

AGENDA
2016 ANNUAL GENERAL SHAREHOLDERS MEETING (“The Meeting”)
HELD IN 2017
PT TOBA BARA SEJAHTRA Tbk (“The Company”)

The Agenda of 2016 Annual General Shareholders Meeting, which is held in 2017 by the Company (the “Meeting”), is to complete the information which has been informed to the shareholders in Investor Daily Newspaper on 4 May 2017.

Agenda 1

Approval of the Annual Report and the ratification of the Company’s Consolidated Financial Statements for fiscal year that ended 31 December 2016:

Explanation:

Approval of the Annual Report and the ratification of the Company’s Consolidated Financial Statements ended December 31, 2016, which has been audited by Public Accountant Firm Purwantoro, Sungkoro & Surja (member of Ernst & Young) signed on 30 March 2017.

Agenda 2

Determination of the use of the Company’s net profit for fiscal year that ended 31 December 2016.

Explanation:

Explanation and determination of achievement of the Company’s net profit for the fiscal year ending 31 December 2016 and the recommendation for the use of Company’s net profit for such fiscal year.

Agenda 3

Appointment of the Registered Public Accountant Firm to audit the Company’s Consolidated Financial Statements for fiscal year 2017 and to determine the honorarium of the Public Accountant Firm along with other requirements.

Explanation:

Approval of delegation of authority to the Company’s Board of Commissioners to appoint the Registered Public Accountant Firm to audit the Company’s Consolidated Financial Statements for fiscal year 2017 and to determine the honorarium of the Public Accountant Firm along with the requirements.

Agenda 4

Determination of honorarium/salary and other allowances for the Company’s Board of Commissioners for fiscal year 2017.

Explanation:

Approval of the delegation of authority to the Company’s Board of Commissioners to determine honorarium/salary or other allowances for the Company’s Board of Commissioners for fiscal year 2017.

Agenda 5

Determination of honorarium and other allowances for the Company's Board of Directors for the fiscal year 2017.

Explanation:

Approval of the delegation of authority to the Company's Board of Commissioners to determine honorarium/salary and/ other allowances for the Company's Board of Directors for the fiscal year 2017 and the allocation for each of the Company's Director.

Agenda 6

Report on the IPO's use of proceeds.

Explanation:

The company will report the IPO's use of proceeds.

Agenda 7

Approval for the change in the composition of the Company's Management.

Explanation:

Approval for the change in the composition of Board of Directors and Board of Commissioners, whose office tenors of several members of the Board of Directors end, as well as the appointment of new member of the Board of Commissioners and new member of the Board of Directors.

The following are the biodata of prospective members of the Board of Commissioners, who will be proposed to be appointed during the Meeting.

Djamal Attamimi Commissioner

Born in Semarang, 30 September 1963, Djamal Attamimi obtained Economics degree from University of California-Berkeley, United States and Master in Business Administration from Erasmus Universiteit, Rotterdam School of Management, in Rotterdam, Holland. He has served as Managing Director, Head of Debt Origination at Nomura Securities Singapore. He was previously also Managing Director at Deutsche Bank Singapore as Co-head, Capital Markets & Treasury Solutions, South East Asia and Head of Investment Banking, Indonesia.

Cheong Tuck Kuen Kenneth Commissioner

Born in Malaysia on 20 May 1968, Cheong Tuck Kuen Kenneth obtained First Class Honors in Econometrics and Mathematical Economics from London School of Economics, United Kingdom. Since 1992 until 1995, he worked as Assistant Treasurer with Corporate Banking DBS Bank Ltd. In 1995-1998, he served as Manager at BZW Asia, in which he oversaw merger and acquisition transactions and capital market transactions. Since 1998, he has joined Baring Private Equity Asia with last position of Managing Director.

The following are the biodata of prospective members of Board of Directors, who will be proposed to be appointed during the Meeting.

Justarina S.M. Naiborhu
President Director

Born in Jakarta, 27 October 1963, Justarina Sinta Marisi Naiborhu obtained her Bachelor degree from Institut Pertanian Bogor (Institute of Agriculture Bogor), Master degree in International Securities, Investment and Banking from Reading University, UK and Magister in Management from University of Indonesia. She served as President Director at PT CIMB-Principal Asset Management (2008 – 2011), Director at PT CIMB-GK Securities Indonesia (2003 – 2008), Vice President Institutional Business & Advisory at PT Kuo Capital Raharja (2001 – 2003), Institutional Portofolio Manager, at PT Danareksa Investment Management (1999 – 2001), and Research & Development Analyst, then as Assistant to the President Director at PT Bursa Efek Jakarta (1992 – 1997). She was appointed as President Director of PT Toba Bara Sejahtera Tbk on 5 Mei 2011.

Pandu Patria Sjahrir

Director

Born in Boston – United States, 17 May 1979, Pandu Patria Sjahrir obtained his Bachelor degree from University of Chicago, United States and Master of Business Administration from Stanford Graduate School of Business, United States. Before joining PT Toba Bara Sejahtera Tbk, he worked as Senior Analyst at Matlin & Patterson from 2007 until 2010, as Principal at Byun & Co, Alternative Energy Fund Asia (2002 – 2005) and as Analyst at Lehman Brothers (2001 – 2002). In 2014, he was selected as “Asia’s 21 Young Leaders” by Asia Society, an award presented to young leaders under 40 years old. Pandu has served as Chairman of the Indonesian Coal Mining Association (APBI-ICMA) since 2015 for tenor of 2015-2018. He was first appointed as Director at PT Toba Bara Sejahtera Tbk on 1 October 2010

Arthur M.E. Simatupang

Director

Born in Bandung – West Java, 12 February 1973, Arthur Mangaratua Ebenhaezer Simatupang graduated with Bachelor degree in International Business from University of Seattle, United States and obtained Master of Commerce in Finance and Accounting from University of Sydney, Australia. He worked as Advertising and Promotion Supervisor at PT Indofood Sukses Makmur Tbk (1998 – 2004) and became Director and Chief Financial Officer at PT Adimitra Baratama Nusantara since 2007. Since 2015, he has served as Deputy Chairman of Indonesia Power Producers Association (APLSI) He was first appointed as Director at PT Toba Bara Sejahtera Tbk on 5 May 2011

Sudharmono Saragih

Director

Born in Pematang Siantar – North Sumatera, 2 Agustus 1978, Sudharmono Saragih obtained his Bachelor degree in Mining Engineering subdepartment General Mining from Institute of Technology Bandung. In 2004-2005, he was appointed as Production Superintendent at PT Kaltim Prima Coal. In 2008-2009, he served as Operations General Manager at PT Riau Bara Harum, Andaru Resources Group. In 2009, he joined PT Agrabudi Jasa Bersama, Titan Mining Indonesia Group as Site General Manager and in 2009-2010, he served as Operation Manager at PT Wijaya Karya Aneka Mineral, Harita Grup. In 2010-2011, he was appointed as Site Manager at PT Raja Kutai Baru Makmur, Ancora Group. He was first appointed as Director at PT Toba Bara Sejahtera Tbk on 20 June 2012.

Dicky Yordan**Director**

Born in Jakarta on 9 August 1976, Dicky Yordan obtained his Bachelor of Science in Civil and Environmental Engineering from University of Michigan, Ann Arbor, USA in 1998 and Master of Science in Financial Engineering from Columbia University, New York, USA in 2002. He started his career in 1998-2000 at PAC Project Advisor, Ann Arbor, MI, USA as Senior Consultant. In 2002-2003, he served as Associate at Byun & Co, Singapore and as Associate at PT Anugra Capital Indonesia in 2003-2005. In 2005-2006, he became Associate of Investment Banking Division, at Merrill Lynch, Jakarta, Indonesia. In 2006, he was appointed as Vice President Corporate Coverage, Deutsche Bank, Indonesia and later in 2009, as Director, Co-Head Global Capital Market, Deutsche Bank, Indonesia and Singapore. In 2011, he held the position of Managing Director, Joint Head Investment Banking and Financing, Nomura Singapore Limited, Singapore. He served as Commissioner at PT Stargate Pacific, Indonesia in 2014 until now and also as Managing Partner, Lynx Asia Partners, Singapore since 2014.

Jakarta, 4 Mei 2017

PT Toba Bara Sejahtera Tbk

Board of Directors