



## **NOTARIS & PPAT**

**Ir. NANETTE CAHYANIE HANDARI ADI WARSITO, SH**

### **NOTARIS**

**SK. MENTERI KEHAKIMAN & HAM RI**

**NOMOR: AHU-071.AH.02.02-TAHUN 2012, TANGGAL 02 AGUSTUS 2012**

### **PEJABAT PEMBUAT AKTA TANAH (PPAT)**

**SK. MENTERI AGRARIA DAN TATA RUANG /**

**KEPALA BADAN PERTANAHAN NASIONAL**

**NOMOR: 3/KEP-17.3/1/2015, TANGGAL 08 JANUARI 2015**

**STATEMENT OF MEETING RESOLUTIONS  
PERUSAHAAN PERSEROAN (PERSERO) PT JASA MARGA  
(INDONESIA HIGHWAY CORPORATAMA) Tbk  
Abbreviated as PT JASA MARGA (PERSERO) Tbk**

**Tanggal : 21 September 2018.-**

**Nomor : 15.-**

**( C O P Y )**

**JL. PANGLIMA POLIM V/11, KEBAYORAN BARU, JAKARTA 12160**

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STATEMENT OF MEETING RESOLUTIONS

PERUSAHAAN PERSEROAN (PERSERO) PT JASA MARGA

(INDONESIA HIGHWAY CORPORATAMA) Tbk

abbreviated as PT JASA MARGA (PERSERO) Tbk



-Number: 15

-At 10.30 (thirty minutes past ten AM) Western Indonesian Time.-----

-On this day, Friday, 21-09-2018 (twenty-one September two thousand eighteen).-----

-Appeared in my, Eng. NANETTE CAHYANIE HANDARI ADI Warsito, B.A. (Hons) -  
Law, presence, a Notary in Jakarta, in the presence of witnesses whom I, the Notary, ----  
know and whose names shall be mentioned at the end of this deed.-----

Mrs DESI ARRYANI, who was born in Jakarta, on 29-12-1962 (twenty-nine -----

December one thousand nine hundred sixty-two, an Indonesian Citizen, President -

Director of the company to be mentioned below, who resides in West Jakarta, Jalan

H. Rausin number: 45, Neighbourhood Association (RT), 002, Community -----

Association (RW) 008, Sub-District Kelapa Dua, District Kebon Jeruk;-----

-Holder of Population Registration Number: 3173056912620001-----

-According to her statement in this matter acting in her capacity mentioned above, -

therefore representing the Board of Directors of and therefore for and on behalf of -

and officially representing PERUSAHAAN PERSEROAN (PERSERO) PT JASA

MARGA (INDONESIA HIGHWAY CORPORATAMA) Tbk abbreviated as PT --

JASA MARGA (PERSERO) Tbk, domiciled in East Jakarta, of which its articles --

of association was totally amended in the framework of its shares going public and

announced in the State Gazette Republic of Indonesia dated 30-10-2007 (thirty ----

October two thousand seven) number: 87, Supplement number: 10676 and again ---

totally amended to be compliant with Law Number: 40 of 2007 (two thousand ----

seven) regarding Limited Liability Companies and announced in the State Gazette -

Republic of Indonesia dated 12-12-2008 (twelve December two thousand eight) ---

number: 100, Supplement number: 27404;-----





Such Articles of Association was lastly amended with:-----

- deed dated 26-03-2015 (twenty-six March two thousand fifteen) number 61, -----

drawn up in my, the Notary, presence, the notification of such amendment --  
was received by the Ministry of Law and Human Rights Republic of -----  
Indonesia as evident from a Receipt of Notification dated 27-03-2015 -----  
(twenty seven March two thousand fifteen) number: -----  
AHU-AH.01.03-0019825 and was announced in the Supplement number ----  
1160 L of the State Gazette Republic of Indonesia dated 27-11-2015 -----  
(twenty-seven November two thousand fifteen).-----

- dated 20-12-2016 (twenty December two thousand sixteen) number 39, drawn up

in my, the Notary, presence, the notification of such amendment was -----  
received by the Ministry of Law and Human Rights Republic of Indonesia as  
evident from a Receipt of Notification dated 21-11-2016 (twenty-one -----  
November two thousand sixteen) number AHU-AH.01.03-0110503.-----

- dated 28-04-2017 (twenty-eight April two thousand seventeen) number 98, drawn

up in my, the Notary, presence, the notification process to the amendment of  
the Company's Articles of Association was received by the Ministry of Law  
and Human Rights Republic of Indonesia as evident by its letter dated 28----  
04-2017 (twenty-eight April two thousand seventeen) number AHU-----  
AH.01.03-0131742.-----

- dated 19-04-2018 (nineteen April two thousand eighteen) number 61, drawn up --

in my, the Notary, presence, the notification process to the amendment of the  
Company's Articles of Association was received by the Ministry of Law and  
Human Rights Republic of Indonesia as evident by its letter dated -----  
27-04-2018 (twenty-seven April two thousand eighteen) number :------  
AHU-AH.01.03-0168129.-----

-The latest formation of the Company's Board of Commissioners and Board  
of Directors as contained in deed dated 19-04-2018 (nineteen April two -----  
thousand eighteen) number 60, drawn up in my, the Notary presence, of ----



which the process of the data changes notification was received by the -----  
Ministry of Law and Human Rights Republic of Indonesia by its letter dated  
27-04-2018 (twenty-seven April two thousand eighteen) number: -----  
AHU-AH.01.03-0168103 -----

(Hereinafter to be referred to as "Company").-----

-The appearer acting as mentioned above, firstly stated in this deed: that on Wednesday, -  
05-09-2018 (five September two thousand eighteen), at Birawa Assembly Hall 1<sup>st</sup> Floor --  
Bidakara Hotel Grand Pancoran, Jln. Jend. Gatot Subroto Kav. 71-73, Pancoran, South ---  
Jakarta 12870 Indonesia, was held the Company's Extraordinary General Meeting of ----  
Shareholders (hereinafter to be referred to as "Meeting").-----  
-that such Minutes of Company's Meeting is contained in my, the Notary deed dated ----  
05-09-2018 (five September two thousand eighteen) number 06.-----  
-Whereas in such Meeting was present and/or represented by the Serial A Dwiwarna -----  
Shareholder and other Shareholders or their proxies of Serial B Shares collectively -----  
numbering 5.735.927.323 (five billion seven hundred thirty-five million nine hundred ----  
twenty-seven thousand three hundred twenty-three) shares or representing 79.03% -----  
(seventy-nine point zero three percent) of the total shares with valid voting rights issued -  
by the Company consisting of 1 (one) Serial A Dwiwarna share and 7.257.871.199 (seven  
billion two hundred fifty-seven million eight hundred seventy-one thousand one hundred  
ninety-nine) Serial B shares, by observing the Company's Shareholders Register on-----  
13-08-2018 (thirteen August two thousand eighteen) until 16.15 WIB (fifteen minutes ----  
past four PM Western Indonesian Time) and by observing the owner of security account --  
Balance in the Collective Custodian PT Kustodian Sentral Efek Indonesia on the close of  
share trade dated 13-08-2018 (thirteen August two thousand eighteen).-----  
Therefore the Meeting has met the Meeting quorum. As the provision regarding the -----  
quorum is met, the Meeting is valid and may take valid and binding resolutions on the ---  
Company Shareholders for the Meeting Agendas.-----  
-whereas such Meeting among others approve:-----

Changes to the Company's Management-----



-The appearer was been given an authority and proxy with the right of substitution in an apart Notarial deed regarding the resolution in such Meeting agenda and conduct all actions needed related to the resolutions of such Meeting agenda according to prevailing laws and regulations, including to register/notify the changes in the formation of the Company's Board of Commissioners and Board of Directors to those in authority.

-Based on such Power of Attorney provided by the Meeting, the appearer herewith state that such Company's Meeting has resolved among others by a majority votes to approve:-

1. To confirm the honourable dismissal of Mr. Koesharto (Kushartanto or Kushartanto Koeswiranto) as Director of Human Resources and General Affair/ Independent Director as of his appointment as Director of Human Resources PT Pertamina (Persero) on 29-08-2018 (twenty-nine August two thousand eighteen) with gratitude on his contribution and ideas provided during his tenure in office as Director of the Company.
2. Appoint Mr Alex Denni as the Company's Director of Human Resources and General Affairs.
3. Honourably dismiss the following names as member of the Company's Board of Commissioners:
  1. Mr. Refly Harun as President Commissioner/ Independent Commissioner.
  2. Mr. Boediarso Teguh Widodo as Commissioner.As of the closing of this Extraordinary General Meeting of Shareholders with gratitude on their dedication given during their tenure in office as members of the Company's Board of Commissioners.
4. Appoint the following names as Members of the Company's Board of Commissioners:
  1. Mr. Sapto Amal Damandari as President Commissioner/ Independent Commissioner.
  2. Ms. Anita Firmanti Eko Susetyowati (in her ID Card written as Anita Firmanti) as Commissioner.
5. The tenure in office of the Director of Human Resources and General Affair, -



President Commissioner/ Independent Commissioner, and the Commissioners of -- the Company, appointed as referred to in number 2 and 4 pursuant to the provision of the Company's Articles of Association by observing laws and regulations in the field of Capital Market and without prejudice to the right of GMS to dismiss them - at any time.-----

6. By affirming the dismissal, the dismissal and appointment of the members of the -- Board of Directors and Board of Commissioners of the Company as referred to in - number 1, 2, 3, and 4 the formation of the Membership of the Board of Directors -- and Board of Commissioners of the Company has become as follow:-----

**BOARD OF DIRECTORS**-----

President Director : Mrs. Desi Arryani;-----  
Director of Finance : Mr. Donny Aarsal;-----  
Director of Development : Mr. Adrian Priohutomo;-----  
Operation I Director : Mr. Mohammad Sofyan;-----  
Operation II Director : Mr. Subakti Syukur;-----  
Director of Human Resources -----  
and General Affairs : Mr. Alex Denni;-----

**BOARD OF COMMISSIONERS**-----

President Commissioner/ -----  
Independent Commissioner : Mr. Sapto Amal Damandari-----  
Commissioner : Mr. Agus Suharyono;-----  
Commissioner : Ms. Anita Firmanti Eko -----  
Susetyowati;-----  
(in her ID Card was written Anita ----  
Firman);-----  
Commissioner : Mr. Sugiharjo;-----  
Commissioner : Mr. Muhammad Sapta Murti;-----  
Independent Commissioner : Mr Vincentius Sonny Loho;-----

7. Provide a power of attorney and authority to the Company's Board of Directors -



with the right of substitution to conduct all actions needed related to this agenda ---  
resolution pursuant to the prevailing laws and regulations, including to made into --  
an apart Notarial deed and notify the formation of the Company's Board of -----  
Directors and Board of Commissioners to the Ministry of Law and Human Rights -  
Republic of Indonesia.-----

-The Board of Directors and

-  
both collectively and individually with the right to substitute this authority to another -----  
party, herewith is given authority to submit Notification of Changes to the Company's ---  
Data to the authorized party, appear anywhere as necessary, provide certificates, make, ---  
procure to make and sign all letters required and in general conduct all actions obligated -  
and deemed necessary and benefited to complete such matters, without exception.-----

-The appearer herewith guarantee on the true identity of the appearer compliant with the -  
ide card submitted to me, the Notary and fully responsible on such matter and further to it  
the appearer has stated to understand the content of this deed.-----

-I, the Notary, know the appearer through his identity shown to, the Notary.-----

-From all matters mentioned above, was drawn up:-----

-----**THIS DEED**-----

-Drawn up as minutes and read out and signed in Jakarta on the day and date mentioned --  
at the beginning of this deed in the presence of:-----

1. Mrs INDAH FATMAWATI, B.A (Hons) Law, who was born in Jakarta, on -----  
28-07-1959 (twenty-eight July one thousand nine hundred fifty-nine), an -----  
Indonesian Citizen, who resides in South Jakarta, Tebet Timur Dalam VI K/4, -----  
Rukun Tetangga 003, Rukun Warga 006, Sub-District Tebet Timur, District Tebe--  
-Holder of Population Number 3174016807590001. -----
2. Mrs DIYAH SUWATI, who was born in Solo, on 26-10-1964 (twenty-six October  
one thousand nine hundred sixty-four), an Indonesian Citizen, domiciled in -----  
Tangerang, Jalan Talas II, Pondok Cabe Ilir, Rukun Tetangga 02, Rukun Warga ---  
01, Sub-District Pondok Cabe Ilir Pamulang, District Pamulang.-----

-Holder of Population Registration Number: 3674066106400002-----

-For the time being in Jakarta.-----

Both Notary Assistants as witnesses.-----

-Immediately after this deed is read out by me, the Notary to the appearer and witnesses --  
this deed was signed by the appearer, witnesses and me, the Notary.-----

-Conducted with one cross-out and replacement.-----

-The original of this deed was duly stamped.-----

GIVEN AS EXACT DUPLICATE



Ir. NANETTE CAHYANIE HANDARI ADI WARSITO, SH

Notary in Jakarta