approval for the change to the Members of the Boards of the Company.

**With the following rationales :**

- a. Agenda 1, 2 and 3 of the Meeting are routine matters to be resolved at the Annual General Meeting of Shareholders (GMS) of the Company, which are made in accordance with the provisions of the prevailing laws and regulations, among others, the Articles of Association of the Company ("**Articles of Association**"), Law Number 40 of 2007 on Limited Liability Company (the "**Company Law**"), Law Number 19 of 2003 on State Owned Enterprises, the relevant regulations of the Financial Services Authority (FSA), and the Regulation of the Minister of State Owned Enterprises related to the Partnership Program and the Community Development Program of State Owned Enterprises.
- b. With regard to agenda 4 of the Meeting, the Company proposes to grant the authority and power to the following:
  - (i) to the holder of Dwiwarna Series A Share to determine the amount of performance incentives for the performance of the members of the Board of Commissioners for the Financial Year of 2016 and the salaries/honorarium including facilities and allowances for the members of the Board of Commissioners for the Financial Year of 2017; and
  - (ii) to the Board of Commissioners, with prior approval from the holder of the Dwiwarna Series A Share to determine the amount of performance incentives for the performance of the members of the Board of Directors for the Financial Year of 2016 and the salaries/honorarium including facilities and allowances for the members of the Board of Directors for the Financial Year of 2017.
- c. For agenda 5 of the Meeting, the Company will propose the appointment of Public Accounting Firm (KAP) Tanudiredja, Wibisana, Rintis & Rekan, a member firm of PricewaterhouseCoopers, to audit the Financial Statements of the Company for the Financial Year of 2017 and the Financial Statements of the Partnership Program and the Community Development Program for the Financial Year of 2017.
- d. For agenda 6 of the Meeting, the Company will:
  - (i) deliver the accountability report on the realization of the utilization of the Additional Capital Participation of the State (*Penyertaan Modal Negara*) as part of proceeds of the Limited Public Offering I (PUT I) of the Company, accordingly in the relevant financial year, to obtain the ratification of the report, as stipulated under the Regulation

of the Minister of State Owned Enterprises Number PER-08/MBU/06/2015 on the Guidelines for Reports on the Realization of the Utilization of Additional Capital Participation as last amended by the Regulation of the Minister of State Owned Enterprises Number PER-11/MBU/09/2015; and

(ii) deliver the accountability report on the realization of the utilization of proceeds of the Public Offering of the Company (namely the proceeds of the Limited Public Offering I (PUT I) and the proceeds of the Company's Sustainable Bonds I with Fixed Rate-Stage I of 2011) in accordance with the provisions under the FSA Regulation Number 30/POJK.04/2015 on the Report on the Realization of the Utilization of Proceeds of a Public Offering.

- e. Agenda 7 of the Meeting is proposed to be held in relation to the enactment of the Regulation of the Minister of State Owned Enterprises mentioned above, and therefore, the Company intends to ratify the relevant Regulation of the Minister at the Annual General Meeting of Shareholders of the Company.
- f. For agenda 8 of the Meeting, the Company proposes the delegation of authority to the Board of Commissioners of the Company to grant the approval for any amendment to the Regulation of Dana Pensiun ANTAM (ANTAM Pension Fund) (which, by regulation, needs the approval of the GMS of the Company) is made with due consideration that Dana Pensiun ANTAM (ANTAM Pension Fund) will make necessary adjustments in phases to ensure that the Regulation of Dana Pensiun ANTAM (ANTAM Pension Fund) be in compliance with the prevailing laws and regulations, including the regulations set out by the FSA.
- g. For agenda 9 of the Meeting, the amendment to the Articles of Association of the Company is made following the policy of the Ministry of State Owned Enterprises, as representative of the holder of Dwiwarna Series A Share, to set out a standardized Articles of Association for Publicly Listed State Owned Enterprises, with due observance to the provisions of the prevailing laws and regulations including regulations related to capital market.
- h. For agenda 10 of the Meeting, the change to the Members of the Boards of the Company will be made in compliance with the provisions under the Articles of Association of the Company, the Regulation of the Minister of State Owned Enterprises Number PER-02/MBU/02/2015 on the Requirements and Guidelines of Appointments and Dismissals of Members of the Board of Commissioners and Supervisory Board of State Owned Enterprises, the Regulation of the Minister of State Owned Enterprises Number PER-03/MBU/02/2015 on the Requirements and Guidelines of Appointments and Dismissals of Members of Boards of Directors of State Owned Enterprises, and the FSA Regulation Number 33/POJK.04/2014 on the Board of Directors and the Board of Commissioners of Issuers and Public Companies, as may be further amended/supplemented from time to time as may be applicable to the Company.

Notes:

- 1. The Company does not send separate invitations to the Shareholders as this announcement constitutes an official invitation as in accordance with Article 14 (5) of the Articles of Association and Article 13 (3) of the FSA Regulation Number 32/POJK.04/2014 on the Plan and Implementation of General Meeting of Shareholders of Publicly Listed Companies as last amended by the FSA Regulation Number 10/POJK.04/2017 (hereinafter referred to as "**FSAR No. 32/2014**").
- 2. In reference to Articles 9 (11) and 19 of FSAR No. 32/2014, Shareholders who are entitled to attend or be represented and to cast votes at the Meeting are those whose names are recorded in the Registry of Shareholders of the Company or holders of the account in the Collective Custody of PT Kustodian Sentral Efek Indonesia at the closing of trading in the Indonesian Stock Exchange as per Friday, April 7th, 2017, at 4:15 PM Western Indonesian Time.
- 3.
  - a. Shareholders who are unable to attend the Meeting can be represented by their proxies in the Meeting by presenting the Power of Attorney provided that the members of the Board of Commissioners, the Board of Directors and the employees of the Company may act as proxies of the Shareholders in the Meeting, however any vote issued by them as proxies in the Meeting will not be counted in the ballot.
  - b. The form of the Power of Attorney is available at the office of the Company's share registrar ("**BAE**") during working hours.
- 4. Shareholders or their proxies who are attending the Meeting will be requested to provide and submit a copy of valid identification evidence to the registration personnel prior to entering the Meeting venue. Shareholders in the Collective Custody must provide Written Confirmations for General Meeting of Securities Holders ("**KTUR**") available at securities companies and custodian banks.
- 5. Legal entity shareholders must provide copies of their articles of association and lists of their current members of the management boards.
- 6. Pursuant to Article 15 of FSA Regulation No. 32/2014, hardcopies of the materials of the Meeting, save for the materials relating to agenda number 10, are available from the date of the notice of the Meeting until the day of the Meeting and can be obtained at the head office of the Company during working hours of the Company, upon the written request of the shareholder. Pursuant to Article 15 (7) letter b FSA Regulation No. 32/2014, materials of agenda 10 of the Meeting will be made available at the latest on the day the Meeting is held.
- 7. For simplification of the arrangement and order of the Meeting, shareholders or their proxies with due respect are requested to be present at the venue of the Meeting at least 30 (thirty) minutes before to the Meeting.

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Jakarta, April 10th, 2017  
The Board of Directors of  
the Company