

# PT Aneka Gas Industri Tbk.

## ANNOUNCEMENT OF THE SUMMARIZED MINUTES OF PT ANEKA GAS INDUSTRI Tbk ANNUAL GENERAL MEETING OF SHAREHOLDERS

The Board of Directors of PT Aneka Gas Industri Tbk (hereafter referred to as "the Company") hereby report to the Company's Shareholders that the Company held its Annual General Meeting of Shareholders that shall eventually be referred to as "the Meeting" namely:

Day/date : Tuesday/April 25, 2017 Pukul : 13.00-13.35 WIB

Tempat : UGM Samator Pendidikan Building Tower B, Auditorium Hall, 9<sup>th</sup> Floor,

Jl. Dr. Sahardjo No 83, Manggarai, Tebet, South Jakarta 12850,

#### A. Agenda of the Meeting:

- 1. Approval for the Company's 2016 Annual Report that includes the Company's Activities Report and the Board of Commissioners Supervision Report throughout Financial Year 2016 as well as grant all members of the Company's Board of Directors and Board of Commissioners release and discharge (*acquit et de charge*) for all management and supervisory actions taken throughout Financial Year 2016.
- 2. Ratification of the Company's Consolidated Financial Statements for the financial year ending on December 31, 2016.
- 3. Ratification of the Use of the Company's Net Profits for Financial Year 2016.
- 4. Appointment of a Public Accounting Firm to audit the Company's Financial Year 2017 Financial Statements.
- 5. Determine the Salaries and Allowances for members of the Board of Directors and Salaries and Honorarium for members of the Company's Board of Commissioners for Financial Year 2017.
- 6. Approval to pledge some of the Company's assets (as needed) as collateral for loans to be obtained by the Company from other financial institutions or banks to enhance working capital.
- 7. Ratification of the Use of Proceeds Report derived from the Company's Initial Public (IPO) as of December 31, 2016.
- B. The members of the Company's Board of Commissioners and Board of Directors that attended the Meeting are:

President Commissioner : Ir. Arief Harsono, M.M., M.Pd.B.

Vice President Commissioner : Rasid Harsono

Commissioner : Dr. Hargo Utomo, MBA, M.Com. Commissioner : Mayien (Purn.) Diasri Marin, S.H.

Independent Commissioner : Ir. C.M. Bing Soekianto

Independent Commissioner : Agoest Soebhektie, S.E., M.M.

President Director : Heyzer Harsono

Vice President Director : Rachmat Harsono, B.Sc., MBA

Independent Director : Agus Purnomo, S.E.

Director : Imelda Mulyani Harsono, B.A., M.M., LLM

Director : Nini Liemijanto, S.E., Akt., MBA

Director : Phajar Hadywibowo, S.T. Director : Ir. Ferryawan Utomo, M.M.

Director : Budi Susanto

- C. The Meeting was attended by shareholders and/or their legally appointed proxies that represent 2,622,219,350 shares or 85.507% from 3,066,660,000 shares, which represents all of the Company's shares with the legal right to vote issued by the Company.
- D. The Meeting provided the opportunity to submit questions and/or suggestions pertaining to every Agenda of the Meeting, however the shareholders did not submit any questions and/or suggestions pertaining to the Agenda throughout the meeting.
- E. The decision-making mechanism used in the Meeting are as follows:

Decisions for all of the Meeting's Agenda were made through consensus (*musyawarah untuk mufakat*). The decision will be made on the basis of a vote if a consensus is not reached.

The Meeting's decision and outcome of the Votes are as follows:

- 1. Decisions for the First to the Fifth Agenda were unanimously approved through deliberation.
- 2. The results of the vote for the Sixth Agenda are as follows:
  - a. votes against represents 73,280,300 shares or 2.795 %
  - b. votes for represents 2,548,939,050 shares or 97.205 %

Meanwhile, in regards to the Seventh Agenda, since there were no changes in the use of funds and as they were in line with the Prospectus, therefore, an accountability report was deemed sufficient.

F. The Meeting's decision are as follows:

## First and Second Agenda:

- a. Approve the Company's 2016 Annual Report that incorporates the Board of Commissioners Activities Report for FY 2016.
- b. Approve and ratify the Company's Consolidated Financial Statement for the financial year ending on December 31, 2016 that was audited by the Public Accounting Firm of Hadori Sugiarto Adi & Partners, with unqualified opinion as stipulated within report No. 019/LA-AGII/SBY2/III/2017 dated March 1, 2017.
- c. Grant release and discharge (*acquit et de charge*) to all members of the Board of Directors and Board of Commissioners for management and supervisory actions taken throughout the Financial Year ending on December 31, 2016 as long as the actions taken are reflected within the Consolidated Financial Statement of the Company and its subsidiaries for Financial Year 2016.

## Third Agenda:

Approve to Use the Net Profit of Financial Year 2016 amounting to IDR 54,890,000,000 as follows:

- a. IDR 5,000,000,000 to be used for general reserves in compliance with provisions set in Article 70 of the Company Limited Law No. 40 of 2007; and in accordance with provisions set in Article 23 of the Company's Articles of Association,
- b. The balance amounting to IDR 49,890,000,000 will be used to increase Retained Earnings to support the development of the Company's business.

#### **Fourth Agenda:**

Approve the appointment of the Public Accounting Firm of Hadori Sugiarto Adi & Partners to audit the Company's Financial Statements for Financial Year 2017 and authorize the Board of Commissioners to determine the honorarium for the Public Accountant as well as other requirements for the appointment.

#### Fifth Agenda:

- a. Approve to authorize the Board of Commissioners to determine the Salary, bonus and Allowances for members of the Board of Directors for Financial Year 2017.
- b. Approve to authorize the controlling shareholder to determine the honorarium and other allowances for the Company's Board of Commissioners for Financial Year 2017.

### Sixth Agenda:

Approve to collateralize the Company's assets at a value exceeding 50% of the Company's total net assets, within the context of the obtaining funding for the Company's operational and business activities, from Banks as well as non-bank financing institutions and the Public. In line with this, (the Shareholders) authorizes the Company's Board of Directors with the Approval of the Board of Commissioners to carry out all necessary actions to collateralize the assets as deemed required by taking into account the prevailing rules and regulations.

### Seventh Agenda:

- 8. Ratify Accountability of the Use of Proceeds Report derived from the Company's Initial Public (IPO) as of December 31, 2016 as follows:
  - IDR 46,243,000,000 was used to finance capital expenditure in line with the Gas Plant and/or Filling Station expansions and upgrades as well as distribution facility and infrastructure upgrades, which includes cylinders, storage tanks, isotank, lorry tank, telemetry including software and hardware to support the distribution system to increase industrial gas production capacity and expand distribution network particularly for the retail sector.
  - IDR 291,752,000,000 was used to pay some of the Company's loans.
  - IDR 100,826,000,000 was used to fulfil the Company's working capital needs, and/or Subsidiaries, namely SGI, in operational activities in Gas Plant, Filling Station, and medical-related installation operations for hospitals such as the payment of raw materials, employee salaries, and supplier trade payables, overhead including electricity and other expenses.

The Actual Use of Initial Public Offering (IPO) Proceeds is in accordance with the Prospectus and was unchanged. As of December 31, 2016, the remaining funds derived from the Initial Public Offering amounts to IDR 372,504,000,000. These funds will be used in accordance with the Prospectus and is unchanged.

Jakarta, April 26, 2017 **PT Aneka Gas Industri Tbk**