



**ANNOUNCEMENT
TO THE SHAREHOLDERS
THE SUMMARY OF MINUTES OF THE ANNUAL AND EXTRAORDINARY GENERAL MEETINGS OF SHAREHOLDERS
PT SINAR MAS AGRO RESOURCES AND TECHNOLOGY Tbk. ("Company")**

The Board of Directors of the Company hereby informed to the shareholders that the Annual General Meeting of Shareholders ("AGM") and Extraordinary General Meeting of Shareholders ("EGM") of the Company have been convened on 23 May 2017 at Le Grandeur Hotel, Kirana Room, 2nd Floor, Jalan Mangga Dua Raya, Central Jakarta 10730.

THE ANNUAL GENERAL MEETING OF SHAREHOLDERS

The AGM was commenced at 10.20 WIB (twenty minutes past ten of the Western Indonesian Time) until 11.21 WIB (twenty one minutes past eleven of the Western Indonesian Time).

The AGM was attended by the legitimate shareholders and proxies amounting to 2,804,394,246 (two billion eight hundred four million three hundred and ninety four thousand two hundred and forty six) shares or equal to 97.64% (ninety seven point sixty four percent) of the total shares with valid voting rights which have been issued by the Company until this AGM date amounting to 2,872,193,366 (two billion eight hundred seventy two million one hundred ninety three thousand and three hundred sixty six) shares.

The AGM was attended by the Board of Commissioners and the Board of Directors of the Company as follows:

1. Budi Wijana as the Vice President Commissioner;
2. Prof. DR. Teddy Pawitra as the Independent Commissioner;
3. Prof. DR. Susiyati B. Hirawan as the Independent Commissioner;
4. Drs. Endro Agung Partoyo as the Independent Commissioner;
5. Rafael B. Concepcion, Jr. as the Commissioner;
6. Edy Saputra Suradja as the Vice President Director;
7. Jimmy Pramono as the Vice President Director;
8. DR. ING. Gianto Widjaja as the Director;
9. D. Agus Purnomo as the Director; and
10. Ir. Lukmono Sutarto as the Independent Director.

A. AGM Agenda:

1. Approval on the Annual Reports of the Board of Directors of the Company for fiscal year ended on 31 December 2016;
 2. Approval and ratification of the Company's Annual Account as well as the Board of Commissioners' Supervisory Duties Report for fiscal year ended on 31 December 2016 and granting the full acquittal of responsibility (*acquit et de charge*) to the Board of Directors and the Board of Commissioners of the Company over any supervision and management conducted by the Board of Directors and the Board of Commissioners during the fiscal year ended on 31 December 2016;
 3. Enactment and approval on the Company's profits appropriation for the fiscal year ended on 31 December 2016;
 4. The determination of salary and/or honorarium of the members of Board of Commissioners of the Company and granting authority to the Board of Commissioners to determine salary and/or honorarium of the members of Board of Directors of the Company; and
 5. Appointment of the Independent Public Accountant to audit the Company's financial books for the fiscal year ended on 31 December 2017 and granting the authority to the Board of Directors of the Company, to determine the honorarium for such Independent Public Accountant and other requirements of the appointment therefor.
- B.** Prior to resolving the decisions, Chairman of the AGM rendered opportunities to the shareholders to raise queries and/or expressed their opinions for each AGM Agenda. For the First, Second, Third, Fourth, and Fifth AGM Agenda, there were no queries raised.
- C.** All resolutions are taken by deliberation and consensus. Failure in reaching such mutual consensus, the resolutions shall be taken by hand raising voting. For the First, Second, Third, Fourth, and Fifth AGM Agenda, the resolutions were taken by deliberation and consensus.

The Resolutions that have been taken at the AGM are as follows:

1. Approved the Annual Report of the Board of Directors of the Company for fiscal year ended on 31 December 2016;
2. Approved and ratified the Company's Annual Account for fiscal year ended on 31 December 2016 audited by Mirawati Sensi Idris Public Accountant Firm, as adopted in its reports dated 20 February 2017, number 05931017SA, with unqualified opinion as well as the Board of Commissioners' Supervisory Duties Report for fiscal year ended on 31 December 2016 and granted the full acquittal of responsibility (*acquit et de charge*) to the Board of Directors and the Board of Commissioners of the Company over any supervision and management conducted by the Board of Directors and the Board of Commissioners during the fiscal year ended on 31 December 2016, to the extent that those have been reflected in the above-mentioned Annual Report;
3. Enacted and approved on the Company's profits appropriation for the fiscal year ended on 31 December 2016, as follows:
 - a. To distribute final dividend amounting of IDR 25,- per share, therefore total dividend distributed shall be in the amount of IDR 71,804,834,150 (seventy one billion eight hundred and four million eight hundred thirty four thousand one hundred fifty Rupiah);
 - b. Not to establish additional reserved fund because it has reached the minimum amount of reserved fund as regulated in Article 70 of Law No. 40 of 2007 on Limited Liability Company;
 - c. The remaining balance of the Company's retained earnings of IDR 7,420,398 million shall be recorded as unappropriated retained earnings for the Company's working capital; and
 - d. Granted the authority to the Board of Director of the Company to carry out and announce the cash dividend distribution in accordance with applicable regulations.

The dividend payment of fiscal year of 2016 will be carried out with the following schedule and procedure:

A. SCHEDULE OF CASH DIVIDEND DISTRIBUTION

a. Cum-dividend in the Regular and Negotiation Markets	31 May 2017
b. Ex-dividend in the Regular and Negotiation Markets	02 June 2017
c. Cum-dividend in the Cash Market	06 June 2017
d. Ex-dividend in the Cash Market	07 June 2017
e. Recording date entitled to the cash dividend	06 June 2017
f. Cash dividend payment	16 June 2017

B. PROCEDURE OF CASH DIVIDEND PAYMENT

- a. For the Shareholders whose shares are recorded in the collective deposit of PT Kustodian Sentral Efek Indonesia ("KSEI"), the cash dividend will be received through the Account Holder in KSEI. Written confirmation concerning the result of cash dividend distribution will be delivered by KSEI to the respective securities company and/or custodian bank, thereafter, the Shareholders will receive information about their stock balance from the securities company and/or custodian bank at which the Shareholders open their accounts.
 - b. For the Shareholders whose shares are using script, the Company will pay the dividend through electronic banking transfer to the account of the relevant Shareholders. Therefore, the aforesaid Shareholders shall give notice in writing about their Banking Account Numbers, not later than 06 June 2017, to the Share Registrar of the Company:

PT Sinar Mas Gunita
Sinar Mas Land Plaza Tower I, 9th Floor,
Jln. M.H. Thamrin No. 51, Central Jakarta 10350
Ph. : (021) 3922332 Fax. : (021) 3923003
 - c. Against the payment of such cash dividend, Income Tax will be imposed subject to the prevailing Tax Regulation. The amount of tax to be imposed shall be borne by the relevant Shareholders and withheld from the cash dividend of the relevant Shareholders.
 - d. For the Shareholder who is an Assessable Domestic Corporation which has not yet submitted its Taxpayer Identification Number ("NPWP"), shall be required to submit its NPWP to the KSEI or the Share Registrar (BAE) PT Sinar Mas Gunita not later than 06 June 2017 until 16.00 WIB (Western Indonesian Time). Without the NPWP, the cash dividend will be imposed an Income Tax of 30%.
 - e. For the Shareholder who is an Assessable Foreigner where the tax withholding of which will use an adjusted Tariff determined by the Agreement on Double Tax Avoidance (Tax Treaty) shall be obliged to comply with the requirements of Article 26 of Income Tax Act No. 36/2008 and submit its Certificate of Domicile ("SKD") having been legalised to KSEI or BAE not later than 06 June 2017 until 16.00 WIB (Western Indonesian Time). Without any abovementioned SKD, the cash dividend will be imposed an Income Tax of Article 26 of 20%.
4. a. Approved the determination of salary, honorarium and allowances for the members of the Board of Commissioners of the Company for 2017, at the maximum 20% higher than the previous amount of salary, honorarium and allowances of the members of the Board of Commissioners;
 - b. Approved the granting of authorities to the President of Commissioners of the Company to determine the amount and distribution of the salary, honorarium and allowances for each member of the Board of Commissioners of the Company for 2017; and
 - c. Approved the granting of authorities to the Board of Commissioners of the Company to determine the salary, honorarium and allowances for the members of the Board of Directors of the Company for 2017.
 5. a. Approved the appointment of Mirawati Sensi Idris Public Accountant Firm to audit the Company's financial books for the fiscal year ended on 31 December 2017;
 - b. Approved the granting of the Power of Attorney to the Board of Commissioner of the Company to appoint a replacement of Public Accountant Firm in case the Appointed Public Accountant Firm not able to perform or continue the duties due to any reasons, including in the absence of the agreement on the amount of audit honorarium; and
 - c. Approved the granting of the Power of Attorney to the Board of Directors of the Company to determine the honorarium of Appointed Public Accountant Firm and other requirements of the appointment therefor.

THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

After the AGM completed, the EGM was commenced at 11.29 WIB (twenty nine minutes past eleven of the Western Indonesian Time) until 11.39 WIB (thirty nine minutes past eleven of the Western Indonesian Time) and attended by the legitimate shareholders and proxies amounting to 2,804,394,246 (two billion eight hundred and four million three hundred and ninety four thousand two hundred and forty six) shares or equal to 97.64% (ninety seven point sixty four percent) of the total shares with valid voting rights which have been issued by the Company until this EGM date amounting to 2,872,193,366 (two billion eight hundred seventy two million one hundred ninety three thousand and three hundred sixty six) shares.

The EGM was attended by the same members of Board of Commissioners and Board of Director of the Company as in the AGM.

A. EGM Agenda:

- Approval on the granting of power and authorities to the Board of Directors of the Company in the framework to assign the Company's assets or to encumber it for the Company's liabilities, constituting more than 50% (fifty percent) of the Company's net assets in 1 (one) or more transactions, either in relation to one another or not.
- B.** Prior to resolving the decisions, Chairman of the EGM rendered opportunities to the shareholders to raise queries and/or expressed their opinions for the EGM agenda. For the above EGM Agenda, there were no queries raised.
- C.** All resolutions are taken by deliberation and consensus. Failure in reaching such mutual consensus, the resolutions shall be taken by hand raising voting. For the above EGM Agenda, the resolutions were taken by voting with the following details:
1. 10,089,160 (ten million eighty nine thousand one hundred sixty) shares or equal to 0.36% (zero point thirty six percent) of the total attending shares disagreed;
 2. 2,794,305,086 (two billion seven hundred ninety four million three hundred and five thousand eighty six) shares or equal to 99.64% (ninety nine point sixty four percent) of the total attending shares agreed.

Therefore the abovementioned EGM Agenda was resolved with the majority vote, as follows:

Approved the granting of power and authorities to the Board of Directors of the Company in the framework to assign the Company's assets or to encumber it for the Company's liabilities, constituting more than 50% (fifty percent) of total amount of the Company's net assets in 1 (one) transaction or more, either in relation to one another or not.