

AGENDA
2015 ANNUAL GENERAL SHAREHOLDERS MEETING (“The Meeting”)
HELD IN 2016
PT TOBA BARA SEJAHTRA Tbk (“The Company”)

The Agenda of 2015 Annual General Shareholders Meeting, which is held in 2016, is to complete the information regarding “The Meeting”, which has been informed in Investor Daily Newspaper on April 15, 2016.

Agendum 1

Approval of the Annual Report and the ratification of the Company’s Consolidated Financial Statements for fiscal year 2015:

Explanation:

Approval of the Annual Report and the ratification of the Company’s Consolidated Financial Statements ended December 31, 2015, which has been audited by Public Accountant Firm Purwantoro, Sungkoro & Surja (member of Ernst & Young) signed on March 23, 2016.

Agendum 2

Determination of the use of the Company’s net profit for fiscal year 2015.

Explanation:

Explanation and determination of achievement of the Company’s net profit for the fiscal year 2015 and the approval of the use of Company’s net profit for fiscal year 2015.

Agendum 3

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 2016 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 2016 and to determine the honorarium of the Public Accountant Firm along with the requirements.

Agendum 4

Determination of honorarium/salary and other allowances for the Company’s Board of Commissioners for fiscal year 2016.

Explanation:

Approval of the delegation of authority for President Commissioner to determinate honorarium/salary or other allowances for the Company’s Board of Commissioners for fiscal year 2016.

Agendum 5

Delegation of authority for the Company's Board of Commissioners to determinate honorarium and other allowances for the Company's Board of Directors for the fiscal year 2016.

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 2016 and the allocation for each of the Company's Director.

Agendum 6

Report on the IPO's use of proceeds.

Explanation:

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

Agendum 7

Approval of the reappointment of the Company's Board of Commissioners.

Explanation:

Approval for reappointment of the Company's Board of Commissioners, which has the office expiration for 4 year-period, since the closing of the meeting until the closing of the Company's Annual General Meeting of Shareholders in 2020.

Below are the resumes for the proposed candidates of the Company's Board of Commissioners:



Jusman Syafii Djamal, President Commissioner

Born in Langsa – Nanggroe Aceh Darussalam, July 28, 1954, Jusman Syafii Djamal is a Bachelor in Mechanical Engineer with concentration in Aeronautics from Institut Teknologi Bandung in 1982. Previously, he served among others, as Minister of Transportation of the First United Indonesia Cabinet (May 2007 – October 2009), Member of the National Evaluation Team of Transportation Safety and Security (January – May 2007), Member of Incubator Technology of BPPT, and Chief Project Engineer of 50 seaters Advanced Turboprop N250 Fly by Wire Airplane, IPTN Indonesia (1990 – 1995). Since 2015, he was appointed as President Commissioner of PT Toba Sejahtra. Currently he also serves as President Commissioner of PT Cardig Aero Services Tbk (since Jul 2011), President Commissioner of PT Garuda Indonesia Tbk (since December 2014), Chairman of Advisory Council of Entrepreneur of Land

Transportation Organization (since January 2010) and Chairman of Matsushita Gobel Foundation (since January 2005). He was appointed as President Commissioner of PT Toba Bara Sejahtera Tbk since October 1, 2015.



Bacelius Ruru, Independent Commissioner

Born in Kakaskasen Village, Tomohon, North Sulawesi, June 14, 1948, Bacelius Ruru graduated from School of Law of Universitas Indonesia in 1975 and holds LLM (Master of Law) from Harvard Law School, United States. Previously he served, among others, as President Commissioner of PT Perusahaan Pengelola Aset (Persero)(2004 – 2008), President Commissioner of PT Telekomunikasi Indonesia Tbk (2001 – 2004), President Commissioner of PT Bursa Efek Indonesia (2001- 2008), Secretary of Ministry of State-Owned Enterprises (2000 – 2001), Deputy of State Minister /Deputy of Head of Investment and State-Owned Enterprises Development, Supervision and Control Division, Ministry of State-Owned Enterprises (2000 - 2001), Assistant of Minister/Deputy Mining Business and Agro Industry, State Ministry of State-Owned Enterprises Utilization (1999 – 2000), Assistant of Minister of State-Owned Enterprises Utilization/Deputy of Competitive Business Sector, Management Board of State-Owned Enterprises (1998 – 1999), Director General of State-Owned Enterprises Development, Ministry of Finance (1995 – 1998), and Head of Indonesian Capital Markets Supervisory Agency, Ministry of Finance (1993 – 1995). Currently he also serves as Independent Commissioner of PT Manulife Aset Manajemen Indonesia (since 2011), Independent Commissioner of PT Agung Podomoro Land Tbk (since 2010), President Commissioner of PT Axle Asia (since 2008), President Commissioner of PT Jababeka Tbk (since 2007), President Commissioner of PT Tuban Petrochemical Industries (since 2003) and President Commissioner of PT Polychem Indonesia (since 2003). He was appointed as Independent Commissioner of the Company on March 30, 2012.



Farid Harianto, Komisararis Independen

Born in Madiun – East Java, September 4, 1952, Farid Harianto holds a Bachelor of Electrical Engineering from Institut Teknologi Bandung, Master in Applied Economics and Managerial Science and Ph.D in Applied Economics and Managerial Studies from The Wharton School at the University of Pennsylvania, United States. Previously, he served, among others, as Deputy Chairman of Indonesia Bank Restructuring Agency (1998 – 2000), President Director of PT Pemeringkat Efek Indonesia (1995 – 1998), Visiting Professor and Chairman, ASEAN Studies, University of Toronto, Canada (1993 – 1995) and Director, Graduate Programs, Institut PPM (1990 – 1993). Currently he is designated as a member of the President's Advancement Advisory Council at National University of Singapore (since 2011), Independent Commissioner of PT BATA Indonesia Tbk (since 2011), Special Staff of Vice President of the Republic of Indonesia (2009 – 2014). Risk Monitoring Committee of PT Bank International Indonesia Tbk (since 2007), Independent Commissioner of PT Unggul Indah Cahaya Tbk (since 2005), Independent Commissioner of PT Lippo Karawaci Tbk (since 2004), and Member of Executive Council of Asia, The Wharton School, University of Pennsylvania (since 2000). He was appointed as Independent Commissioner of the Company on March 30, 2012.

Jakarta, Mei 2, 2016

PT Toba Bara Sejahtera Tbk

Board of Directors