



**NOTICE  
ANNUAL GENERAL MEETING OF SHAREHOLDERS AND  
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS  
PT SARANA MENARA NUSANTARA TBK**

The Board of Directors of PT Sarana Menara Nusantara Tbk (the “**Company**”) hereby invites the Shareholders of the Company to attend the Company’s Annual General Meeting of Shareholders and Extraordinary General Meeting of Shareholders (the “**Company’s GMS**”), which will be held on:

Day/Date : Wednesday, 24 April 2019  
Venue : Grand Ballroom Hotel Indonesia Kempinski Jakarta – 11<sup>th</sup> Floor  
Jalan M.H. Thamrin No. 1, Menteng, Jakarta Pusat, 10310  
Time : 10.00 Western Indonesia Time – onwards

**Agenda for the Annual General Meeting of Shareholders (AGMS):**

1. Approval and ratification of (i) the Annual Report of the Company for the financial year ended December 31, 2018, including the Company’s yearly activity report and the supervisory report of the Board of Commissioners for the financial year ended December 31, 2018, and (ii) the Consolidated Financial Statements consisting of the Balance Sheet Positive/Loss Statements of the Company for the financial year ended December 31, 2018, along with the request for approval of a full release and discharge of responsibilities of the Board of Commissioners and the Board of Directors for their supervision and actions during the financial year ended December 31, 2018 (acquitted de charge);
2. Appropriation of the Company’s profits for the financial year ended 31 December 2018;
3. Determination of the remuneration and allowance for members of the Board of Directors and Board of Commissioners of the Company for the financial year of 2019;
4. Approval on the request of resignation from a member of the Board of Commissioner and appointment of the new member of the Board of Commissioner;
5. Appointment of the Registered Public Accounting Firm (including the Registered Public Accountant practicing through such Registered Public Accounting Firm) to audit the Company’s books and accounts for the financial year ended 31 December 2019;
6. Grant of powers and authority to the Board of Directors to pay interim dividends for the financial year ended 31 December 2019.

**Agenda for the Extraordinary General Meeting of Shareholders (EGM):**

Approval on the plan to adjust Article 3 of the Company’s Articles of Association on the Company’s Purposes, Objectives and Business Activities, in accordance with the Indonesia Standard Industrial Classification Year 2017 (*Klasifikasi Baku Lapangan Usaha Indonesia Tahun 2017* or KBLI 2017).

**General Provisions:**

1. This Notice of the Company’s GMS constitutes an official invitation to the meeting in accordance with the provisions of Article 21 paragraph 4 of the Company’s Articles of Association, hence the Company will not extend a separate invitation to the Company’s Shareholders;
2. The Shareholders that are entitled to attend or be represented in the Company’s GMS are those whose names are listed on the Register of Shareholders as at Monday, 1 April 2019, 16:15 Western Indonesia Time;
3. Holders of the shares in the collective custody of PT Kustodian Sentral Efek Indonesia (“KSEI”) intending to attend the Company’s GMS must register through the Stock Exchange Member/the Custodian Bank holding the securities account at KSEI to obtain a Written Confirmation to Attend the Meeting (“KTUR”);

4. Any Shareholder or its eligible proxy who will attend the Company's GMS is kindly requested to submit to the registration officer, the original copy of the KTUR and a copy of his/her Resident ID card (KTP) or any other identification card before entering the Company's GMS room. Any authorized representative of Company's Shareholder must provide not only the original copy of the KTUR and a copy of his/her Resident ID card (KTP) or other identification card but also a copy of the latest articles of association and the deed containing the latest composition of the board members of the company he/she represents;
5.
  - (a) a Shareholder who is unable to attend the Company's GMS may be represented by its proxy by submitting a power of attorney in a form satisfactory to the Board of Directors of the Company. Any member of the Board of Directors or the Board of Commissioners and any employee of the Company may act as a proxy for the Shareholder in the Company's GMS, but any vote cast by proxy shall not be counted when the voting is conducted by a poll.
  - (b) the power of attorney form can be obtained on any business day during normal business hours at the Securities Administration Bureau, i.e. PT RAYA SAHAM REGISTRASI, Gedung Plaza Sentral Lantai 2, Jalan Jenderal Sudirman Kaveling 47-48, Jakarta 12930.
  - (c) The power of attorney shall have been received by the Securities Administration Bureau at the address as specified in point (b) above, no later than Wednesday, 17 April 2019, 16:00 Western Indonesia Time (WIB).
6. The materials for the Company's GMS are available at the Company's head office, Menara BCA, 55th Floor, Jalan M.H. Thamrin No.1 Jakarta 10310, during the normal business hours of the Company, from the date of this Notice of the Company's GMS until the date of the Company's GMS. The materials for the Company's GMS can be obtained by downloading them from the Company's website (<https://www.ptsmn.co.id>) or by making a written request to the Corporate Secretary of the Company and such request shall have been received no later than 1 (one) business day before the date of the Company's GMS.
7. The explanation of each item on the agenda for the Company's GMS is available on the Company's website (<https://www.ptsmn.co.id>).
8. To facilitate the arrangement of the Company's GMS and to ensure that the Company's GMS will run in good order, the Shareholders or their proxies are kindly requested to be present at the Company's GMS venue by 09.00 Western Indonesia Time (WIB).

**Jakarta, 2 April 2019**  
**PT SARANA MENARA NUSANTARA Tbk**  
**Board of Directors**