



PT MNC Kapital Indonesia Tbk  
(the "Company")  
In Jakarta Pusat

INVITATION TO  
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS AND  
THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF  
PT MNC Kapital Indonesia Tbk  
("The Company")

The Board of Directors of the Company hereby invites the Shareholders of the Company to attend the Annual General Meeting of Shareholders and the Extraordinary General Meeting of Shareholders (the "Meeting"), which will be convened as follows:

Day/Date : Thursday, June 20, 2019  
Time : 14.00 Indonesia Western Standard Time - finished  
Venue : iNews Tower 3<sup>rd</sup> floor  
MNC Center, Jl. Kebon Sirih Kav. 17 – 19, Central Jakarta 10340

With the following agenda:

The Annual General Meeting of Shareholders ("AGMS"):

1. The Annual Report of the Company's Board Director for the Financial Year ended on December 31, 2018.
2. Approval and Ratification of the Company's Financial Statement for the Financial Year ended on December 31, 2018, and grant release and discharge (*acquitt et de charge*) to the Board of Directors and the Board of Commissioners of the Company, respectively for their management and supervisory duties, to the extent that their actions are reflected in the Company's Financial Year ended on December 31, 2018.
3. Approval of the Company's profit utilization for the Financial Year ended on December 31, 2018.
4. Approval to changes of the Company's management.
5. The appointment of Independent Public Accountant to audit Company's Financial Statement for the Financial Year ended on December 31, 2019.
6. Reporting the realization of fund utilization derives from Bond Sustainable Public Offering II of MNC Kapital Indonesia Phase I Year 2018 in accordance with the Regulation of Indonesian Financial Service Authority No. 30/POJK.04/2015.

Explanation of the agenda of the AGMS :

- The 1<sup>st</sup> to the 3<sup>rd</sup> and 5<sup>th</sup> AGMS' agenda are routine agenda in AGMS to comply with the Company's Articles of Association and Law No. 40 Year 2007 regarding Limited Liability Company.
- The 4<sup>th</sup> AGMS' agenda is proposed with respect to the Company's development so that it is deemed necessary for the Company to change the composition of the Company's management.
- The 6<sup>th</sup> AGMS' agenda is to comply with the Regulation of Indonesian Financial Service Authority No. 30/POJK.04/2015.

The Extraordinary General Meeting of Shareholders ("EGMS"):

1. Reaffirmation the granting of authority and power of attorney to the Company's Board of Directors with the approval of the Company's Board of Commissioners regarding the implementation of the Management and Employee Stock Option Program (MESOP) at the maximum number of 140,681,551 shares as approved by the Extraordinary General Meeting of Shareholders on May 3, 2016.
2. Approval on the increasing of paid up capital of the Company through Capital Increase Without Pre-emptive Rights mechanism for the maximum of 9,6% of the paid-up capital pursuant to the applicable laws and regulations in the capital market especially the regulation of Indonesia Financial Service Authority No.14/POJK.04/2019.
3. Approval to amend Article 3 of the Company's Article of Association concerning purpose and objectives and business activities.

Explanation of the agenda of the EGMS:

- The 1<sup>st</sup> EGMS' agenda is reaffirmation of EGMS Resolution of the company dated May 3, 2016 in relation to the granting of authority and power of attorney to the Company's Board of Directors with the approval of the Company's Board of Commissioners in relation to the implementation of the Management and Employee Stock Option Program (MESOP) pursuant to the applicable laws and regulations in the capital market.
- The 2<sup>nd</sup> EGMS' agenda is requesting the approval from the Independent Shareholders of the Company on the plan to increase the Company's paid up capital through issuance of the new shares for the maximum of 9,6% of the Company's paid-up capital without Pre-emptive Rights mechanism.
- The 3<sup>rd</sup> EGMS' agenda is requesting the approval from the Shareholder in relation to the Company's plan to adjust Company's business activities classification to the Indonesia Standard Industrial Classification of 2017.

NOTES:

1. The Company will not send a separate invitation to each shareholder. This invitation advertisement is an official invitation to the Company's shareholders.
2. The shareholders who are entitled to attend or be represented at the Meeting are:
  - a. For the shareholders whose shares are not deposited in Collective Custody, only the shareholders or their legitimate proxies whose name are registered in the Shareholder Register issued by the Company's Securities Administration Agency, namely PT BSR Indonesia, as per May 28, 2019, until 4.00 PM (Indonesia Western Standard Time).
  - b. For the shareholders whose shares are deposited in Collective Custody, only the shareholders or their legitimate proxies whose name are registered in the account holder or the custodian bank at PT Kustodian Sentral Efek Indonesia ("KSEI") on May 28, 2019, until 4.00 PM (Indonesia Western Standard Time).
3. a. The shareholders who are unable to attend the Meeting can be represented by their proxies by presenting the Power of Attorney as determined by the Company's Board of Directors, provided that members of the Board of Directors, the Board of Commissioners and employees of the Company may act as the proxy of the shareholders at the Meeting, however any vote cast by them as proxies in the Meeting shall not be counted in the voting. For the shareholders whose address registered in foreign country, the Power of Attorney shall be legalized by the Notary or authorized official institution and by the Indonesian Embassy of the Republic of Indonesia in their country.  
b. A form of Power of Attorney can be obtained during the office hours at the office of the Company's Securities Administration Agency.

PT BSR Indonesia  
Gedung High End 3<sup>rd</sup> floor  
Jl. Kebon Sirih No. 17 – 19  
Jakarta 10340  
Telephone : (021) 80864722

- c. All Power of Attorney shall be received by the Board of Directors at the address as stipulated in point 3.b above at the latest 3 (three) working days before the date of the Meeting, on Monday, June 17, 2019 until 4.00 PM (Indonesia Western Standard Time).
4. The shareholders or their legitimate proxies who will attend the Meeting are required to bring and present a copy of Collective Share Certificate and a copy of Resident Identity Card or other identity card to the Company's registration officer before entering the Meeting room. For the shareholders whose name are registered in the Collective Custody shall bring and present the Written Confirmation for the Meeting or *Konfirmasi Tertulis Untuk Rapat* ("KTUR") which can be obtained from the member of the Stock Exchange or Custodian Bank.
  5. For the legal entity shareholders, such as limited liability company, cooperation, foundation or pension fund, are required to submit copy of their latest articles of association completely and the latest deeds regarding to the appointment of the latest member of Board of Directors and Board of Commissioners or management.
  6. Materials of the Meeting and Company's Annual Report for the Financial Year ended on December 31, 2018 are available at the Company's official website: <http://www.mncfinancialservices.com/> from the date of this invitation.
  7. For simplification of the arrangement and order of the Meeting, the shareholders or their legitimate proxies are kindly required to be present at the venue of the Meeting at least 30 (thirty) minutes before the Meeting.

Jakarta, May 29, 2019  
PT MNC Kapital Indonesia Tbk

Board of Directors