



PT HM SAMPOERNA Tbk.

Number : 045/CLD/HMS/V/2019
Attachment : - Resume of the AGMS and EGMS dated 9 May 2019
- Evidence of The Advertisement on Announcement of the Summary of Minutes of The AGMS & EGMS in daily newspaper Bisnis Indonesia dated 10 May 2019
- Evidence of Correction of The Advertisement on Announcement of the Summary of Minutes of The AGMS & EGMS in daily newspaper Bisnis Indonesia dated 13 May 2019
Re : Submission on Resume of the Annual General Meeting of Shareholders (“AGMS”) and Extraordinary General Meeting of Shareholders (“EGMS”) dated 9 May 2019 of PT Hanjaya Mandala Sampoerna Tbk. (the “Company”), Evidence of The Advertisement on Announcement of the Summary of Minutes of The AGMS & EGMS in daily newspaper Bisnis Indonesia dated 10 May 2019 and Evidence of Correction of The Advertisement on Announcement of the Summary of Minutes of The AGMS & EGMS in daily newspaper Bisnis Indonesia dated 13 May 2019

Jakarta, 13 May 2019

Chief Executive of Capital Market Supervisory
Financial Services Authority
Gedung Soemitro Djojohadikusumo
Jl. Lapangan Banteng Timur No. 2-4
Jakarta - 10710

Dear Sirs,

Through this letter we convey:

- (i) Resume of the AGMS and EGMS dated 9 May 2019
- (ii) Evidence of The Advertisement on Announcement of the Summary of Minutes of The AGMS & EGMS in daily newspaper Bisnis Indonesia dated 10 May 2019
- (iii) Evidence of Correction of The Advertisement on Announcement of the Summary of Minutes of The AGMS & EGMS in daily newspaper Bisnis Indonesia dated 13 May 2019

UNOFFICIAL TRANSLATION



PT HM SAMPOERNA Tbk.

Hence we convey this letter and we thank you for your attention.

Best Regards,

PT Hanjaya Mandala Sampoerna Tbk.

Signed and sealed

Andy Revianto

Corporate Secretary

**AULIA TAUFANI, S.H.
NOTARY IN JAKARTA**

**Decree of the Minister of Justice and Human Rights of the Republic of Indonesia
NO: AHU-00081.AH.02.02.Year 2017, DD: 28 December 2017
MENARA SUDIRMAN 17 D Floor, Jl. Jendral Sudirman Kav. 60 South Jakarta 12190
Ph: 52892366 (hunting), Fax: 5204780
Email:ataufani@ataa.id**

Jakarta, 9 May 2019

Nomor : 05/V/2019
Re : Summary of the Minutes
of the Annual General
Meeting of Shareholders
of PT HANJAYA
MANDALA
SAMPOERNA Tbk.

To :
PT HANJAYA MANDALA
SAMPOERNA Tbk.
Jl. Rungkut Industri Raya No. 18
Kelurahan Rungkut Tengah,
Kecamatan Gununganyar
Surabaya 60293, East Java

Dear Sir/Madame,

I hereby submit the Summary of the Minutes of the Annual General Meeting of Shareholders (hereinafter referred to as the "Meeting") of "PT HANJAYA MANDALA SAMPOERNA Tbk" domiciled in Surabaya (hereinafter referred to as "the Company") held:

Day/Date : Thursday, 9 May 2019
Time : 09.05-09.47 Western Indonesia Time
Venue : Taman Sampoerna Meeting Room, One Pacific Place, 18th fl
Jl. Jend. Sudirman Kav. 52-53
Jakarta 12190

In the presence of	: Board of Commissioners	1. John Gledhill	: President Commissioner
		2. Wayan Mertasana Tantra	: Vice President Commissioner
		3. Niken Kristiawan Rachmad	: Commissioner
		4. Yos Adiguna Ginting	: Commissioner
		5. Goh Kok Ho	: Independent Commissioner
		6. Raden Bagus Permana Agung Dradjattun	: Independent Commissioner
	: Board of Directors	1. Mindaugas Trumpaitis	: President Director
		2. Troy J. Modlin	: Director
		3. The Ivan Cahyadi	: Director
		4. William Reilly Giff	: Director
		5. Ingo Rose	: Director
		6. Elvira Lianita	: Director
		7. Johannes Budi Wardhana	: Independent Director

: Shareholders : 110,389,846,100 shares (94,90%) of total
116,318,076,900 shares

I. MEETING AGENDA

1. Approval of the Annual Report and ratification of the Company's Consolidated Financial Statements, for the financial year ended on 31 December 2018;
2. Approval for the use of the Company's retained earnings for the financial year ended on 31 December 2018;
3. Approval of the appointment of the Public Accountant's Office to audit the Company's Consolidated Financial Statements for the financial year ending on 31 December 2019; and
4. Approval for the change of composition of the Board of Directors and Board of Commissioners of the Company.

II. FULFILLMENT OF LEGAL PROCEDURES FOR MEETING IMPLEMENTATION

1. Notification of the planned Meeting submitted to the Financial Services Authority and Indonesia Stock Exchange on 26 March 2019;
2. Announce the Meeting to the Company's Shareholder via the website of the Company and the website of the Indonesia Stock Exchange and published in 1 (one) Indonesian language daily newspaper, i.e. Bisnis Indonesia, all of which on 2 April 2019; and
3. Shareholder invitation to the Meeting via the website of the Company and the website of the Indonesia Stock Exchange and published in 1 (one) Indonesian language daily newspaper and published in 1 (one) Indonesian language daily newspaper, i.e. Kompas, all of which on 17 April 2019.

III. MINUTES OF THE RESOLUTIONS OF THE MEETING

FIRST AGENDA OF THE MEETING

- The Meeting provides an opportunity for the shareholders or shareholders' proxies in attendance to ask questions and/or express opinions related to the proposed resolutions of the First Agenda of the Meeting.
- During the question and answer session, there was 1 (one) shareholder or shareholder's proxy in attendance who submitted a question and/or opinion.
- The Resolution was decided by a verbal vote.
- The results of voting were as follows:
 - a) Shareholders or shareholders' proxies casted votes against of the resolution from voting amounted to 3,256,800 shares or 0.003% of the valid votes casted at the Meeting.
 - b) Shareholders or shareholders' proxies casted votes abstentions of the resolution amounted to 18,268,500 shares or 0.016% of the valid votes casted at the Meeting.
 - c) Shareholders or shareholders' proxies casted votes in favor of the resolution amounted to 110,368,320,900 shares or 99.997% of the valid votes casted at the Meeting decided to approve the proposed resolutions of the First Agenda of the Meeting.

In accordance with the provisions of the Financial Services Authority regulation No. 32/POJK.04/2014 regarding the Plan and Convening of General Meeting of Shareholders of Publicly Listed Companies, abstentions/blank votes shall follow the

majority, thus the shareholders who voted in favor of the Resolution represented 110,386,589,300 shares or 99.997% of total valid shares attending the Meeting decided to approve the proposed resolutions of the First Agenda of the Meeting.

- **The resolutions of the First Agenda of the Meeting were as follows:**

Accept and approve the Annual Report and ratify the Company's Consolidated Financial Statements for the fiscal year ending 31 December 2018 audited by a certified independent Public Accountant's Office registered with the Financial Services Authority, namely KAP Tanudiredja, Wibisana, Rintis & Rekan (member of the PricewaterhouseCoopers network of firms), and grant the members of the Company's Board of Directors and Board of Commissioners full release and discharge (acquitt et déchargé) from their management and supervision duties conducted during the 2018 Fiscal Year.

SECOND AGENDA OF THE MEETING

- The Meeting provides an opportunity for the shareholders or shareholders' proxies in attendance to ask questions and/or express opinions related to the proposed resolutions of the Second Agenda of the Meeting.
- During the question and answer session, no questions or opinions were submitted by any shareholders or shareholders' proxies in attendance.
- The Resolution was decided by a verbal vote.
- There were no shareholders or shareholders' proxies who casted votes against the resolutions and/or submitted blank votes to the proposed Second Agenda of the Meeting. Therefore the resolutions were made based on deliberation to reach consensus from all shareholders attended the Meeting or amounted to 110,389,846,100 shares and decided to approve the proposed resolutions of the Second Agenda of the Meeting.
- **The resolutions of the Second Agenda of the Meeting were as follows:**
 1. Approve an amount of IDR 13,632,478,612,680 (thirteen trillion six hundred thirty two billion four hundred and seventy eight million six hundred and twelve thousand six hundred eighty Rupiah) or IDR 117.2 (one hundred seventeen point two Rupiah) per share of retained earnings of the Company's 2018 Financial Year to be distributed to the Shareholders of the Company as a Cash Dividend with the following schedule:
 - Cum Cash Dividend in regular and negotiation markets : 17 May 2019
 - Ex Cash Dividend in regular and negotiation markets : 20 May 2019
 - Cum Cash Dividend in cash market : 21 May 2019
 - Ex Cash Dividend in cash market : 22 May 2019
 - Recording Date : 21 May 2019
 - Dividend Payment : 29 May 2019
 2. Approve to grant authorization to the Board of Directors and/or the Board of Commissioners of the Company to take any necessary actions and/or resolutions required by the Board of Directors and/or Board of Commissioners of the Company for the distribution of cash dividend, in accordance with the prevailing laws and regulations.

THIRD AGENDA OF THE MEETING

- The Meeting provides an opportunity for the shareholders and shareholders' proxies in attendance to ask questions and/or express opinions related to the proposed resolutions of the Third Agenda of the Meeting.
- During the question and answer session, no questions or opinions were submitted by any shareholders or shareholders' proxies in attendance.
- The Resolution was decided by a verbal vote.
- The results of voting were as follows:
 - a) Shareholders or shareholders' proxies casted votes against of the resolution amounted to 7,576,100 shares or 0.007% of the valid votes casted at the Meeting.
 - b) Shareholders or shareholders' proxies casted votes abstentions of the resolution amounted to 3,901,300 shares or 0.004% of the valid votes casted at the Meeting.
 - c) Shareholders or shareholders' proxies casted votes in favor of the resolution amounted to 110,378,368,700 shares or 99.989% of the valid votes casted at the Meeting.

In accordance with the Financial Services Authority regulation No. 32/POJK.04/2014 regarding the Plan and Convening of General Meeting of Shareholders of Publicly Listed Companies, abstentions/blank votes shall follow the majority, thus the shareholders who voted in favor of the resolution represented 110,382,270,000 shares in total or 99.993 of total valid shares attending the Meeting decided to approve the proposed resolutions of the Third Agenda of the Meeting.

- **The resolutions of the Third Agenda of the Meeting were as follows:**

Approve the appointment of an Independent Public Accountants Office registered with the Financial Services Authority, namely Tanudiredja, Wibisana, Rintis & Rekan (member of the PricewaterhouseCoopers network of firms), to audit the Company's Financial Statements for the fiscal year ending 31 December 2019 and give the authority to the Board of Directors of the Company to determine the honorarium and other requirements in accordance with the applicable provisions with respect to the appointment of the said Public Accountant.

FOURTH AGENDA OF THE MEETING

- The Meeting provides an opportunity for the shareholders and shareholders' proxies in attendance to ask questions and/or express opinions related to the proposed resolutions of the Forth Agenda of the Meeting.
- During the question and answer session, no questions or opinions were submitted by any shareholders or shareholders' proxies in attendance.
- The Resolution was decided by a closed voting.
- The results of voting were as follows:
 - a) Shareholders or shareholders' proxies casted votes against of the resolution amounted to 52,096,100 shares or 0.047% of the valid votes casted at the Meeting.
 - b) There were no shareholders or shareholders' proxies who casted votes abstentions of the resolution.
 - c) Shareholders or shareholders' proxies casted votes in favor of the resolution amounted to 110,337,750,000 shares or 99.953% of the valid votes casted at the Meeting.
- **The resolutions of the Forth Agenda of the Meeting were as follows:**
 1. Approve the honorable discharge of Mr. William Reilly Giff from his position as Director of the Company, which shall be effective as of 1 June 2019, and to express our appreciation to him for his contributions to the Company during his term of office.

2. Approve the honorable discharge of Ingo Rose from his position as Director of the Company, which shall be effective as of 1 July 2019, and to express our appreciation to him for his contribution to the Company during his term of office.
3. Approve the honorable discharge of Michael Scharer from his position as Director of the Company, which shall be effective on the closing of this Meeting, and to express our appreciation to him for his contribution to the Company during his term of office.
4. Approve the honorable discharge of Yos Ginting from his position as Commissioner of the Company, which shall be effective on the closing of this Meeting, and to express our appreciation to him for his contribution to the Company during his term of office.
5. Approve the appointment of Sharmen Karthigasu as Director of the Company replacing William Giff, which shall be effective as of 1 June 2019 for the remaining term of office of the replaced Director of the Company.
6. Approve the appointment of Francisca Rahardja as Director of the Company replacing Ingo Rose, which shall be effective as of 1 July 2019 for the remaining term of office of the replaced Director of the Company.
7. Approve the appointment of Guillaume Popiol as Director of the Company replacing Michael Scharer, which shall be effective on the closing of this Meeting for the remaining term of office of the replaced Director of the Company.
8. Approve the appointment of Paul Janelle as Commissioner of the Company, which shall be effective on the closing of this Meeting until the closing of the Annual General Meeting of Shareholders in 2020.
9. Approve the appointment of Luthfi Mardiansyah as Independent Commissioner of the Company, which shall be effective on the closing of this Meeting until the closing of the Annual General Meeting of Shareholders in 2020.

The composition of the Board of Directors and Board of Commissioners, as well as their terms of office, that have been approved by the Meeting are as follows:

Board of Directors:

President Director	: Mindaugas Trumpaitis
Director	: Troy J. Modlin
Director	: Francisca Rahardja effective as of 1 July 2019
Director	: Elvira Lianita
Director	: The Ivan Cahyadi
Director	: Guillaume Popiol
Director	: Sharmen Karthigasu effective as of 1 June 2019
Independent Director	: Johannes B. Wardhana

Board of Commissioners:

President Commissioner	: John Gledhill
Vice President Commissioner	: Wayan Mertasana Tantra
Commissioner	: Niken Kristiawn Rachmad
Commissioner	: Paul Norman Janelle
Independent Commissioner	: Goh Kok Ho
Independent Commissioner	: R.B. Permana Agung Dradjattun
Independent Commissioner	: Luthfi Mardiansyah

all with terms of office until the closing of the fifth Annual General Meeting of Shareholders after the Annual General Meeting of Shareholders on 27 April 2015, which is in 2020.

UNOFFICIAL TRANSLATION

10. Approve the granting of authorization to the Board of Directors and/or Corporate Secretary of the Company with substitution right to restate the resolution in a notarial deed, and to perform any and all acts required by the authorized institutions and in general, to perform any and all acts deemed necessary or appropriate in relation to the appointment of members of the Board of Directors and Board of Commissioners, including to make amendments and/or supplements in a form required for the change of composition of the Board of Directors and Board of Commissioners of the Company to be accepted by the authorized institutions.

The above Meeting Resolutions stated in Meeting Deed No. 16 dated 9 May 2019, made before me, the Notary. The copy of the deed is still in the process of completion at our office.

Thus, this Summary of the Minutes submitted precedes the copy of the deed mentioned above that I will submit to the Company immediately upon completion.

Best Regards,
Notary in Jakarta

Sign & sealed

AULIA TAUFANI, S.H.

**AULIA TAUFANI, S.H.
NOTARY IN JAKARTA**

**Decree of the Minister of Justice and Human Rights of the Republic of Indonesia
NO: AHU-00081.AH.02.02.Year 2017, DD: 28 December 2017
MENARA SUDIRMAN 17 D Floor, Jl. Jendral Sudirman Kav. 60 South Jakarta 12190
Ph: 52892366 (hunting), Fax: 5204780
Email:ataufani@ataa.id**

Jakarta, 9 May 2019

Nomor : 06/V/2019
Re : Summary of the Minutes of
the Extraordinary General
Meeting of Shareholders of
PT HANJAYA MANDALA
SAMPOERNA Tbk.

To :
PT HANJAYA MANDALA
SAMPOERNA Tbk.
Jl. Rungkut Industri Raya No. 18
Kelurahan Rungkut Tengah,
Kecamatan Gununganyar
Surabaya 60293, East Java

Dear Sir/Madame,

I hereby submit the Summary of the Minutes of the Extraordinary General Meeting of Shareholders (hereinafter referred to as the "Meeting") of "PT HANJAYA MANDALA SAMPOERNA Tbk" domiciled in Surabaya (hereinafter referred to as "the Company") held:

Day/Date : Thursday, 9 May 2019
Time : 09.47-10.00 Western Indonesia Time
Venue : Taman Sampoerna Meeting Room, One Pacific Place, 18th fl
Jln. Jend. Sudirman Kav. 52-53
Jakarta 12190

In the presence of	: Board of Commissioners	1. John Gledhill	: President Commissioner
		2. Wayan Mertasana Tantra	: Vice President Commissioner
		3. Niken Kristiawan Rachmad	: Commissioner
		4. Paul Norman Janelle	: Commissioner
		5. Goh Kok Ho	: Independent Commissioner
		6. Raden Bagus Permana Agung Dradjattun	: Independent Commissioner
		7. Luthfi Mardiansyah	: Independent Commissioner
	: Board of Directors	1. Mindaugas Trumpaitis	: President Director
		2. Troy J. Modlin	: Director
		3. The Ivan Cahyadi	: Director
		4. William Reilly Giff	: Director

5.	Ingo Rose	:	Director
6.	Elvira Lianita	:	Director
7.	Guillaume Popiol	:	Director
7.	Johannes Budi Wardhana	:	Independent Director

: Shareholders : 110,390,093,725 shares (94,90%) of total 116,318,076,900 shares

I. MEETING AGENDA

Approval on the amendment to the Articles of Association of the Company

II. FULFILLMENT OF LEGAL PROCEDURES FOR MEETING IMPLEMENTATION

1. Notification of the planned Meeting submitted to the Financial Services Authority and Indonesia Stock Exchange on 26 March 2019;
2. Announce the Meeting to the Company's Shareholder via the website of the Company and the website of the Indonesia Stock Exchange and published in 1 (one) Indonesian language daily newspaper, i.e. Bisnis Indonesia, all of which on 2 April 2019; and
3. Shareholder invitation to the Meeting via the website of the Company and the website of the Indonesia Stock Exchange and published in 1 (one) Indonesian language daily newspaper and published in 1 (one) Indonesian language daily newspaper, i.e. Kompas, all of which on 17 April 2019.

III. MINUTES OF THE RESOLUTIONS OF THE MEETING

AGENDA OF THE MEETING

- The Meeting provides an opportunity for the shareholders and shareholders' proxies in attendance to ask questions and/or express opinions related to the proposed resolutions of the Agenda of the Meeting.
- During the question and answer session, no questions or opinions were submitted by any shareholders or shareholders' proxies in attendance.
- The Resolution was decided by a verbal vote
- There were no shareholders or shareholders' proxies who casted votes against the resolutions and/or submitted blank votes to the proposed Second Agenda of the Meeting. Therefore the resolutions were made based on deliberation to reach consensus from all shareholders attended the Meeting or amounted to 110,390,093,725 shares and decided to approve the proposed resolutions of the Agenda of the Meeting.
- **The resolutions of the Agenda of the Meeting were as follows:**
 1. Approve the amendment to Article 3 of the Company's Articles of Association concerning the Business Purpose, Objectives and Activities to be read as shown on the screen and which has been available on the Company's website as of the date of Invitation to attend the Meeting on 17 April 2019;
 2. Approve to restate the entire Articles of Association of the Company;
 3. Approve to restate the Company's data on the composition of the Company's shareholders; and

UNOFFICIAL TRANSLATION

4. Approve the granting of power and authorization to the Directors and/or Corporate Secretary of the Company with substitution rights to make amendment/adjustments to the Company's Articles of Association as may be required in accordance with existing policies of the Minister of Law and Human Rights of the Republic of Indonesia and/or the Financial Services Authority, and to perform any and all necessary actions in connection with the amendment of these Company's Articles of Association, to restate the resolution of the Meeting in a Statement of Meeting Resolution before the Notary, to authorize the Notary to apply for approval and submit report/notification on the amendment to the Minister of Law and Human Rights of the Republic of Indonesia, to restate the entire Articles of Association in accordance with the instructions and advice of the Minister of Law and Human Rights of the Republic of Indonesia and/or the Financial Services Authority, and in general, to perform any and all actions deemed necessary to affect the amendment of the Company's Articles of Association.

The above Meeting Resolutions stated in Meeting Deed No. 17 dated 9 May 2019, made before me, the Notary. The copy of the deed is still in the process of completion at our office.

Thus, this Summary of the Minutes submitted precedes the copy of the deed mentioned above that I will submit to the Company immediately upon completion.

Best Regards,
Notary in Jakarta

Sign & sealed

AULIA TAUFANI, S.H.



PT HANJAYA MANDALA SAMPOERNA Tbk.
Jl. Rungkut Industri Raya No. 18, Surabaya, Telp. (031) 8431699, Faks. (031) 8430986

**ANNOUNCEMENT OF THE SUMMARY OF
 MINUTES OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS & EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF
 PT HANJAYA MANDALA SAMPOERNA TBK.**

ANNUAL GENERAL MEETING SHAREHOLDERS

The Board of Directors of PT Hanjaya Mandala Sampoerna Tbk. (the "Company") hereby announces to the Company's Shareholders that the Company has convened the Annual General Meeting of Shareholders (the "Meeting"), on the following:

Day/Date : Thursday, 9 May 2019
 Time : 09:05 – 09.47 Western Indonesian Time
 Venue : PT HM Sampoerna Tbk., Taman Sampoerna Meeting Room, One Pacific Place 18th Floor, Sudirman Central Business District (SCBD), Jl. Jendral Sudirman Kav. 52-53, Jakarta 12190

In the presence of :

Board of Commissioners		Board of Directors	
President Commissioner	: John Gledhill	President Director	: Mindaugas Trumpaitis
Vice President Commissioner	: Wayan Mertasana Tantra	Director	: Troy J. Modlin
Commissioner	: Niken Kristiawan Rachmad	Director	: The Ivan Cahyadi
Commissioner	: Yos Adiguna Ginting	Independent Director	: Johannes B. Wardhana
Independent Commissioner	: Goh Kok Ho	Director	: William Reilly Giff
Independent Commissioner	: R.B. Permana Agung Dradjattun	Director	: Elvira Lianita
		Director	: Ingo Rose

Audit Committee		Nomination & Remuneration Committee	
Chairman	: Goh Kok Ho	Chairman	: Goh Kok Ho
Member	: R.B. Permana Agung Dradjattun	Member	: Niken Kristiawan Rachmad

Internal Audit
Rudianto Wiharso

Quorum Requirement:

This Meeting was attended by the Shareholders of the Company and/or represented by the representatives of the Shareholders amounting to 110,389,846,100 shares, such amount representing 94.90% of shares paid-up and issued by the Company.

In accordance with the Company's Articles of Association and based on the Circular Resolution in lieu of a Meeting of the Board of Commissioners dated 8 May 2019, the Meeting shall be chaired by one of the members of the Board of Commissioners of the Company, Mrs. Niken Kristiawan Rachmad.

I. MEETING AGENDA :

1. Approval of the Annual Report and ratification of the Company's consolidated financial statements, for the financial year ended on 31 December 2018;
2. Approval for the use of the Company's retained earnings for the financial year ended on 31 December 2018;
3. Approval of the appointment of the Public Accountant's Office to audit the Company's consolidated financial statements for the financial year ending on 31 December 2019; and
4. Approval for the change of composition of the Board of Directors and Board of Commissioners of the Company.

II. MEETING DECISIONS:

FIRST AGENDA

Number of Shareholders who raised questions	There is 1 (one) Shareholder and/or Representative of the Shareholders who raised a question		
Result of the Voting	Approve	Abstain	Disapproving
	110,368,320,800 shares or 99.981% of those present	18,268,500 shares or 0.016% of those present	3,256,800 shares or 0.003% of those present

UNOFFICIAL TRANSLATION

Decision:

To accept and approve the Annual Report and ratify the Company's consolidated financial statements for the financial year ended on 31 December 2018, which have been audited by a certified independent Public Accountant Office registered with the Financial Services Authority, namely KAP Tanudiredja, Wibisana, Rintis & Rekan (*a member of PricewaterhouseCoopers network of firms*), and to grant full release and discharge (*acquit et déchargé*) to the members of the Board of Directors and the Board of Commissioners of the Company for the acts of management and supervision carried out during the 2018 Financial Year.

SECOND AGENDA

Number of Shareholders who raised questions	There are no Shareholders and/or Representatives of the Shareholders who raised a question		
Result of the Voting	Approve	Abstain	Disapproving
	110,389,846,100 shares or 100% of those present	Nil	Nil

Decision:

1. To approve an amount of IDR 13,632,478,612,680 (thirteen trillion six hundred thirty two billion four hundred seventy eight million six hundred twelve thousand six hundred eight Rupiah) or IDR 117.2 (one hundred seventeen point two Rupiah) per share of the retained earnings of the Company's 2018 Financial Year to be distributed to the Shareholders of the Company as a Cash Dividend with the following schedule:

Activity	Date
Announcement of the summary of the minutes of the Meeting in newspaper and Indonesian Stock Exchange	10 May 2019
End of stock trading period with dividend rights (Cum Dividend) <ul style="list-style-type: none">• Regular and Negotiation Markets• Cash Market	17 May 2019 21 May 2019
Commencement of stock trading period without dividend rights (Ex-Dividend) <ul style="list-style-type: none">• Regular and Negotiation Markets• Cash Market	20 May 2019 22 May 2019
Recording Date	21 May 2019
Dividend Payment	29 May 2019

2. To approve to grant authorization to the Board of Directors and/or the Board of Commissioners of the Company to take any necessary actions and/or resolutions required by the Board of Directors and/or Board of Commissioners of the Company for the distribution of cash dividend, in accordance with the prevailing laws and regulations.

PROCEDURE OF CASH DIVIDEND PAYMENT

The provisions on the payment of cash dividend are as follows:

- a. Shareholders entitled to the dividend payment are the shareholders whose name are registered in the Shareholders Register of the Company on Tuesday, 21 May 2019, at 16:00 WIB. The payment of dividend shall be made through bank transfer.
- b. For Shareholders whose shares are deposited in collective deposit with PT Kustodian Sentral Efek Indonesia ("KSEI"), the cash dividend shall be distributed by KSEI to the Securities Company and/or Custodian Bank where the Shareholders opened their securities accounts. The confirmation of the results of cash dividend distribution shall be submitted by KSEI to the Securities Company and/or Custodian Bank where the Shareholders opened their securities accounts. Further, Shareholders shall receive information on their cash dividend payment from the Securities Company and/or Custodian Bank where the Shareholders opened their securities accounts. As for Shareholders whose shares are not deposited in collective deposit with KSEI, their cash dividend payment shall be transferred directly to the bank accounts of the respective Shareholders.
- c. The payable dividend shall be subject to taxes in accordance with the applicable tax regulations in Indonesia.
- d. For Shareholders who are considered as onshore tax payer and have not submitted their Tax Register Number (NPWP) are required to submit their NPWP to KSEI or PT Sirca Datapro Perdana as the Securities Administration Bureau appointed by the Company ("BAE") at the latest on 21 May 2019 at 16:00 WIB. Without the NPWP, the cash dividend paid to the onshore tax payer in the form of legal entity will be subject to withholding income tax at the rate of 30% (thirty percent).
- e. For Shareholders who are considered as offshore tax payer and whose countries have the Agreement on the Avoidance of Double Taxation (P3B) with Republic of Indonesia and propose that their tax proposal be adjusted to the provision of such Agreement, are required to submit (i) the original Certificate of Residence / Domicile ("SKD") and original DGT Form issued by the authorized office in their country to the Company; or (ii) the Receipt of DGT Form Submission (*Tanda Terima Penyampaian Formulir DGT*) in accordance with the prevailing Indonesian tax regulations complete with the copy of the said SKD and the DGT Form to KSEI in the case such documents will be used for various tax purposes in Indonesia. Followings are further details that require attention:
 - i. Shareholders who still hold shares in script form must send the original SKD and Receipt of DGT Form Submission to BAE;
 - ii. Shareholders who hold shares in scriptless form must send the Receipt of DGT Form Submission complete with the copy of the said SKD and the DGT Form to the account holder at KSEI in accordance with KSEI provisions;

UNOFFICIAL TRANSLATION

THIRD AGENDA

Number of Shareholders who raised questions	There are no Shareholders and/or Representatives of the Shareholders who raised a question		
Result of the Voting	Approve	Abstain	Disapproving
	110,378,368,700 shares or 99.989% of those present	3,901,300 shares or 0.004% of those present	7,576,100 shares or 0.007% of those present

Decision:

Approve to appoint an Independent Public Accountant Office registered with the Financial Services Authority, namely Public Accountant Office Tanudiredja, Wibisana, Rintis & Rekan (*a member of the PricewaterhouseCoopers network of firms*), to audit the Company's Financial Statements for the financial year ending on 31 December 2019 and give the authority to the Board of Directors of the Company to determine the honorarium and other requirements in accordance with the applicable provisions with respect to the appointment of the said Public Accountant.

FOURTH AGENDA

Number of Shareholders who raised questions	There are no Shareholders and/or Representatives of the Shareholders who raised a question		
Result of the Voting	Approve	Abstain	Disapproving
	110,337,750,000 shares or 99.953% of those present	Nil	52,096,100 shares or 0.047% of those present

Decision:

1. Approve the honorable discharge of William Reilly Giff from his position as Director of the Company, which shall be effective as of 1 June 2019, and to express our appreciation to him for his contributions to the Company during his term of office.
2. Approve the honorable discharge of Ingo Rose from his position as Director of the Company, which shall be effective as of 1 July 2019, and to express our appreciation to him for his contribution to the Company during his term of office.
3. Approve the honorable discharge of Michael Scharer from his position as Director of the Company, which shall be effective on the closing of this Meeting, and to express our appreciation to him for his contribution to the Company during his term of office.
4. Approve the honorable discharge of Yos Adiguna Ginting from his position as Commissioner of the Company, which shall be effective on the closing of this Meeting, and to express our appreciation to him for his contribution to the Company during his term of office.
5. Approve the appointment of Sharmen Karthigasu as Director of the Company replacing William Reilly Giff, which shall be effective as of 1 June 2019 for the remaining term of office of the replaced Director of the Company.
6. Approve the appointment of Francisca Rahardja as Director of the Company replacing Ingo Rose, which shall be effective as of 1 July 2019 for the remaining term of office of the replaced Director of the Company.
7. Approve the appointment of Guillaume Popiol as Director of the Company replacing Michael Scharer, which shall be effective on the closing of this Meeting for the remaining term of office of the replaced Director of the Company.
8. Approve the appointment of Paul Norman Janelle as Commissioner of the Company, which shall be effective on the closing of this Meeting until the closing of the Annual General Meeting of Shareholders in 2020.
9. Approve the appointment of Luthfi Mardiansyah as Independent Commissioner of the Company, which shall be effective on the closing of this Meeting until the closing of the Annual General Meeting of Shareholders in 2020.

The composition of the Board of Directors and Board of Commissioners, as well as their terms of office are as follows:

Board of Directors:

President Director	:	Mindaugas Trumpaitis
Director	:	Troy J. Modlin
Director	:	Francisca Rahardja (as of 1 July 2019)
Director	:	Elvira Lianita
Director	:	The Ivan Cahyadi
Director	:	Guillaume Popiol
Director	:	Sharmen Karthigasu (as of 1 June 2019)
Independent Director	:	Johannes B. Wardhana

Board of Commissioners:

President Commissioner	:	John Gledhill
Vice President Commissioner	:	Wayan Mertasana Tantra
Commissioner	:	Niken Kristiawan Rachmad
Commissioner	:	Paul Norman Janelle
Independent Commissioner	:	Goh Kok Ho
Independent Commissioner	:	R.B. Permana Agung Dradjattun
Independent Commissioner	:	Luthfi Mardiansyah

all with terms of office until the closing of the fifth Annual General Meeting of Shareholders after the Annual General Meeting of

UNOFFICIAL TRANSLATION

Shareholders on 27 April 2015, which is in 2020.

- Further we propose for the Meeting to approve the granting of authorization to the Board of Directors and/or Corporate Secretary of the Company with substitution right to restate the resolution in a notarial deed, and to perform any and all acts required by the authorized institutions and in general, to perform any and all acts deemed necessary or appropriate in relation to the change of composition of members of the Board of Directors and Board of Commissioners, including to make amendments and/or supplements in a form required for the change of composition of the Board of Directors and Board of Commissioners of the Company to be accepted by the authorized institutions.

EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

The Board of Directors of PT Hanjaya Mandala Sampoerna Tbk. (the "Company") hereby announces to the Company's Shareholders that the Company has convened the Extraordinary General Meeting of Shareholders (the "Meeting"), on the following:

Day/Date : Thursday, 9 May 2019
Time : 09.47 – 10.00 Western Indonesian Time
Venue : PT HM Sampoerna Tbk., Taman Sampoerna Meeting Room, One Pacific Place 18th Floor, Sudirman Central Business District (SCBD), Jl. Jendral Sudirman Kav. 52-53, Jakarta 12190
In the presence of :

Board of Commissioners:		Board of Directors:	
President Commissioner	: John Gledhill	President Director	: Mindaugas Trumpaitis
Vice President Commissioner	: Wayan Mertasana Tantra	Director	: Troy J. Modlin
Commissioner	: Niken Kristiawan Rachmad	Director	: The Ivan Cahyadi
Commissioner	: Paul Norman Janelle	Director	: Elvira Lianita
Independent Commissioner	: Goh Kok Ho	Director	: Guillaume Popiol
Independent Commissioner	: R.B. Permana Agung Dradjattun	Director	: William Reilly Giff
Independent Commissioner	: Luthfi Mardiansyah	Director	: Ingo Rose
		Independent Director	: Johannes B. Wardhana

Audit Committee		Nomination & Remuneration Committee	
Chairman	: Goh Kok Ho	Chairman	: Goh Kok Ho
Member	: R.B. Permana Agung Dradjattun	Member	: Niken Kristiawan Rachmad

Internal Audit	
	Rudianto Wiharso

Quorum Requirement:

This Meeting was attended by the Shareholders of the Company and/or represented by the representatives of the Shareholders amounting to 110,390,093,725 shares, such amount representing 94.90% of shares paid-up and issued by the Company.

In accordance with the Company's Articles of Association and based on the Circular Resolution in lieu of a Meeting of the Board of Commissioners of the Company dated 8 May 2019, the Meeting shall be chaired by one of the members of the Board of Commissioners of the Company, Mrs. Niken Kristiawan Rachmad.

II. MEETING AGENDA :

Approval on the Amendment to the Company's Articles of Association

III. MEETING DECISIONS:

Number of Shareholders who raised questions	There are no Shareholders and/or Representatives of the Shareholders who raised a question		
Result of the Voting	Approve	Abstain	Disapproving
	110,390,093,725 shares or 94.90% of those present	Nil	Nil

Decision:

- To approve the amendment to Article 3 of the Company's Articles of Association concerning the Business Purpose, Objectives and Activities to become as follows:

**AMENDMENT TO ARTICLE 3
OF THE ARTICLES OF ASSOCIATION OF PT HANJAYA MANDALA SAMPOERNA Tbk.**

PREVIOUSLY:

BUSINESS PURPOSE, OBJECTIVES AND ACTIVITIES

1. The main purpose and objective of the Company is to engage in industry, agribusiness and trade.
2. To achieve the above objectives, the Company may conduct the following business activities:
 - (i) Main business activity:

Establishing and operating companies and businesses in the tobacco industry, including but not limited to hand-rolled cigarettes, filter hand-rolled cigarettes, *klobot* cigarettes, white cigarettes (without clove), cigars;
 - (ii) Supporting business activities:
 - a. running agribusiness and agricultural industries and raw and/or semi-finished materials industries for the cigarette industry;
 - b. buying and/or applying for any right and/or by any means obtaining immovable property especially agricultural land, managing the agricultural land and the marketing of agricultural products;
 - c. marketing and/or selling its own industrial products as mentioned in subsection (i) above and the industrial products of other parties, both in the local market (domestic) and overseas;
 - d. acting as an agent or representative or distributor or supplier of other companies whether domestic or overseas, for goods produced and/or sold by the Company in accordance with subsection (i) and subsection (ii) points a and b above and raw and/or semi-finished materials for the tobacco products industry;
 - e. conduct other supporting business or other business related to the above mentioned main business activities.

TO BECOME:

BUSINESS PURPOSE, OBJECTIVES AND ACTIVITIES

1. The main purposes and objectives of the Company are to engage in industry, agribusiness, trade (including transportation/distribution and warehousing and other supporting services activities).
2. To achieve the above objectives, the Company may conduct the following business activities:
 - (i) Main business activity:
 - a. To run businesses in the cigarette products industry, including but not limited to clove cigarettes containing cut tobacco, *krosok rajang*, clove *rajang*, and additional flavoring ingredients, which produce a distinctive scented mixture, rolled with various packaging materials (*ambri / papir / tipping*);
 - b. To run businesses in the field of white cigarette products that do not contain clove components;
 - c. To run businesses in other cigarette product industries, in addition to clove or white cigarettes, such as cigars, *kelembak menyan* cigarettes and *klobot/kawung* cigarettes, cut tobacco, *cerutek*, and other tobacco products, including the tobacco pipe industry, chewed tobacco and snuff tobacco;
 - d. To run businesses in the field of large-scale trade in tobacco and cigarette seasoning products, such as clove cigarettes and white cigarettes; and
 - e. To run businesses in the business field of agents who receive commissions, brokers, auctions, and other large-scale traders who trade goods domestically, offshore on behalf of other parties. The activities include commission agents, goods brokers and all other large-scale trades that sell on behalf of and dependents of other parties; activities involved in joint sales and purchases or conducting transactions on behalf of companies, including through the internet; and agents involved in trade such as agricultural raw materials, live animals; textile raw materials and semi-finished goods; fuels, ores, metals and chemical industries, including fertilizers; food, beverages and tobacco; textiles, clothing, fur, footwear and leather goods; timber and building materials; machineries, including office machines and computers, industrial equipment, ships, aircraft, furniture, household and hardware goods; large-scale trading house auction activities.
 - (ii) Supporting business activities:

- a. To run businesses in the tobacco processing industry that have not been classified elsewhere, such as the industry of tobacco homogenization or reconstruction and tobacco sauce. Including making cigarette spices, as well as other cigarette fittings, such as *kelembak menyany*, cigarette/tobacco sauce, *uwur*, *klobot*, *kawung* and filters production;
- b. To run businesses in the field of temporary goods storage activities before the goods are sent to the final destination, with commercial purposes;
- c. To run businesses in the field of making all kinds of packaging and boxes out of paper/cardboard used for wrapping/packaging, including also production of boxes for cigarettes and other items. For example, packaging and boxes out of corrugated paper and board, foldable packaging and paper board boxes, solid board packaging and boxes, packaging from other boxes of paper and paper boards, sacks and paper bags and file boxes;
- d. To run businesses in the business of packaging services on a fee or contract basis, whether or not using an automated process. Including but not limited to solid object packaging (blister packaging, packaging with aluminum foil and others), packaging of cigarette products and other tobacco products and stamp printing;
- e. To run businesses in the field of business of drying tobacco leaves by smoking or by other means including the business of tobacco leaf cutting; and
- f. To carry out other supporting businesses or other businesses related to the main business activities mentioned above.

2. To approve to restate the entire Articles of Association of the Company;
3. To approve to restate the Company's data on the composition of the Company's shareholders; and
4. To approve the granting of power and authorization to the Directors and/or Corporate Secretary of the Company with substitution rights to make amendment/adjustments to the Company's Articles of Association as may be required in accordance with existing policies of the Minister of Law and Human Rights of the Republic of Indonesia and/or the Financial Services Authority, and to perform any and all necessary actions in connection with the amendment of these Company's Articles of Association, to restate the resolution of the Meeting in a Statement of Meeting Resolution before the Notary, to authorize the Notary to apply for approval and submit report/notification on the amendment to the Minister of Law and Human Rights of the Republic of Indonesia, to restate the entire Articles of Association in accordance with the instructions and advice of the Minister of Law and Human Rights of the Republic of Indonesia and/or the Financial Services Authority, and in general, to perform any and all actions deemed necessary to affect the amendment of the Company's Articles of Association.

Jakarta, 10 May 2019
PT Hanjaya Mandala Sampoerna Tbk.
The Board of Directors



PT HANJAYA MANDALA SAMPOERNA Tbk.

Jl. Rungkut Industri Raya No. 18, Surabaya, Telp. (031) 8431699, Faks. (031) 8430986

**CORRECTION ON
THE ANNOUNCEMENT OF THE SUMMARY OF MINUTES OF
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS & EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
OF PT HANJAYA MANDALA SAMPOERNA Tbk.**

Regarding the The Announcement Of The Summary Of Minutes Of The Annual General Meeting Of Shareholders & Extraordinary General Meeting Of Shareholders Of PT Hanjaya Mandala Sampoerna Tbk. (the "Company") in dailynewspaper Bisnis Indonesia dated 10 May 2019, the Company hereby corrects the percentage of votes "Agree" to the results of the voting

Previous

Number of Shareholders who raised questions	There are no Shareholders and/or Representatives of the Shareholders who raised a question		
Result of the Voting	Approve	Abstain	Disapproving
	110,390,093,725 shares or 94.90% of those present	Nil	Nil

To be

Number of Shareholders who raised questions	There are no Shareholders and/or Representatives of the Shareholders who raised a question		
Result of the Voting	Approve	Abstain	Disapproving
	110,390,093,725 shares or 100% of those present	Nil	Nil

Thus we convey the information.

**Jakarta, 13 May 2019
PT Hanjaya Mandala Sampoerna Tbk.
The Board of Directors**



PT HANJAYA MANDALA SAMPOERNA Tbk.

Jl. Rungkut Industri Raya No. 18, Surabaya, Telp. (031) 8431699, Faks. (031) 8430986

**THE ANNOUNCEMENT OF
THE SCHEDULE AND PROCEDURE FOR CASH DIVIDENDS PAYMENT FOR THE 2018 FINANCIAL YEAR
PT HANJAYA MANDALA SAMPOERNA TBK.**

Based on the Resolution of the Annual General Meeting of Shareholders of PT Hanjaya Mandala Sampoerna Tbk. (the “**Company**”) dated 9 May 2019 (the “**Meeting**”), we hereby notify the Shareholders of the Company that the Company will distribute cash dividends for the 2018 financial year in the amount of IDR 117.2 (one hundred seventeen point two Rupiah) per share.

The schedule and procedure for the distribution of such cash dividends is as follows:

A. SCHEDULE OF DISTRIBUTION OF CASH DIVIDENDS

Activities	Date
Announcement of the Meeting resolutions in the newspaper and on the Indonesia Stock Exchange website	10 and 13 May 2019
End of Stock Trading Period with dividend rights (Cum Dividend)	
• Regular and Negotiation Markets	17 May 2019
• Cash Market	21 May 2019
Commencement of Stock Trading Period without dividend rights (Ex-Dividend)	
• Regular and Negotiation Markets	20 May 2019
• Cash Market	22 May 2019
Recording Date	21 May 2019
Dividend Payment	29 May 2019

B. PROCEDURE OF CASH DIVIDENDS PAYMENT

The provisions on the payment of cash dividend are as follows:

- a. Shareholders entitled to the dividend payment are the shareholders whose name are registered in the Shareholders Register of the Company on Tuesday, 21 May 2019, at 16:00 WIB. The payment of dividend shall be made through bank transfer.
- b. For Shareholders whose shares are deposited in collective deposit with PT Kustodian Sentral Efek Indonesia (“**KSEI**”), the cash dividend shall be distributed by KSEI to the Securities Company and/or Custodian Bank where the Shareholders opened their securities accounts. The confirmation of the results of cash dividend distribution shall be submitted by KSEI to the Securities Company and/or Custodian Bank where the Shareholders opened their securities accounts. Further, Shareholders shall receive information on their cash dividend payment from the Securities Company and/or Custodian Bank where the Shareholders opened their securities accounts. As for Shareholders whose shares are not deposited in collective deposit with KSEI, their cash dividend payment shall be transferred directly to the bank accounts of the respective Shareholders.
- c. The payable cash dividends shall be subject to taxes in accordance with the applicable tax regulations in Indonesia.
- d. For Shareholders who are considered as onshore tax payer and have not submitted their Tax Register Number (NPWP) are required to submit their NPWP to KSEI or PT Sirca Datapro Perdana as the Securities Administration Bureau appointed by the Company (“**BAE**”) at the latest on 21 May 2019 at 16:00 WIB. Without the NPWP, the cash dividend paid to the onshore tax payer in the form of legal entity will be subject to withholding income tax at the rate of 30% (thirty percent).

UNOFFICIAL TRANSLATION

- e. For Shareholders who are considered as offshore tax payer and whose countries have the Agreement on the Avoidance of Double Taxation (P3B) with Republic of Indonesia and propose that their tax proposal be adjusted to the provision of such Agreement, are required to submit (i) the original Certificate of Residence / Domicile ("**SKD**") and original DGT Form issued by the authorized office in their country to the Company; or (ii) the Receipt of DGT Form Submission (*Tanda Terima Penyampaian Formulir DGT*) in accordance with the prevailing Indonesian tax regulations complete with the copy of the said SKD and the DGT Form to KSEI in the case such documents will be used for various tax purposes in Indonesia. Followings are further details that require attention:
 - i. Shareholders who still hold shares in script form must send the original SKD and Receipt of DGT Form Submission to BAE;
 - ii. Shareholders who hold shares in scriptless form must send the Receipt of DGT Form Submission complete with the copy of the said SKD and the DGT Form to the account holder at KSEI in accordance with KSEI provisions;

Jakarta, 13 May 2019
PT Hanjaya Mandala Sampoerna Tbk.
The Board of Directors