



sinarmas multiartha

NOTICE OF

GENERAL MEETING OF SHAREHOLDERS OF

PT SINAR MAS MULTIARTHA Tbk

(" Company")

Board of Directors of the Company hereby calls the Shareholders of the Company to attend:

I. Annual General Meeting of Shareholders (RUPST) which will be held on:

Day/ Date : Friday, June 12 , 2015

Time : 09.00 WIB - finish

Place : Sinar Mas Land Plaza Menara II
lantai 39 Jl. M.H.Thamrin No. 51
Jakarta 10350

With the following agenda:

1. Approval for the Report of Board of Directors and reporting of supervisory duties of Board of Commissioners on the business and operation of the Company for the fiscal year ending on December 31, 2014 ;
2. Approval for the Annual Report of the Company for the Fiscal Year ending on December 31, 2014;
3. Approval and acknowledgment for the Balance Sheet or Financial Position and Estimation of Comprehensive

Profit and Loss Statement for the Fiscal Year ending on December 31, 2014 ;

4. Approval for the Application of Net Profit of the Company for the Fiscal year Ending on December 31, 2014 :
6. Approval for the remuneration of Board of Commissioners and Directors of the Company for the period of January to December 2014.
7. The appointment of Independent Public Accountant to audit the books of the Company for the year 2015 and to authorize the Board of Directors to determine the remuneration of the said Independent Public Accountant and other terms for the appointment.

II. Extraordinary General Meeting of Shareholders (RUPSLB) which will be held on:

Day/ Day : Friday, June 12 , 2015

Time : After RUPST is concluded

Address : Sinar Mas Land Plaza Menara II
lantai 39 Jl.M.H. Thamrin No.51
Jakarta 10350

With the following agenda:

1. Approval for the amendment to Articles of Association of the Company in conjunction with the application of Regulation of Financial Service Authority POJK No. 32/POJK.04/2014

And to re-arrange the entire Articles of Association of the Company

2. Approval for the conference of power and authority to the Board of Directors either jointly or severally, with the rights of substitution to implement the resolutions of the Meeting, including but not limited to, setting out the said resolution either in parts in its entirety into a deed of notary public, to make or to have all deeds, papers, or documents necessary made, to appear before the competent officials/authority to obtain approval from and/or to notify the same to the relevant government agencies, including but not limited to Minister of Law and Human Rights of Republic of Indonesia, and to register or make an announcement pursuant to the prevailing regulation and in case without any exception.

Explanation concerning Quorum Necessary and Computation of

Votes:

1. RUPST shall be lawful and may be convened and adopt valid binding resolutions if attended by shareholders or their proxies representing more than $\frac{1}{2}$ (one half) of the total outstanding shares of the Company with valid voting rights;
2. Resolution of RUPST shall be adopted amicably to reach a consensus. In the event of the failure to adopt the resolution amicably, the resolution shall be lawful if

- approved by more than $\frac{1}{2}$ (one half) of the total shares with voting rights present or being represented in RUPST
3. RUPSLB shall be lawful and may be convened and adopt valid binding resolutions if attended by shareholders or their proxies representing more than $\frac{2}{3}$ (two third) of the total outstanding shares of the Company with valid voting rights;
 4. Resolution of RUPSLB shall be adopted amicably to reach a consensus. In the event of the failure to adopt the resolution amicably, the resolution shall be lawful if approved by more than $\frac{2}{3}$ (two third) of the total shares with voting rights present or being represented in RUPSLB

General Conditions:

1. The Notice of RUPSLB is an official invitation for the shareholders to attend RUPSLB. The Company shall not send separate invitation to each Shareholders. This Notice shall be deemed as the invitation for the shareholders and their proxies who will attend the meeting is required to produce the copy of ID Card or other valid identifications to the registration officials prior to entering the meeting room. In addition to copy of ID Card, the shareholders whose shares are in collective custody of KSEI is required to submit Written Confirmation for Meeting ("KTUR") which may be obtained from member of Stock Exchange / Custodian Bank Holding KSEI Securities Account. Legal entity shareholders are

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- required to carry the copy of the most current articles of association and deed of appointment of members of Board of Directors and Commissioners or the current management and Copy of ID Card from the Principal/Grantor of Power (if authorized representative is appointed)
2. Shareholders eligible to attend or being represented in the RUPSLB are the shareholders of the company whose names are registered in the register of shareholders (*recording date*) on May 20, 2015 as of 16.00 Local Time
 3. Shareholders whose Shares are in Collective Custody of KSEI who intend to attend the meeting shall register themselves through members of Stock Exchange / Custodian Bank Holding KSEI Securities Account to register Written Confirmation for Meeting ("KTUR")
 4. Shareholders who cannot attend the meeting may be represented by another shareholders or any person with Proxy Letter.
 5. The shareholders conferring Proxy Letter may obtain form of proxy letter at *Corporate Secretary* Division at Sinar Mas Land Plaza Tower I 9th Floor, Jl. MH. Thamrin No 51, Central Jakarta on business days and hours. The said Proxy Letter must be signed on Rp.6,000, duty stamp- and must be received by the company not later than 3 (three) business days prior to the date of the meeting.
 6. Members of Board of Directors, Board of Commissioners and employee of the company may act as a proxy in the

meeting, however their votes as proxy in the meeting shall not count.

7. To facilitate the regulation of and for the sake of the order of the meeting, shareholders or their proxies are required to be present at the place of the meeting 15 (fifteen) minutes before the meeting is commenced.
8. Materials related to the agenda of the Meeting are available at the office of the Company or may be downloaded from the website of the Company since this date of this notice until the date of this Meeting.

Jakarta, May 21 , 2015

PT Sinar Mas Multiartha Tbk

Board of Directors of the Company

I, **Anang Fahkrudin**, a sworn and authorized translator, by virtue of Jakarta Capital Territory Governor's Decree No. **2228/2001**, practicing in Jakarta, do solemnly and sincerely declare that the foregoing document is a true and faithful translation from Indonesian into English of the original version.

6

Jakarta, May 5, 2015

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